

DMX AUSTRALIAN SHARES FUND

Information Memorandum (IM)

June 2021

FUNDHOST LIMITED

ABN 69 092 517 087

Australian Financial Services Licence
(AFSL) 233 045

DMX ASSET MANAGEMENT LIMITED

ABN 33 169 381 908

AFSL 459 120

Important Information

Fundhost Limited ABN 69 092 517 087 AFSL 233 045 (**Fundhost, Trustee, we or us**) is the trustee of, and issuer of units in the DMX Australian Shares Fund (**Fund**), offered in this Information Memorandum (**IM**). Fundhost has prepared this IM.

The information contained in this IM has been prepared without taking account of your personal objectives, financial situation or needs. Because of this you should, before acting on this information, consider its appropriateness having regard to your objectives, financial situation and needs.

This IM is intended to provide a guide to the principal features of the Fund. An investment in the Fund is subject to the terms of the Fund's trust deed (**Trust Deed**). The IM is not a comprehensive statement of the Trust Deed or of all of the terms applicable to an investment in the Fund. A copy of the Fund's Trust Deed can be obtained by contacting us. This IM may not contain all of the information that a prospective investor or their advisers may expect or require in order to make an informed decision as to whether to subscribe for units in the Fund.

Prospective investors should rely upon their own enquiries in deciding whether to invest.

Neither Fundhost, DMX Asset Management Limited ABN 33 168 381 908 AFSL 459 120 (**DMX Asset Management** or the **Investment Manager**) nor any related or associated companies guarantees the performance of the Fund, the return of investor's capital or any specific rate of return.

All amounts in this IM are given in Australian dollars. Fees and costs in this IM are disclosed inclusive of the net effect of Goods and Services Tax (**GST**) if applicable and any reduced input tax credits.

You should read this IM in full before deciding to invest.

This IM supersedes all preliminary information and other previous communications in connection with this offer and the Fund. All such preliminary information and previous communications should be disregarded. Any information or representation not contained in this IM may not be relied on as having been authorised by Fundhost or DMX Asset Management in connection with the offer.

Eligibility

This IM can only be used by:

1. in Australia, wholesale investors (as defined in sections 761G or 761GA of the *Corporations Act 2001*) who receive the IM (electronically or otherwise) and respond to this offer in Australia; and
2. in New Zealand, wholesale investors (as defined in clause 3 of Schedule 1 of the *Financial Markets Conduct Act 2013 (NZ)* (FMCA) who receive the IM (electronically or otherwise) and respond to this offer in New Zealand

(**Eligible Investors**).

Other than as permitted by law, units in the Fund offered in this IM will only be issued on receipt of an application form issued with this IM together with evidence that the investor qualifies as an Eligible Investor. The units in the Fund are not available to retail investors. For information on this refer to [Eligible Investor](#) or contact Fundhost on +61 (0)2 8223 5400.

This IM is not a product disclosure statement under the *Corporations Act 2001* and has been prepared for use only by Eligible Investors. This IM is not required to be and has not been lodged with ASIC under the *Corporations Act 2001*.

Important information for New Zealand investors

This IM and the information contained in or accompanying it

- are not, and are under no circumstances to be construed as, an offer of financial products for issue requiring disclosure to an investor under Part 3 of the FMCA;
- have not been registered, filed with or approved by any New Zealand regulatory authority or under or in accordance with the FMCA; and
- are not a disclosure document under New Zealand law and do not contain all the information that a disclosure document is required to contain under New Zealand law.

Any offer or sale of any financial product described in this IM in New Zealand will be made only in accordance with the FMCA: Refer to [New Zealand Eligible Investors](#) for details of the criteria that must be satisfied.

Warning

New Zealand law normally requires people who offer financial products to give information to investors before they invest. This requires those offering financial products to have disclosed information that is important for investors to make an informed decision.

The usual rules do not apply to this offer because there is an exclusion for offers where the amount invested upfront by the investor (plus any other investments the investor has already made in the financial products) is \$750,000 or more. As a result of this exclusion, you may not receive a complete and balanced set of information. You will also have fewer other legal protections for this investment.

Investments of this kind are not suitable for retail investors.

Ask questions, read all documents carefully, and seek independent financial advice before committing yourself.

Updated information

Information in this IM is subject to change from time to time. If it is not materially adverse information this may be updated by us. Updated information (such as performance information for the Fund) can be obtained by contacting Fundhost on +61 (0)2 8223 5400. We intend to issue a supplementary or replacement IM where any changes are, in our view, materially adverse to unitholders.

Changes to Fund details

We have the right to change the Fund's objective and investment strategy (including the benchmark), asset allocation and range and currency strategy (if any), without prior notice.

We will inform investors of any significant change to the Fund's details in their next regular communication.

Scheme registration

The Fund is not registered with ASIC pursuant to Chapter 5C of the *Corporations Act 2001*. At some stage in the future, Fundhost, in consultation with DMX Asset Management, may choose to register the Fund with ASIC. By investing in the Fund, you agree to Fundhost applying for registration with ASIC at some time in the future. Please see the application form. If the Fund does become a registered managed scheme the level of fees may change. If the fees do change we will write to you to notify you of the changes prior to the change becoming effective and give you sufficient time to withdraw from the Fund should you so choose.

	FUNDHOST (TRUSTEE)	DMX ASSET MANAGEMENT (INVESTMENT MANAGER)
MAIL	Fundhost Ltd PO Box N561 Grosvenor Place NSW 1220 Australia	DMX Asset Management Limited Level 13, 111 Elizabeth Street Sydney NSW 2000
TELEPHONE	+ 61 (0)2 8223 5400	+ 61 (0)2 8069 7965
FAX	+ 61 (0)2 9232 8600	
EMAIL	admin@fundhost.com.au	team@dmxam.com.au
WEBSITE	www.fundhost.com.au	www.dmxam.com.au

Table of Contents

We hope you find this IM easy to use. We encourage you to read it all before you make any investment decision.

THE FUND AT A GLANCE	Page 1
THE TRUSTEE - FUNDHOST	Page 2
THE INVESTMENT MANAGER - DMX ASSET MANAGEMENT	Page 2
THE INVESTMENT OBJECTIVE OF THE FUND	Page 3
THE INVESTMENT STRATEGY OF THE FUND	Page 4
WHAT ARE THE FEATURES AND BENEFITS OF THE FUND?	Page 5
WHAT ARE THE SIGNIFICANT RISKS?	Page 6
FEES AND OTHER COSTS	Page 9
WHAT ABOUT FUND PERFORMANCE?	Page 10
HOW THE FUND WORKS	Page 10
INVESTING IN THE FUND	Page 11
WITHDRAWING YOUR INVESTMENT	Page 12
DISTRIBUTIONS	Page 13
KEEPING YOU INFORMED	Page 14
TAXATION	Page 14
PRIVACY	Page 15
ANTI-MONEY LAUNDERING AND COUNTER-TERRORISM FINANCING	Page 15
SUMMARY OF TRUST DEED	Page 16
ELIGIBLE INVESTOR	Page 17
CUSTODIAN	Page 18
RELATED PARTY TRANSACTIONS AND CONFLICTS OF INTEREST	Page 18
APPLICATION FORM	Page A1

The Fund at a Glance

FEATURE	SUMMARY
Name of Fund	DMX Australian Shares Fund
Trustee	Fundhost Ltd
Investment Manager	DMX Asset Management Limited
Investment objective	To provide a genuinely differentiated investment exposure to a difficult to access asset class; and generate strong absolute returns for Investors over the medium to long term. Returns and capital are not guaranteed.
Investment strategy	To identify and construct a portfolio of attractively priced ASX and NZX listed smaller companies that have yet to be recognised by the market and therefore offer asymmetrical upside potential.
Benchmark	RBA Cash Rate plus 5%
Major asset class	Listed Australian and New Zealand securities and cash
Income distribution frequency	Annually (as at 30th June)
Minimum initial investment	\$50,000 (or other amounts as agreed with Fundhost). unless relying on an Eligible Investor criterion for which there is a minimum investment amount – for more information, refer to Eligible Investor .
Minimum additional investment	\$10,000
Minimum withdrawal	\$10,000
Minimum balance	\$50,000
Unit pricing frequency	Monthly
Application processed	Monthly, cutoff 4:00pm Sydney time, the last business day of the month
Withdrawals processed	Monthly, cutoff 4:00pm 10 business days prior to month end
Cost of fund	Fees and expenses are capped at 1.50% p.a. of portfolio value excluding performance fees, abnormal expenses and transaction costs.
Performance fee	15.38% of the amount by which the Fund outperforms its benchmark subject to a high-water mark.

The Trustee Fundhost

Fundhost is the trustee of the Fund. The duties of the Trustee include:

- acting in the best interests of investors and, if there is a conflict between the investors' interest and its own interest, giving priority to the investors' interest;
- ensuring that the property of the Fund is clearly identified, held separately from any other property and is valued at regular intervals;

- ensuring that payments from the Fund are made in accordance with the Trust Deed of the Fund and the *Corporations Act 2001*.

Fundhost is a public company that has been established to provide essential services to managed investment schemes. More information on Fundhost is available on the website www.fundhost.com.au.

The Investment Manager DMX Asset Management

DMX Asset Management is the Investment Manager of the Fund. It holds Australian Financial Services Licence No. 459 120.

DMX Asset Management is the Investment Manager of the highly successful nano and micro-cap focused investment fund, DMX Capital Partners Limited (DMXCP). DMXCP was established in 2015 and from its inception at 1st April 2015 through to 31st December 2020 has generated in excess of 22% pa pre-tax but net of all fees & expenses. (Based on audited financial statements to 30th June 2020; unaudited between 1st July and 31st December 2020.)

DMXCP has a focus on very small companies, principally with a market value between \$5m and \$100m. While the DMX Australian Shares Fund has a broader mandate with an ability to invest across the market capitalisation spectrum including a small portion of New Zealand-listed shares, it too has a strong focus on smaller companies. Considering the similar investment strategies, shared principal focus on smaller companies, and common key investment team members across both funds, the Investment Manager anticipates that for the foreseeable future there will likely be a greater than 50% overlap between the two portfolios, subject to liquidity constraints.

The Investment Team

Chris Steptoe, Co-Portfolio Manager

Chris has over 20 years of experience researching and investing in ASX and NZX small cap equities and has been a research analyst with DMX Asset Management since 2017. Since joining DMX Asset Management, Chris has worked closely with Steven McCarthy in the management of the DMXCP portfolio and has an intimate working knowledge of the DMXCP portfolio and its holdings. Chris will sit across both portfolios, continuing to work closely with Steven in the research and management of DMXCP portfolio; and will co-manage the DMX Australian Shares Fund with Michael Haddad, both with the analytical support of the broader Investment Committee, including Steven.

