



SG Hiscock & Company

Date issued: 23 October 2009

EQT FUNDS MANAGEMENT – Product Disclosure Statement

# EQT SGH Wholesale Small Companies Fund

ARSN 098 375 798 APIR ETL0118AU

This Product Disclosure Statement ('PDS') is for the offer of units in the EQT SGH Wholesale Small Companies Fund (ARSN 098 375 798) (the 'Fund') and was issued on 23 October 2009. This PDS has been prepared and issued by Equity Trustees Limited (ABN 46 004 031 298, Australian Financial Services Licence ('AFSL') No. 240975) in its capacity as the Responsible Entity of the Fund (referred to throughout this PDS as the 'Responsible Entity', 'EQT', 'us' or 'we'). The Investment Manager of the Fund is SG Hiscock & Company Limited (ABN 51 097 263 628, AFSL No. 240679) and is referred to throughout this PDS as the 'Investment Manager' or 'SGH'.

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 in view of your financial position and investment objectives and needs and you may want to seek advice before making an investment decision. 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 rights of 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. EQT accepts no responsibility for IDPS Operators or any failure by an IDPS Operator to provide Indirect Investors with a current version of this PDS as provided by EQT or to withdraw the PDS from circulation if required by EQT.

Please ask your adviser if you have any questions about investing in the Fund (either directly, or indirectly through an IDPS).

The Responsible Entity, the Investment Manager and their respective employees, 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. 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 offer made in this PDS is available only to persons receiving this PDS in Australia (electronically or otherwise). If you received this PDS electronically we will provide a paper copy free upon request during the life of this PDS. Please call EQT Client Services on **1300 555 378** 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 may be obtained:**

- **by calling EQT Client Services on 1300 555 378; or**
- **on our website at [www.eqt.com.au](http://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 Reduced Input Tax Credits ('RITCs'), and all amounts are in Australian dollars.



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# Glossary of Important Terms

**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), as attached to this PDS.

**ASIC** – Australian Securities and Investments Commission.

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

**ASX** – Australian Securities Exchange.

**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 in the Fund, whereas the Sell Spread is the difference between NAV per unit and the withdrawal price of units in the Fund. 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.

**Derivatives** – Generally, a derivative is a financial contract whose value depends upon, or is derived from, the value of an underlying asset, reference rate or index. Derivatives may relate to securities, bonds, interest rates, currencies or currency exchange rates, commodities, and related indexes. Examples include options contracts, futures contracts, options on futures contracts, and swap agreements.

**Distribution** – The amount that is paid to investors after the end of a distribution period. This generally includes any income and realised capital gains.

**Fundamental Analysis** – An analysis of share values based on factors such as sales, earnings and assets that are 'fundamental' to the enterprise of the company in question. These factors are considered in light of current share prices to ascertain any mispricing of the shares.

**GST** – Goods and Services Tax.

**IDPS** – Investor directed portfolio service. 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 Operator** – An entity that operates and offers an IDPS.

**Indirect Investor** – A person who invests indirectly in units in the Fund through an IDPS.

**Investment Manager** – The Investment Manager of the Fund is SG Hiscock & Company Limited (ABN 51 097 263 628, AFSL No. 240679).

**Management Costs** – Total costs associated with investment in the Fund (including Responsible Entity fee and estimated expense recoveries).

**Net Asset Value or NAV** – The value of assets of the Fund, less the value of the liabilities of the Fund.

**Responsible Entity** – The Responsible Entity for the Fund is Equity Trustees Limited (ABN 46 004 031 298, AFSL No. 240975).

**Retail Client** – Persons or entities as defined under section 761G of the Corporations Act.

**RITC** – Reduced Input Tax Credits. EQT will apply for reduced input tax credits where applicable to reduce the cost of GST to the Fund.

**Sentiment Analysis** – An analysis of the market sentiment towards a security, index or market. This mainly relates to analysing share price trends and other price trends, including those relating to securities markets, commodities, interest rates and foreign exchange.

**Style Neutral** – A portfolio that exhibits no bias towards any particular investment style.

**Wholesale Client** – Persons or entities as defined under section 761G of the Corporations Act.

## Fund at a Glance

<b>Name of Fund</b>	<b>EQT SGH Wholesale Small Companies Fund</b>
<b>Registration date</b>	9 October 2001
<b>ARSN</b>	098 375 798
<b>APIR</b>	ETL0118AU
<b>Investment objective<sup>1</sup></b>	Designed to provide medium to long term capital growth potential and seeks to outperform the S&P/ASX Small Ordinaries Accumulation Index by greater than 4–5% per annum over rolling three to five year periods, before taking into account Fund fees and expenses
<b>Investments held</b>	A diversified portfolio of stocks comprising listed companies that are outside the S&P/ASX 100 Index and cash
<b>Benchmark</b>	S&P/ASX Small Ordinaries Accumulation Index
<b>Minimum initial investment<sup>2</sup></b>	\$50,000
<b>Minimum additional investment<sup>2</sup></b>	\$1,000
<b>Minimum withdrawal<sup>2</sup></b>	\$10,000
<b>Minimum balance<sup>2</sup></b>	\$50,000
<b>Cut off time for applications and withdrawals</b>	By 2.00pm on any Business Day for receipt of that day's unit price
<b>Access to funds<sup>3</sup></b>	Usually within 7 days
<b>Income Distribution</b>	Half yearly (as at 31 December and 30 June)
<b>Valuation of underlying investments</b>	Daily
<b>Management Costs<sup>4</sup></b>	1.179% p.a.
<b>Buy/Sell Spread</b>	Buy 0.35% / Sell 0.35%
<b>Recommended investment timeframe</b>	A minimum of 3 to 5 years

<sup>1</sup> The investment objective is not intended to be a forecast. It is only an indication of what the investment strategy aims to achieve. The Fund may not achieve its investment objective. Returns are not guaranteed.

<sup>2</sup> The Responsible Entity may in its discretion accept lower initial amounts and/or charge lower fees from Wholesale Clients and alter the minimum amounts specified, at any time without prior notice to investors.

<sup>3</sup> Refer to 'Access to your money' section for further details.

<sup>4</sup> The Management Costs are expressed as a percentage of NAV. This includes GST after an allowance is made for RITCs. Refer to 'Fees and Other Costs' section for further details.

## About the Responsible Entity

### Equity Trustees Limited

Equity Trustees Limited ('EQT') was established in 1888, by an Act of the Victorian Parliament, to provide trustee and executor services. The company has evolved into a sophisticated financial services provider offering a broad range of products and services to a diverse client base.

In addition to traditional trustee and estate management duties, the EQT range of services includes portfolio management, superannuation, philanthropy services and responsible entity services for external fund managers. EQT's responsibilities and obligations as the Responsible Entity of the Fund are governed by the Fund's Constitution as well as the Corporations Act and general trust law.

EQT is committed to acting in the best interests of its clients by utilising wealth management solutions over a range of Asset Classes carrying different risk profiles.

## About the Investment Manager

### SG Hiscock & Company Limited

SG Hiscock & Company ('SGH') is a boutique investment manager. It was established in 2001 and is 100% owned by its staff. The highly experienced principals were formerly employed at National Asset Management Limited, a subsidiary of National Australia Bank. A majority of the team has worked together for over 10 years and uses a trademarked investment style – ValueActive™. Since its inception in August 2001, SGH has grown in funds under management from \$5 million to approximately \$1.6 billion, and at the date of this PDS, the firm had 14 staff, of which 12 are investment professionals.

**Co-investment:** The principals of SGH, as well as SGH itself, are significant investors in the funds which SGH manages as they believe the funds are ideally structured to provide long term outstanding returns. Co-investment is seen as common sense as it gives SGH the disciplines and incentives of proprietorship. In addition, SGH has invested a significant portion of its balance sheet back into its funds, and seeds new funds with SGH company money.

**Experience:** The average investment experience of the senior investment principals is 17 years.

**Consistency:** SGH's investment style has been used by SGH as a team for over 14 years (called 'Value Active™'). It combines valuation work with analysis of company and market fundamentals and market sentiment. In a nutshell, SGH likes to buy great companies at good prices, and good companies at great prices. The team has also identified persistent inefficiencies in the market which its investment process aims to exploit.

**Clients:** SGH's clients include some of the very biggest investors in the Australian marketplace, representing many thousands of investors, as well as many high net worth, wholesale and retail clients.

**Asset classes and strategies:** SGH currently manages nine funds in the following asset classes and strategies:

- Australian equity small companies
- Australian equity concentrated (SGH20)
- Australian equity intellectual property (SGH IC<sup>2</sup>E)
- Australian equity micro cap companies
- Australian equity long/short
- Absolute return
- Australian listed property
- Australian Property Income Fund
- Global listed property

SGH believes it offers the following optimal attributes for a fund manager:

- a specialist boutique structure
- company and staff money in the Fund
- 100% ownership spread amongst staff
- high quality people
- significant equity market expertise
- a highly repeatable investment process
- logical and reasonable risk controls.

# About the EQT SGH Wholesale Small Companies Fund

## Investment objective

The EQT SGH Wholesale Small Companies Fund is designed for investors seeking medium to long term capital growth potential by investing in a diversified portfolio of stocks comprising listed companies that are outside the S&P/ASX 100 Index.

The Fund aims to outperform the S&P/ASX Small Ordinaries Accumulation Index by greater than 4–5% per annum over rolling three to five year periods, before taking into account Fund fees and expenses.

## Investment process

The EQT SGH Wholesale Small Companies Fund invests in a diversified portfolio of stocks comprising listed companies that are outside the S&P/ASX 100. The Investment Manager's investment philosophy is based on the belief that the equity market is inefficient when pricing small companies and that a disciplined investment process which combines valuation with Fundamental Analysis and Sentiment Analysis will exploit these inefficiencies. The Investment Manager considers that this size-related mis-pricing occurs as a result of limited research, lower liquidity, limited history and increased volatility occurring in respect of smaller companies.

The investment approach is essentially Style Neutral and is based on the Investment Manager's proprietary three stage ValueActive™ investment process which:

- seeks to identify and exploit inefficiencies in market pricing;
- uses Fundamental Analysis and Sentiment Analysis to seek to time investment decisions more accurately; and
- uses Fundamental Analysis and Sentiment Analysis to purchase company stocks at what the Investment Manager considers reasonable prices.

The Investment Manager will take advantage of short-term trading and arbitrage opportunities within the investable universe of the Fund.

## Investment guidelines

The Investment Manager will use the following guidelines when selecting investments for the Fund:

- The Fund will invest in a minimum of 20 securities;
- The Fund will not have a shareholding of more than 10% in any one listed company;

- The Fund will not have more than 10% of total investments in any one listed company;
- No more than 10% of the Fund may be invested in unlisted securities, provided that the securities are listed in the following 12 month period;
- Where securities subsequently become part of the S&P/ASX 100, they will be sold within 12 months following the inclusion of the securities in the S&P/ASX 100; and
- The Fund may invest in NZ securities, but typically only for arbitrage purposes. No more than 10% of the Fund can be invested in securities listed on the NZ Stock Exchange.

