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walk extra miles for others; two steps ahead with vision; with integrity, free to success.

123 Investment and Growth Fund

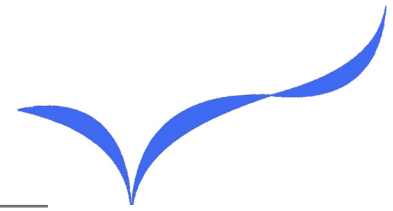
ABN 403 461 490 82 APIR ETL0479AU

Information Memorandum

Date issued 3 May 2017

Equity Trustees Limited (ABN 46 004 031 298 AFSL No 240975) - Trustee

123 Investment Management Pty Limited (ABN 39 601 788 274 AFSL No 469061) - Investment Manager



This is the Information Memorandum ('IM') for Units in the 123 Investment and Growth Fund (referred to as the 'Fund') and was issued on 3 May 2017. This IM has been prepared and issued by Equity Trustees Limited (ABN 46 004 031 298 AFSL 240975) in its capacity as the Trustee of the Fund (referred to throughout this IM as the 'Trustee', 'Equity Trustees', 'us' or 'we'). The issue of this IM is authorised solely by Equity Trustees. No other person (whether or not related to Equity Trustees) is responsible for any information contained in this IM. The investment manager of the Fund is 123 Investment Management Pty Limited (ABN 39 601 788 274 AFSL 469061) and is referred to throughout this IM as the 'Investment Manager' or '123 Investment Management'. The custodian and administrator of the Fund is FundBPO Pty Ltd Part of MainstreamBPO Group (FundBPO) (ABN 81 118 902 891 AFSL 303253) and is referred to throughout this IM as the 'Custodian and Administrator' or 'FundBPO'.

This IM is for an offer of Units in the Fund (the Offer) to investors who qualify as Wholesale Clients under section 761G or 761GA of the Corporations Act 2001 (Cth) (the Corporations Act) or to any other person who is not required to be given a regulated disclosure document under the Corporations Act. This IM has not been and will not be lodged with the Australian Securities and Investments Commission (ASIC). It does not constitute a product disclosure statement, prospectus or other disclosure document within the meaning of the Corporations Act.

This IM is prepared for your general information only. It is not intended to be a recommendation by the Trustee, the Investment Manager, or any associate, employee, agent or officer of the Trustee or the Investment Manager or any other person to invest in the Fund. This IM does not take into account the investment objectives, financial situation or needs of any particular investor. You should not base your decision to invest in the Fund solely on the information in this IM. You should consider the suitability of the Fund in view of your financial position and investment objectives and needs and you may want to seek professional advice before making an investment decision. A glossary of important terms used in this IM can be found in the "Glossary of Important Terms" section.

This IM does not constitute an offer of securities in the US or to any US Person as defined in Regulation S under the US Securities Act of 1933 as amended (US Securities Act). The Units in the Fund have not been, and will not be, registered under the US Securities Act or the laws of any State, and the Fund is not registered as an investment company under the US Investment Company Act of 1940, as amended. The Fund may not be offered or sold in the US to, or for, the account of any US Person (as defined) except in a transaction that is exempt from the registration requirements of the US Securities Act and applicable US state securities laws.

The Trustee, the Investment Manager and their respective employees, agents or officers do not guarantee the success, repayment of capital or any rate of return on income or capital or investment performance of the Fund. Past performance is no indication of future performance. Units in the Fund are offered and issued by the Trustee subject to the Trust Deed of the Fund, and on the terms and conditions described in this IM. You should read this IM because you will become bound by it if you become a Unit holder of the Fund. The Offer made in this IM is available only to persons receiving this IM in Australia (electronically or otherwise) who are Wholesale Clients.

If you received this IM electronically a paper copy will be provided free upon request. Please call Client Services on +61 2 8259 8888 for a copy.

Certain information in this IM relating to the Fund is subject to change. Where considered appropriate by Equity Trustees, we will notify you in writing of any changes. Any updated information may be obtained by contacting Client Service on

- 1300 133 451
+61 2 8259 8888
- or emailing:
registry@fundbpo.com
- or websites:
www.fundbpo.com
www.eqt.com.au/insto

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

Unless otherwise stated, all fees quoted in the IM are inclusive of GST after allowing for an estimate for Reduced Input Tax Credits (RITCs). All amounts are in Australian dollars unless otherwise specified and all references to legislation are to Australian law unless otherwise specified.

The Fund may be used by investors who are applying for a Significant Investor Visa.

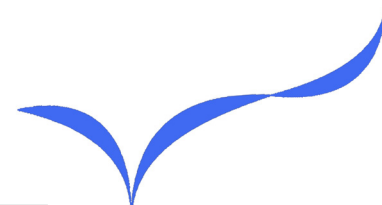
The Fund is not authorised or endorsed by the Australian Government or the Department of Immigration & Citizenship. An investment in the Fund does not automatically entitle the investor to a Significant Investor Visa, as it is only part of the process to obtain a Significant Investor Visa.

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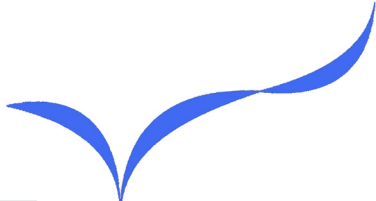


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Fund at a glance



About the Fund	
Name of Fund	123 Investment and Growth Fund
APIR	ETL0479AU
Investment objective	<p>To provide investors with the potential for capital growth and income.</p> <p>The part of the Fund (approximately two-thirds) invested in buy and hold securities aims to outperform the S&P/ASX 200 Index and the remainder of the portfolio aims to outperform the RBA Cash Rate plus 3% p.a.</p>
Benchmark	A composite index of 65% of the S&P/ASX 200 Index and 35% of the RBA Cash Rate
Investments ¹	<p>Most of the Fund will invest in securities on a buy and hold basis with a medium to long term investment horizon (approximately two-thirds of the portfolio). The remainder of the portfolio will be invested in securities with a shorter investment horizon. The Fund will invest in ASX listed or to be listed securities, which may include shares, units or hybrid securities.</p> <p>Cash may also be held in the portfolio of up to 20% of Net Asset Value of the Fund, depending on the Investment Manager's view of the market.</p> <p>Derivatives may be used to implement investment strategies for risk management purposes only.</p>
Minimum initial investment (AUD) ²	\$150,000
Minimum additional investment (AUD) ²	\$50,000
Minimum balance (AUD) ²	\$150,000
Minimum withdrawal (AUD) ²	\$50,000
Access to funds	<p>Investors may redeem some or all of their Units by sending a Redemption Request to the Investment Manager. Payment of redemptions is made by deposit to the investor's nominated bank account.</p> <p>Correctly completed Redemption Requests that are received by us before 5.00 pm on a Friday, or if this day is not a Business Day, on the next occurring Business Day, will generally receive the Redemption Price calculated as at the next occurring Friday, or if this day is not a Business Day, on the next occurring Business Day</p>
Income distribution	<p>Distributions are paid twice a year after 31 December and financial year end at 30 June.</p> <p>Distributions may be reinvested or paid to the investor's nominated account.</p>
Valuation	The Fund will be valued weekly and on the last business day of the month. Units will be issued and redeemed on a weekly basis unless the Investment Manager decides to value the Fund more frequently.
Management costs	The management costs total 1.50% (net of GST/RITC) (include investment management fees, Trustee fees, custody fees, administration fees, audit fees and other ordinary expenses related to the establishment and operation of the Fund) and are calculated and accrued weekly and on the last business day of the month.
Performance fee	<p>A performance fee of 15% (plus GST/RITC) applies to the Fund's outperformance of a composite index of 65% of the S&P/ASX 200 Index and 35% of the RBA Cash Rate plus 3% p.a. The performance fee is calculated weekly and on the last business day of the month and paid quarterly in arrears.</p> <p>A high water mark is to apply.</p>
Buy/Sell Spread	Buy 0.35% / Sell 0.35% (excluding GST)

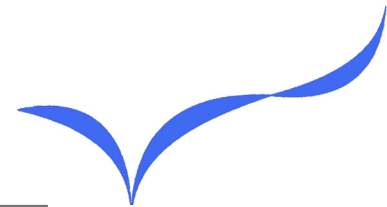


Fund at a glance *continued*

Recommended minimum investment timeframe	Suggested minimum investment time frame is 3-5 years.
Investment Manager	123 Investment Management Pty Ltd

- 1. The actual allocation to ASX listed (or to be listed) securities to the buy and hold versus shorter term outlook parts of the portfolio and to cash, may vary from time to time whilst the Fund is being established and due to market conditions.
- 2. The Trustee may alter any of the minimum amounts specified at any time without prior notice to Unit holders.
- 3. All numbers are inclusive of the net effects of GST unless otherwise noted.