Chris holds a Bachelor of Commerce and Bachelor of Science from the University of Auckland.

Michael Haddad, Co-Portfolio Manager

Michael was an analyst and principal at Sydney-based global equity firm Peters MacGregor Capital Management from 2002 until 2019. Since then, Michael has been an investment strategist with DMX Asset Management, working with the team both on portfolio-wide matters including risk management, and portfolio construction; as well as participating in the individual stock research process.

Michael has managed portfolios with both a global and Australian-specific focus, with a strong interest in smaller companies. Michael holds a Bachelor of Management Studies (Honours) degree and a Graduate Diploma in Accounting & Finance, both from the University of Waikato, and is a CFA Charterholder.

In co-managing the DMX Australian Shares Fund, Chris and Michael draw on their individual unique experiences as well as into the deep pool of combined research and intellectual property inherent within the DMXCP portfolio, seeking to achieve a 50%+ replication of DMXCP and add appropriate additional companies that bring diversity and the potential for strong returns over time.

Steven McCarthy, Investment Committee Member

Steven is a qualified accountant with more than 20 years of experience in corporate finance, business valuation, advisory, and fund management roles, with extensive analytical, valuation, financial and commercial due diligence experience. Steven has previously worked for PPB Advisory and BDO Corporate Finance in senior roles.

Steven has driven the DMXCP portfolio since inception and has more than 20 years' experience focused on the Australian nano and micro-cap market. Steven remains explicitly focused on his portfolio management role with DMXCP, but as an Investment Committee Member participates in the research and management process for both funds.

Roger Collison, Investment Committee Chair

Roger is an experienced investment analyst and fund manager, having previously been a director at Credit Suisse in both Sydney and London; and head of research at Tyndall Asset Management. Roger also has extensive governance experience both in the private and not-for-profit sectors.

As chair of the Investment Committee, Roger has brought institutional-grade structure, insight, and experience to bear in the oversight of the portfolio management function. In addition to lending his experience and perspective to the DMX Asset Management team, Roger is active with a number of other external governance roles, as well as actively managing a private family investment fund with a focus on value opportunities on the ASX.

The Investment Objective of the Fund

The objective of the Fund is to generate strong absolute returns for its investors over the medium and long term. To achieve this objective, the Fund invests in a carefully-constructed portfolio of smaller companies that the Investment Manager considers are yet to be recognised by the broader market and therefore offer the potential for asymmetrical returns over time. The Fund's focus on smaller companies ensures a genuinely differentiated portfolio exposure is provided to Investors, and within an asset class that is often difficult to access otherwise.

The Fund will typically invest in between 20 and 40 companies. Up to 20% of the portfolio may be NZX listed, while up to 10% may be unlisted securities. The Investment Manager is not explicitly focused on identifying unlisted opportunities. But incidental to its research and industry-relationship-intensive process, it has from time to time had the opportunity to invest in interesting unlisted securities.

The Fund is generally focused on higher quality companies with a growth profile, and within the market capitalisation range of \$20m to \$200m – its current 'sweet spot'. Though investments may be sought and made both above and below that range. The Investment Manager has developed and maintains strong relationships both among the smaller company focused broker community, as well as with the management teams of investee and prospective investee companies. These relationships help the Investment Manager secure access to attractive capital raisings, placements, and high-volume lines of shares not otherwise available to most investors, further reinforcing the value-add from an exposure to the Australian smaller companies sector via the Investment Manager.

Cash is a by-product of the investment process and will generally move around within the 0-30% range.

The Investment Strategy of the Fund

The strategy of the Fund is to focus on identifying 20-40 high quality investment opportunities taking a 'bottom-up' approach. With more than 1300 Australian and 50 New Zealand listed companies with a market capitalisation between \$5m and \$500m, the hunting ground for absolute return focused and bottom-up investors is considerable. Due to their size and relatively low liquidity, these small companies often fall outside the investment universe of many investors, and are therefore more likely to be inefficiently priced. As a result of this mispricing, these small companies often represent compelling investment opportunities with attractive risk / reward characteristics.

To identify the most compelling of these opportunities to include in the portfolio, DMX Asset Management screens and continually monitors the investment universe, seeking to consolidate the opportunity set down to a broad watchlist of around 200 companies. Across the various attributes of business quality, management quality, growth potential, economic position, balance sheet strength, and durable competitive position, DMX Asset Management seeks to construct and manage a portfolio of the most compelling 20-40 ideas from its watchlist. In essence, this research-intensive process seeks to provide an attractive portfolio exposure to a carefully selected group of the most compelling opportunities in the smaller company universe.

The Investment Manager also believes an informational advantage may be obtained in the smaller company universe through conducting thorough due diligence and seeking greater understanding of these companies' business models and market potential. This depth of research, together with the ability to take a long term perspective on a company's prospects, gives DMX Asset Management the confidence to invest in small companies where others may be reluctant.

The Investment Manager believes high quality smaller **growing** companies offer interesting potential as often-times their valuations can be quite undemanding. The impact on returns from the combination of strong growth in earnings, together with multiple expansion as others become aware of an emerging growth story, can be powerful. Whilst there is a strong focus on profitable, growing companies within the universe of interesting smaller companies that the Fund will assess and invest in, the Investment Manager considers a range of opportunities.

These can be broadly categorised thematically as:

- **growing companies** with a **history of profitability** but where multiples do not fairly reflect the inherent growth potential;
- **growing companies** that are **not presently profitable** but where equity valuations are overly short-term focused and fail to recognise the very real profitability potential as a business scales; and
- in addition to these cashflow-based opportunities, and to a smaller degree, the Fund invests in companies trading at least to some degree on the basis of **underlying assets**. These asset-based opportunities can be particularly interesting when a catalyst exists such as a return of capital, sale of a business unit or key asset.

Sometimes, an opportunity will exhibit attributes across the various thematic baskets, and DMX Asset Management's absolute return focused strategy and approach allows for all prospective opportunities to be considered.

Individual stock selection is a key part of the investment strategy of the Fund. Equally important is how these individual opportunities are brought together in a portfolio context. The Investment Manager is acutely aware of risk and as part of its active risk management process continually monitors each holding and prospective holding for key risk and sensitivity variables. Through the portfolio construction and ongoing management process due consideration is given to the correlations between the behaviour of various portfolio components, and the need for appropriate portfolio diversification is emphasised. Bringing together a portfolio of companies with idiosyncratic risk profiles helps mitigate overall risk profile. And from an end client perspective, the team at DMX Asset Management are proud to deliver to clients a genuinely differentiated and unique portfolio exposure.

What are the Features & Benefits of the Fund?

Being comprised of mostly smaller companies, the Fund's portfolio companies are not only different from each other, but together are highly differentiated from most other equity portfolios a client may also be exposed to. The power of genuine differentiation is that investors may blend portfolio exposures with uncorrelated or lowly-correlated assets to reduce *overall risk* without necessarily reducing *expected return*.

In addition to delivering Investors a differentiated investment exposure, the smaller company asset class and Fund itself hold the potential for strong absolute returns over time.

The Fund includes opportunities that are not only *economically* different from each other, but are *thematically* different. Blending undervalued high quality growth companies together with shares trading at a material discount to their asset backing (ideally where a catalyst exists) gives the Fund the best chance of benefiting in different investment environments. When one style is particularly neglected, another may be in vogue.

The DMX Asset Management investment process is research intensive and utilises strong relationships cultivated by its principals over many years. These relationships span the broking community as well as across the many companies that DMX Asset Management actively researches. The benefit of this intensive research process is that DMX Asset Management can glean insights that assist it in assessing the long-term prospects for individual companies and help it identify opportunities.

All DMX Asset Management investment staff are significantly co-invested in the funds it manages, the firm itself, or both. Further, key investment staff share in the performance fees generated by the firm via an absolute performance-linked bonus structure. The benefit of this significant ownership, fund investment, and performance-linked bonus structure is the strong alignment of the investment team's interests and those of investors. DMX Asset Management and its investment team share in the upside *and* downside, as well as having incentives that reward strong performance over the short, medium, and long term, with an emphasis on the latter.

You have the right to receive any distributions made from the Fund (usually shortly after the end of June each year). Distributions may include taxable capital gains although they may also carry imputation and other tax credits. You should consult your tax adviser for any tax related enquiries.

Distributions can be reinvested in the Fund or credited to your nominated account. Distributions are automatically reinvested in the Fund unless you tell us not to do this (see the application form or contact us anytime).

Portfolio guidelines

DMX Asset Management will seek to manage the Fund's investments within certain portfolio guidelines. These are described in this section.

GUIDELINES	AS A % OF PORTFOLIO VALUE	
	Min	Max
Cash (or cash equivalents)	0%	30%
Securities	70%	100%
New Zealand securities	0%	20%
Unlisted securities	0%	10%
Number of positions (typically but not always)	20	40

Maximum weightings for New Zealand listed securities and unlisted securities are monitored at the time of acquisition. So for example the Fund would not generally acquire more NZX listed securities if the effect of doing so would be that holdings in NZX listed securities exceeded 20% of the portfolio. However, if the NZX holdings increased in value over time so that they comprised more than 20% of the portfolio, DMX Asset Management would not be obliged to sell securities to bring the holdings below this level. The same principles apply to unlisted securities.

Maximum cash holdings are expected to be 30%, but could be higher in some situations such as at commencement of the Fund when it is building out its portfolio, or at times when the Fund is experiencing high inflows of investor money, or when the Fund has sold several investments and is receiving the proceeds, or in extreme market conditions.

What are the Significant Risks?

About risk and return

All investments are subject to varying risks and the value of an investment can decrease as well as increase (i.e. you can experience investment losses or investment gains). Changes in value can be significant and they can happen quickly. Investments within categories can have varying performance results. These results are dictated by the individual risk characteristics of the investment, timing and market volatility.

The significant risks for the Fund are discussed below. Not all risks can be eliminated and the risk management strategies that are adopted may not always be successful. However, the DMX Asset Management investment team follows an investment process whereby risks are considered as an integral part of the investment process.

If these risks occur, distributions may be reduced or there may be none, the value of your investment could fall and you could lose money.

Concentration risk

The Fund will seek to hold a concentrated portfolio of investments. For example, at times it may hold only a few investments, with the rest of the Fund being held in cash. The value of the Fund's investments may be more affected by any single adverse event than the investments of a more diversified portfolio.

DMX Asset Management will seek to minimise the risks of holding a concentrated portfolio by employing careful investment selection, paying heed to underlying assets and employing hedging techniques, where applicable and appropriate.