## Derivatives

The Fund is permitted to use Derivatives. The Investment Manager may use Derivatives for risk management purposes, as substitutes for physical securities. Derivatives may carry additional risk. For more information please refer to the 'Managing Risk' section.

## Borrowing

We do not intend to undertake any long-term borrowings for the Fund, however the Constitution permits borrowing. Short-term borrowings may be undertaken for operational purposes from time to time.

## Minimum suggested investment timeframe

The minimum suggested investment timeframe for this Fund is three to five years. The minimum suggested investment timeframe is a general guide only and does not take into account your individual circumstances. Investors should seek financial planning advice to determine, in their particular circumstances, the appropriate investment period for the Fund.

## Labour standards and environmental, social and ethical considerations

EQT and the Investment Manager do not take into account labour standards or environmental, social or ethical considerations for the purposes of selecting, retaining or realising investments.

## Fund performance

For up to date information on the performance of the Fund please go to our website [www.eqt.com.au](http://www.eqt.com.au) or contact EQT Client Services on **1300 555 378**.

**Past performance is not indicative of future performance. The Responsible Entity and Investment Managers do not guarantee the capital, any return on income or capital or the investment performance of the Fund.**

# Managing Risk

Investment in any fund carries risks, including volatility of returns. Volatility refers to the degree to which returns may fluctuate around their long-term average. Each Asset Class, whether it is cash, fixed interest, property, Australian or international stocks, has associated investment risks and the return achieved by each will vary accordingly. Historically, higher risk assets such as international and Australian stocks, on average produce higher long-term returns than lower risk investments, such as fixed income or cash.

Investment in the Fund contains some risk and neither the performance of the Fund nor the security of your investment is guaranteed by the Responsible Entity or the Investment Manager. Investment in the Fund is generally subject to risks, including possible delays in the payment of withdrawal proceeds, and loss of income and capital. We recommend you talk to a financial adviser about the risks involved in investing in the Fund and how they might impact on your individual financial circumstances.

The main risk factors which may affect the returns of the Fund include:

## Sector selection risk

The Investment Manager may make poor investment decisions resulting in sub-standard returns (for example, where the Investment Manager gains exposure to a sector which significantly underperforms relative to other sectors). This risk is mitigated to some extent by the knowledge and experience of the Investment Manager.

## Investment selection risk

The Investment Manager uses an investment selection process to identify investment opportunities which it believes are most likely to outperform the Benchmark. There is a risk that these investments will not perform in line with the Investment Manager's expectations however this risk is mitigated to some extent by the knowledge, experience and processes of the Investment Manager.

## Investment specific risk

There may be instances where an investment in which the Fund invests will fall in price because of investment specific factors (for example, where a company's major product is subject to a product recall). The value of investments can vary because of changes to management, product distribution, investor confidence, internal operations or the company's business environment.

## Small companies' risk

The Fund will generally invest in companies that are have a lower than average market capitalisation. Small companies:

- may have less liquid and more volatile securities, compared to those of larger companies;
- may be recently established entities, and as such publicly available information on their business activities may not be as easy to obtain compared to companies with larger market capitalisation; and
- can be engaged in new-to-market concepts which may be speculative in nature.

For these reasons this sector may experience significant volatility and reduced liquidity.

## Concentration risk

Concentration risk is the risk that poor performance in a group of securities common to a particular section of the market will significantly affect the performance of the Fund. This risk is relevant for the Fund as it will seek to focus investments in companies that are outside of the top 100 companies listed on the ASX by market capitalisation, often referred to as the 'Small Cap' segment. Positions may be concentrated and may result in the returns of the Fund being highly dependent on the returns of few exposures.

## Fund risk

As with all managed funds, there are risks particular to the Fund, including that it could terminate, the fees and expenses could change, EQT is replaced as Responsible Entity, or SGH is replaced as Investment Manager. There is also a risk that investing in the Fund may give different results than investing directly in similar securities.

## Interest rate risk

Changes in official interest rates can directly and indirectly impact (negatively or positively) on investment returns. Generally, an increase in interest rates has a contractionary effect on the state of the economy and thus the valuation of stocks. For instance, rising interest rates can have a negative impact on a fund's or company's value as increased borrowing costs may cause earnings to decline. As a result, the unit value or share price may fall.

### Market risk

Changes in legal and economic policy, political events, technology failure, changes in interest rates, economic cycles, investor sentiment and social climate can all directly or indirectly create an environment that may influence (negatively or positively) the value of your investments in the Fund. In addition, a downwards move in the general level of the equity market can have a negative influence on the performance of the Fund.

### Liquidity risk

There may be times when securities may not be readily saleable (for example, in falling market conditions). If there is an interruption to regular trading in the market generally, or for a particular investment of the Fund, there may be delays in processing withdrawal requests. Note that neither the Responsible Entity nor the Investment Manager guarantee the liquidity of the Fund's investments. As noted above, this risk can be particularly prevalent with small companies' securities.

### Legal risk

There is a risk that laws, including tax laws, might change or become difficult to enforce. This risk is generally higher in emerging markets.

### Derivatives risk

The Fund may, but is not required to, use Derivatives for risk management purposes or as part of its investment strategy.

The use of Derivative positions to hedge the risk of physical securities will involve 'basis risk', which refers to the possibility that Derivative positions may not move perfectly in line with the physical security. Fluctuations in the price of Derivatives reflect movements in the underlying assets, reference rate or index to which the Derivatives relate. As a consequence, the Derivative positions cannot be expected to perfectly hedge the risk of the physical security.

Derivatives are also used as substitutes for physical securities. In doing so there is the risk that a Derivative may not be a perfect substitute for the underlying security it aims to replace, and may not mirror its movements completely.

Other risks associated with Derivatives may include:

- loss of value because of a sudden price move or because of the passage of time;
- potential illiquidity of the Derivative;

- the Fund being unable to meet payment obligations as they arise;
- the potential for leverage risk (see below);
- the counterparty to any Derivative contract not being able to meet its obligations under the contract; and
- significant volatility in prices.

Note that neither the Responsible Entity nor the Investment Manager guarantee that the Fund's Derivatives strategy will be successful.

## Investing and Withdrawing

### Reporting to investors

Regular, simple to read and complete reports are provided to investors in the Fund. They comprise:

- **Annual Report** including financial statements and auditors report.
- **Transaction Reports** confirming all initial investments, any additional investments, withdrawals, and payments (issued following transactions and on request).
- **Distribution Reports** issued half yearly notifying you of the value of your investment, income from investments and confirming the reinvestment or payment to your nominated account.
- **Taxation Statements** issued annually and providing investors with taxation information including a detailed summary of the components of any Distributions.

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, EQT 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.

Investors will be able to access the Annual Report of the Fund on the website at [www.eqt.com.au](http://www.eqt.com.au) from 30 September each year. If you are not an Indirect Investor, you can choose to receive a copy of the Annual Report, free of charge, by ticking the appropriate section on the Application Form.

The Fund is not a disclosing entity for the purposes of the Corporations Act.

## Investing and Withdrawals (cont.)

You can contact EQT Client Services on **1300 555 378** or visit our website at [www.eqt.com.au](http://www.eqt.com.au) for updated information on performance, unit prices, fund size and other general information about the Fund. If you are an Indirect Investor, contact to your IDPS Operator.

### Distributions

A Distribution comprises the investor's share of any net income (including taxable capital gains) earned by the Fund. An investor's share of any net income is generally based on the number of units held by the investor at the end of the Distribution period.

However, in some circumstances, an investor may receive an income Distribution when they have made a large withdrawal from the Fund such as where the withdrawal comprises 5% or more of the units on issue. In these circumstances their withdrawal proceeds are taken to include a component of distributable income.

Generally, Distribution calculations are half yearly and Distributions are normally paid within 30 days of the end of June and December, although the Distribution at the end of the financial year may take longer. While EQT proposes to calculate and pay Distributions within 30 days of the end of the Distribution period, the Constitution allows for up to three months for payment of the Distribution.

You may elect to have your Distribution reinvested or directly credited to your nominated account held at a branch of an Australian domiciled bank. If you do not make a direction, your income Distribution will be automatically reinvested. The Fund's 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 three occasions. Units which are issued on a reinvestment of Distribution are taken to be issued on the first Business Day after the end of the period to which the Distribution relates at the first available price after the end of the Distribution period.

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

There is no guarantee that any income will be available for distribution at the end of a Distribution period.

### Valuation of the Fund and application price of units

The value of a unit is generally determined every Business Day and is determined on the basis of the Net Asset Value of the Fund. The Net Asset Value is calculated by deducting from the gross value of the Fund assets the value of the liabilities of the Fund.

Generally, investments will be valued at the next available market value but other valuation methods and policies may be applied by EQT if appropriate or if otherwise required by law or applicable accounting standards.

The application price of a unit in the Fund is based on the Net Asset Value divided by the number of units on issue. The Responsible Entity can also make an allowance for transaction costs required for buying investments when an investor acquires units; this is known as the Buy Spread. As at the date of this PDS the Buy Spread is 0.35%. Refer to the 'Fees and Other Costs' section for additional information on Buy Spreads.

### Unit pricing discretions policy

EQT has developed a 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 are available to investors free of charge on request to EQT.

### Making an application

To invest, please complete the Application Form accompanying this PDS and attach your cheque or money order made payable to 'Equity Trustees Limited' and send this together with relevant identifying documentation as outlined in the Application Form to:

**Equity Trustees Limited**  
**Client Services Registry Team**  
**Reply Paid 2307**  
**MELBOURNE VIC 8060**

Please note that cash cannot be accepted. Investors investing through an IDPS should use the application form attached to their IDPS Guide (not the Application Form attached to this PDS) to invest in the Fund.

The minimum initial investment in the Fund is \$50,000.

Applications can be made between 9.00am and 5.00pm on any Business Day. However, for unit pricing purposes and income accrual purposes any application received after 2.00pm on a Business Day will generally be treated as having been received the following Business Day. If you are investing via an IDPS, you need to contact your IDPS Operator regarding the cut-off times for pricing purposes.

EQT reserves the right to refuse any application without giving a reason. If for any reason EQT refuses or is unable to process your application to invest in the Fund, EQT will return your application money to you. 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 ('AML/CTF Act'), we are prohibited from processing your application until we have received all of the information and supporting documentation requested in the Application Form. As a result delays in processing your application may occur.

Applicants must be 18 years of age or over.