About the Trustee



Equity Trustees Limited

Equity Trustees Limited (ABN 46 004 031 298, AFSL 240975) ("Equity Trustees") a subsidiary of EQT Holdings Limited, a public company listed on the Australian Securities Exchange (ASX: EQT), is the Fund's Responsible Entity and issuer of this PDS.

Equity Trustees' responsibilities and obligations as the Trustee of the Fund are governed by the Fund's Trust Deed as well as indirectly by the Corporations Act and general trust law.

About the Investment Manager

123 Investment Management Pty Ltd (the Investment Manager or 123 Investment Management) is a specialist boutique fund manager providing investors with access to securities of ASX listed or shortly to be listed large to mid-cap companies.

The Managing Director of 123 Investment Management is Mr Charley Wang, who has over 20 years investment experience in the Australian and overseas markets.

Mr Wang established 123 Investment Management after many years successfully trading in the market to provide investors access with the knowledge and skill base he and his investment team has built up over the years.

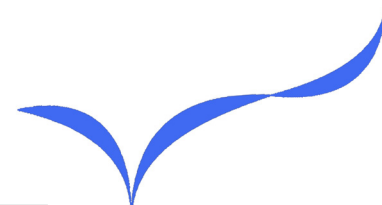
123 Investment Management's investment philosophy is based on long term, fundamentally based investment decisions.

About the Custodian and Administrator

We have appointed FundBPO Part of MainstreamBPO Group as the Custodian (and Administrator) for the Fund. FundBPO holds the assets of the Fund for investors as an independent party (and maintains investor records).

FundBPO's role is limited to holding the Fund's assets as agent of the Investment Manager, and to administering the Fund's assets, including the provision of Fund accounting, unit registry services and unit pricing as an independent provider of these services.

MainstreamBPO is an ASX listed company (ASX: MAI), and one of Australia's largest independent administrators. Currently J P Morgan is appointed as the Sub Custodian by FundBPO.



The Fund is a wholesale fund, or an unregistered managed investment scheme. In this structure, the investments of all investors in the scheme are pooled together and used to buy investments, which are managed on behalf of all the investors. The Investment Manager has day to day control over the operation of the Fund.

By investing in the Fund, investors can access securities from the broader ASX market, utilising the local knowledge and skill of 123 Investment Management. Transaction and others costs incurred by the Fund in buying and selling securities are likely to be reduced due to the Investment Manager's expertise in operating in Australian and other markets, rather than investing on their own behalf.

Fund Overview

The Fund seeks to invest most of the portfolio in securities on a buy and hold basis with a medium to long term horizon (approximately two-thirds of the portfolio are invested in this way). The remainder of the portfolio will be invested in securities which will be traded with a shorter investment horizon. The Fund will invest in ASX listed or to be listed securities, which may include shares, units or hybrid securities.

Cash may also be held in the portfolio of up to 20% of Net Asset Value of the Fund, depending on the Investment Manager's view of the market.

Derivatives may be used to implement investment strategies and only for risk management purposes.

Investment Objective

To provide investors with the potential for capital growth and income.

Part of the Fund (approximately two-thirds) is invested in securities on a buy and hold basis. The Investment Manager aims to outperform the S&P/ASX 200 Index for this part of the portfolio. The remainder of the portfolio is invested in securities on a more opportunistic, shorter term basis as well as to assist in preserving investor capital and aims to outperform the RBA Cash Rate plus 3% pa; consequently the Fund has a combined benchmark of 65% of the S&P/ASX 200 and the RBA Cash Rate of 35% which is indicative, but not binding, indication of the Investment Manager's intended allocation of the portfolio to these two investment strategies.

Asset Allocation

Asset class	Range of Fund Net Asset Value %
ASX Listed Equities and equity related securities	80-100
Cash or cash equivalents held with Australian authorised deposit taking institutions	0-20

*This provides an indication of the intended investments of the Fund. Actual exposure may vary from time to time.

Investment Management Approach

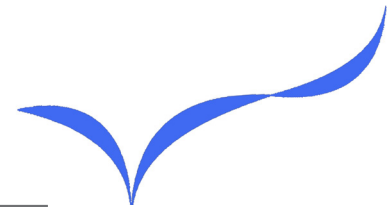
The Fund will invest most of the portfolio in securities on a buy and hold basis with a medium to long term horizon of typically a year or longer. The remainder of the portfolio will be invested in securities on a more active trading basis with a shorter term investment horizon of likely less than a year. The Fund will invest in ASX listed or to be listed securities, which may include shares, units or hybrid securities.

123 Investment Management's investment approach for the buy/hold securities strategy is based on a disciplined, fundamentally based process in selecting securities of companies which it expects will perform strongly in the mid to long term. Its investment philosophy is based on identifying and investing in companies which provide compounding superior growth in profits typically over the medium to longer term. The Investment Manager does so by identifying high quality businesses through in-depth fundamental research. This disciplined process helps ensure an appropriate valuation is applied to investment decisions.

The remainder of the portfolio is invested on an opportunistic basis in securities listed on the ASX where the Investment Manager sees opportunities for specific investments or sectors on a macro basis. Its aim is to manage the down side risk, or negative capital return, as well as providing another source of capital growth for the Fund. It has a shorter term investment horizon, and will be actively reviewed.

The total number of securities in the Fund is a range of 25-50 securities, with a likely average of 30 securities.

There may be an allocation to cash of up to 20% of the Net Asset Value of the Fund, depending on the Investment Manager's view of the markets.



Investment Process - Fundamentally based

The Investment Manager employs a bottom-up process based on fundamental analysis of the companies within the investment universe for the buy and hold part of the Fund. Intrinsic to this process is the consideration of historical financial data such as earnings per share, return on equity and EBITDA and forward modelling of key ratios such as price to earnings and book value ratios.

For the actively trading securities, a top-down analysis is applied to identify securities or sectors which the Investment Manager views as another source of capital growth for the Fund, combined with what the Investment Manager considers to be less downside potential risk. This part of the portfolio will typically be held on a shorter term investment horizon basis.

Portfolio construction

This bottom up fundamental analysis for the medium to long term part of the portfolio and the top down analysis for the shorter term serves as the primary source of idea generation for the portfolio construction process.

Securities weightings are driven by conviction, not market capitalisation. That is, the active position in each stock is not scaled depending on the size of the stock in the index, but rather, the active weight is a function of the Investment Manager's conviction.

The final weighting of securities within the Fund is derived by combining this research with the Investment Manager's highest conviction ideas.

The Fund portfolio has no minimum or maximum holding or sector limits but will likely range between 25-50 securities in size.

Buy and sell decisions are driven by changes in the Investment Manager's view on a company as driven by fundamental research and its conviction in its potential to generate outstanding returns.

The decision to sell a security will be a result of the security reaching the price objective or a decline in the relative attractiveness of the company/industry against the universe.

Liquidity

Trading illiquid stocks can be difficult as well as expensive, so that the Investment Manager generally intends to invest in the top 100 liquid securities as listed within the ASX 300.

Borrowing and cash policy

It is not our intention to borrow money for the Fund other than to meet short-term liquidity requirements, or to gear or add leverage to the Fund.

Cash will be held in bank-backed and similar deposit products held on behalf of the Fund with Australian ADI's.

Derivatives

The Fund may invest in Derivatives which may be used for risk management purposes.

Derivatives such as options may be used from time to time where the Investment Manager is of the view that this is the most efficient method to protect the value of the portfolio.

It is not the Investment Manager's intention to use Derivatives to gear the Fund.



You should be aware that an investment in the Fund carries risk and neither the performance of the Fund nor the security of your capital is guaranteed by the Trustee or the Investment Manager.

Risks may include possible delays in the payment of withdrawal proceeds, loss of income and capital and volatility of returns.

We recommend you talk to an adviser about the risks involved in investing in the Fund and how they might impact on your individual financial circumstances.

The main risk factors which may affect the returns of the Fund include, but are not limited to:

Market risk

There are inherent risks of adverse movements in the equity, bond, cash, currency and commodity markets (including asset prices, derivatives, volatility or other market variables) and specific risks of investing in equities (changing profitability of companies and sectors, prevailing economic climate, business sentiment, government and regulatory policies, shares issued and investor demand).

The value of your investment and market price of investments owned by the Fund may be affected by changes in legal and economic policy, political events, technology failure, economic cycles, investor sentiment and social climate, which can all directly or indirectly create an environment that may influence (negatively or positively) the value of your investments in the Fund. Different factors may impact the value of individual, class or country positions at different times. An adverse move in the general level of the financial markets can have a negative influence on the performance of the Fund. Neither past nor expected performance should be taken as an indication or guarantee of future performance.