Cyber risk

There is a risk of fraud, data loss, business disruption or damage to the information of the Fund or to investors' personal information as a result of a threat or failure to protect the information or or personal data stored within our IT systems and networks and those of our service providers.

Fund risk

Risks particular to the Fund include that it could terminate (i.e. if its costs of operating become unreasonable), the fees and expenses could change (see the section entitled [Can the fees change?](#)), DMX Asset Management could be replaced or the Fund terminated, Fundhost could be replaced as trustee and its or DMX Asset Management's management and staff could change.

There is also a risk that investing in the Fund may give different results than investing individually because of income or capital gains accrued in the Fund and the consequences of investment and withdrawal by other investors.

Individual investment risk

The Fund is exposed to the risk that poor stock selection occurs whereby individual investments selected by the Investment Manager for inclusion in the fund either underperform the market or perform poorly in an absolute sense. This risk is magnified by the degree of concentration inherent in this portfolio.

The Investment Manager's bottom-up focus results in a portfolio that looks quite different from most equity indices. Together with the concentrated nature of the portfolio means the Fund is at risk of underperforming the broader equity market, in addition to carrying the risk of poor or negative absolute returns.

These risks are managed as far as is practicable by DMX Asset Management through the Fund's portfolio management guidelines. These ensure a basic degree of diversification (notwithstanding an inherently high-concentration investment approach) as well as adherence to its well-considered and time-tested core investment philosophy and process.

International investment risk

The Fund may invest in companies listed on the NZX which may give rise to foreign currency exposure. The relative strength or weakness of the Australian dollar against other currencies will affect the Fund's performance and the Fund may have less protection under laws outside of Australia.

Investment Manager risk

It is possible that DMX Asset Management could be wound up or liquidated, it might cease to manage the investments of the Fund and be replaced, its investment methodology could change or it could manage risks poorly.

If the investment strategy of this Fund changed significantly, you would be given at least 30 days' notice (where practicable).

Fundhost has the power to terminate and replace DMX Asset Management as the Investment Manager, or to terminate the Fund in the interests of unitholders.

Key person risk

The investment management professionals at DMX Asset Management are responsible for managing the Fund and their personal circumstances can change.

The potential for any key investment staff to depart in the future poses a risk to the investment outcomes for the Fund. This risk is mitigated by the investment management professionals' ownership stake in DMX Asset Management, and the opportunity for them to share in any performance fees earned by DMX Asset Management. The team is supported by an Investment Committee which is active in the investment process. Further, the Investment Manager strives to instill a team-based culture and approach to executing its investment mandate.

Liquidity risk

There are circumstances under which access to your money may be delayed – refer to [Accessing your investment](#).

Further, the level of overall market liquidity is an important factor that may contribute to the profitability of the Fund and access to your money. Illiquid markets can make it difficult to trade profitably and to realise assets in a timely fashion to meet withdrawal requests. Unlisted shares can comprise up to 10% of the portfolio and are generally illiquid.

Please refer to [Accessing your investment](#).

The investments the Fund will invest in may also face liquidity risk themselves.

Units in the Fund are not quoted on any stock exchange and you cannot sell them through a stockbroker.

Market risk

Economic, technological, climate, political or legal conditions, health conditions such as pandemics, interest rates and even market sentiment can (and do) change over time and this can lead to changes in the value of investment markets. While the Fund's exposure will be differentiated from the broad sharemarket indices and may perform very differently from the market at any particular point in time, because it will hold mostly listed securities, the Fund will carry market risk exposure and may decline more or less in line with the market during market downturns. As these conditions change through time, they can cause unanticipated changes to the value of the investments in the Fund.

Micro caps risk

In addition to general liquidity risks as outlined above, DMX Asset Management has sought opportunity in the nano, micro and small capitalisation segments of the market. Its principal focus is on companies with a market capitalisation of between \$5m and \$500m. These companies can often be particularly illiquid, and the liquidity profile of investments across the portfolio may be strongly correlated such that market dislocations or an abrupt change in market sentiment can adversely affect both the value and the liquidity of large portions of the portfolio at the same time therefore posing additional risks to the Fund.

These risks are intended to be mitigated through ensuring a basic degree of liquidity is inherent within the portfolio, and that there is basic diversification not only of the economic types of securities, but also their perceived liquidity profile. Ultimately, an investment in the Fund should be considered a long-term investment and investors should be prepared to accept a greater degree of valuation volatility and a reduction in the liquidity profile as the Fund seeks to benefit from mispricing among smaller and less liquid securities.

Unlisted securities risk

While the Investment Manager is not explicitly focused on identifying unlisted securities, it may invest in unlisted securities that are identified incidentally to its core investment process. Examples include, but are not limited to, where the opportunity arises to invest in an unlisted security (such as a convertible note) offered by an existing portfolio holding, or where a company becomes delisted.

This risk is mitigated through the relatively small maximum allocation to these types of securities (10% at cost) within the Fund.

Fees and Other Costs

Management fees and costs

The Fund will pay Fundhost a fee equivalent to 0.15% per annum of portfolio value. This fee will be accrued and paid monthly in arrears. The Fund will pay the Investment Manager a fee equivalent to 1.28% per annum of portfolio value. This fee will be accrued and paid monthly in arrears. The Trust Deed of the Fund provides that expenses incurred in relation to the proper performance of Fundhost's duties as trustee are payable or reimbursable out of the assets of the Fund. These expenses include, but are not limited to, audit and legal fees.

We estimate the normal recurring level of such expenses will be approximately 0.51% per annum of the portfolio value of the Fund.

Fee cap

Management fees and costs payable by the Fund (other than performance fees, abnormal costs and transaction costs) are capped at 1.50% p.a.

Abnormal costs

Fundhost and DMX Asset Management may incur non-recurrent expenses on behalf of the Fund. These expenses may include, but are not limited to, litigation, legal and other expert's fees, travel and accommodation costs, and other expenses arising from managing the Fund. Fundhost may charge additional fees for its own time spent on such matters.

These are deducted from the assets of the Fund as and when they are incurred. These are not included in the recurrent recoverable expense estimate or the fee cap. Abnormal expenses are expected to occur infrequently.

Performance fee

DMX Asset Management is entitled to a performance fee of 15.38% of the amount by which the Fund (after fees and expenses but before distributions) outperforms its benchmark over a calculation period. The benchmark for the purpose of calculating the performance distribution is the RBA Cash Rate at the start of the calculation period, plus 5%. The performance fee is payable annually as at 30th June and is subject to a high water mark.

The high water mark means the highest unit price at the end of a performance period where a performance fee has been paid, adjusted for subsequent distributions.

Transaction costs

Transaction costs include brokerage, settlement costs, clearing costs and stamp duty costs. The Fund will incur and pay transaction costs when buying or selling investments. Some of these costs are recovered through the buy-sell spread (see below).

Can the fees change?

Yes, all fees can change. The Trust Deed for the Fund sets the maximum amount that can be charged in fees. The approval of investors is needed in order to raise fees above the amounts allowed for in the Trust Deed.

You will receive at least 30 days' written notice of any proposed increase to fees charged under this IM.

Buy-Sell spread

When you invest in the Fund, the Fund buys investments, and this incurs costs (for example, to buy shares, a broker charges a fee). When you withdraw, investments are sold so cash can be paid to you, and this costs money too. This is called a buy-sell spread. A buy-sell spread is an adjustment to the unit price reflecting Fundhost's estimate of the transaction costs that may be incurred as a result of the purchase/sale of assets arising from the issue/withdrawal of units. This adjustment ensures that existing investors do not pay costs associated with other investors acquiring/withdrawing units in the Fund. The buy-sell spread is reflected in the buy and sell unit prices.

Currently, the buy-sell spread is estimated to be 0.50% of the unit price (that is an adjustment of +0.25% on the entry price and -0.25% on the exit price is made). So if the net asset value (NAV) of each unit is \$1.00, on entry the unit price is adjusted up approximately 0.25% (up 0.25 cents) and on exit down approximately 0.25% (down 0.25 cents). None of this amount is paid to Fundhost nor is money deducted from your account. You won't see the buy-sell spread on any account statement.

Can fees be different for different investors?

We may negotiate fees with investors. The size of the investment and other relevant factors may be taken into account. The terms of these arrangements are at the discretion of Fundhost on advice from DMX Asset Management. Any fee rebates paid to investors are a cost to DMX Asset Management and not to the Fund.

Government charges and taxation

Taxes such as GST will be applied to your account if required by law. In addition to the fees and costs described in this section, standard government fees, duties and bank charges may also apply. Some of these charges may incur additional GST and will apply to your investments and withdrawals as appropriate.

The fees outlined in this document take into account any reduced input tax credits which may be available.

What about Fund Performance?

If you are interested in:

- up to date Fund performance; or
- current unit prices

then ask your financial adviser, call Fundhost on +61 (0)2 8223 5400, or go to www.fundhost.com.au

Up to date information is always free of charge. Don't forget that any past returns are just that, just because they happened doesn't mean they will happen again. Returns are volatile and may go up and down significantly and sometimes quickly.

How the Fund Works

Fund structure

When you invest in the Fund your money (together with all other investors' monies) is gathered in one place and invested in assets. We have appointed DMX Asset Management to manage the Fund. DMX Asset Management uses its resources, experience and expertise to make the investment decisions.

We have appointed National Australia Bank (**NAB**) as the independent custodian to hold the assets of the Fund.

Units

The Fund is a unit trust. This means your interests in the Fund are represented by units. Certain rights (such as the right to any income and a right to vote) attach to your units. You may also have obligations in respect of your units.

Each unit has a value which we calculate. When you invest, we issue you a number of units depending on the amount you invest. Similarly, when you withdraw from the Fund, we calculate your withdrawal proceeds by reference to the number and value of units you hold at the time of withdrawal. Generally, the price of units will vary as the market value of assets in the Fund rises or falls.

Investing in the Fund

Investing and withdrawing

To invest in the Fund, use the application form accompanying this IM. The following minimum transactions, balance requirements and processing rules generally apply (although we may vary them at our discretion and without notice):

Transaction	Details
Minimum initial investment	\$50,000
Minimum additional investment	\$10,000
Minimum withdrawal	\$10,000 or remaining balance
Minimum balance	\$50,000
Unit pricing frequency	Monthly

Applications and withdrawals processing

Application and redemption requests will be processed monthly. If your application request and investment is received before 4pm Sydney time, the last business day of the month it will be processed using the unit price effective for that month. If it is received after 4pm, it will be processed effective for the following month.

If your redemption request is received before 4pm, 10 business days prior to month end, it will be processed using the unit price effective for that month. If it is received after 4pm, it will be processed effective for the following month.