#### **Additional investments**

Investors can add to their investment by completing an Application Form accompanying the current PDS. The minimum additional investment in the Fund is \$1,000. If you are investing through an IDPS you should refer to the IDPS Guide for the minimum additional investment amount.

#### **Access to your money**

The Responsible Entity will generally allow investors of the Fund to access their investment within seven days of receipt of a withdrawal request for the relevant amount. However, the Constitution allows the Responsible Entity to make payment up to 30 days after receipt of a withdrawal request (which may be extended by a further 30 days or more in certain circumstances). The Responsible Entity reserves the right to change these withdrawal timeframes 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.

#### **Fund liquidity**

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. A Fund will be liquid if at least 80% of the assets of the Fund are liquid assets. Generally, 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 redemption requests while the Fund is liquid.

#### **Withdrawals**

##### **Withdrawal price**

The withdrawal price of a unit in the Fund is based on the Net Asset Value of the Fund divided by the number of units on issue. The Responsible Entity can also make an allowance for the transaction costs required for selling investments to satisfy a withdrawal request which is known as the Sell Spread. As at the date of this PDS the Sell Spread is 0.35%. Refer to 'Fees and Other Costs' section for additional information on Sell Spreads.

##### **Making withdrawals**

Investors of the Fund can withdraw their investment by written request either:

By mail to

**Equity Trustees Limited  
Client Services Registry Team  
Reply Paid 2307  
Melbourne VIC 8060**

Or by fax to **03 8623 5395**

Please note that fax requests will only be accepted if you have previously provided your bank account details to EQT for payment of withdrawal proceeds on the Application Form.

## Investing and Withdrawals (cont.)

The minimum withdrawal amount is \$10,000. Refer below for terms and conditions for making fax withdrawals. All withdrawal requests must be signed by the investor(s) and should be received by 2.00pm on a Business Day for processing at the unit price of that day. Any withdrawal request received after that time will generally be treated as having been received the following Business Day.

Alternatively, if you have invested indirectly in the Fund through an IDPS, you will need to provide your withdrawal request directly to your IDPS Operator. You will need to contact the relevant IDPS Operator regarding their withdrawal request cut-off times for pricing purposes. The time required to process a withdrawal request will depend on the particular IDPS Operator. You should refer to the IDPS Guide for the minimum withdrawal amount.

### Other withdrawal information

The Responsible Entity can deny a withdrawal request in certain circumstances, including where accepting the request would cause the Fund to cease to be liquid or where accepting the request would unfairly prejudice another investor. The Responsible Entity may also refuse to comply with any request if the requesting party does not satisfactorily identify themselves as the unit holder.

Withdrawals will be paid directly to the unit holder's nominated account held at a branch of an Australian domiciled bank. Withdrawal payments will not be made to third parties.

In some circumstances, where an investor makes a large withdrawal request (5% or more of the units on issue at the start of the relevant Distribution period), their withdrawal proceeds may be taken to include a component of distributable income. Refer to the section headed 'Distributions'.

Please note that EQT has the right to fully redeem your investment in the Fund if it falls below the required minimum balance of \$50,000 or such other amount as the Responsible Entity determines from time to time. If you are investing through an IDPS you should refer to the IDPS Guide for the minimum balance.

### Terms and conditions for fax withdrawals

By lodging a fax withdrawal request you release, discharge and agree to indemnify EQT from and against any and all losses, liabilities, actions, proceedings, account claims and demands arising from any fax withdrawal. You also agree that any payment made in accordance with the fax request shall be a complete satisfaction of the obligations of EQT, notwithstanding any fact or circumstance including that the payment was made without your knowledge or authority. You agree that if the payment is made in accordance with the fax withdrawal request, you and any person claiming through or under you shall have no claim against EQT in relation to the payment.

### Investments through an IDPS

Neither the Responsible Entity nor the Investment Manager are responsible for the operation of any IDPS. 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 rights of 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 of an investor on their behalf according to the arrangement governing the IDPS.

Indirect Investors should read the IDPS Guide carefully to understand the structure, fees and communication procedures for the relevant IDPS. Please ask your adviser if you have any questions about investing in the Fund through an IDPS.

### Joint account operation

For joint accounts, unless indicated to the contrary on the Application Form, each signatory must sign withdrawal requests. Please ensure all signatories sign the declaration in the Application Form. Joint accounts will be held as joint tenants unless we are advised to the contrary in writing.

### **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.

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

You also agree that any instructions of your authorised nominee to EQT, which are followed by EQT, shall be a complete satisfaction of the obligations of EQT, 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 EQT, you and any person claiming through or under you shall have no claim against EQT in relation to the instructions.

### **Powers of an authorised nominee**

An authorised nominee can, among other things:

- apply for additional investment units;
- request that distribution instructions be altered;
- 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.

### **Investor's liability**

The Constitution of the Fund provides that unless there is a separate agreement with an investor, no investor can be called on to contribute to the assets of the Fund or to its creditors if the Fund is liquidated or becomes insolvent (except to the extent that any amounts remain unpaid in relation to an investor's subscription for units). Therefore it is expected that investors will not be under any obligation if a deficiency in the assets of the Fund was to occur. However, this view has not been fully tested at law and so it is not possible to give an absolute assurance that an investor's liability will be limited in all circumstances.

In general, an investor's liability is limited to the amount (if any) which remains unpaid in relation to their subscription for units in the Fund and any outstanding tax obligations arising from the operation of the Fund. The Responsible Entity may redeem some or all of an investor's units to satisfy an amount of money due from the investor to the Responsible Entity. The Responsible Entity is also permitted to deduct certain amounts of money from the proceeds of an investor's withdrawal request. The Responsible Entity is entitled to be indemnified in certain circumstances by an investor or a person who was at any time an investor in respect of any tax referable to that person.

### **Termination of the Fund**

The Responsible Entity may resolve at any time to terminate and liquidate the Fund earlier (if it provides investors with notice) in accordance with the Constitution of the Fund 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 number of units they hold in the Fund and the withdrawal price for these units.

### **Non-listing of units**

The Fund's units are not listed on any securities exchange and no application will be made to list the units of the Fund on any securities exchange.

## Fees and Other Costs

Below is a Consumer Advisory Warning which is required by law to be displayed at the beginning of the 'Fees and Other Costs' section of this PDS. The fee example given in the Consumer Advisory Warning does not relate to any investments described within this PDS, and is a standard example required by law.

Detailed information about the fees and other costs related to the Fund are provided in the section following the Consumer Advisory Warning.

### Consumer Advisory Warning

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

You should consider whether features such as superior investment performance or the provision of better member services justify higher fees and costs.

You may be able to negotiate to pay lower contribution fees and management costs where applicable. Ask the fund or your financial adviser.

#### TO FIND OUT MORE

If you would like to find out more, or see the impact of the fees based on your own circumstances, the Australian Securities and Investments Commission ('ASIC') website ([www.fido.asic.gov.au](http://www.fido.asic.gov.au)) has a managed investment fee calculator to help you check out different fee options.

### Fees and other costs

The tables below describe 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 Fund's assets as a whole.

Information on taxes is 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.

The fees (unless otherwise stated) are inclusive of any remuneration paid to an adviser or third party (if relevant) and are inclusive of GST after allowing for an estimate for RITCs.

TYPE OF FEE OR COST	AMOUNT	HOW AND WHEN PAID
<b>Fees when your money moves in or out of the Fund<sup>1</sup></b>		
<b>Establishment fee</b> The fee to open your investment	Nil	There is no establishment fee payable when you invest in the Fund
<b>Contribution fee</b> The fee on each amount contributed to your investment	Nil	There is no contribution fee payable when you invest in the Fund
<b>Withdrawal fee</b> The fee on each amount you take out of your investment	Nil	There is no withdrawal fee payable when you make withdrawals from the Fund
<b>Termination fee</b> The fee to close your investment	Nil	There is no termination fee payable when you close your investment in the Fund

TYPE OF FEE OR COST	AMOUNT	HOW AND WHEN PAID
<b>Management costs<sup>2</sup> – The fees and costs for managing your investment</b>		
<b>Responsible Entity fees</b>	1.0764% p.a. (Based on a constant investment of \$50,000 the amount in dollars is \$538.20)	The Responsible Entity fee (which includes fees paid to the Investment Manager) is calculated and accrued daily based on the Gross Asset Value ('GAV') of the Fund. The accrued fee is paid monthly in arrears from the Fund at the end of each month. The Responsible Entity fees reduce the NAV of the Fund and are reflected in the unit price.
<b>Expense recoveries fee</b>	0.1026% p.a. (Based on a constant investment of \$50,000, the amount in dollars is \$51.30)	The estimated expense recoveries (including custodian fees, administration, and other expenses) are calculated and accrued daily based on the Net Asset Value of the Fund.  The accrued expenses are paid in arrears from the Fund at the end of each month. The expense recoveries reduce the Net Asset Value of the Fund and are reflected in the unit price.
<b>Service fees</b>		
<b>Investment switching fee</b> The fee for changing investment options	Nil	Not applicable

1 You may also incur a Buy/Sell Spread when you invest in or withdraw from the Fund.

2 EQT is entitled to charge contribution and withdrawal fees under the Fund's Constitution. See 'Can the fees change?' in the 'Additional explanation of fees and expenses' section.

## Additional explanation of fees and other costs

### IDPS

Investors investing through an IDPS should note that the fees outlined in the table 'Example of annual fees and costs' are in addition to (i.e. do not include) any other fees charged by the IDPS Operator.

### Expense recoveries

EQT is entitled to be reimbursed for certain expenses incurred in managing and operating the Fund. These expenses are called 'out of pocket' expenses and are recovered by means of the expense recoveries fee. The expense recoveries fee may include expenses properly incurred in the administration, custody, investment management, compliance and promotion of the Fund.

Other expenses including tax and operating costs, such as audit, legal and tax consulting fees, are also recoverable out of the assets of the Fund. These expenses do not form part of the expense recoveries fee; they are deducted from the assets of the Fund as set out below in 'Transaction and other costs'.

### Differential fee arrangements

The Responsible Entity may from time to time negotiate a different fee arrangement, such as a fee rebate, with investors who are Wholesale Clients. Such arrangements are negotiated separately and are not paid out of the Fund's assets.

### Performance fees

There is no performance fee charged with respect to the Fund.

## Fees and Other Costs (cont.)

### 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. The Buy/Sell Spread is an additional cost to the investor but is included in the unit price and incurred when an investor invests in or withdraws from the Fund and is not charged as an additional fee. The Buy/Sell Spread is retained by the Fund and not paid to EQT or the Investment Manager. The Buy/Sell Spread for the Fund as at the date of the PDS is 0.35% upon entry (\$175 for an investment of \$50,000) and 0.35% upon exit (\$175 for a withdrawal of \$50,000). The Buy/Sell Spread can be altered by the Responsible Entity at any time.