Derivative risk

The Fund may invest in derivatives which are contracts between two parties that usually derive their value from the price of an underlying physical asset or market index. Risks associated with using derivatives, include the value of the derivative failing to move in line with the underlying asset or index, potential illiquidity of the derivative and counterparty risk (where the counterparty to the derivative contract cannot meet its obligations under the contract). The Trustee and the Investment Manager have derivative policies in place including the types of derivatives used, controls on their use and the process for assessing compliance of those controls.

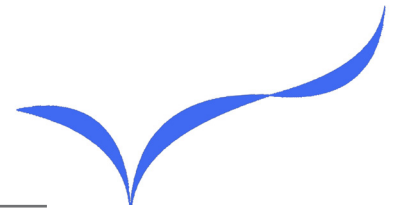
Liquidity risk

There may be times when securities may not be readily saleable (for example an exchange imposed limit on price fluctuations on a particular day in both falling and rising market conditions) and this may impact the investment and markets to which the Fund has exposure. If there is an interruption to regular trading in a market generally, or for a particular investment to which the Fund has exposure, there may be delays in processing Redemption Requests. Neither the Trustee nor the Investment Manager guarantees the liquidity of the Fund's investments or of investments in the Fund.

Fund risk

Risks particular to the Fund include that it could terminate, the fees and expenses could change, the Investment Manager or Trustee could be replaced and the investment professionals could change. Additionally, investing in the Fund may give different results than investing directly in the underlying assets of the Fund itself due to a variety of reasons including how income or capital gains may be accrued in the Fund and the consequences of investment and withdrawal by other investors.

Investing in investment companies does not eliminate investment risk. Closed-end investment companies and Exchange Traded Funds (ETFs) trade on securities exchanges, and the market price for which such securities trade may not correspond exactly with the net asset value of the investment company. ETFs own stocks included in a particular index and changes in the market price of ETFs (before deducting the ETFs' expenses) are generally expected to track the movement of the associated index relatively closely. However, the price movement of ETFs may not perfectly parallel the price action of the associated indices. Investments in other investment companies will cause the Fund (and indirectly, the Unit holders) to bear proportionately the costs incurred in connection with the other investment companies' operations.



Investment risk

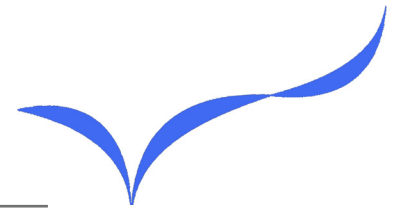
The Fund invests in a number of markets which are subject to a high degree of financial risk. The Investment Manager uses an investment selection process to identify opportunities which it believes are most likely to allow the Fund to meet its investment objective over the medium to long term. Further, the investment strategy allows the Investment Manager to hold varying levels of exposure to different asset classes. The Fund may therefore have a more concentrated exposure to some asset classes or countries and no exposure to others. These investments may not perform in line with the Investment Manager's expectations and as a result there is a risk that an investor may lose some or all of its investment in the Fund.

An investment in the Fund carries risk and neither the performance of the Fund nor the security of your capital is guaranteed by the Trustee or the Investment Manager.

Legal and regulatory risk

Legal risk is the risk of losses occurring as a result of legal issues, principally loss due to the non-enforcement of a contract. This non-enforcement may arise from insufficient documentation, insufficient capacity or authority of a counterparty, uncertain legality or unenforceability in bankruptcy or insolvency.

There is also risk that laws, including taxation laws, might change or become difficult to enforce. Investing in foreign markets with different legal and regulatory systems means that foreign investments, particularly emerging markets, may be exposed to more risk than Australian markets.



Investing in the Fund

The minimum initial application is \$150,000. We may waive or increase the minimum application amounts at our discretion. Application money is deposited into a non-interest bearing account, pending processing.

Making an application

To invest, please complete and sign the Application Form accompanying this IM.

Correctly completed Application Forms that are received by us before 5.00 pm on a Friday or if this day is not a Business Day, on the next occurring Business Day, will receive the Issue Price calculated as at the next occurring Friday, or if this day is not a Business Day, on the next occurring Business Day.

For initial applications the duly completed Application Form, together with the relevant certified identification documents, must be mailed to the Administrator via the following postal address:

123 Investment and Growth Fund
FundBPO
GPO Box 4968
Sydney NSW 2001

Initial Investment Method

Tick to indicate how your initial investment amount will be made:

- Electronic Funds Transfer or Direct Deposit to the application account details provided in the application form; or
- Cheque - Made payable to: "Equity Trustees Limited as Trustee for the 123 Investment and Growth Fund"

Please note the application will not be accepted until cleared funds are received and cash cannot be accepted.

For additional applications

Unit holders can apply for additional Units in the Fund, and the minimum additional investment amount is \$50,000 or such other amount as the Trustee determines from time to time.

If payment is made by way of electronic funds transfer, then you must complete and duly sign the Application Form and email it to:

123 Investment and Growth Fund
registry@fundbpo.com
Then mail to the Custodian and Administrator:

123 Investment and Growth Fund
FundBPO
GPO Box 4968
Sydney NSW 2001

Alternatively, if payment for additional Units is made by cheque, please follow the instructions given for initial applications above.

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

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

Valuation of the Fund and application price of Units

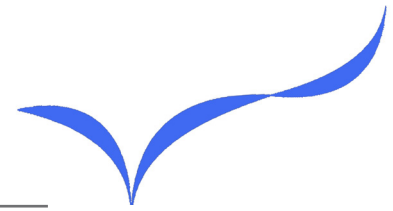
The first Units will be issued at \$1.00. Subsequently, the price of Units will change from time to time as the market value of the Fund's assets rises or falls. Each Unit is a proportional interest in the Net Asset Value of the Fund, having regard to the total number of issued Units.

The value of Units is determined by dividing the current Fund Net Asset Value by the number of Units on issue, adjusted for transaction costs.

Securities usually are valued at the closing price on the securities exchange on which they are listed. Any income entitlement or cash held for the Fund and any amount of Goods and Services Tax (GST) recoverable by the Fund from the Australian Taxation Office (ATO) are also included in the value of Fund's assets and used to calculate the value of Units. Generally, the Fund's liabilities are valued at cost.

Typically, the Fund will be valued weekly on a Valuation Date and the last business day of the month, and Units issued weekly following the Valuation Date, although the Trustee has the discretion to value the Units more frequently where it so decides.

Following acceptance of an application by the Investment Manager, application money will be held in an account maintained by the Custodian pending its investment in the Fund after the next occurring Fund and Unit valuation.



Making a withdrawal

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

- Email to:
123 Investment and Growth
Fundregistry@fundbpo.com
- or
- Mail to:
123 Investment and Growth Fund
FundBPO
GPO Box 4968
Sydney NSW 2001

The minimum withdrawal amount is \$50,000.00. Refer below for 'Terms and conditions for withdrawals'.

Withdrawal price

The withdrawal price of a Unit in the Fund is based on the NAV of the Fund divided by the number of Units on issue. The NAV per Unit can be reduced by the Trustee to make an allowance for the transaction costs required for selling investments which is known as the Sell Spread. At the date of this IM, the Sell Spread is 0.35% (excluding GST). Refer to "Fees and other costs" for additional information on the Sell Spread.

For in specie transfers of assets out of the Fund, a nil or reduced Sell Spread may be applied to reflect the actual costs incurred by the Fund. The investments of in specie transfers will be valued on the date the Units are withdrawn. All costs including any applicable duties and levies, incurred as a result of the transfer will be payable by the Unit holder.

Access to funds

Correctly completed Redemption Requests that are received by us before 5.00 pm on a Friday, or if this day is not a Business Day, on the next occurring Business Day, will generally receive the Redemption Price calculated as at the next occurring Friday, or if this day is not a Business Day, on the next occurring Business Day.

Except where the Fund is not liquid, the Trustee will generally allow Unit holders of the Fund to access their investment at the end of each month. However, the Trust Deed allows the Trustee to make payment up to 51 days after receipt of a Redemption Request (which may be extended in unusual circumstances such as when the Investment Manager is unable to satisfy a Redemption Request due to suspended trading in the market for an asset). The Trustee reserves the right to change these withdrawal timeframes for the Fund subject to the above extensions of time.

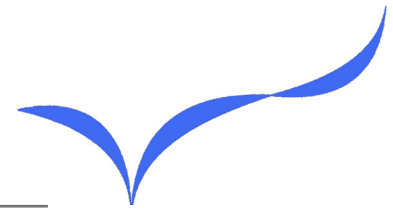
Terms and conditions for withdrawals

The Trustee is not required to give effect to a Redemption Request if it is for less than the minimum balance amount determined by the Trustee from time to time and does not relate to the balance of a Unit holder's investment.