Please note that both application and redemption prices effective on a particular date are not the same as the current prices shown on our website.

Additional investments can be made at any time in writing using the additional investment form.

You may make investments into the Fund with an initial amount of at least \$50,000.

To apply, use the application form accompanying this IM.

The application form contains detailed instructions and will ask you to provide the identification documents required under the *Anti-Money Laundering and Counter Terrorism Financing Act 2006 (AML CTF Act)* and relevant tax legislation.

We do not earn interest, nor do we pay you interest, on application monies held prior to the time we issue units to you.

We accept signed application forms and certified copies of documents required to identify applicants (**Application Documents**) by email or fax as well as paper. Provided we receive clear and legible copies of your Application Documents by the cutoff time, together with your application monies, we will process your application using the unit price effective for the month we receive your application monies and Application Documents. Applications via email need to be sent to admin@fundhost.com.au or by fax to +61 (0)2 9232 8600.

To apply for units in the Fund using email or fax, you must accept full responsibility (to the extent permitted by law) for any loss arising from us acting upon Application Documents received by email or fax.

You agree to release and indemnify Fundhost in respect of any liabilities arising from us acting on Application Documents received by email or fax, even if those documents are ultimately found to not be genuine. You also agree that neither you nor any other person has any claim against Fundhost in relation to a payment processed, units issued or other action taken by us if we rely on Application Documents received by email or fax.

Withdrawing your Investment

Accessing your investment

Generally, you may access your investment monthly. You must provide your written notice of withdrawal to us by mail. See [Applications and Withdrawals Processing](#) for details of cutoff times.

Despite being able to redeem your units monthly, an investment in the Fund should be viewed as a medium to long term investment.

How to withdraw

Units in the Fund are not listed on any stock exchange like the ASX, so you cannot sell your units through a stockbroker.

If you want to withdraw your money, simply contact us in writing and tell us how much you need to withdraw. This is called a redemption request.

We accept scanned or faxed redemption requests on the following conditions:

- all instructions must be legible;
- instructions must bear your investor number and signature; and
- redemption proceeds will only be transferred to the financial institution account previously nominated on the application form or otherwise notified to us in writing (we need an original signed by the account signatories to effect such a change).

To use this service, you will need to accept full responsibility (to the extent permitted by law) for loss arising from us acting upon faxed or scanned instructions which comply with these security processes and you also agree to release and indemnify us in respect of any liabilities arising from us acting on faxed or scanned instructions (including future instructions), even if those instructions are not genuine. Also you agree that neither you nor any other person has any claim against us in relation to a payment made or action taken under the facsimile or

scanned instruction service if the payment is made in accordance with these conditions. These terms and conditions are additional to any other requirements for giving redemption instructions.

The amount of money you receive is determined by the unit price applicable to your redemption request. We can withhold from amounts we pay you any amount you owe us or we owe someone else relating to you (for example, the tax office).

We generally pay all redemption proceeds in cash, but we are permitted under the trust deed for the Fund to pay proceeds in kind (i.e. in specie share transfer).

Payments can be delayed

In certain circumstances we may need to delay withdrawal of your money. We can delay withdrawal of your money for up to 180 days or such period as we consider appropriate in all the circumstances if:

- something outside our control affects our ability to properly or fairly calculate the unit price (for example, if the investments are subject to restrictions or if there is material market uncertainty like a stock market crash);
- we receive a quantity of withdrawal requests representing more than 20% of the value of the investments of the Fund. In this case we can stagger withdrawal payments; or
- we otherwise determine in our absolute discretion (but we must always act in the best interests of investors as a whole when deciding to do this).

The Trust Deed sets out the full range of circumstances in which we can delay withdrawal of your money.

We can give you back your invested money without you asking

In certain circumstances we can, or may be required to, also redeem some or all of your units without you asking. These circumstances include:

- if you breach your obligations to us (for example, you provide misleading information in your application form);
- to satisfy any amount of money due to us (as trustee or in any other capacity relevant to the Fund) by you;
- to satisfy any amount of money we (as trustee or in any other capacity relevant to the Fund) owe someone else relating to you (for example, to the tax office);
- where we suspect that law prohibits you from legally being an investor; or
- such other circumstance as we determine in our absolute discretion (but we must always act in the best interests of investors as a whole when deciding to do this).

The Trust Deed sets out the full range of circumstances in which we can give you back your invested money without you asking.

Distributions

The Fund generally distributes net realised gains and income annually as at 30th June. Income distributions are usually reinvested at the end of each financial year (June), but you can tell us if you do not want to automatically reinvest distributions or advise us in writing anytime if you would like us to pay them to your nominated Bank Account. Any distributions reinvested are reinvested at the ex-distribution mid price.

Distributions may also be paid at other times, or in some years, not paid at all.

How we calculate unit prices

We calculate unit prices in three steps:

- we calculate the value of the investments of the Fund and take away the value of the liabilities as defined in the Fund's Trust Deed;
- we divide this result by the number of units we have on issue to obtain the unit mid-price;
- we then make an adjustment (up for the entry price, to take account of the costs of buying investments or down for the exit price to take account of the costs of realising investments) called a buy-sell spread. The buy-sell spread does not represent a fee to Fundhost or DMX Asset Management and is discussed in more detail in the section "[Buy-sell spread](#)"

These steps give us a price per unit.

We determine the market value of the Fund at least each month end based on the closing market prices for the last business day of that month.

Keeping you Informed

We will:

- confirm every transaction you make;
- soon after June each year send you a report to help you with your tax return;
- each year (around September) make the accounts of the Fund available to you on our website;
- send you your annual statement;
- notify you of any material changes to this IM and any other significant event as required by law; and
- send you a monthly investment report each month.

Taxation

Your tax liability ultimately depends on your circumstances, for example, whether you are an Australian resident. So it's important that you seek professional advice before you invest or deal with your investment.

In all likelihood you will need to pay tax in relation to your investment in this Fund. Generally you will pay income or capital gains tax, but you might be able to claim some tax credits or have the benefit of some concessions.

We will send you the information you need each year to help you to complete your tax return.

We will generally distribute any income and realised gains, if any, annually. Distributions could comprise:

- income (like dividends and interest); and
- net taxable capital gains (from the sale of the Fund's investments); and
- tax credits (like franking credits attached to dividend income and credits for tax paid on foreign income).

We may also pay interim distributions.

Additionally, Australian residents are generally subject to capital gains tax on gains when they withdraw any money or transfer units.

Depending on the kind of taxpayer you are, and how long you have held your units, you may be entitled to a capital gains concession which can reduce the liability by up to one half.

If you choose not to provide us with your tax file number (**TFN**) or Australian business number (**ABN**) and don't have an exemption, we must deduct tax at the highest personal rate, plus the Medicare levy, before passing on any distribution to you. The law is very strict on how we can use these details.

You should seek your own tax advice to ensure the Fund is appropriate for you. Neither Fundhost nor DMX Asset Management provide any tax advice.

A taxation regime for managed investment trusts has been introduced called the Attribution Managed Investment Trust (**AMIT**) regime. Subject to the Fund being eligible, Fundhost can elect to operate the Fund under this regime. As an AMIT the Fund can attribute amounts of income and tax offsets to investors on a fair and reasonable basis. There is also an ability to adjust the cost base of an investor's interest in a Fund upwards or downwards. Should Fundhost make this election investors will be advised on our website.

This section outlines taxation for Australian investors. New Zealand investors should seek their own taxation advice.

Privacy

We collect and use personal information about you to administer your investment and also to conduct research.

By applying for units in the Fund you consent and agree to information about you being obtained and used by us. Fundhost will collect and use your information in accordance with our Privacy Policy, a copy of which is available from Fundhost free of charge.

If you fail to provide us with the required information or if you provide us with incomplete or inaccurate information Fundhost may not be able to provide you with the products or services you are seeking within the time periods contemplated in this IM.

Your information will not be disclosed unless:

- the law requires;
- your financial adviser needs the information;

- it is in keeping with our Privacy Policy and may be provided to external service providers including DMX Asset Management, auditors, taxation and legal advisers, and information technology consultants; or
- Fundhost needs it to send you promotional material. If you don't want this, indicate on the application form or contact Fundhost anytime.

Fundhost will disclose information if required by law to do so (including under anti-money laundering and counter-terrorism financing legislation).

If you think any of the details that Fundhost holds are wrong or out of date contact Fundhost and they will correct the details. You can always access the personal information held about you by contacting Fundhost on +61 (0)2 8223 5400.

Anti-Money Laundering and Counter-Terrorism Financing

In order to meet our obligations under anti-money laundering and counter-terrorism financing legislation (**AML CTF Act**) or other applicable taxation or reporting legislation (including the Foreign Account Tax Compliance Act and Common Reporting Standards legislation), we may require further information from you as to identity, the source of your funds and similar matters. Fundhost may be required to verify that information by sighting appropriate documentation. Records of the information obtained will be kept and may be required by law to be disclosed. Otherwise the information will be kept confidential.

By applying for units in the Fund, you also agree that Fundhost may in its absolute discretion determine not to issue units to you, may cancel units which have been issued to you or may redeem any units issued to you if Fundhost believe such action to be necessary or desirable in light of its obligations under the AML CTF Act or other legislation and Fundhost will not be liable to you for any resulting loss.

Summary of Trust Deed

The Fund is governed by a Trust Deed dated 9th December 2020, as amended. The Trust Deed sets out our obligations as well as the rights of investors. Key aspects of the Trust Deed have been summarised in this section.

We may alter the Trust Deed.

You may view a copy of the Trust Deed at our offices on any Business Day and you may obtain a copy free of charge by contacting us.

Classes of units

Under the Trust Deed for the Fund, we may issue units in one or more classes and may create additional classes of units at any time.

Rights of investors

Subject to the Trust Deed of the Fund, investors are generally entitled to:

- receive a share of the Fund's distributable income;
- request a redemption of units;
- transfer units; and
- inspect the Trust Deed.

Unitholder meetings

Subject to the Trust Deed of the Fund, investors are also entitled to requisition, attend and vote at investors' meetings for the Fund. An investor is bound by a resolution of investors, whether or not they attend the meeting at which it is passed.

Interest in the Fund

Each unit issued in the Fund entitles the investor to a beneficial interest in the total investments of the Fund but does not give the investor an interest in any particular part of the Fund.

Unitholder liability

The Trust Deed limits an investor's liability in relation to the Fund to the amount the investor has invested, however the law in relation to investor liability has not yet been settled. Under the Trust Deed we can recover from you any taxes or other amounts that the Fund is required to pay because you hold units or because of any action you have taken or failed to take, either by deduction from amounts payable to you or by redemption of some of your units.