### Payments to IDPS Operators

We may make payments on an annual basis to some IDPS Operators because they offer the Fund on their investment menus (product access payments). We may also make ongoing payments to some IDPS Operators (fund manager payments). Fund manager payments are effectively rebates of management costs. The amount of product access and fund manager payments is negotiated directly with IDPS Operators and is based on the volume of business generated by the IDPS Operator. Product access and fund manager payments are paid by EQT out of our fees and are not an additional cost to the investor.

### Transaction and other costs

All Government taxes such as stamp duty and GST will be deducted from the Fund as appropriate. Relevant tax information is provided in the 'Taxation' section. RITCs will also be claimed by the Fund where appropriate to reduce the cost of GST to the Fund.

The Fund may incur transaction costs. These transaction costs include brokerage, settlement costs (including custody costs), clearing costs and stamp duty. Transaction costs include costs incurred by the Fund when investors invest in or withdraw from the Fund and when transacting to meet investment objectives. These costs are an additional cost to the investor but are generally reflected in the unit price and not charged as an additional fee. Transaction costs which are not recovered through the Buy/Sell Spread are deducted from the Fund from time to time as they are incurred and are reflected in the unit price.

The exact amount of transaction costs incurred by the Fund is dependent on a number of different variables, including the level of trading undertaken. As such, EQT is unable to provide a meaningful amount or percentage of the estimated transaction costs for the Fund.

### Alternative forms of remuneration

As a member of the Investment and Financial Services Association we maintain an Alternate Forms of Remuneration Register. The register, which you can review by contacting us, outlines some alternative forms of remuneration that we may pay to or receive from AFS licensees, fund managers or representatives (if any are paid or received at all in relation to the Fund).

### Can the fees change?

All fees can change without investor consent, subject to the maximum fee amounts specified in the Constitution. Reasons might include changing economic conditions and changes in regulation. We have the right to recover all proper and reasonable expenses incurred in managing the Fund and as such these fees may increase or decrease accordingly. We will generally provide investors with at least 30 days notice of any proposed change to the Responsible Entity fee. Expense recoveries and the Buy/Sell Spread may change without notice, for example, when it is necessary to protect the interests of existing members and if permitted by law.

The Constitution in some circumstances defines the maximum fees that can be charged for some fees described in this PDS. The Constitution defines the maximum level of Responsible Entity fees the Fund may charge. The maximum contribution and withdrawal fees the Fund can charge is 6% (including GST) of the application moneys or withdrawal amount, which is equivalent to \$60 for every \$1,000 invested. The maximum Responsible Entity fee the Fund can charge is 2% (including GST) of the Gross Asset Value of the Fund which is equivalent to \$100 per annum for every \$5,000 of the Fund's assets. The maximum additional contribution fee the Fund can charge for every \$1,000 invested is \$60 (including GST). There are no maximum fee amounts defined for the other fee components which make up the Management Costs of the Fund.

### Example of annual fees and costs

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

EXAMPLE – EQT SGH Wholesale Small Companies Fund		Balance of \$50,000 with a contribution of \$5,000 <sup>1</sup> during the year
Contribution fees	Nil	For every additional \$5,000 you put, you will be charged \$0
<b>PLUS</b> Management Costs	1.179% p.a.	<b>And</b> for every \$50,000 you have in the Fund, you will be charged \$589.20 each year
<b>EQUALS</b> Cost of the Fund	1.179% p.a.	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 from:  <b>\$589.20 to \$648.45<sup>2,3</sup></b>  <b>What it costs you will depend on the fees you negotiate with the Fund or your financial adviser</b>

1 The minimum contribution to the Fund is \$50,000.

2 This amount assumes a constant investment balance of \$50,000 throughout the year. Management Costs will also be charged in relation to any additional contributions you make during the year (up until the end of the application period) and the total amount you pay will depend on the proportion of the year during which the additional contributions are invested.

3 This amount assumes an investment balance of \$50,000 at the beginning of the year that is maintained throughout the year. Management Costs charged in relation to the additional contribution of \$5,000 during the year will depend on the proportion of the year during which the additional contributions are invested. The example sets out the range of Management Costs that may apply depending upon whether the additional contribution was made just after the beginning of the year or just before the end of the year. Additional fees may also apply. Please see the 'Additional explanation of fees and expenses' section.

## Taxation

This summary of taxation matters is a general guide that outlines the taxation implications that apply 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 change continuously, and as the tax treatment may vary for each investor, it is recommended that all investors seek their own professional advice on the taxation implications before investing in the Fund.

The tax laws that apply to non-resident investors depend on various factors, including the country of residence. Non-resident investors should 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; the Fund is therefore required to determine its net income (taxable income) for the year of income.

Investors are expected to be presently entitled (which is EQT's intention) to the net income of the Fund (including net capital gains), regardless of whether the Fund physically makes a Distribution equal to its taxable income. Under the existing income tax legislation, it is expected that the Fund should not be subject to Australian income tax. If the Fund makes a loss for tax purposes, the Fund cannot distribute the loss to investors. Subject to the Fund meeting certain conditions, however, the Fund may be able to take into account the losses in subsequent years

### Fund investments

The Fund, in essence, invests in listed stocks that are outside the top 100 companies listed on the ASX.

The Fund may be subject to the Taxation of Financial Arrangements ('TOFA') rules and the Fund is also expected to make an election to treat its 'eligible' assets on 'capital' account. The applicability of the TOFA rules and the 'capital' election to the Fund is discussed further below.

## Taxation (cont.)

### Taxation of Financial Arrangements ('TOFA')

TOFA was introduced to deal with the tax-timing and in some instances, the character, of gains and losses relating to financial arrangements. The TOFA rules will not apply to financial arrangements entered by the Fund prior to the income year commencing 1 July 2010, unless the Fund elects to apply the TOFA rules from the early elective start date of 1 July 2009.

The TOFA rules will also not compulsorily apply to the Fund, unless one of the following applies:

- It has financial arrangements that exceed \$100 million;
- Its 'aggregated turnover' exceeds \$100 million; or
- Its assets exceed \$300 million.

Under TOFA, the gains or losses (including income and/or deductions) on the financial arrangements are brought to account under a compounding accruals and realisation basis, unless an election is made to apply one of four elective methods.

The Fund, at this stage, does not propose to make an early election into TOFA or to apply any one of the four other elective methods under TOFA.

### Capital election

The Government announced that certain managed investment trusts ('MITs') can make an irrevocable election to apply a capital treatment to eligible assets. The election applies from 1 July 2008 and should apply to the eligible investments of the Fund. As at the date of this PDS, legislation for the proposed measures has not been passed. It is nevertheless expected that the Fund (if eligible) will probably make the election to treat its eligible assets on capital account.

### Taxation of investors

#### Distributions

Generally, an investor's entitlement (share) to the net income of the 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.

### Imputation credits and franked dividends

Income Distributions from the 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.

Additional requirements, such as 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 Fund) will be relevant to determine the investor's entitlement to franking credits. 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. The receipt of certain non-assessable amounts may, however, 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 the Fund. The impact of the reduction to the cost base and reduced cost base may be either an increased capital gain or a reduced capital loss on the subsequent disposal of the investment in the Fund. For more information please speak to your taxation adviser.

### Capital gains

An investor's share of the net income of the Fund may include an amount that consists of net capital gains, which includes discount capital gains, derived by the Fund. Where the Fund's net income includes capital gains (including discount capital gains), the investor needs to 'gross up' any discount capital gain (by the amount of any reduction in the discount capital gain that the Fund obtained). Regardless of whether the 'discount concession' amount is distributed by the Fund, individual, trust, and complying superannuation fund investors may be entitled to the discount capital gain concessions in determining their net capital gain. Investors may also be able to offset certain other capital losses they may have against their share of the capital gains included in the net income distributed by the Fund (after grossing up any discount capital gains).

Distributions from the international managed funds that are treated as dividends for Australian tax purposes would not be eligible for the CGT discount.

### **Disposal of units**

Any taxable capital gain arising from the disposal of units in the 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 the units have been held for 12 months or more and the Fund and the investor satisfy certain other requirements.

Where the investor realises a capital loss on their investment, the loss may be applied against other capital gains the investor may have. Unused capital losses can be carried forward and may be utilised in a future income year.

### **Review by the Board of Taxation**

The Government has asked the Board of Taxation ('BOT') to review the numerous tax issues applicable to both MITs and the investors in MITs. The BOT is expected to provide its recommendations to the Government around the time of the issuance of this PDS. If the BOT recommends significant changes, which are subsequently adopted by the Government, this could have a significant impact on the way the Fund and investors are taxed. Investors should closely monitor the outcomes of the BOT review of MITs.

### **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. If an investor does not quote an ABN or TFN, or claim an exemption, then EQT may withhold tax, on gross payments including Distributions of income to the investor at the top marginal rate plus the Medicare levy. The investor may be able to claim a credit in their tax return for any TFN/ABN tax withheld. By quoting their TFN or ABN, the investor authorises EQT to apply it to all the investor's investments with EQT. If the investor does not want to quote their TFN or ABN for some investments, EQT should be advised.

## **Important Additional Information**

### **Enquiries and complaints**

If you are not completely satisfied with any aspect of our services regarding the management of the Fund, please contact us.

**EQT Client Services**  
**Equity Trustees Limited**  
**GPO Box 2307**  
**Melbourne VIC 3001**

**Telephone 1300 555 378**  
**Fax 03 8623 5395**  
**Email [equity@eqt.com.au](mailto:equity@eqt.com.au)**  
**Website [www.eqt.com.au](http://www.eqt.com.au)**

EQT seeks to resolve potential and actual complaints over the management of the Fund to the satisfaction of investors. If an investor wishes to lodge a formal complaint please write to:

**Compliance Team**  
**Equity Trustees Limited**  
**GPO Box 2307**  
**Melbourne VIC 3001**  
**Email [compliance@eqt.com.au](mailto:compliance@eqt.com.au)**

EQT will seek to resolve any complaint and will acknowledge a written complaint within 14 days of receiving the letter. If we are unable to resolve your complaint, you may be able to seek assistance from the:

**Financial Ombudsman Services ('FOS')**  
**GPO Box 3**  
**Melbourne VIC 3001**  
**Telephone 1300 78 08 08**  
**Email [info@fos.org.au](mailto:info@fos.org.au)**

Please include the EQT FOS membership number with your enquiry: 10395.

FOS is an independent body that can assist you if EQT cannot. In order for a complaint to be considered by FOS, the claim must be less than \$150,000 (unless EQT and you agree otherwise in writing).

If you are investing through an IDPS, then enquiries and complaints should be directed to the IDPS Operator, not EQT.

## Important Additional Information (cont.)

### Constitution of the Fund

You will receive units in the Fund when you invest. Subject to the rights, obligations and restrictions of a class, each unit represents an equal undivided beneficial interest in the assets of the Fund as a whole subject to liabilities, but does not give you an interest in any particular property of the Fund.