Equity Trustees has the right to fully redeem a Unit holder's investment in the Fund after giving the Unit holder notice, where their holding falls below the minimum balance amount. At the time of this IM, the minimum balance is \$150,000.

Equity Trustees will refuse to comply with any Redemption Request if the requesting party does not satisfactorily identify themselves as the Unit holder. Withdrawal payments will not be made to third parties (including authorised representatives) and will only be paid directly to the Unit holder's bank account held in the name of the Unit holder at a branch of an Australian domiciled bank. By lodging a facsimile Redemption Request the Unit holder releases, discharges and agrees to indemnify Equity Trustees from and against any and all losses, liabilities, actions, proceedings, account claims and demands arising from any facsimile Redemption Request.

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



Distributions

A Distribution comprises a Unit holder's share of any distributable income earned by the Fund in which you have invested. A Unit holder's share of any distributable income is generally based on the number of Units held by the Unit holder at the end of the Distribution period.

Generally, the income entitlements of Unit holders of the Fund are distributed within 15 days after the date they are determined, although the Distribution at the end of a financial year may take longer (for example, if there is a delay in completing an audit).

If you are a Unit holder in the Fund, you can:

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

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

Distribution Account Details

This section must be completed for Fund Distributions

- Australian Bank/Institution
- Branch
- Account Name
- BSB
- Account Number

The name of the investor's nominated bank account must be the same as the investor's name.

Unit pricing discretions policy

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

Appointment of authorised representative to operate account

Unit holders may elect to appoint an authorised representative to operate their account. The relevant sections on the Application Form need to be completed, including the name and signature of the authorised representative, the signature of the Unit holder and the date. Only Unit holders can appoint authorised representatives. If you appoint an authorised representative we suggest that you ensure that:

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

If the Trustee determines that the circumstances require, the Trustee may cancel an appointment by giving the Unit holder 14 days' notice in writing. If an appointment is cancelled, the Trustee will not be obliged to act on the instructions of the authorised representative. If the instructions are varied, the Trustee will act only in accordance with the varied instructions. By completing and lodging the relevant sections on authorised representatives on the Application Form you release, discharge and agree to indemnify the Trustee from and against any and all losses, liabilities, actions, proceedings, account claims and demands arising from the Trustee acting on the instructions of your authorised representative.

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

Powers of an authorised representative

An authorised representative can, among other things:

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

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



Regular, simple to read reports are provided to Unit holders in the Fund. These reports comprise:

- **Annual Report** including financial statements and auditor's report will be made available on the Equity Trustees website at www.eqt.com.au/insto from 30 September each year (you may elect to receive a hard copy of this report by indicating this in the appropriate place on the Application Form).
- **Transaction Reports** confirming all additional investments, withdrawals, and payments (issued following transactions and on request).
- **Distribution Statements** - issued in line with Distribution frequency, notifying you of the value of your investment, income from investments and confirming the reinvestment or payment to your nominated account.
- **Tax Statements** issued annually, providing Unit holders with taxation information including a detailed summary of the components of any Distributions.

The Fund is not currently a disclosing entity as defined by the Corporations Act. If the Fund becomes a disclosing entity, it will be subject to regular reporting and disclosure obligations. Copies of documents lodged with ASIC in relation to the Fund may be obtained from, or inspected at an ASIC office. Unit holders will have a right to obtain a copy, free of charge, of any of the following documents:

- the most recent annual financial report;
- any half yearly financial report lodged with ASIC; and

You can contact Client Service for updated information on performance, Unit prices, fund size and other general information about the Fund:

Client Service on

- 1300 133 451
+61 2 8259 8888

or emailing:

- registry@fundbpo.com

or websites:

- www.fundbpo.com
www.eqt.com.au/insto

Enquiries and Complaints

Equity Trustees seeks to resolve complaints over the management of the Fund to the satisfaction of Unit holders. If a Unit holder wishes to lodge a formal complaint please write to:

Complaints Officer - Enterprise Risk
Equity Trustees Limited
GPO Box 2307
Melbourne VIC 3001 Australia

Equity Trustees will seek to resolve any complaint and will respond within 14 days of receiving the letter.



Management costs

The management costs are inclusive of investment management fees, Trustee fees, custody fees, administration fees, audit fees and other ordinary expenses related to the establishment and operation of the Fund. The management costs are calculated and accrued weekly and on the last business day of the month based on the NAV of the Fund and are reflected in the Unit price of the Fund. Management costs do not include the performance fee, transaction costs and abnormal expenses.

The management costs applicable to Units in the Fund are currently capped at 1.50% of the NAV of the Fund inclusive of GST less RITC.

Further information regarding fees and other costs

Performance Fee

A performance fee of 15% plus GST less RITC applies to the Fund's outperformance of a composite index of 65% of the S&P/ASX 200 Index and 35% of the RBA Cash Rate plus 3% p.a. The performance fee is calculated weekly and on the last business day of the month and paid quarterly in arrears. A high water mark is to apply.

For example:

Period 1 (1 week=7 day)

Fund NAV: \$10,000,000

Fund: 3.300%

S&P/ASX 200: 3.000%

RBA rate (2%) +3%=5%pa: 0.096%*

*Calculated as $[5\%/365 \times 7 \text{ days}] = 0.096\%$

Outperformance:

$3.3\% - (3\% \times 0.65 + 0.096\% \times 0.35) = 1.316\%$

Performance fee payable:

$1.316\% \times \$10,000,000 \times 15\% = \$19,740$

Differential fees

From time to time the Investment Manager may negotiate fees that differ from those above. This will generally relate to the size of the investment in the Fund. Please contact Client Service if you wish to discuss the fees that may apply to your investment.

Transaction and other costs

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

The Fund may incur transaction costs. These transaction costs include brokerage, settlement costs (including custody costs), clearing costs and stamp duty. Transaction costs include costs incurred by the Fund

when investors invest in or withdraw from the Fund and when transacting to meet investment objectives. These costs are an additional cost to the investor but are generally reflected in the Unit price (through the Buy/Sell Spread) and not charged separately to the investor. Transaction costs which are not recovered through the Buy/Sell Spread are deducted from the assets of the Fund from time to time and as they are incurred and are reflected in the Unit price of the Fund.

The exact amount of transaction costs is dependent on a number of different variables, including the level of trading undertaken by the Fund.

If the Fund invests in a pooled vehicle, the underlying fund may incur operating costs and expenses and the Fund will bear a pro-rata share of these.

Buy/Sell Spread

The Buy/Sell Spread reflects the estimated transaction costs associated with buying and selling the assets of the Fund when investors invest in, or withdraw from, the Fund. The Buy/Sell Spread is an additional cost to the investor but is included in the Unit price and incurred when an investor invests in or withdraws from the Fund and is not charged as an additional fee. The Buy/Sell Spread is paid into the Fund and not retained by Equity Trustees or the Investment Manager. At the date of this IM, the Buy/Sell Spread for the Fund is 0.35 % (excluding GST) which equates to \$3.50 (excluding GST) for an investment or withdrawal of \$1,000.

Abnormal expenses

We may additionally recover abnormal expenses (such as the costs of Unit holders' meetings, legal advice/proceedings and other irregular expenses). The Trust Deed does not place any limit on the amount of the abnormal expenses that can be paid from the Fund.

Alternative forms of remuneration

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

Can the fees change?

All fees can change without Unit holder consent, subject to the maximum fee amounts specified in the Trust Deed of the Fund. Reasons might include changing economic conditions and changes in regulation. We have the right to recover all proper expenses incurred in managing the Fund and as such these expenses may increase or decrease accordingly. We will generally provide Unit holders with at least 30 days' notice of any proposed

Keeping track of your investments



change to the Trustee fee. Expense recoveries and Buy/Sell Spreads may change without notice, for example, when it is necessary to protect the interests of existing Unit holders and if permitted by law. The Trust Deed in some circumstances defines the maximum fees.

Fees paid to a financial adviser

If you have a financial adviser, you may also have to pay other fees to your adviser. See the Statement of Advice given to you by your adviser. A service charge

may be separately negotiated with your financial adviser and deducted from your investment at your request. These payments are separate from the management costs referred to in this IM. The Investment Manager or its associates may pay a referral fee under the Corporations Act. These fees will not result in an increase in the fees payable by Unit holders as they will be met by the Investment Manager from its fees or from the associates own resources.

Taxation

Investing in an unregistered managed investment scheme (such as this Fund) is likely to have tax consequences. You are strongly advised to seek your own professional tax advice about the applicable Australian tax (including income tax, GST and duty) consequences and, if appropriate, foreign tax consequences which may apply to you based on your particular circumstances before investing in the Fund.