Termination of the Fund

We can terminate the Fund at any time at our discretion or when required by law. If the Fund is terminated, we must generally convert the Fund's assets to cash and pay off the Fund's liabilities (including those incurred in winding up the Fund and any unpaid fees including performance fees).

Investors are then entitled to a share of the balance of the assets in accordance with the Trust Deed. This will be the final distribution of the Fund. The final distribution may include both a capital and income component.

Eligible Investor

Australian Eligible Investors

To be an Eligible Investor in Australia, you must satisfy one of these criteria:

- Invest at least A\$500,000 at one time (excluding superannuation sourced monies¹);
- Provide Fundhost with an accountant certificate (in form annexed) which is less than 24 months old indicating that the applicant has either net assets of least \$2.5 million or a gross income for each of the last 2 financial years of at least \$250,000 a year²;
- Be a company or trust controlled by someone who has a certificate from a qualified accountant (such certificate referred to in the category immediately prior);
- Be a business that is not a small business (that is, companies that employ more than 20 people or 100 people if they are a manufacturer);
- Hold an Australian Financial Services Licence;
- Control at least \$10 million (including any amount held by an associate or under a trust that the applicant manages);
- Be regulated by the Australian Prudential Regulatory Authority other than a trustee of an Australian superannuation fund, approved deposit fund, pooled superannuation trust or public sector superannuation scheme;
- Be the trustee of an Australian superannuation fund, approved deposit fund, pooled superannuation trust or public sector superannuation scheme with assets of at least \$10 million;
- Be a body registered under the *Financial Corporations Act 1974* of the Commonwealth of Australia;
- Be an exempt public authority;
- Be a listed entity or a related body corporate of a listed entity;
- Be a related body corporate of a wholesale client;

- Carry on a business of investment in financial products, interests in land or other investments and invest funds received (directly or indirectly) following an offer or invitation to the public, the terms of which provided for the funds subscribed to be invested for those purposes;
- Be a foreign entity that, if established or incorporated in Australia, would be covered by one of the preceding paragraphs; or
- An Australian financial services licensee (or its representative) considers the investor has requisite experience to invest in the Fund.

New Zealand Eligible Investors

To be an Eligible Investor in New Zealand, you must satisfy one of these criteria:

- Be an “investment business”, such as an entity whose principal business consists of investing in financial products, providing a financial adviser or broking service, or trading in financial products on behalf of other persons;
- Meet the “investment activity” criteria, meaning that:
 - you own (or have owned in the previous two years) a portfolio of financial products of at least NZ\$2 million; or
 - you have acquired during the previous two years specified products of at least NZ\$1 million and the other parties to the transaction are not associated with you; or
 - you have two years of experience (within the last ten years) participating to a material extent in investment decisions made by an investment business;
- Be “large”, meaning that in each of the two most recently completed financial years, you and your controlled entities had net assets greater than NZ\$5 million, or total consolidated turnover greater than NZ\$5 million;

¹Superannuation sourced monies are monies which the applicant knows the superannuation trustee will pay to a person as a superannuation lump sum or has been paid as an eligible termination payment or lump sum.

²In calculating the \$2.5 million or \$250,000 the person can include the net assets or gross income (as relevant) of any company or trust the person controls.

- Be a government agency;
- Be an “eligible investor”, meaning that you can provide:
 - a certification that your experience in acquiring or disposing of financial products allows you to assess the merits of the investment, the adequacy of the information provided to you, your own information needs in relation to the investment; and
 - a confirmation of that certification from an authorised financial adviser, qualified statutory accountant, or lawyer;
- Your minimum investment in the Fund is at least NZ\$750,000, or your current investment plus amounts previously paid by you for units in the Fund add up to at least NZ\$750,000; or
- Meet the requirements for any other circumstances where there is no contravention of the FMCA (or any statutory modification or re enactment of, or statutory substitution for, the FMCA).

The full requirements to meet these criteria are specified in Schedule 1 of the FMCA.

Please refer to “Important Information for New Zealand investors” contained in [Important Information](#).

Custodian

Fundhost has appointed NAB as custodian of this fund. NAB’s role as custodian is limited to holding the assets of the Fund as Fundhost’s agent. NAB has no supervisory role in relation to the operation of the Fund and is not responsible for protecting your interests. NAB has no liability or responsibility to you for any act done or omission made in accordance with the terms of the Custody Agreement. NAB makes no statement in the IM and has not authorised or caused the

issue of it. Investments of the Fund do not represent investments in, deposits with, or other liabilities of, NAB or any other member of the NAB group of companies (**NAB Group**). Neither NAB, nor any other member of NAB Group, in any way stands behind the capital value, nor do they guarantee the performance of the investment or the underlying assets of the Fund, or provide a guarantee or assurance in respect of the obligations of Fundhost or its related entities.

Related Party Transactions and Conflicts of Interest

Fundhost does not engage in any related party transactions with any person. All dealings with other parties are at commercial, arms’ length terms.

Fundhost has a conflicts of interest policy and register which it maintains in accordance with the law. It seeks to address any conflicts that may arise as part of Fundhost’s business and that relate to the Fund.

DMX Asset Management is or may become the Investment Manager for other funds that invest in many of the same assets as this Fund.

DMX Asset Management endeavours to ensure that all portfolios are treated fairly by ensuring that, where appropriate, trades in the assets are undertaken as block trades and allocated pro rata according to the size of each portfolio.

However investors should be aware that DMX Asset Management may give priority to DMXCP for investments in companies with a market value of less than \$100 million.

Existing Investors - Applying for the Fund

If you are already an investor in the Fund and would like to make an additional investment, please complete the Additional Investment Form for Existing Investors on page A19.

You do not need to complete any other documentation.

Welcome to the DMX Australian Shares Fund. This Application Form relates to the offer of units in the DMX Australian Shares Fund (the 'Fund'), pursuant to the IM dated June 2021 (IM), issued by Fundhost Ltd ABN 69 092 517 087, AFSL 233045 as trustee of the Fund.

Only eligible investors can invest in this fund. To be eligible you must satisfy one of the criteria listed on page A2 and A3.

We accept signed application forms and certified copies of documents required to identify applicants (**Application Documents**) by email or fax. We do not require paper copies of Application Documents in order to commence processing your application for units in the Fund. Provided we receive clear and legible copies of your Application Documents by email or facsimile by the relevant cut off time noted in the IM, together with your application monies, we will process your application using the unit price effective for the day we receive your application monies and Application Documents by email or fax. Conditions apply – please see the IM.

Submit your application

Email:

admin@fundhost.com.au

Fax:

+61 (0)2 9232 8600

Post:

DMX Australian Shares Fund
Fundhost Limited
PO Box N561
Grosvenor Place NSW 1220
Australia

Questions?

Contact Fundhost
T: +61 (0)2 8223 5400
E: admin@fundhost.com.au

We accept application forms and AML ID by fax, email and post.

Before submitting your application, please finalise your investment by executing a bank transfer or BPAY or (if sending by post) attaching a cheque. Applications will not be processed until application monies are received.

New Investors - Applying for the Fund

Please follow the checklist below for your investment type.

If you are applying through a **self-managed superannuation fund** or **family trust**, you will either have individual trustees or a corporate trustee (simply check your trust deed to find out which).

Individual/Joint Investor

- Complete Sections A, B, E, F and H
- Sign page A13
- Attach required documentation (e.g. either driver's licence or passport, must be certified*)**

Trust, with Individual Trustees

- Complete Section A, B, D, E, F, G and H
- Complete Section B using trustee details
- Sign page A13
- Attach required documentation (e.g. extract of the trust deed and trustee's driver's licence or passport, all must be certified copies*)**

Trust, with Corporate Trustee

- Complete Sections A, C, D, E, F, G and H
- Sign page A13
- Attach required documentation (e.g. copy of the trust deed AND copy of certificate of incorporation or certification of registration by ASIC or relevant foreign registration body, all must be certified copies*)**

Company

- Complete Sections A, C, E, F, G and H
- Sign page A13
- Attach required documentation (e.g. copy of certificate of incorporation or certification of registration by ASIC or relevant foreign registration body, all must be certified copies*)**

*To help us identify you, you must provide certified copies of documents. Please ensure that a certified copy:

- includes the statement 'I certify this to be a true copy of the original document' AND is signed by an eligible certifier (see page A15). The certifier must state their qualification or occupation.

SECTION A PAYMENT DETAILS AND ELIGIBILITY

- Be a foreign entity that, if established or incorporated in Australia, would be covered by one of the preceding paragraphs;
- Provide the Trustee with an accountant certificate (in form annexed) which is not less than 24 months old indicating that the applicant has either net assets of least \$2.5 million or a gross income for each of the last 2 financial years of at least \$250,000 a year². See page A14;
- Be a company or trust controlled by someone who has a certificate from a qualified accountant (such certificate referred to in the category immediately above);
- An Australian financial services licensee (or its representative) considers the investor has requisite experience to invest in the fund; or
- Other. Please specify:

¹ **Superannuation sourced monies** are monies which the applicant knows the superannuation trustee will pay to a person as a superannuation lump sum or has been paid as an eligible termination payment or lump sum superannuation benefit during the previous 6 months.

² In calculating the \$2.5 million or \$250,000 the person can include the net assets or gross income (as relevant) of any company or trust the person controls.

NEW ZEALAND INVESTORS

- Provide the Trustee with a safe harbour certificate (in form annexed see page A15) indicating that the applicant is an “investment business”, such as an entity whose principal business consists of investing in financial products, providing a financial adviser or broking service, or trading in financial products on behalf of other persons;
- Provide the Trustee with a safe harbour certificate (in form annexed see page A15) indicating that the applicant meets one of the “investment activity” criteria, meaning that:
 - you own (or have owned in the previous two years) a portfolio of financial products of at least NZ\$2 million; or
 - you have acquired during the previous two years specified products of at least NZ\$1 million and the other parties to the transaction are not associated with you; or
 - you have two years of experience (within the last ten years) participating to a material extent in investment decisions made by an investment business;
- Provide the Trustee with a safe harbour certificate (in form annexed see page A15) indicating that the applicant is “large”, meaning that in each of the two most recently completed financial years, you and your controlled entities had net assets greater than NZ\$5 million, or total consolidated turnover greater than NZ\$5 million;
- Be a government agency;
- Provide the Trustee with an eligible investor certificate (in form annexed - see page A16) indicating that the applicant is an “eligible investor”, meaning that you can provide:
 - a certification that your experience in acquiring or disposing of financial products allows you to assess the merits of the investment, the adequacy of the information provided to you, your own information needs in relation to the investment; and
 - confirmation of that certification from an authorised financial adviser, qualified statutory accountant, or lawyer ();
- Your minimum investment in the Fund is at least NZ\$750,000, or your current investment plus amounts previously paid by you for units in the Fund add up to at least NZ\$750,000; or
- Other. Please specify:

SECTION B INDIVIDUAL / JOINT INVESTOR OR INDIVIDUAL TRUSTEES

INVESTOR 1 OR TRUSTEE 1

Title: Mr Mrs Miss Ms Other

Given name(s):

Family name:

Date of birth (DD/MM/YYYY) //

Occupation:

Residential address:

Suburb:

State: Postcode:

Country:

Email address¹:

If Australian resident, provide tax file number:

TFN:

TFN exemption:

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

Yes Provide details below. If resident in more than one jurisdiction please include details for all jurisdictions.