EQT's responsibilities and obligations, as the Responsible Entity of the Fund, are governed by the Constitution as well as the Corporations Act and general trust law. The Constitution contains a number of provisions relating to the rights, terms, conditions and obligations imposed on both EQT, as the responsible entity of the Fund, and investors. Some of the provisions of the Constitution are discussed elsewhere in this PDS. Other provisions relate to an investor's rights under the Constitution, and include:

- an investor's right to share in any Fund income, and how we calculate it;
- what you are entitled to receive when you withdraw or if the Fund is wound up;
- an investor's right to withdraw from the Fund – subject to the times when we can cease processing withdrawals, such as if a Fund becomes 'illiquid';
- the nature of the units – identical rights attach to all units within a class; and
- an investor's rights to attend and vote at meetings – these provisions are mainly contained in the Corporations Act.

There are also provisions governing our powers and duties, including:

- how we calculate unit prices, the maximum amount of fees we can charge and expenses we can recover;
- when we can amend the Constitution – generally we can only amend the Constitution where we reasonably believe that the changes will not adversely affect investors' rights. Otherwise the Constitution can only be amended if approved at a meeting of investors;

- when we can retire as the Responsible Entity of the Fund – which is as permitted by law;
- when we can be removed as the Responsible Entity of the Fund – which is when required by law; and
- our broad powers to invest, borrow and generally manage the Fund.

The Constitution also deals with our liabilities in relation to the Fund and when we can be reimbursed out of the Fund's assets, for example:

- subject to the Corporations Act we are not liable for acting in reliance and good faith on professional advice;
- subject to the Corporations Act we are not liable for any loss unless we fail to act in good faith or we act negligently; and
- we can be reimbursed for any liabilities we incur in connection with the proper performance of our powers and duties in respect of the Fund.

As mentioned above, EQT's responsibilities and obligations as the responsible entity of the Fund are governed by the Constitution as well as the Corporations Act and general trust law, which generally require that we:

- act in the best interests of investors and, if there is a conflict between investors' interests and our own, give priority to investors;
- ensure the property of the Fund is clearly identified, held separately from other funds and our assets, and is valued regularly;
- ensure payments from the Fund's property are made in accordance with the Constitution and the Corporations Act; and
- report to ASIC any breach of the Corporations Act in relation to the Fund which has had, or is likely to have, a materially adverse effect on investors' interests.

Copies of the Constitution are available, free of charge, on request from EQT.

### Compliance plan

EQT has prepared and lodged a compliance plan with ASIC for the Fund. The compliance plan describes the procedures used by EQT 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.

### Indemnity

EQT, as the Responsible Entity of the Fund, is indemnified out of the assets of the Fund for any liability 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. EQT may retain and pay out of any money in its hands all sums necessary to effect such an indemnity.

### Consents

SG Hiscock & Company Limited, has given, and had not withdrawn at the date of this PDS:

- its written consent to be named in this PDS as an Investment Manager of the Fund; and
- its written consent to the statements made about SGH, the Fund and the tables and statistical information, specifically attributed to SGH, in the form and context in which they appear.

By providing this consent, SGH confirms that:

- the statements, tables and statistical information referred to above are correct in every material respect and are not misleading or deceptive in the forms and contexts in which they appear in the PDS;
- it will, as reasonably required by EQT, formally verify such statements, tables and statistical information in accordance with EQT's due diligence procedures; and
- it will notify EQT immediately if it becomes aware that any such statements, tables or statistical information are not correct in every material respect or are misleading or deceptive (whether or not they were correct and not misleading or deceptive at the date of the PDS).

Otherwise SGH has not been involved in the preparation of this PDS or caused or otherwise authorised the issue of this PDS. Neither SGH nor its employees or officers, accept any responsibility arising in any way for errors or omissions, other than those statements for which it has provided its written consent to EQT for inclusion in this PDS.

### EQT Directors

The Directors of Equity Trustees Limited at the date of this PDS are:

JA (Tony) Killen (Chairman)  
Peter J Williams (Managing Director)  
David F Groves (Deputy Chairman)  
John R McConnell  
Barry J Jackson  
Alice JM Williams  
The Hon Jeffrey G Kennett AC

### Cooling off period

If you are a Retail Client you may have a right to 'cool off' in relation to an investment in the Fund within 14 days of the earlier of:

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

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

A Retail Client's right 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 an investor in the Fund during the 14 day period. This could include selling part of your investment or switching it to another product.

## Important Additional Information (cont.)

Indirect Investors should seek advice from their IDPS Operator as to whether cooling off rights apply. The right to cool off may not apply if you are an Indirect Investor, even if you are a Retail Client. This is because you do not acquire the rights of a unit holder in the Fund. Rather, you will direct the IDPS Operator to arrange for your monies to be invested in the Fund on your behalf. The terms and conditions of the IDPS Guide will govern your investment in relation to the Fund and any rights you may have in this regard.

### Privacy statement

When you complete the Application Form for units in the Fund, EQT will be collecting personal information from you. EQT may collect additional personal information from you in the future.

EQT needs to collect personal information from investors for the primary purpose of providing investors with an investment in the Fund (including assessing your application and identifying you). There are also a number of related purposes for which your personal information will be collected and these are to process your application, administer and manage your investment in the Fund, and comply with Australian taxation laws, the Corporations Act, the AML/CTF Act and other laws and regulations.

If you do not provide EQT with your contact details and other information it may not be able to process your application, administer or manage your investment or tell you about investment opportunities in which you may be interested.

EQT may also collect personal information (including sensitive information) about you from third parties, to meet its obligations under the AML/CTF Act.

Your information will be used in connection with the purposes for which it is collected. EQT may also use your information to forward to you from time to time details of other investment opportunities offered by EQT in which you may be interested. Please tick the box on the Application Form if you do not wish to be updated with such investment opportunities. If you do not mark the box on the application, we will assume that you want to hear about the investment opportunities we have described.

Please note that for Indirect Investors, EQT will not collect or hold any personal information in connection with your investment in the Fund. You should contact the relevant IDPS Operator for more information about their collection, storage and use of your personal information.

You can gain access to the personal information EQT holds about you, subject to some exceptions allowed by law. EQT will give you reasons if it denies you access. If you have any queries in relation to EQT's Privacy Statement or wish to access the personal information that EQT holds about you please contact the EQT Privacy Officer on **03 8623 5000**.

### Anti-Money Laundering

The Anti-Money Laundering and Counter-Terrorism Financing Act 2006 requires the Responsible Entity to adopt and maintain an anti-money laundering and counter-terrorism financing ('AML/CTF') compliance program. An integral part of the AML/CTF compliance program is the legal requirement for the Responsible Entity to know its customers. To meet this legal requirement certain identification information, including in some cases documentation, will need to be collected from investors making applications. Applications made without providing this information cannot be processed until all the necessary information has been provided. The AML/CTF compliance program will also include ongoing customer due diligence, which may require the Responsible Entity to collect further information.

### Conditions of EQT Online Access

By ticking the EQT Online Access box on the Application Form and signing the form, you agree to the following terms and conditions ('Conditions').

1. In these Conditions:
  - a) 'Account' means your investment account with EQT;
  - b) 'Information' means the information concerning your investments made available to you through EQT's website;
  - c) 'Password' means your online access password;
  - d) 'Logon Access Code' means your personal identification relating to your Accounts;

- e) 'we', 'us' and 'EQT' means Equity Trustees Limited; and
  - f) 'you' and 'your' refers to the EQT client and any persons accessing the EQT client's investment information on their behalf.
2. To view your Account details and related information online, you will need to log on to our online access service using your Logon Access Code and Password.
  3. If any person uses your Logon Access Code and Password, we are entitled to give them access to your Account information and to assume that they are authorised by you to access your Account information.
  4. You must keep your Logon Access Code and Password confidential and secure. You must tell us immediately if you suspect that any unauthorised person has gained access to your Logon Access Code or Password.
  5. We will use all reasonable efforts to provide you online access to your Account at all reasonable times but we do not guarantee that we can always provide this.
  6. We will use reasonable efforts to provide you with reliable information to the extent it is within our control but we do not guarantee that we can provide it.
  7. We are not responsible for transmissions of any computer virus or other unwanted programs or information resulting from or associated with your use of our online access service.
  8. We will securely hold, maintain and store your personal information and will ensure that appropriate security measures are in place to prevent unauthorised access to your personal information.
  9. You authorise EQT and any other company within the EQT Group and any agents it may appoint to use your personal information for the delivery of our online access service.
  10. You acknowledge that anything associated with or available through our online access service belongs to EQT or other third parties and is protected by intellectual property rights.
  11. You agree that you will not interfere with or damage any security codes, data or software associated with our online access service.
  12. You agree not to access, download or otherwise use any information available through our online access service other than for your personal use.
  13. You indemnify us for any loss, expense or liability that we may suffer or incur as a result of any unauthorised use by you of our online access service.
  14. Subject to any conditions and warranties implied by law, we exclude any liability for any unavailability or delay in providing any Information and for any inaccuracy or incompleteness of any Information available through our online access service.
  15. You release EQT and any other company within the EQT Group and any of their directors, employees or agents they may appoint from any liabilities you incur or loss that you suffer from your use of our online access service.
  16. We may suspend or cancel your online access to your Account at any time and for any reason, and if possible, we will give you notice before we do so.
  17. We may vary these conditions from time to time and any variation will take effect from the time we notify you of the variation.
  18. You may end your use of this service at any time by giving us written notice.

## Important Additional Information (cont.)

### Direct debit request – Terms and conditions

By completing the direct debit request form you agree that the following terms and conditions shall apply:

#### 1. Debiting your account

By signing a direct debit request, you have authorised EQT to arrange for monies to be debited from your account. You should refer to the direct debit request and these terms and conditions for the terms of the arrangement between EQT and you. Equity Trustees Limited will only arrange for monies to be debited from your account as authorised in the direct debit request. If the debit day falls on a day that is not a Business Day, EQT may direct your financial institution to debit your account on the following Business Day. If you are unsure about which day your account has been, or will be, debited you should ask your financial institution.

#### 2. Changes by Equity Trustees Limited

EQT may vary any details of these terms and conditions or a direct debit request at any time by giving you at least 14 days written notice.

#### 3. Changes by investor

Changing the bank account from which you wish your drawings to be debited will require completion of a new Direct Debit Request Form.

If you wish to stop or defer a debit payment you must notify EQT in writing at least 14 days before the debit day. This notice should be given to EQT in the first instance.

You may also cancel your authority for EQT to debit your account at any time by giving EQT 14 days notice in writing before the debit day. This notice should be given to EQT in the first instance.