The Fund is an Australian resident for tax purposes and does not pay tax on behalf of its members. Australian resident investors are assessed for tax on income and capital gains generated by the Fund to which they become entitled.



Cooling off period

No cooling off period applies to Units offered under this IM as you must be a Wholesale Client to invest in the Fund.

Unit holder's liability

The Trust Deed for the Fund provides that unless there is a separate agreement with a Unit holder, no Unit holder can be called on to contribute to the assets of the Fund or to its creditors if the Fund is liquidated or becomes insolvent. Therefore it is expected that Unit holders will not be under any obligation if a deficiency in the assets of the Fund was to occur. However, this view has not been fully tested and so it is not possible to give an absolute assurance that a Unit holder's liability will be limited in all circumstances.

In general, the liability of a Unit holder is limited to the amount (if any) which remains unpaid in relation to their subscription for Units in the Fund and certain amounts in respect of tax. The Trustee is permitted to deduct certain amounts owed to the Trustee from amounts payable to Unit holders.

Non-listing of Units

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

Termination of the Fund

The Trustee may resolve at any time to terminate, liquidate and wind up the Fund in accordance with the Fund's Trust Deed. The Fund may otherwise terminate if required by law. A notice will be provided to Unit holders advising of the Fund's termination. Upon termination and after conversion of Fund assets into cash and payment of, or provision for, all costs and liabilities (actual and anticipated), the net proceeds will be distributed pro-rata amongst all Unit holders according to the number of Units they hold in the Fund.

Our legal relationship with you

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

Equity Trustees' responsibilities and obligations, as the Trustee of the Fund, are governed by the Trust Deed of the Fund as well as indirectly by the Corporations Act and general trust law. The Trust Deed contains a number of provisions relating to the rights, terms, conditions and obligations imposed on both Equity

Trustees, as the Trustee and Unit holders. Some of the provisions of the Trust Deed are discussed elsewhere in this IM. Other provisions relate to a Unit holder's rights under the Trust Deed, and include:

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

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

- how we calculate Unit prices, the maximum amount of fees we can charge and expenses we can recover;
- when we can amend the Trust Deed - generally we can only amend the Trust Deed where we reasonably believe that the changes will not adversely affect Unit holders' rights. Otherwise the Trust Deed can only be amended if approved at a meeting of Unit holders;
- when we can retire as the Trustee of the Fund ;
- when we can be removed as the Trustee of the Fund; and
- our broad powers to invest, borrow money and generally manage the Fund - we do not currently intend to borrow funds to acquire assets for the Fund, although this is permitted under the Trust Deed of the Fund.

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

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

As mentioned above, Equity Trustees' responsibilities and obligations as the Trustee of the Fund are governed by the Trust Deed as well as indirectly by the Corporations Act and general trust law, which generally require that we:

- act in the best interests of Unit holders and, if there is a conflict between Unit holders' interests and our own, give priority to Unit holders;
- ensure the property of the Fund is clearly identified,



held separately from other funds and our assets, and is valued regularly;

- ensure payments from the Fund's property are made in accordance with the Trust Deed; and
- report to ASIC any breach of the Corporations Act in relation to the Fund which has had, or is likely to have, a materially adverse effect on Unit holders' interests.

Copies of the Trust Deed are available, free of charge, on request from Equity Trustees.

Indemnity

Equity Trustees, as the Trustee of the Fund, is indemnified out of the Fund against all liabilities incurred by it in properly performing or exercising any of its powers or duties in relation to the Fund. To the extent permitted by the law, this indemnity includes any liability incurred as a result of any act or omission of a delegate or agent appointed by the Trustee. Equity Trustees may retain and pay out any monies in its hands all sums necessary to affect such an indemnity.

Related party transactions

The Trustee and its associates are entitled to enter into or be interested on their own account in any transactions entered into on behalf of the Fund or with any company or body in which the Fund is invested or who provides services to the Fund. Any such transactions will be on arms-length commercial terms. The Trustee and its associates are also permitted to hold Units in the Fund in any capacity.

Investment Manager consents

123 Investment Management Pty Limited has given, and at the date of this IM has not withdrawn, its written consent;

- to be named in this IM as the Investment Manager of the Fund; and
- to the inclusion of the statements made about it, the Fund and to the statistical information attributed to it in the form and context in which this information appears.

Custodian and Administrator consents

FundBPO has given, and at the date of this IM has not withdrawn, its written consent;

- to be named in this IM as the Custodian and Administrator of the Fund; and
- to the inclusion of the statements made about it, the Fund and to the statistical information attributed to it in the form and context in which this information appears.

123 Investment Management Pty Limited and FundBPO

have not otherwise been involved in the preparation of this IM, nor have they caused or otherwise authorised the issue of this IM. Neither 123 Investment Management Pty Limited or FundBPO accept any responsibility arising in any way for errors or omissions from this IM, other than in relation to the statements for which they have provided consent.

Privacy Statement

When you provide information to Equity Trustees or its related bodies corporate, Equity Trustees may be collecting personal information about you. You must ensure that all personal information which you provide to Equity Trustees is true and correct in every detail, and should your personal details change it is your responsibility to ensure that you promptly advise Equity Trustees of the changes in writing. This information is needed to facilitate, administer and manage your investment, and to comply with Australian taxation laws and other laws and regulations. Otherwise, your application may not be processed or Equity Trustees and its delegates will not be able to administer or manage your investment.

The information that you provide may be disclosed to certain organisations, including but not limited to:

- the ATO, AUSTRAC and other government or regulatory bodies;
- your broker, financial adviser or adviser dealer group, their service providers and/or any joint holder of an investment;
- those providing, administering and managing the Fund, including the Investment Manager, the administrator, custodian, auditors, or those that provide mailing or printing services; and
- those where you have consented to the disclosure and as required by law.

In some cases, the organisations to which Equity Trustees and its agents disclose your information may be situated in Australia or offshore though it is not practicable to list all of the countries in which such recipients are likely to be located.

Equity Trustees or the Investment Manager may from time to time provide you with direct marketing and/or educational material about products and services they believe may be of interest to you. Should you not wish to receive this information from Equity Trustees or the Investment Manager (including by email or electronic communication), you have the right to "opt out" by advising Equity Trustees by telephoning +613 8623 5000, or alternatively by contacting us via email at privacy@eqt.com.au.

Subject to some exceptions allowed by law, you can ask for access to your personal information. We will give you reasons if we deny you access to this information. Equity Trustees' Privacy Statement outlines how you



can request to access and seek the correction of your personal information. Equity Trustees' Privacy Statement is available at www.eqt.com.au and can be obtained by contacting Equity Trustees' Privacy Officer on +613 8623 5000, or alternatively by contacting us via email at privacy@eqt.com.au.

Equity Trustees' Privacy Statement contains information about how you can make a complaint if you think there has been a breach of your privacy and about how Equity Trustees will deal with your complaint.

You should refer to Equity Trustees' Privacy Statement for more detail about the personal information that Equity Trustees collects and how Equity Trustees collects, uses and discloses your personal information.

Information on underlying investments

Information regarding the underlying investments of the Fund will be provided to an investor of the Fund on request, to the extent Equity Trustees is satisfied that such information is required to enable the investor to comply with its statutory reporting obligations. This information will be supplied within a reasonable timeframe having regard to these obligations.

FATCA

The Fund is required to comply with the US Foreign Account Tax Compliance Act (FATCA). To comply with these requirements, the Fund will collect certain additional information from you and will disclose such information to the ATO or the US Internal Revenue Service, where required.



Application Form - The application form used by investors who wish to subscribe for Units in the Fund and attached to this IM.

ASIC - Australian Securities and Investments Commission.

ASX - Australian Securities Exchange

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

Buy/Sell Spread - The Buy Spread is the difference between NAV price and the application price, whereas the Sell Spread is the difference between the NAV price and the withdrawal price of Units in the Fund. Collectively this is known as the Buy/Sell Spread. The Buy/Sell Spread reflects the estimated transaction costs associated with buying and selling the assets of the Fund, when investors invest in or withdraw from the Fund. The purpose of the Buy/Sell Spread is to protect the interests of non-transacting Unit holders of the Fund from dilution.

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

Custodian/Administrator - FundBPO

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

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

GST - Goods and Services Tax.

Net Asset Value (NAV) - the value of assets of the Fund less the value of the liabilities of the Fund.

Redemption Request - a written request by the investors for redemption of some or all of the investors' Units.

RITC - Reduced Input Tax Credit. Equity Trustees will apply for reduced input tax credits on behalf of the Fund, where applicable, to reduce the GST cost to the Fund.

Trust Deed - The trust deed of the Fund which sets out the rights, responsibilities and beneficial interest of both Unit holders and the Trustee in relation to the Fund.

Unit - A beneficial interest in the Fund.