No See identification requirements below and sign on page A13.

1. Country of tax residence:

Specify Tax Identification Number (TIN) or equivalent:

Reason Code if no TIN provided:

2. Country of tax residence:

Specify Tax Identification Number (TIN) or equivalent:

Reason Code if no TIN provided:

3. Country of tax residence:

Specify Tax Identification Number (TIN) or equivalent:

Reason Code if no TIN provided:

INVESTOR 2 OR TRUSTEE 2

Title: Mr Mrs Miss Ms Other

Given name(s):

Family name:

Date of birth (DD/MM/YYYY) //

Occupation:

Residential address:

Suburb:

State: Postcode:

Country:

Email address¹:

If Australian resident, provide tax file number:

TFN:

TFN exemption:

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

Yes Provide details below. If resident in more than one jurisdiction please include details for all jurisdictions.

No See identification requirements below and sign on page A13.

1. Country of tax residence:

Specify Tax Identification Number (TIN) or equivalent:

Reason Code if no TIN provided:

2. Country of tax residence:

Specify Tax Identification Number (TIN) or equivalent:

Reason Code if no TIN provided:

3. Country of tax residence:

Specify Tax Identification Number (TIN) or equivalent:

Reason Code if no TIN provided:

¹If you provide us with an email address you may receive email correspondence from us, unless you advise us otherwise.

SECTION B INDIVIDUAL / JOINT INVESTOR OR INDIVIDUAL TRUSTEES

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

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

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

1.
2.
3.
4.

SUPPORTING DOCUMENTATION REQUIRED

Supplied documents must show name and either residential address and/or date of birth.

- Certified copy of **primary photographic identification document**; OR
- Certified copy of **primary non-photographic identification document AND certified copy of secondary identification document**

(Examples could be a certified copy of your passport or driver's licence. See Definitions on page A15 for further examples.)

If you are signing under a power of attorney, please provide a certified copy of primary photographic identification document or a certified copy of primary non-photographic identification document AND certified copy of secondary identification document for each attorney, together with a certified copy of the power of attorney and specimen signature(s) of the attorney(s) if not displayed in the document.

ARE YOU A SOLE TRADER?

If so, please complete the fields below:

Full business name:

Full address of principal place of business:

ABN (if any):

THOSE INVESTING AS INDIVIDUAL OR JOINT INVESTORS MAY PROCEED TO SIGN THE DECLARATION AT PAGE A13.

SECTION C COMPANIES (DOMESTIC / FOREIGN OR CORPORATE TRUSTEE)

Full registered company name:

Full address of company's registered office:

Full address of principal place of business (if any):

AUSTRALIAN COMPANY

Does the organisation have an ABN: Yes No Exemption:

ABN: TFN:

Company ACN: Company is registered by ASIC as a: Proprietary company Public company

Is the company a listed company or a majority owned subsidiary of a listed public company? Yes No

Is this company licensed by a Commonwealth, State or Territory statutory regulator?

Not licensed Licensed - please provide name of regulator and licence number in the square below

Is the company regulated?

Unregulated Regulated company (subject to the supervision of a Commonwealth, State or Territory statutory regulator beyond that provided by ASIC as a company registration body. Examples include Australian Financial Services Licensees (AFSL); Australian Credit Licensees (ACL); or Registrable Superannuation Entity (RSE) Licensees.

Regulator name:

Licence details (e.g. AFSL, ACL, RSE):

For proprietary companies please provide the name and the address of ALL directors (for regulatory requirements).

Name	Residential address
<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>

For proprietary companies that are unregulated, provide details of ALL individuals who are beneficial owners through one or more shareholdings of more than **25%** of the company's issued capital (for regulatory requirements).

If there are no individual who meet the requirements of beneficial owners, provide the names of the individuals who directly or indirectly control* the company.

*includes exercising control through the capacity to determine the decisions about financial of operating policies; or by means of trusts, agreements, arrangements understanding and practices; voting rights of 25% or more; or power of veto. If no such person can be identified then the most senior managing official/s of the company (such as the managing director or directors who are authorised to sign on the companies behalf).

Name	Residential address or date of birth
<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>

SUPPORTING DOCUMENTATION REQUIRED

Supplied documents must show the full company name:

- Certified copy of certificate of incorporation; OR
- Certified copy of certificate of registration by ASIC or relevant foreign registration body

Note that each individual beneficial owner listed above must provide a certified copy of primary photographic identification document or a certified copy of primary non-photographic identification document AND certified copy of secondary identification document.

SECTION C COMPANIES (DOMESTIC / FOREIGN OR CORPORATE TRUSTEE)

FOREIGN COMPANY

Full company name

Is the company registered by ASIC? Yes No In which country was the company formed, incorporated or registered? (If Australia, please write 'N/A')

Is the company registered by a foreign registration body? Yes - please provide name of registration body in space below No

For proprietary companies provide details of ALL individuals who are beneficial owners through one or more shareholdings of more than **25%** of the company's issued capital (for regulatory requirements). If there are no individuals who meet the requirement of beneficial owners, provide the name of individuals who directly or indirectly control the company.

Name	Residential address or date of birth
<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>

Full address of the company's (a) registered office in Australia (if registered by ASIC); (b) registered office in the company's country of registration (if registered by a foreign registration body); OR (c) principle place of business in company's country of formation or incorporation (if not registered by a foreign registration body)

If the company is registered with ASIC (a) the full address of the company's principle place of business in Australia (if any); OR (b) the full name and address of the company's local agent in Australia (if any)

The ARBN issued to the company by ASIC (if any)

Any identification number issued to the company by a foreign registration body upon the company's formation, incorporation or registration (if any)

If registered (by ASIC or a foreign registration board) is the company a Private company Public company Other-please specify in space below

If registered as a private company, name of each director

If licensed (by ASIC or a registration body), name of regulator and license number

SUPPORTING DOCUMENTATION REQUIRED

- Supplied documents must show the full company name:
 - Certified copy of certificate of incorporation; OR
 - Certified copy of certificate of registration by ASIC or relevant foreign registration body

Note that each individual beneficial owner listed above must provide a certified copy of primary photographic identification document or a certified copy of primary non-photographic identification document AND certified copy of secondary identification document

SECTION D TRUSTS (INC SMSFS)

INVESTING AS A TRUST

Full name of trust

Full business name (if any) of the trustee in respect of the trust

Type of trust Public unit trust Private discretionary trust Private unit trust Registered managed investment scheme¹
 Unregistered managed investment scheme¹ Self-managed superannuation fund² Registrable superannuation entity²
 Government superannuation fund established by legislation Other type of trust - please provide details below:

¹ As defined by the *Corporations Act 2001 (Commonwealth)*

² As described by the *Superannuation Industry (Supervision) Act 1993 (Cth)*

Does the Trust have an ABN / ARBN? Yes No Reason for exemption:

ABN: TFN:

In which country was the trust established?

Is the trust a foreign resident for tax purposes? Yes No

If so, provide a country of residence for tax purposes:

Specify the US TIN or GIIN (as applicable)

For trusts other than an Australian registered managed investment scheme, regulated trust (e.g. SMSF or complying superannuation fund) or government superannuation trust, do the terms of the trust identify the beneficiaries by reference to membership of a class?

Yes No If yes, provide details of membership class (e.g. unitholders, family members of named person, charitable person); otherwise list the beneficiaries:

Name Name

Name Name

I have included additional beneficiaries on the notes page.

For trusts other than an Australian registered managed investment scheme, regulated trust (e.g. SMSF or complying superannuation fund) or government superannuation trust, provide details of ALL beneficial owners (for regulatory requirements). Note a beneficial owner includes the appointor of the trust (i.e. the person who appoints or removes the trustee(s), the settlor of the trust, and beneficiaries with at least a **25%** interest in the trust):

Name Residential address or date of birth

SUPPORTING DOCUMENTATION REQUIRED

For an Australian registered managed investment scheme:

- Copy of an ASIC search of the scheme

For a government superannuation fund:

- Name of the Act which regulates the trust and certified extract of the establishing legislation

All other trusts:

- Certified copy or certified extract of trust deed; OR
- Notice (such as notice of assessment) issue to the trust by the ATO within the last 12 months

Please note:

- For at least ONE individual trustee, provide a certified copy of primary photographic identification document or a certified copy of primary non-photographic identification document AND certified copy of secondary identification document
- Corporate trustees must also provide a certified copy of certificate of incorporation or certificate of registration by ASIC or relevant foreign registration body
- Each individual beneficial owner listed in this Section D must provide a certified copy of primary photographic identification document or a certified copy of primary non-photographic identification document AND certified copy of secondary identification document
- If a settlor of a trust did not settle \$10,000 or more on establishment of the trust (refer to the trust deed), you do not need to provide the certified documents in respect of the settlor.

SECTION E PRIMARY CONTACT PERSON DETAILS

CONTACT PERSON

Use Investor 1 details Use Investor 2 details Use details below OR Use Adviser details

Title: Mr Mrs Miss Ms Other

Given name(s): Family name:

Phone (home): () Phone (work): ()

Phone (mobile): Email:

Postal Address

Address:

Suburb: State: Postcode:

Country:

ADVISER CONTACT DETAILS (OPTIONAL)

Adviser name:

Dealer Group:

Primary contact person:

Work phone no: ()

Fax no: ()

Mobile no:

Place adviser stamp here

Email address:

Street address of adviser:

Suburb: State: Postcode:

SECTION F DISTRIBUTION AND BANK DETAILS

DISTRIBUTION PREFERENCE

How would you like your distribution treated?

Reinvest my distribution to help my investment grow

Pay by electronic funds transfer (EFT) to my bank account

If no box is ticked we will reinvest your distribution.

BANK DETAILS

Name of financial institution:

Account name:

Branch (BSB) no: - Account no:

SECTION G GLOBAL TAX STATUS DECLARATION

This is mandatory for all Company and Trusts except regulated superannuation funds (including self-managed superannuation funds).