#### 4. Investor obligations

It is your responsibility to ensure that there are sufficient cleared monies available in your account to allow a debit payment to be made in accordance with the direct debit request.

If there are insufficient cleared monies 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 EQT; and
- (c) you must arrange for the debit payment to be made by another method or arrange for sufficient cleared funds to be available in your account by an agreed time so that we can process the debit payment.

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

If EQT is liable to pay GST on a supply made in connection with these terms and conditions, then you agree to pay EQT on demand an amount equal to the consideration payable for the supply multiplied by the prevailing GST rate.

Application Form Page 1

This application form is part of a Product Disclosure Statement ('PDS') relating to units in EQT SGH Wholesale Small Companies Fund ('the Fund'). The PDS contains information about investing in the Fund. You should read this document and any supplementary PDS before applying for units in the Fund. *(If you make an error while completing your Application Form, do not use correction fluid. Cross out your mistakes and initial your changes).*

**Additional information required under the Anti-Money Laundering and Counter-Terrorism Financing Act 2006**

In accordance with the Anti-Money Laundering and Counter-Terrorism Financing Act 2006 ('AML/CTF Act') we are required to collect additional information about you. We may also ask you to provide **certified** copies of certain identification documents along with the Application Form.

Under the AML/CTF Act, we are prohibited from processing your application until we have received all of the information and supporting documentation requested in this form. In most cases, the information that you provide in this form will satisfy the AML/CTF Act.

However, in some instances we may contact you to request further information. It may also be necessary for us to collect information (including sensitive information) about you from third parties in order to meet our obligations under the AML/CTF Act.

A list of persons eligible to certify documents can be found in Appendix 1 at the end of this form.

**Part A – Are you an existing investor?**

**Existing investor**

If you are an existing investor in the Fund *prior to 31 January 2008* you do not need to provide additional identification information. If you have invested *after 31 January 2008*, and have not previously provided identification information you will need to provide the additional information requested in the section relating to your investor type under **Part B – Type of Investor** on the following page. **For all existing investors**, complete your existing account details below; if required complete the section relating to your investor type as indicated by **Part B – Type of Investor**, and also complete **Part C** if it applies to you. Then complete the Application Form from **Section 11** onwards.

Existing investment – Name of Fund

Existing account number

Existing account name

**New investor**

Complete your investor details and the additional information requested in the section relating to your investor type as indicated by **Part B – Type of Investor**; also complete **Part C** if it applies to you. Then complete the remainder of the Application Form from **Section 10** onwards and mail the completed form along with your certified identification documentation (where applicable) to the unit registry contact details provided in the PDS. **Faxed copies will not be accepted.**

**If investing via a Financial Adviser**

Please ensure both you and your financial adviser also complete **Section 18. Financial Adviser Details and Customer Identification Declaration**. You do not need to provide copies of your certified identification documentation with your Application Form if this information has been provided to your financial adviser and your financial adviser has elected to retain this information, and agreed to make it available upon request, under **Section 18** of the Application Form.

**Part B – Type of investor**

**Type of investor**

- Individual/Joint
- Sole trader
- Company
- Trust/Superannuation Fund
- Partnership
- Charity
- Association
- Co-operatives
- Government Body
- IDPS/Platforms

**Go to and complete**

- Section 1A
- Section 1A and 1B
- Section 2
- Section 3
- Section 4
- Section 5
- Section 6
- Section 7
- Section 8
- Please contact EQT Client Services on **1300 555 378** for the forms that you will need to complete.

**Part C – Authorised Representative/Agent**

- Authorised Representative/Agent Section 9

**Section 1. Individual/Joint/Sole Trader**

**A. Individual/Joint investor details** *(joint applicants will be held as joint tenants)*

Complete your name, address and contact details below. You must include a residential street address (not a PO Box).

**Investor 1**

Title Mr/Mrs/Ms/Dr/Other \_\_\_\_\_ Date of birth \_\_\_\_\_

Given name/s \_\_\_\_\_ Surname \_\_\_\_\_

TFN (or reason for exemption) \_\_\_\_\_

Country of residence for tax purposes (if not Australia) \_\_\_\_\_

**Residential address (not a PO Box)**

Address \_\_\_\_\_

Suburb \_\_\_\_\_ State \_\_\_\_\_ Postcode \_\_\_\_\_

Country \_\_\_\_\_

**Investor 2**

Title Mr/Mrs/Ms/Dr/Other \_\_\_\_\_ Date of birth \_\_\_\_\_

Given name/s \_\_\_\_\_ Surname \_\_\_\_\_

TFN (or reason for exemption) \_\_\_\_\_

Country of residence for tax purposes (if not Australia) \_\_\_\_\_

**Residential address (not a PO Box)**

Address \_\_\_\_\_

Suburb \_\_\_\_\_ State \_\_\_\_\_ Postcode \_\_\_\_\_

Country \_\_\_\_\_

Application Form Page 3

**B. Sole Trader details (A person carrying on a business in Australia)** (please also complete Section 1A)

Business name (if any)

\_\_\_\_\_

Australian Business Number (ABN) (if applicable)

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Tax File Number (TFN)

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**Principal place of business (not a PO Box)**

Address \_\_\_\_\_

Suburb \_\_\_\_\_ State \_\_\_\_\_ Postcode \_\_\_\_\_

Country \_\_\_\_\_

**Identification documentation required for Individual and Joint Applicants/ Sole Trader**

A certified copy of any **ONE** of the following documents:

- Australian driver's licence; OR
- Australian passport; OR
- Any ID card issued under a state or territory law which contains your photo, date of birth and signature.

**Section 2. Company**

**Company name and contact**

Company name (as registered with ASIC) \_\_\_\_\_

Contact person \_\_\_\_\_

**Australian Company (complete A below)**

Public  Private (proprietary)

**Foreign Company (complete B below)**

Public  Private (proprietary)

**A. Australian Company (both Public and Private)**

Australian Company Number (ACN)

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Australian Business Number (ABN)

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**Registered address (not a PO Box)**

Address \_\_\_\_\_

Suburb \_\_\_\_\_ State \_\_\_\_\_ Postcode \_\_\_\_\_

Country **Australia** \_\_\_\_\_

Section 2. Company (cont.)

**A. Australian Company (both Public and Private) (cont.)**

**Principal place of business in Australia**

- Same as registered address on previous page  
 Other – please provide address below (not a PO Box)

Address \_\_\_\_\_

Suburb \_\_\_\_\_ State \_\_\_\_\_ Postcode \_\_\_\_\_

Country Australia

**For Private Australian Company, complete Part C on the next page**

**B. Foreign Company (Public and Private)**

Australian Registered Business Number (ARBN) (if not registered, leave blank)

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Identification number issued by foreign registration body (if not registered, write 'Not registered')

\_\_\_\_\_

Name of foreign registration body (if applicable)

\_\_\_\_\_

**Registered address in Australia (not a PO Box) (if not registered in Australia, provide overseas address)**

Address \_\_\_\_\_

Suburb \_\_\_\_\_ State \_\_\_\_\_ Postcode \_\_\_\_\_

Country Australia

**Principal place of business in Australia (or full name and address of company's agent in Australia)**

- Same as registered address above  
 Other – please provide address below (not a PO Box)

Full name of agent in Australia (if applicable)

\_\_\_\_\_

Address \_\_\_\_\_

Suburb \_\_\_\_\_ State \_\_\_\_\_ Postcode \_\_\_\_\_

Country Australia

**For Private Foreign Company, complete Part C on the next page**

**C. Director and Shareholder details**

**1. Director details for private companies**

Director 1 – Full name \_\_\_\_\_

Director 2 – Full name \_\_\_\_\_

Director 3 – Full name \_\_\_\_\_

Director 4 – Full name \_\_\_\_\_

Director 5 – Full name \_\_\_\_\_

*(If more than 5 directors, please provide full names on a separate page and attach to this form.)*

**2. Major shareholders for Private Companies (excluding regulated companies)**

For Private Company (Australian and foreign) which is not a 'regulated company'<sup>1</sup>, please provide details for each shareholder who owns, through one or more shareholdings, more than 25% of the company's issued capital.

<sup>1</sup> 'Regulated Company' – any company that is licensed and subject to the oversight by a statutory regulator i.e. ASIC, APRA, ATO.

**Major shareholder 1 – Full name** \_\_\_\_\_

**Residential address (not a PO Box)**

Address \_\_\_\_\_

Suburb \_\_\_\_\_ State \_\_\_\_\_ Postcode \_\_\_\_\_

Country \_\_\_\_\_

**Major shareholder 2 – Full name** \_\_\_\_\_

**Residential address (not a PO Box)**

Address \_\_\_\_\_

Suburb \_\_\_\_\_ State \_\_\_\_\_ Postcode \_\_\_\_\_

Country \_\_\_\_\_

**Major shareholder 3 – Full name** \_\_\_\_\_

**Residential address (not a PO Box)**

Address \_\_\_\_\_

Suburb \_\_\_\_\_ State \_\_\_\_\_ Postcode \_\_\_\_\_

Country \_\_\_\_\_

No certified documents are required for companies.

### Section 3. Trust/Superannuation Fund

Name of Trust/Superannuation Fund

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Country of establishment

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Tax File Number (TFN)

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#### Type of Trust

- Category A Government superannuation fund (Australian or foreign) established under legislation
- Category B Foreign superannuation fund (other than Category A)
- Category C Managed investment scheme registered with ASIC

Australian Registered Scheme Number (ARSN)

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- Category D Regulated Trust\*

Name of regulator (e.g. ASIC, APRA, ATO)

---

Registration/Licence details

---

Australian Business Number (ABN)

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- Category E Other (e.g. family trust, unregistered scheme, foreign trust) – please specify below\*
- 

\* A Regulated Trust refers to:

- i) a self-managed superannuation fund within the meaning of Section 19 of the Superannuation Industry (Supervision) Act 1993 ('SIS') – the regulator is the Australian Tax Office;
- ii) a regulated superannuation fund, an approved deposit fund, a pooled superannuation trust or a public sector superannuation scheme within the meaning of the SIS Act – the regulator is the Australian Prudential Regulation Authority ('APRA').

If you selected either Category B or Category E, you will need to provide details of beneficiaries.

**Beneficiary details**

Do the terms of the Trust identify the beneficiaries by reference to a membership of a class?