Valuation Date - a Friday which is a Business Day, or if this day is not a Business Day, on the next occurring Business Day and the last business day of the month.

Wholesale Client - persons or entities defined as such under the Corporations Act.

Application Form

123 Investment and Growth Fund



- If completing by hand, use a black or blue pen and print within the boxes in BLOCK LETTERS
- Use ticks in boxes where applicable
- The applicant must complete, print and sign this form
- Keep a photocopy of your completed Application Form for your records
- Please ensure all relevant sections are complete before submitting this form

This application form is part of the Information Memorandum dated 3 May 2017 ('IM') relating to units in the 123 Investment and Growth Fund issued by Equity Trustees Limited (ABN 46 004 031 298, AFSL 240975).

- The IM contains information about investing in the Fund. You should read the IM before applying for units in the Fund.
- A person who gives another person access to the Application Form must at the same time and by the same means give the other person access to the IM.
- EQT will provide you with a copy of the IM and the Application Form on request without charge (If you make an error while completing your application form, do not use correction fluid. Cross out your mistakes and initial your changes).

US Persons:

This offer is not open to any US Person. Please refer to the Information Memorandum for further information.

Section 1 - Introduction

Do you have an existing investment in the 123 Investment and Growth Fund?

☐ **YES** - my details are:

Account Number	
Account Name	
Contact Telephone Number (Including Country Code)	

☐ Not appointing a power of attorney, agent or financial adviser Complete sections 8, 9, 10

☐ Appointing a power of attorney, agent or financial adviser Complete sections 6 or 7, 8, 9, 10

* Please note there will be instances where we may be required to collect additional information about you and may ask you to provide certified copies of certain identification documents along with the Application Form.

☐ **NO** - only complete the sections relevant to you, as indicated below:

Select One	Account Type	Sections to Complete	Identification Requirement Groups to Complete
<input type="checkbox"/>	Individual(s)	1,2,7,8,9,10	Group A
<input type="checkbox"/>	Partnership(s)	1,3,7,8,9,10	Group A & B
<input type="checkbox"/>	Trust/Superannuation fund with an individual trustee	1,2,4,7,8,9,10	Group C or D, & E
<input type="checkbox"/>	Trust/Superannuation fund with a corporate trustee	1,4,5,7,8,9,10	Group C or D, & E
<input type="checkbox"/>	Company	1,5,7,8,9,10	Group F or G
And complete these if you would like to appoint a power of attorney or agent			
<input type="checkbox"/>	Power of attorney or agent	Section 6	Group H
<input type="checkbox"/>	Financial Adviser	Section 7	Group H

Contacting the Fund

Fund Manager:

123 Investment Management Pty Limited
Ph. +613 9639 8882; Email: info@123investment.com.au
www.123investment.com.au;

Post your completed application to:

123 Investment and Growth Fund
FundBPO
GPO Box 4968
Sydney NSW 2001

AML/Identification Requirements

The AML/CTF Act requires the Responsible Entity to adopt and maintain an anti-money laundering and counter-terrorism financing ('AML/CTF') compliance program. The AML/CTF compliance program includes ongoing customer due diligence, which may require the Responsible Entity to collect further information.

- Identification documentation provided must be in the name of the Applicant.
- Non-English language documents must be translated by an accredited translator.
- Applications made without providing this information cannot be processed until all the necessary information has been provided.
- If you are unable to provide the identification documents described please call FundBPO on +61 2 8259 8888.

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

GROUP A - Individuals

Each individual investor, individual trustee, partner or individual agent must provide one of the following:

- ☐ A current Australian driver's licence (or foreign equivalent) that includes a photo
- ☐ An Australian passport
- ☐ A current passport (or similar) issued by a foreign government or the United Nations (UN) (or an agency of the UN) that provides your signature
- ☐ An identity card issued by a State or Territory Government that includes a photo

If you do NOT own one of the listed primary photographic ID document, please provide one valid option from Column A and one valid option from Column B.

Column A

- ☐ Australian birth certificate
- ☐ Australian citizenship certificate
- ☐ Pension card issued by Department of Human Services (previously known as Centrelink)

Column B

- ☐ A document issued by the Commonwealth or a State or Territory within the preceding 12 months that records the provision of financial benefits to the individual and which contains the individual's name and residential address.
- ☐ A document issued by the Australian Taxation Office within the preceding 12 months that records a debt payable by the individual to the Commonwealth (or by the Commonwealth to the individual), which contains the individual's name and residential address. Block out the TFN before scanning, copying or storing this document.
- ☐ A document issued by a local government body or utilities provider within the preceding 3 months which records the provision of services to that address or to that person (the document must contain the individual's name and residential address).
- ☐ If under the age of 18, a notice that: was issued to the individual by a school principal within the preceding 3 months; and contains the name and residential address; and records the period of time that the individual attended that school.

GROUP B - Partnerships

Provide Group A verification requirements for each partner and beneficial owner of the Partnership and one of the following:

- ☐ A certified copy or certified extract of the partnership agreement
- ☐ A certified copy or certified extract of minutes of a partnership meeting
- ☐ A notice issued by the Australian Taxation Office ("ATO") within the last 12 months
- ☐ An original or certified copy of a certificate of registration of business name issued by a government agency in Australia
- ☐ Group A verification requirements for each partner and beneficial owner of the Partnership

All the above must show the full name of the partnership.

GROUP C - Registered Managed Investment Scheme, Regulated Superannuation Fund (including self-managed) or Government Superannuation Fund

Provide one of the following:

- ☐ A copy of the company search on the ATO database
- ☐ A copy of the company search of the relevant regulator's website
- ☐ A copy or relevant extract of the legislation establishing the government superannuation fund sourced from a government website

All the above must show the Trust's full name and type (i.e. registered managed investment scheme, regulated superannuation fund (including self-managed) or government superannuation fund).

GROUP D - Other Trusts
<p>Provide Group A verification requirements for each beneficial owner of the trust and one of the following:</p> <p><input type="checkbox"/> A certified copy or certified extract of the Trust Deed</p> <p><input type="checkbox"/> Signed meeting minutes showing the full name of the trust</p> <p><input type="checkbox"/> Annual report or audited financial statements</p> <p><input type="checkbox"/> A certified copy of a notice issued by the ATO within the previous 12 months</p> <p><input type="checkbox"/> Group A verification requirements for each beneficial owner of the trust</p> <p>All the above must show the full name of the Trust, its trustees and settlor of the Trust</p>
GROUP E - Trustees
<p>Provide one of the following:</p> <p><input type="checkbox"/> If you are an Individual Trustee - please provide the identification documents listed under Group A</p> <p><input type="checkbox"/> If you are a Corporate Trustee - please provide the identification documents listed under Group F or G.</p> <p><input type="checkbox"/> If you are a combination of both - please complete for one trustee from each investor type listed under Group A and F or G</p>
GROUP F - Australian Companies
<p>Provide Group A verification requirements for each beneficial owner (senior managing official and shareholder) listed in the application and one of the following:</p> <p><input type="checkbox"/> A certified copy of the Certificate of Registration or Licence.</p> <p><input type="checkbox"/> A copy of a company search on the ASIC database.</p> <p><input type="checkbox"/> A copy of information regarding the company / trustee's licence or other information held by the relevant Commonwealth, State or Territory regulatory body.</p> <p>All of above must clearly show the company's full name, its type (i.e. public or private) and ACN issued to the company.</p>
GROUP G - Non-Australian Companies
<p>Provide Group A verification requirements for each beneficial owner (senior managing official and shareholder) listed in the application and one of the following:</p> <p><input type="checkbox"/> A certified copy of the company's Certificate of Registration or incorporation (issued by ASIC or equivalent in the domestic jurisdiction) showing the company's registration number</p> <p><input type="checkbox"/> A certified copy of the company's articles of association or constitution</p> <p><input type="checkbox"/> A copy of a company search on the ASIC database or relevant foreign registration body</p> <p>All of above must clearly show the company's full name and type (i.e. public or private).</p> <p><input type="checkbox"/> Group A verification requirements for each beneficial owner (senior managing official and shareholder) listed in Section 5.4 of the application.</p> <p>All of above must clearly show the company's full name, its type (i.e. public or private) and ARBN or identification number issued to the company.</p>
GROUP H - Agents
<p><input type="checkbox"/> If you are an Individual Agent - please provide the identification documents listed under Group A</p> <p><input type="checkbox"/> If you are a Corporate Agent - please provide the identification documents listed under Group F or G</p>

Important Information

Additional information required under the Anti-Money Laundering and Counter-Terrorism Financing Act 2006 and the Foreign Account Tax Compliance Act.