We are unable to accept your application without this information. If you are unsure about how to complete this form speak to your financial adviser or accountant. Definitions can be found at <https://fundhost.com.au/forms/>.

REGULATED SUPERANNUATION FUND

Are you a regulated superannuation fund such as a Self-Managed Super Fund (SMSF)?

Yes, you have now completed this section. Please sign on page A13.

No, you must complete section G and sign on page A13.

TAX STATUS

You must tick ONE of the 5 Tax Status boxes below (if you are a Financial Institution, please provide all the requested information below for box 1.)

1. A Financial Institution (A custodial or depository institution, an investment entity or a specified insurance company for FATCA/CRS purposes)

Provide the Company's or Trusts Global Intermediary Identification Number (GIIN), if applicable

If the Company or Trust is a Financial Institution but does not have a GIIN, provide its FATCA status (select ONE of the following):

Deemed Compliant Financial Institution

Excepted Financial Institution

Exempt Beneficial Owner

Non Reporting IGA Financial Institution

(If a Trustee Documented Trust provide the Trustee's GIIN below)

Non-Participating Financial Institution

US Financial Institution

Other (describe the FATCA status)

ALL Financial Institutions, please answer the question below:

Is the Financial Institution an Investment Entity located in a Non-Participating CRS Jurisdiction and managed by another Financial Institution?

Yes, proceed to the Foreign Controlling Persons section

No, please sign on page A13

CRS Participating Jurisdictions are on the OECD website at <http://www.oecd.org/tax/automatic-exchange/crs-implementation-and-assistance/crs-by-jurisdiction>.

2. Australian Public Listed Company, Majority Owned Subsidiary of an Australian Public Listed company (Public listed companies or majority owned subsidiaries of Australian listed companies that are not Financial Institutions as described above, or a company that is an Australian Registered Charity)
3. Australian Registered Charity or Deceased Estate
4. An Active Non-Financial Entity (NFE) or Foreign Charity (Active NFEs include entities where, during the previous reporting period, less than 50% of their gross income was passive income (e.g. dividends, interests and royalties) and less than 50% of assets held produced passive income. For other types of Active NFEs, refer to Section VIII in the Annexure of the OECD 'Standard for Automatic Exchange of Financial Account Information' at www.oecd.org.)
5. Other (Entities that are not previously listed - Passive Non-Financial Entities). Please provide details below.

COUNTRY OF TAX RESIDENCE

Is the Company or Trust a Tax resident of a country other than Australia?

Yes

No

If yes, please provide the Company's and/or Trust's country of tax residence and tax identification number (TIN) or equivalent below. If the Company and/or Trust is a tax resident of more than one other country, please list all relevant countries below.

A TIN is the number assigned by each country for the purposes of administering tax laws. This is the equivalent of a Tax File Number in Australia or an Employer Identification Number in the US. If a TIN is not provided, please list one of the three reasons specified (A, B or C) for not providing a TIN.

Country

TIN

If no TIN, list reason A, B or C

1.	<input type="text"/>	<input type="text"/>	<input type="text"/>
2.	<input type="text"/>	<input type="text"/>	<input type="text"/>
3.	<input type="text"/>	<input type="text"/>	<input type="text"/>

SECTION G GLOBAL TAX STATUS DECLARATION

If there are more countries, provide details on a separate sheet and tick this box.

- Reason A: The country of tax residency does not issue TINs to tax residents
- Reason B: The Company or Trust has not been issued with a TIN
- Reason C: The country of tax residency does not require the TIN to be disclosed

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

1. 3.
 2.

FOREIGN CONTROLLING PERSONS AND BENEFICIAL OWNERS

- Is any natural person that exercises control over you (for companies, this would include directors or beneficial owners who ultimately own **25%** or more of the share capital) a tax resident of any country outside of Australia?
- If you are a trust, is any natural person including trustee, protector, beneficiary, settlor or any other natural person exercising ultimate effective control over the trust a tax resident of any country outside of Australia?

Yes. Complete details below

No. You have completed this section

1. Name Date of birth / /
 Residential Address (if not already provided)
 Country of Tax Residence TIN or equivalent Reason Code if no TIN provided

2. Name Date of birth / /
 Residential Address (if not already provided)
 Country of Tax Residence TIN or equivalent Reason Code if no TIN provided

3. Name Date of birth / /
 Residential Address (if not already provided)
 Country of Tax Residence TIN or equivalent Reason Code if no TIN provided

4. Name Date of birth / /
 Residential Address (if not already provided)
 Country of Tax Residence TIN or equivalent Reason Code if no TIN provided

If there are more than 4 controlling persons, please list them on a separate sheet and tick this box.

- Reason A: The country of tax residency does not issue TINs to tax residents
- Reason B: The Company or Trust has not been issued with a TIN
- Reason C: The country of tax residency does not require the TIN to be disclosed

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

1. 3.
 2. 4.

SECTION H INVESTOR DECLARATION

Investor Declaration

I/we request you to issue the units applied for and authorise you to register the applicant(s) as the holder(s) of the units.

I/we declare that the execution of this Application Form by me/us constitutes a representation by each applicant that:

- I am/we are an Eligible Investor for the reason indicated on the first page of this application form.
- this Application was detached from a IM for the DMX Australian Shares Fund dated June 2021.
- the IM and Application were provided to me/us at the same time.
- I/we read and understood that IM.
- I/we understand that neither the repayment of capital nor the performance of the Fund is guaranteed.
- I/we agree to be bound by the terms of the IM and the trust deed of the Fund, as amended from time to time, and understand that a copy of the trust deed has been made available to me/us for free if I/we wish.
- the details given in this Application are correct.
- I/we will not transfer the units to anyone who does not agree to these things.
- none of the units being applied for will breach or result in a breach of any exchange control, fiscal or other laws or regulations for the time being applicable.
- I/we agree to indemnify Fundhost and any of its related bodies corporate against any loss, liability, damage, claim, cost or expense incurred as a result, directly or indirectly, of any of these declarations proving to be untrue or incorrect.
- the details of my/our investment can be provided to the adviser group or adviser by the means and in the format that they direct.
- in the case of joint applications, the joint applicants agree that unless otherwise expressly indicated on this application form, the units will be held as joint tenants and either Investor is able to operate the account and bind the other investor for future transactions, including additional deposits and withdrawals.
- By choosing to apply for units in the Fund using electronic means, I/we accept full responsibility (to the extent permitted by law) for any loss arising from Fundhost acting upon documents received by email or fax. I/we release and indemnify Fundhost in respect of any liabilities arising from it acting on documents received by email or fax, even if those documents are ultimately found to not be genuine. I/we agree that neither I/we nor any other person has any claim against Fundhost in relation to a payment processed, units issued or other action taken by Fundhost if it relies on documents received by email or fax.
- I/we understand that by choosing to use the scanned or faxed redemption service, I /we agree to accept full responsibility (to the extent permitted by law) for loss arising from us acting upon faxed or scanned instructions which comply with these security processes and you also agree to release and indemnify us in respect of any liabilities arising from us acting on faxed or scanned instructions (including future instructions), even if those instructions are not genuine.
- If I/we have provided an email address, I/we consent to receive ongoing information (including IM information, confirmation of transactions and additional information as applicable) by email.
- I/we consent to the transfer of any of my/our personal information to external third parties including but not limited to fund investment manager(s) and related bodies corporate who are located outside Australia for the purpose of managing and administering the products and services which I/we have engaged the services of Fundhost or its related bodies corporate and to foreign government agencies (if necessary).
- I/we hereby acknowledge and agree that Fundhost have outlined in the IM and provided to me/us how and where I/we can obtain a copy of Fundhost's Privacy Statement.
- I/we confirm that the personal information that I/we have provided to Fundhost is correct and current in every detail, and should these details change, I/we shall promptly advise Fundhost in writing of the change(s).
- I/we confirm that I/we am/are not a "politically exposed person" for the purposes of the Anti-Money Laundering and Counter-Terrorism Financing Act 2006 (Cth).
- I/we am/are over 18 years of age.
- I/we declare that I am /we are not commonly known by any other names different from those disclosed in this Application.
- I/we declare any documents or information whatsoever used for verification purposes in support of my/our Application are complete and correct.
- I/we agree to give further information or personal details to Fundhost or its agents if required to meet its obligations under the Anti-Money Laundering and Counter-Terrorism Financing Act 2006 (Cth) and taxation legislation.
- I/we acknowledge that Fundhost may decide to convert the Fund to a registered managed investment scheme and I/we agree to the registration.

Fundhost would like to keep in touch with you about future investment opportunities that may be of interest.

Please tick this box if you do NOT wish to be contacted for this purpose.

SECTION H INVESTOR DECLARATION

ACKNOWLEDGMENT

I/We acknowledge that it may be a criminal offence to knowingly provide false, forged, altered or falsified documents or misleading information or documents when completing an Application for units in The Fund.

I/We acknowledge that this Application, once signed by me/us, holds me/us to a number of representations and warranties, among other things, relating to matters which Fundhost must seek confirmation of in order to comply with the provisions of the Anti-Money Laundering and Counter-Terrorism Financing Act 2006 (Cth) and global tax compliance including FATCA and CRS requirements. Appropriate steps to verify information may be taken, and information may be disclosed to government agencies in Australia and overseas. If information required is not provided, the application may not be accepted or units may be redeemed.

I/We undertake to provide updated FATCA/CRS self-certification information within 30 days of a change in circumstances which causes the information to become incorrect.

Signature:

Signatory 1

X

Signature:

Signatory 2

X

Date (DD/MM/YYYY):

Date (DD/MM/YYYY):

Print name:

Print name:

Director

Company Secretary

Sole Director

Director

Company Secretary

Sole Director

Trustee

Attorney

Other

Trustee

Attorney

Other

ACCOUNT SIGNING AUTHORITY

Signatory 1 AND 2

Either Signatory 1 OR 2

Signatory 1 ONLY

Signatory 2 ONLY

Allow other authorised signatories (you must provide a certified copy of all authorised signatories)

If you do not tick one of the above options, all future instructions must be signed by all signatories or as otherwise permitted by law.

Submit your application to:

Email:

admin@fundhost.com.au

Fax:

+61 (0)2 9232 8600

Post:

DMX Australian Shares Fund

Fundhost Limited

PO Box N561

Grosvenor Place NSW 1220

Australia

Questions?

Contact Fundhost

T: +61 (0)2 8223 5400

E: admin@fundhost.com.au

We accept application forms by fax, email and post.

SECTION I CERTIFICATES

Certificate from qualified accountant in relation to investor

To: Fundhost Limited
PO Box N561
Grosvenor Place NSW 1219

This certificate is to certify the investor is a wholesale client within the meaning of section 761G and 761GA of the Corporations Act and so able to invest.