Yes Provide details of membership class (e.g. family members of a named person)

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---

No List full names of all company and individual beneficiaries

Beneficiary 1 – Full name \_\_\_\_\_

Beneficiary 2 – Full name \_\_\_\_\_

Beneficiary 3 – Full name \_\_\_\_\_

Beneficiary 4 – Full name \_\_\_\_\_

*(If more than 4 beneficiaries, please provide full names on a separate page and attach to this form.)*

**Trustee details**

Trustee is a:

Company Complete **Section 2. Company** of this form

Individual Complete individual trustee details below

Please provide details for **ONE** of the individual trustees as follows:

Title Mr/Mrs/Ms/Dr/Other \_\_\_\_\_ Date of birth \_\_\_\_\_

Given name/s \_\_\_\_\_ Surname \_\_\_\_\_

**Residential address (not a PO Box)**

Address \_\_\_\_\_

Suburb \_\_\_\_\_ State \_\_\_\_\_ Postcode \_\_\_\_\_

Country \_\_\_\_\_

**Identification documentation required for Trust/Superannuation Fund**

For **Category B (Foreign Super Fund)** and **Category E (other Trust)** you must provide ONE of the following documents:

- Certified copy or certified extract of the trust deed; **OR**
- Notice (such as an assessment notice) issued to the trust by the Australian Taxation Office within preceding 12 months; **OR**
- A letter from a solicitor or qualified accountant verifying the name of the trust.

For **individual trustees**, you must provide a certified copy of any **ONE** of the following documents:

- Australian driver's licence; **OR**
- Australian or foreign passport; **OR**
- Any ID card issued under a state or territory law which contains your photo, date of birth and signature.

**Category B** and **E** trusts must also provide a list of the full names and addresses (not PO Boxes) of all individual and company trustees.

#### Section 4. Partnership

Full name of partnership

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Registered business name of partnership (if any)

---

Country where partnership established

---

##### Type of partnership

Is the partnership regulated by a professional association?

- Yes      Complete **Part A. Regulated partnership** below
- No      Complete **Part B. Unregulated partnership** on the next page

#### A. Regulated Partnership

Full name of professional association partnership regulated by

---

Membership/registration details

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##### Partner details

Please provide details for **ONE** of the partners as follows:

Title Mr/Mrs/Ms/Dr/Other \_\_\_\_\_ Date of birth \_\_\_\_\_

Given name/s \_\_\_\_\_ Surname \_\_\_\_\_

##### Residential address (not a PO Box)

Address \_\_\_\_\_

Suburb \_\_\_\_\_ State \_\_\_\_\_ Postcode \_\_\_\_\_

Country \_\_\_\_\_

## B. Unregulated Partnership

### Partner details

Please provide details for **ALL** of the partners as follows:

#### Partner 1

Title Mr/Mrs/Ms/Dr/Other \_\_\_\_\_ Date of birth \_\_\_\_\_

Given name/s \_\_\_\_\_ Surname \_\_\_\_\_

#### Residential address (not a PO Box)

Address \_\_\_\_\_

Suburb \_\_\_\_\_ State \_\_\_\_\_ Postcode \_\_\_\_\_

Country \_\_\_\_\_

#### Partner 2

Title Mr/Mrs/Ms/Dr/Other \_\_\_\_\_ Date of birth \_\_\_\_\_

Given name/s \_\_\_\_\_ Surname \_\_\_\_\_

#### Residential address (not a PO Box)

Address \_\_\_\_\_

Suburb \_\_\_\_\_ State \_\_\_\_\_ Postcode \_\_\_\_\_

Country \_\_\_\_\_

*(If more than two partners, please provide full names and residential addresses on a separate page and attach to this form).*

### Identification documentation required for Partnership

You must provide a certified copy or certified extract of any **ONE** of the following documents:

- The partnership agreement; **OR**
- Extract of minutes of a partnership meeting.

Both of these documents must show the full name of the partnership.

In addition, **ONE** partner must also provide a certified copy of any **ONE** of the following documents:

- Australian driver's licence; **OR**
- Australian or foreign passport; **OR**
- Any ID card issued under a state or territory law which contains your photo, date of birth and signature.

### Section 5. Charity

Full name of charity \_\_\_\_\_

Purpose of charity \_\_\_\_\_

Name of entity controlling charity \_\_\_\_\_

Country of registration (if applicable) \_\_\_\_\_

If other than Australia, provide name of regulator (if any) \_\_\_\_\_

Charity Registration Number

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Charity Fundraising Number

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Australian Business Number (ABN) (if applicable)

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Tax File Number (TFN)

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**Registered address in Australia (not a PO Box)** (If not registered in Australia, provide overseas address)

Address \_\_\_\_\_

Suburb \_\_\_\_\_ State \_\_\_\_\_ Postcode \_\_\_\_\_

Country \_\_\_\_\_

#### Type of charity

- |   |  |
|---|--|
| <input type="checkbox"/> Company                | Complete <b>Section 2. Company</b>                   |
| <input type="checkbox"/> Trust                  | Complete <b>Section 3. Trust/Superannuation Fund</b> |
| <input type="checkbox"/> Partnership            | Complete <b>Section 4. Partnership</b>               |
| <input type="checkbox"/> Association            | Complete <b>Section 6. Association</b>               |
| <input type="checkbox"/> Registered Cooperative | Complete <b>Section 7. Registered Cooperative</b>    |

### Section 6. Association

Full name of association \_\_\_\_\_

Association identifier number (if applicable) e.g. ACN \_\_\_\_\_

Full name of Chairman/President \_\_\_\_\_

Full name of Secretary \_\_\_\_\_

Full name of Treasurer \_\_\_\_\_

#### Type of Association

- |   |                                      |
|---|--------------------------------------|
| <input type="checkbox"/> Incorporated   | Complete part <b>A.</b> on next page |
| <input type="checkbox"/> Unincorporated | Complete part <b>B.</b> on next page |

**A. Incorporated Association**

**Registered office or residential address of public officer (not a PO Box)**

Address \_\_\_\_\_

Suburb \_\_\_\_\_ State \_\_\_\_\_ Postcode \_\_\_\_\_

Country \_\_\_\_\_

**B. Unincorporated Association**

**Registered office or residential address of public officer (not a PO Box)**

Address \_\_\_\_\_

Suburb \_\_\_\_\_ State \_\_\_\_\_ Postcode \_\_\_\_\_

Country \_\_\_\_\_

**Details of member completing this form on behalf of the Unincorporated Association**

Title Mr/Mrs/Ms/Dr/Other \_\_\_\_\_ Date of birth \_\_\_\_\_

Given name/s \_\_\_\_\_ Surname \_\_\_\_\_

**Residential address (not a PO Box)**

Address \_\_\_\_\_

Suburb \_\_\_\_\_ State \_\_\_\_\_ Postcode \_\_\_\_\_

Country **Australia** \_\_\_\_\_

**Identification documentation required for Associations**

**Both Incorporated and Unincorporated**

You must provide a certified copy or certified extract of any **ONE** of the following documents:

- Rules or constitution; **OR**
- Extract of minutes of an association meeting.

Both of these documents must show the full name of the Association.

**Unincorporated**

Member completing this form on behalf of the Unincorporated Association must also provide a certified copy of any **ONE** of the following documents:

- Australian driver's licence; **OR**
- Australian or foreign passport; **OR**
- Any ID card issued under a state or territory law which contains your photo, date of birth and signature.

### Section 7. Registered Cooperative

Full name of Registered Cooperative \_\_\_\_\_

- Cooperative is registered with ASIC  
 Cooperative is registered with a foreign registration body

Identification number issued by relevant registration body (*if any*) \_\_\_\_\_

Full name of Chairman \_\_\_\_\_

Full name of Secretary \_\_\_\_\_

Full name of Treasurer \_\_\_\_\_

#### Registered office or residential address of public officer (not a PO Box)

Address \_\_\_\_\_

Suburb \_\_\_\_\_ State \_\_\_\_\_ Postcode \_\_\_\_\_

Country \_\_\_\_\_

#### Identification documentation required for Registered Cooperative

##### Both Incorporated and Unincorporated

You must provide a certified copy or certified extract of any **ONE** of the following documents:

- Register maintained by the cooperative; **OR**
- Extract of minutes of a meeting of the cooperative.

Both of these documents must show the full name of the cooperative.

### Section 8. Government Body

#### Type of Government Body

- Entity  
 Established under legislation

#### Australian Government Body

- A Commonwealth of Australia government body  
 An Australian State or Territory government body – please specify state or territory

Name of government body and establishing legislation (*if applicable*)  
\_\_\_\_\_

#### Principal place of operations (not a PO Box)

Address \_\_\_\_\_

Suburb \_\_\_\_\_ State \_\_\_\_\_ Postcode \_\_\_\_\_

Country \_\_\_\_\_

No certified documents are required for Government Bodies.

### Section 9. Authorised Representative/Agents

This section should be completed if:

- an Authorised Representative has been appointed to operate on this account; **OR**
- this application is being made by an agent of the investor under a power of attorney or as the investor's legal or nominated representative.

#### All Authorised Representatives/Agents to complete

Full name of Authorised Representative/Agent

\_\_\_\_\_

Title of role held with investor

\_\_\_\_\_

Signature of Authorised Representative/Agent

\_\_\_\_\_

Evidence of authority to act on behalf of investor/s e.g. Power of Attorney

\_\_\_\_\_

#### If the investor is a non-individual (i.e. a company, trust etc) please also complete the following:

If a non-individual investor (i.e. a company, trust etc) appoints an Authorised Representative in relation to this investment then the investor must also appoint a Verifying Officer to liaise with that Authorised Representative.

#### Please provide the following information about the Verifying Officer:

Title Mr/Mrs/Ms/Dr/Other \_\_\_\_\_ Date of birth \_\_\_\_\_

Given name/s \_\_\_\_\_ Surname \_\_\_\_\_

#### Residential address (not a PO Box)

Address \_\_\_\_\_

Suburb \_\_\_\_\_ State \_\_\_\_\_ Postcode \_\_\_\_\_

Country \_\_\_\_\_

#### Identification documentation required for Verifying Officer

You must also provide a certified copy of any **ONE** of the following documents:

- Australian driver's licence; **OR**
- Australian or foreign passport; **OR**
- Any ID card issued under a state or territory law which contains your photo, date of birth and signature.

Please also provide written evidence of the Verifying Officer's authority to act for the investor.

Please note that the AML/CTF Act requires a verifying officer to collect and retain the following information about the Authorised Representative:

- Full name;
- Title or role held with the investor;
- A copy of their signature; and
- Evidence of their authority to act on behalf of the investor.

**Section 10. Investor Contact Details (ALL NEW INVESTORS TO COMPLETE)**

**Investor Contact Name and Contact Details**

Title Mr/Mrs/Ms/Dr/Other \_\_\_\_\_ Date of birth \_\_\_\_\_

Given name/s \_\_\_\_\_ Surname \_\_\_\_\_

TFN and/or ABN (or reason for exemption)

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Telephone number (Work) \_\_\_\_\_ Telephone number (Mobile or Home) \_\_\_\_\_

Fax number \_\_\_\_\_ Email address \_\_\_\_\_

**Postal address (if different from street address)**

Postal address \_\_\_\_\_

Suburb \_\_\_\_\_ State \_\_\_\_\_ Postcode \_\_\_\_\_

Country \_\_\_\_\_

**Section 11. Investment Choice and Investment Distribution Options**

Name of investment fund	Amount to be invested	Distributions (please select ONE option only)	
		Reinvest all	Pay all to a bank account
EQT SGH Wholesale Small Companies Fund	\$	<input type="checkbox"/>	<input type="checkbox"/>

Note: If no selection is made or an incomplete instruction is received, the distribution will be reinvested.