In accordance with the Anti-Money Laundering and Counter-Terrorism Financing Act 2006 (the 'AML/CTF Act') and the Foreign Account Tax Compliance Act (the 'FATCA') the Responsible Entity is required to collect additional information about you. The Responsible Entity may also ask you to provide certified copies of certain identification documents along with the Application Form.

Under the AML/CTF Act and FATCA, the Responsible Entity is prohibited from processing your application until all of the information and supporting documentation requested in this form has been received. In most cases, the information that you provide in this form will satisfy the AML/CTF Act & FATCA. However, in some instances the Responsible Entity may contact you to request further information. It may also be necessary for the Responsible Entity to collect information (including sensitive information) about you from third parties in order to meet its obligations under the AML/CTF Act and FATCA.

Declarations

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

- I/We have read the IM to which this Application Form applies and agree to be bound by the terms and conditions of the IM and the Constitution of the Fund in which I/we have chosen to invest.
- I/We acknowledge that EQT is not responsible for the delays in receipt of monies caused by the postal service or the applicant's bank.
- If I/we have provided an email address, I/we consent to receive ongoing investor information including IM information, confirmations of transactions and additional information as applicable via email.
- I/We hereby consent to the transfer of any of my/our personal information to external third parties including but not limited to fund administrators, fund investment manager(s) and related bodies corporate who are located outside Australia for the purpose of administering the products and services which I/we have engaged the services of EQT or its related bodies corporate and to foreign government agencies (if necessary).
- I/We hereby acknowledge and agree that EQT have outlined in the IM provided to me/us how and where I/we can obtain a copy of the EQT Group Privacy Statement.
- I/we hereby confirm that the personal information that I/we have provided to EQT is correct and current in every detail, and should these details change, I/we shall promptly advise EQT in writing of the change(s).
- I/We acknowledge that I am/we are a Wholesale Client (as defined in Section 761G of the Corporations Act 2001 (Cth)) and are therefore eligible to hold units in the Fund.
- If I/we lodge a fax application request, I/we acknowledge and agree to release, discharge and agree to indemnify EQT from and against any and all losses, liabilities, actions, proceedings, account claims and demands arising from any fax application.
- I/We have received and accepted this offer in Australia.
- I/We acknowledge that EQT does not guarantee the repayment of capital or the performance of the Fund or any particular rate of return from the Fund.

I/We acknowledge that an investment in the Fund is not a deposit with or liability of EQT and is subject to investment risk including possible delays in repayment and loss of income or capital invested.

If I/we have completed and lodged the relevant sections on authorised representatives/agents on the Application Form then I/we agree to release, discharge and agree to indemnify EQT from and against any and all losses, liabilities, actions, proceedings, account claims and demands arising from EQT acting on the instructions of my/our authorised representatives, agents and/or nominees.

By signing this Application Form, I/we acknowledge that I/we have read and understood the IM

I/We have considered our personal circumstances and, where appropriate, obtained investment and / or taxation advice.

If this is a joint application each of us agrees that our investment is held as joint tenants.

I/We acknowledge that I am/we are 18 years of age or over and I am/we are eligible to hold units in the Fund in which I/we have chosen to invest.

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

- I/we are ineligible to hold units in a Fund or have provided misleading information in my/our Application Form; or
- I/we owe any amounts to EQT, then I/we appoint the Responsible Entity as my/our agent to submit a withdrawal request on my/our behalf in respect of all or part of my/our units, as the case requires, in the Fund.

I/We agree to provide further information or personal details to the Responsible Entity if required to meet its obligations under anti-money laundering and counter-terrorism legislation and acknowledge that processing of my/our application may be delayed and will be processed at the unit price applicable for the Business Day as at which all required information has been received and verified.

I/We hereby declare that I/we are not a US Person as defined in the IM.

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

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

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

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

Section 2 – Individual(s) or Individual Trustee(s)

Complete this section if you are investing in your own name or as an individual trustee.

For AML requirements please refer to page 2.

2.1 Type of investor

Tick one box only and complete the specified parts of this section.

- | | |
|--|--|
| <input type="checkbox"/> Individual – complete 2.2 | <input type="checkbox"/> Sole Trader – complete 2.2 and 2.4 |
| <input type="checkbox"/> Jointly with another individual(s) – complete 2.2, 2.3 and 2.5 | <input type="checkbox"/> Individual trustee for an individual – complete 2.2, 2.3 and 2.5 (if there is more than one individual trustee) |
| <input type="checkbox"/> Individual trustee for a trust – complete 2.2 and 2.3 (also complete section 4) | |

2.2 Investor 1

Title	Given Names	Surname
<input type="text"/>	<input type="text"/>	<input type="text"/>
Telephone Number (Including Country Code) (daytime)	Date of Birth (DDMMYYYY)	
<input type="text"/>	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	
Tax File Number (TFN) – or exemption code		
<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>		
Reason for TFN Exemption		
<input type="text"/>		

Street Address (not a PO Box)

Unit	Street Number	Street Name
<input type="text"/>	<input type="text"/>	<input type="text"/>
Suburb	State	Postcode
<input type="text"/>	<input type="text"/>	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>
Country of Birth		
<input type="text"/>		

Are you a foreign resident for tax purposes?

- ☐ No
- ☐ Yes, please advise country of residence

Do you hold dual citizenship?

- ☐ No
- ☐ Yes, please advise which countries

2.3 Investor 2

Title	Given Names	Surname
<input type="text"/>	<input type="text"/>	<input type="text"/>
Telephone Number (Including Country Code) (daytime)		
<input type="text"/>		
Date of Birth	Tax File Number (TFN) – or exemption code	
<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	
Reason for TFN Exemption		
<input type="text"/>		

Street Address (not a PO Box)

Unit	Street Number	Street Name
<input type="text"/>	<input type="text"/>	<input type="text"/>

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

Country of Birth

Are you a foreign resident for tax purposes?

☐ No

☐ Yes, please advise country of residence

Do you hold dual citizenship?

☐ No

☐ Yes, please advise which countries

2.4 Sole Trader Details

Business Name (if applicable, in full)

Australian Business Number (ABN) (if obtained)*

Street Address

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

2.5 Signing Authority

Please tick to indicate signing requirements for future instructions (e.g. withdrawals, change of account details, etc.)

☐ Only one investor required to sign

☐ All investors must sign

* See page 3 of the Application Form for terms and conditions relating to the collection of TFNs and ABNs

Section 3 – Partnerships

Complete this section if you are investing for a partnership or as a partner.

For AML requirements please refer to page 2.

3.1 General Information

Full Name of Partnership

Registered Business Names of Partnership (if any)

Country where Partnership is established

Tax File Number (TFN) – or exemption code

Reason for TFN Exemption

3.2 Type of Partnership

Is the partnership regulated by a professional association?

☐ Yes, please provide details

Name of Association

Membership Details

☐ No, provide number of partners

Partner 1

Title

Given Names

Surname

Telephone Number (Including Country Code) (daytime)

Date of Birth

Unit

Street Number

Street Name

Suburb

State

Postcode

Country

Country of Birth

Partner 2

Title

Given Names

Surname

Telephone Number (Including Country Code) (daytime)

Date of Birth

Unit

Street Number

Street Name

Suburb

State

Postcode

Country

Country of Birth

Section 4 – Trust / Superannuation Fund

Complete this section if you are investing for a trust or superannuation fund.

For AML requirements please refer to page 2.

4.1 General Information

Full Name of Trust or Superannuation Fund

Full Name of Business (if any)

Country where Trust established

Tax File Number (TFN) – or exemption code

Reason for TFN Exemption

4.2 Trustee Details

How many trustees are there?

- ☐ **Individual** - at least one trustee must complete Section 2 of this form
☐ **Company** - at least one trustee must complete Section 5 of this form
☐ **Combination** - at least one trustee from each investor type must complete the relevant section of this form

4.3 Type of Trust

☐ Registered Managed Investment Scheme

Australian Registered Scheme Number (ARSN)

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☐ Regulated Trust (including self managed superannuation funds)

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

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

Registration/License Details

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

Australian Business Number (ABN)*

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

☐ Other Trust (also complete section 4.4)

Please Describe

4.4 Beneficiaries

Complete Section 4.4 and 4.5 only if you ticked 'Other Trust' in 4.3

Does the Trust Deed name beneficiaries?

☐ **Yes**, how many?

Provide the full name of each beneficiary: (If more than 8, please provide as an attachment)

1	5
2	6
3	7
4	8

☐ **No**, describe the class of beneficiary: (e.g. the name of the family group, class of unit holders, the charitable purpose of charity name)

* See page 3 of the Application Form for terms and conditions relating to the collection of TFNs and ABNs.