DETAILS OF INVESTOR

Complete full name details

Title: Mr Mrs Miss Ms Other

Given name(s): Family name:

Complete address details

Address:

Suburb: State: Postcode:

Country:

I/We hereby certify that as at the date of this certificate the investor whose details are set out above:

1. I am a qualified accountant* within the meaning of section 9 of the Corporations Act 2001 (Cth);
2. This certificate is given at the request of the investor described above (Investor);
3. This certificate is given for the purpose of section 761G of the Corporations Act 2001 (Cth); and
4. The investor** (or the person who controls the investor where that investor is a company or trust***) has:
 - Net assets of at least \$2,500,000; or
 - A gross income for each of the last 2 financial years of at least \$250,000 a year.

* "Qualified accountant" means a member of a professional body that is approved by ASIC in writing for the purpose of the definition. ASIC has indicated that it will approve any member of:

- (a) The Australian Society of Certified Practising Accountants (ASPCA), who is entitled to use the post-nominals "CPA" or "FCPA", and is subject to and complies with the ICAA's continuing professional development requirements;
- (b) The Institute of Chartered Accountants in Australia (ICAA), who is entitled to use the post-nominals "CA", "ACA" or "FCA", and is subject to and complies with the ICAA's continuing professional education requirements; or
- (c) The National Institute of Accountants (NIA), who is entitled to use the post-nominals "MNIA" or "FNIA", and it subject to and complies with NIA's continuing professional education requirements;

** In calculating the net assets of at least \$2.5 million or the gross income of at least \$250,000, the investor can include the net assets or gross income (as relevant) of any company or trust the investor controls [see Corporations Regulation 7.6.02AC].

*** Where the investor is a company or trust controlled by someone who has a certificate from a qualified accountant, the investor may be considered wholesale [see Corporations Regulation 7.6.02AB].

SIGNATURE OF QUALIFIED ACCOUNTANT

Signature: x

Name:

Date (DD/MM/YYYY): / /

SECTION I CERTIFICATES

Safe Harbour Certificate

Warning

New Zealand law normally requires people who offer financial products to give information to investors before they invest. This information is designed to help investors make an informed decision.

If you are a wholesale investor, the usual rules do not apply to offers of financial products made to you. As a result, you may not receive a complete and balanced set of information. You will also have fewer other legal protections for these investments.

Ask questions, read all documents carefully, and seek independent financial advice before committing yourself.

Offence

It is an offence to give a certificate knowing that it is false or misleading in a material particular. The offence has a penalty of a fine not exceeding NZ\$50,000.

SAFE HARBOUR CERTIFICATE

I, ,
[insert name of investor]
of

[insert address of investor]

certify as follows¹:

1. I am a wholesale investor within the meaning of [clause 3(2)(a), (b), (c), (d)]² of Schedule 1 of the Financial Markets Conduct Act 2013 (New Zealand) (the **FMC Act**).
2. I understand the consequences of certifying that I am a wholesale investor.
3. I am a wholesale investor within the meaning of [clause 3(2)(a),(b), (c), (d)]³ of Schedule 1 of the FMC Act because

[state the grounds on which the investor claims that the relevant paragraph or subparagraph applies]

SIGNATURE OF INVESTOR

Signature:

x

Name:

Date (DD/MM/YYYY):

/

¹If the investor is not an individual (i.e. a natural person), the investor description will need to be modified. If the investor is a New Zealand company, the certificate should be provided by a director of that company. If the investor is a trustee of a New Zealand trust, the certificate should be provided by, in the case of a corporate trustee, a director or equivalent and, in the case of a *natural person* trustee, that person.

²Delete as applicable. An individual investor (i.e. a natural person) can only be a "wholesale investor" under clause 3(2)(b) and (c) of Schedule 1 of the FMC Act. That is, an individual investor can only fall under the "investment activity safe harbour" or the "large person safe harbour". The other wholesale investor safe harbours can only apply to entities.

³Delete as applicable.

SECTION I CERTIFICATES

Eligible Investor Certificate

Warning

New Zealand law normally requires people who offer financial products to give information to investors before they invest. This information is designed to help investors make an informed decision.

If you give this certificate, the usual rules do not apply to offers of financial products made to you. As a result, you may not receive a complete and balanced set of information. You will also have fewer other legal protections for these investments.

Make sure you understand these consequences.

Ask questions, read all documents carefully, and seek independent financial advice before committing yourself.

Offence

It is an offence to give a certificate knowing that it is false or misleading in a material particular. The offence has a penalty of a fine not exceeding \$50,000.

ELIGIBLE INVESTOR CERTIFICATE

To: **Fundhost Limited** (the **Offeror**)

I, ,
[insert name of investor]

of

[insert address of investor]

certify as follows:

1. I understand that this certificate relates to the DMX Australian Shares Fund.
2. I am an eligible investor within the meaning of clauses 3(3)(a) and 41 of Schedule 1 of the Financial Markets Conduct Act 2013.
3. I understand the consequences of certifying that I am an eligible investor.
4. I have previous experience in acquiring or disposing of financial products that allows me to assess:
 - (a) the merits of the transaction (including assessing the value and the risks of the financial products involved);
 - (b) my own information needs in relation to the transaction; and
 - (c) the adequacy of the information provided by any person involved in the transaction.
5. I meet the criteria of clause 41 of Schedule 1 of the Financial Markets Conduct Act 2013 on the following grounds:

[insert grounds for the investor giving this certification]

SIGNATURE OF ELIGIBLE INVESTOR

Signature:

Name:

Date (DD/MM/YYYY): / /

SECTION I CERTIFICATES

Confirmation of certification of Eligible Investor

I,
[insert name]

of
[insert address]

certify as follows:

1. I am an authorised financial adviser a qualified statutory accountant a lawyer
2. I am not an associated person (as defined in section 12(1) of the Financial Markets Conduct Act 2013) of the Offeror.
3. I have not, within the last two years, provided professional services to the Offeror or a related body corporate of the Offeror.
4. I am giving this confirmation in accordance with clause 43 of Schedule 1 of the Financial Markets Conduct Act 2013, at the request of, and with reference to:

[insert name of investor] (the **Investor**).

5. I have considered the grounds set out in the Investor's certificate.
6. I am satisfied that the Investor has been sufficiently advised of the consequences of the certification.
7. I have no reason to believe that the certification is incorrect or that further information or investigation is required as to whether or not the certification is correct.

SIGNATURE OF ELIGIBLE INVESTOR CERTIFIER

Signature:

x

Name:

Date (DD/MM/YYYY):

/ /

GUIDELINES TO IDENTIFICATION REQUIREMENTS

Primary Photographic Identification Document

■ means any of the following:

- (1) a licence or permit issued under a law of a State or Territory or equivalent authority of a foreign country for the purpose of driving a vehicle that contains a photograph of the person in whose name the document is issued;
- (2) a passport issued by the Commonwealth;
- (3) a passport or a similar document issued for the purpose of international travel, that:
 - (a) contains a photograph and the signature of the person in whose name the document is issued;
 - (b) is issued by a foreign government, the United Nations or an agency of the United Nations; and
 - (c) if it is written in a language that is not understood by the person carrying out the verification - is accompanied by an English translation prepared by an accredited translator;
- (4) a card issued under a law of a State or Territory for the purpose of proving the person's age which contains a photograph of the person in whose name the document is issued;
- (5) a national identity card issued for the purpose of identification, that:
 - (a) contains a photograph and the signature of the person in whose name the document is issued;
 - (b) is issued by a foreign government, the United Nations; or an agency of the United Nations; and
 - (c) if it is written in a language that is not understood by the person carrying out the verification - is accompanied by an English translation prepared by an accredited translator.

Primary Non-Photographic Identification Document

■ means any of the following:

- (1) a birth certificate or birth extract issued by a State or Territory;
- (2) a citizenship certificate issued by the Commonwealth;
- (3) a citizenship certificate issued by a foreign government that, if it is written in a language that is not understood by the person carrying out the verification, is accompanied by an English translation prepared by an accredited translator;
- (4) a birth certificate issued by a foreign government, the United Nations or an agency of the United Nations that, if it is written in a language that is not understood by the person carrying out the verification, is accompanied by an English translation prepared by an accredited translator;
- (5) a pension card issued by Centrelink that entitles the person in whose name the card is issued, to financial benefits.

Secondary Identification Document

■ means any of the following:

- (1) a notice that:
 - (a) was issued to an individual by the Commonwealth or a State or Territory within Australia, within the preceding twelve months;
 - (b) contains the name of the individual and their residential address; and
 - (c) records the provision of financial benefits to the individual under a law of the Commonwealth or a State or Territory (as the case may be);
- (2) a notice that:
 - (a) was issued to an individual by the Australian Taxation Office within the preceding 12 months;

- (b) contains the name of the individual and their residential address; and
 - (c) records a debt payable to or by the individual by or to (respectively) the Commonwealth under a Commonwealth law relating to taxation;
- (3) a notice that:
 - (a) was issued to an individual by a local government body or utilities provider within the preceding three months;
 - (b) contains the name of the individual and their residential address; and
 - (c) records the provision of services by that local government body or utilities provider to that address or to that person.
- (4) in relation to a person under the age of 18, a notice that:
 - (a) was issued to a person by a school principal within the preceding three months;
 - (b) contains the name of the person and their residential address; and
 - (c) records the period of time that the person attended at the school.

THE FOLLOWING LIST OF PEOPLE THAT CAN CERTIFY IDENTIFICATION DOCUMENTS

Certified Copy

■ means a document that has been certified as a true copy of an original document by one of the following persons:

- 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);
- a judge of a court;
- a magistrate;
- a chief executive officer of a Commonwealth court;
- a registrar or deputy registrar of a court;
- a justice of the Peace;
- a notary public (for the purposes of the Statutory Declaration Regulations 1993);
- a police officer;
- an agent of the Australian Postal Corporation who is in charge of an office supplying postal services to the public;
- a permanent employee of the Australian Postal Corporation with 2 or more years of continuous service who is employed in an office supplying postal services to the public;
- Australian consular officer or an Australian diplomatic officer (with the meaning of the Consular Fees Act 1955);
- an officer with 2 or more continuous years of service with one or more financial institutions (for the purposes of the Statutory Declaration Regulations 1993);
- a finance company officer with 2 or more continuous years of service with one or more finance companies (for the purpose of the Statutory Declaration Regulations 1993);
- an officer with, or authorised representative of, a holder of an Australian financial services licence, having 2 or more continuous years of service with one or more licencees;
- a member of the Institute of Chartered Accountants in Australia, CPA Australia or the National Institute of Accountants with 2 or more years of continuous membership.