**Payment method**

**Important** – Preferred method of payment (Please tick one of the following options)

- Cheque                      Cheques are to be made payable to 'Equity Trustees Limited'
- Direct Debit                Complete **Section 19. Direct Debit Request Form** of this Application Form

**Section 12. Investor Banking Details (for direct credit applications, Distributions and redemptions)**

Bank name \_\_\_\_\_

Bank address \_\_\_\_\_

Account name \_\_\_\_\_

BSB number \_\_\_\_\_ Account number \_\_\_\_\_

**Section 13. EQT Online Access**

- Please tick the box if all the undersigned would like online access to view the details of this investment. Defined terms have the meaning given in the Conditions of EQT Online Access. By signing below you verify that you have read, understood and agree to be bound by the Conditions of EQT Online Access. Please confirm your email address below to receive details as per the Conditions.

#### Section 14. Authorised Representative/Agent Appointment

Please complete if Authorised Representative/Agent required.

I/We have read the terms and conditions of an Authorised Representative and agree to those terms and conditions.

\_\_\_\_\_  
Name of Authorised Representative/Agent

\_\_\_\_\_  
Signature of Authorised Representative/Agent

Please also sign **Section 17. Declaration and Signatures**

#### Section 15. Annual Financial Report

You can obtain a copy of the annual financial report for the Fund from the EQT website [www.eqt.com.au](http://www.eqt.com.au) from 30 September each year. However, if you would like to receive a copy by post please tick the box.

#### Section 16. Privacy

When you complete this application form EQT will be collecting personal information from you for the primary purpose of processing and administering your investment in the Fund. In order to comply with Australian Taxation laws, the Corporations Act, the Anti-Money Laundering and Counter-Terrorism Act and other laws and regulations EQT must collect certain information about you.

EQT may also be required to obtain personal information (including sensitive information) about you from third parties in order to comply with these laws.

EQT may disclose your personal information to other parties involved in providing services to, administering or managing the Fund (such as to your financial adviser and to service providers such as external administrators and posting services). EQT may also use your information to forward to you, from time to time, details of other investment opportunities offered by EQT in which you may be interested.

Please tick this box if you **do not** want to be updated with such investment opportunities. If you do not mark the box we will assume that you want to hear about the investment opportunities we have described.

#### Section 17. Declaration and Signatures

You should read the PDS for the Fund dated 23 October 2009, offering units in the Fund before investing. A person giving access to this application form must, at the same time and by the same means, give access to the PDS and any document which updates the information contained in the PDS. While the PDS is current, EQT will provide on request and without charge a paper copy of the PDS, any document which updates it and the application form to anyone receiving an electronic copy of the PDS. The law prohibits any person passing on to another person this application form unless it is attached to, or accompanied by, a complete and untampered electronic version of the PDS or a print out of it.

I/We have read the PDS to which this application form applies and agree to be bound by the terms and conditions of the PDS and the constitution of the Fund in which I/we have chosen to invest. I/We have detached this application from the PDS and declare that all details are correct. I/We acknowledge that Equity Trustees Limited is not responsible for the delays in receipt of monies caused by the postal service or the applicant's bank. If I/we have provided an e-mail address, I/we consent to receive on-going investor information including PDS information, confirmations of transactions and additional information as applicable, via that method of delivery. I/we received and accepted this offer in Australia. I/we acknowledge that Equity Trustees Limited or the Investment Manager do not guarantee the repayment of capital or the performance of the Fund or any particular rate of return from the Fund.

By signing this application form, I/we acknowledge that I/we have read and understood the PDS and where appropriate have obtained my/our own independent financial investment advice (having regard to the inherently complex nature of these products).

I/We acknowledge and agree that where the Responsible Entity, in its sole discretion, determines that:

- I/we are ineligible to hold units in the Fund or have provided misleading information in my/our application form; or
- I/we owe any amounts to EQT or any other person,

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.

**Section 17. Declaration and Signatures (cont.)**

**Authorised signatories for future instructions**

You may specify the way that you wish to sign future instructions in relation to your investment in the Fund.

**These instructions do not apply for your initial application. They will apply to all your existing and future unit holdings in the Fund until such time as you advise EQT in writing to the contrary.**

**A. Individual / Joint / Sole Trader**

*Please tick one of the following options*

- All unitholders must sign (unless indicated)       Any one unitholder may sign

**B. Company**

*Please tick one of the following options*

- One Director and Company Secretary       Two Directors

*Please also tick one of the following two options*

- Signed Under Common Seal       Signed Without Common Seal

**C. Trust/ Superannuation Fund/Partnership/Charity/Association/Cooperative/Government Body**

*Please tick one of the following options*

- One Director and Secretary       Two Directors  
 Two Executive Officers       Two Authorised Signatories

*Please also tick one of the following options*

- Signed Under Common Seal       Signed Without Common Seal

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Name of applicant

---

Signature of applicant

Date

Capacity (*please tick if applicable*)    Director       Executive Officer       Secretary       Authorised Signatory

---

Name of applicant

---

Signature of applicant

Date

Capacity (*please tick if applicable*)    Director       Executive Officer       Secretary       Authorised Signatory

**Company Seal**  
(if applicable)

## Section 18. Financial Adviser Details and Customer Identification Declaration

### Customer identification declaration *(Financial Adviser to complete)*

I confirm that I have completed an appropriate customer identification procedure ('CID') on this investor which meets the requirements of the Anti-Money Laundering and Counter-Terrorism Financing Act 2006 ('AML/CTF Act').

*(Please select the relevant option below)*

- I have attached the verification documents that were used to perform the CID for this investor; **OR**
- I have not attached the verification documents but will retain them in accordance with the AML/CTF Act and agree to provide EQT or its agents with access to these documents upon request. I also agree that if I become unable to retain the verification documents used for this application in accordance with the requirements of the AML/CTF Act I will forward them to EQT.

I agree to provide EQT or its agents with any other information that they may require to support this application.

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Full name of Financial Adviser

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Financial Adviser Signature

Date

**Please also complete the Financial Adviser details section below.**

### Financial Adviser access to investor information *(Investor to complete)*

I/We agree that information relating to my/our investment be supplied to my/our financial adviser.

- Please tick this box if you **do not** wish to your financial adviser to have access to information about your investment.

**Please also elect if you wish copies of all transaction confirmations to be provided to your financial adviser.**

*If no election is made copies will not be sent.*

- Yes, please send copies of all transaction confirmations to my/our adviser.
- No, please **do not** send copies of all transaction confirmations to my/our adviser.

ILGN

ILAN

ILCN

## Section 19. Direct Debit Request Form

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Date

Account number

---

Investor/s name in full

I/We request and authorise Equity Trustees Limited as detailed in the Payment Details below, to arrange, through its own financial institution, for any amount Equity Trustees Limited may debit or charge to be debited through the Bulk Electronic Clearing System from an account held at the financial institution identified below and paid to the Debit User (ID number 225014) subject to the Terms and Conditions (and any further instructions provided on the following page).

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**Bank/Financial Institution Account Details**

Insert details of account which is to be debited

Bank name \_\_\_\_\_

Bank address \_\_\_\_\_

Account name \_\_\_\_\_

BSB number \_\_\_\_\_ Account number \_\_\_\_\_

Direct debiting is not available on the full range of accounts. If in doubt, please refer to your bank/financial institution.

**Acknowledgement**

By signing this Direct Debit Request you acknowledge having read and understood the terms and conditions governing the debit arrangements between you and Equity Trustees Limited as set out in this request and the Terms and Conditions.

**Payment Details for Initial or Additional Investment**

Fund	\$ Amount
EQT SGH Wholesale Small Companies Fund	

**Signature and address**

Signature \_\_\_\_\_ Date \_\_\_\_\_

Signature \_\_\_\_\_ Date \_\_\_\_\_

Address 1 \_\_\_\_\_

Address 2 \_\_\_\_\_

Suburb \_\_\_\_\_ State \_\_\_\_\_ Postcode \_\_\_\_\_

Company Seal  
(if applicable)

## Appendices

### Appendix 1. Persons authorised to certify documents

- 1 a person who is enrolled on the roll of the Supreme Court of a State or Territory, or the High Court of Australia, as a legal practitioner (however described);
- 2 a judge of a court;
- 3 a magistrate;
- 4 a chief executive officer of a Commonwealth court;
- 5 a registrar or deputy registrar of a court;
- 6 a Justice of the Peace;
- 7 a notary public (for the purposes of the Statutory Declaration Regulations 1993);
- 8 a police officer;
- 9 an agent of the Australian Postal Corporation who is in charge of an office supplying postal services to the public;
- 10 a permanent employee of the Australian Postal Corporation with two or more years of continuous service who is employed in an office supplying postal services to the public;
- 11 an Australian consular officer or an Australian diplomatic officer (within the meaning of the Consular Fees Act 1955);
- 12 an officer with two or more continuous years of service with one or more financial institutions (for the purposes of the Statutory Declaration Regulations 1993);
- 13 a finance company officer with two or more continuous years of service with one or more finance companies (for the purposes of the Statutory Declaration Regulations 1993);
- 14 an officer with, or authorised representative of, a holder of an Australian financial services licence, having two or more continuous years of service with one or more licensees; or
- 15 a member of the Institute of Chartered Accountants in Australia, CPA Australia or the National Institute of Accountants with two or more years of continuous membership.

### Appendix 2. Checklist

- Have you completed your details under your investor type?
- Have you provided certified copies of your identification documents or has your financial adviser completed Section 18?
- Have you completed all relevant details and signed the Application Form?
- Once you have completed the above send the application form and additional documentation (as applicable) to:

Equity Trustees Limited  
Client Services Registry Team  
Reply Paid 2307  
MELBOURNE VIC 8060

If you have any queries in relation to the completion of your application form please contact our Client Service Team for assistance on **1300 555 378**.



**Investment Manager**

SG Hiscock & Company Limited

ABN 51 097 263 628

AFSL No. 240679

Level 22, 600 Bourke Street

Melbourne VIC 3000

Equity Trustees Limited

ABN 46 004 031 298

AFSL No. 240975

Level 2, 575 Bourke Street

Melbourne VIC 3000

Telephone 03 8623 5000

EQT Client Services 1300 555 378

Facsimile 03 8623 5395

Email [equity@eqt.com.au](mailto:equity@eqt.com.au)

Website [www.eqt.com.au](http://www.eqt.com.au)