4.5 Beneficial Owners

Please provide the **Full Name**, **Date of Birth** and **Residential Address** of any beneficial owner of the trust. A Beneficial owner of a trust is any individual who has a **25% or more interest** in the trust or **controls the trust**. This includes the **appointor** of the trust (who holds the power to appoint or remove the trustees of the trust), the **settlor** of any trust over \$10,000 upon establishment, and **beneficiaries with at least a 25% interest** in the trust. All beneficial owners will need to provide AML verification documents as per page 2. Please provide beneficial owners as an attachment if there is insufficient space below:

Section 5 – Company / Corporate Trustee

Complete this section if you are investing for a company or where a company is acting as a trustee.

For AML requirements please refer to page 2.

5.1 Company Type

- ☐ Australian Listed Public Company – complete 5.2
- ☐ Australian Proprietary Company or non-listed public company – complete 5.2 and 5.4
- ☐ Foreign Company – complete all sections

5.2 Company Details

Company Name	ACN/ABN (if registered in Australia)	
<input type="text"/>	<input type="text"/>	
Tax File Number (TFN) – or exemption code		
<input type="text"/>		
Reason for TFN Exemption		
<input type="text"/>		
Given Name(s) of Contact Person		
<input type="text"/>		
Registered Street Address (Not PO Box)	Suburb	
<input type="text"/>	<input type="text"/>	
State	Postcode	Country
<input type="text"/>	<input type="text"/>	<input type="text"/>

Principal place of business in Australia

Note for non-Australian companies: you must provide a local agent name and address if you do not have a principal place of business in Australia.

- ☐ Tick if the same as above, otherwise provide:

Registered Street Address (Not PO Box)	Suburb
<input type="text"/>	<input type="text"/>
State	Postcode
<input type="text"/>	<input type="text"/>

5.3 Additional Details for non-Australian Company

- ☐ Tick if the company is registered with ASIC

Australian Registered Body Number (ARBN)

- ☐ Tick if the company is registered with a regulatory body

Name of Regulatory Body	Company Identification Number Issued (if any)	
<input type="text"/>	<input type="text"/>	
Registered Street Address (Not PO Box)	Suburb	
<input type="text"/>	<input type="text"/>	
State	Postcode	Country
<input type="text"/>	<input type="text"/>	<input type="text"/>

5.4 Beneficial owner

a. Managing Officials: All proprietary or non-listed public domestic companies and foreign companies must provide the full name of each senior managing official/s of the company (such as the managing director or directors who are authorised to sign on the company's behalf):

1	2
3	4

If there are more than 4 directors please provide as an attachment.

b. Shareholders: All proprietary or non-listed public domestic companies and foreign companies must provide details of each shareholder who owns directly, jointly or beneficially at least 25% of the company's issued capital.

Shareholder 1

Full Name

Registered Street Address (Not PO Box)

Suburb

State

Postcode

Country

Shareholder 2

Full Name

Registered Street Address (Not PO Box)

Suburb

State

Postcode

Country

If there are more than 2 shareholders that each have at least 25% of the company's issued capital, provide as an attachment.

* See page 2 of the Application Form for terms and conditions relating to the collection of TFNs and ABNs.

Section 6 – Authorised representative or agent

Complete this section if you are completing this Application Form as an agent under a direct authority such as a Power of Attorney. You must also complete the section relevant to the investor/applicant that you are acting on behalf of.

For AML requirements please refer to page 2.

6.1 Appointment of Power of Attorney

- ☐ I would like to appoint an authorised representative to operate on this account OR
☐ I am an agent under Power of Attorney or the investor's legal or nominated representative - complete 6.2

Full name of authorised representative / agent

Title of role held with applicant

Signature

6.2 Power of Attorney Documentation

You must attach a valid Power of Attorney.

- ☐ The document is an original or certified copy
☐ The document is signed by the applicant / investor
☐ The document is current and complete
☐ The document permits the attorney / agent (you) to transact on behalf of the applicant / investor

Section 7 – Financial adviser

By completing this section you nominate the named adviser as your financial adviser for the purposes of your investment in the Fund. You also consent to give your financial adviser / authorised representative / agent access to your account information unless you indicate otherwise by ticking the box below.

For AML requirements please refer to page 2.

7.1 Financial adviser

I am a financial adviser completing this application form as an authorised representative or agent.

Name of Adviser

AFSL Number

Dealer Group

Name of Advisory Firm

Postal Address

Suburb

State

Postcode

Country

Email Address of Advisory Firm (required)

Email Address of Adviser

Business Telephone

Facsimile

7.2 Financial Adviser Declaration

- ☐ I/We hereby declare that I/we are not a US Person as defined in the IM
- ☐ I/We hereby declare that the investor is not a US Person as defined in the IM
- ☐ I have completed an appropriate customer identification procedure (CID) on this investor which meets the AML/CTF Act.

AND EITHER

- ☐ I have attached the relevant CID documents

OR

- ☐ I have not attached the CID documents however I will retain them and agree to provide them to EQT on request.
I also agree to forward these documents to EQT if I ever become unable to retain the documents.

I have complied with all requirements of the Corporations Act and applicable laws for this investment by the investor.

A referral or advice fee may be charged on a one-off basis at the commencement of the investment of up to 2.5% of the total investment amount and paid to the person advising or referring you.

Please pay a one-off advice fee of:

\$, , .

This amount is inclusive of GST and will be deducted from your initial application amount

Financial Adviser Signature

Date

7.3 Access to Information

Unless you elect otherwise, your financial adviser will have access to your account information and will receive copies of all statements and transaction confirmations.

- ☐ Please tick this box if you **DO NOT** want your financial adviser to have access to information about your investment.
- ☐ Please tick this box if you **DO NOT** want copies of statements and transaction confirmations sent to your adviser.

Section 8 –INVESTMENT INSTRUCTIONS (All investors MUST complete)

8.1 Contact Details

Title	Given Names	Surname		
<input type="text"/>	<input type="text"/>	<input type="text"/>		
Telephone Number (Including Country Code)	Date of Birth (DDMMYYYY)			
<input type="text"/>	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>			
Unit	Street Number	Street Name	Suburb	State
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
Postcode	Country	Mobile Telephone (including Country)		
<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	<input type="text"/>	<input type="text"/>		
Email Address				
<input type="text"/>				
Business Telephone (including Country)				
<input type="text"/>				
Facsimile				
<input type="text"/>				

8.2 Investment Details

123 Investment and Growth Fund (APIR ETL0479AU)

Full name investment to be held in

Investment Amount

\$, , .

The minimum initial investment in the Fund is \$250'000

8.3 Distribution Instructions

☐ **Reinvest distributions**

If you select this option your distributions will be reinvested in the Fund.

☐ **Pay distributions to the bank account below (Australian investors only)**

8.4 Investor Banking Details for Redemptions and Distributions (if applicable)

Account name	
<input type="text"/>	
Financial Institution	
<input type="text"/>	
Branch (including Country)	
<input type="text"/>	
BSB	Account Number
<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>	<input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/> <input type="text"/>

8.5 Payment Method

- ☐ Cheques – make cheque payable to “Equity Trustees Limited as Responsible Entity for the 123 Investment and Growth Fund”
- ☐ Electronic Funds Transfer

Bank Name & Address (including country)	NAB 105 Miller Street, North Sydney, NSW 2060, Australia
Account Name	EQUITY TRUSTEES LIMITED AS RE FOR 123 INVESTMENT - APPLICATION ACCOUNT
BIC/SWIFT	NATAAU3302S
BSB Number	082401
Account Number	323317395
Reference	(Please include Investor name)

8.6 Elections

Annual Financial Report

- ☐ The annual financial report for the Fund will be available on www.eqt.com.au from 30 September each year, however, if you would like a hard copy of the annual financial report sent to you please tick the box.

Privacy

Do you wish to receive marketing information from EQT (and EQT's related bodies corporate) about products and services that may be of interest to you? This information may be distributed by mail, email or other form of communication.

- ☐ Yes
- ☐ No

8.7 Purpose of Investment and Source of Funds

Please outline the purpose of investment (e.g. superannuation, portfolio investment, etc)

Please outline the source/s of initial funding and anticipated ongoing funding (e.g. salary, savings, business activity, financial investments, real estate, inheritance, gift, etc and expected level of funding activity or transactions)

Section 9 – Foreign Account Tax Compliance Act (FATCA) (All Investors MUST complete)

The US Foreign Tax Compliance Act (FATCA) requires us to collect certain information about each investor's tax residency and tax classifications. In certain circumstances (including if the below section is not completed by you) we may be obliged to share information on your account with the Australian Tax Authorities. If you have any questions about your tax status, please contact your tax adviser.

9.1 Individual and joint investors (Company, Superannuation and other Trusts, Partnership etc please complete section 9.2)

Investor 1

PERMANENT TAX RESIDENCE ADDRESS. If your tax residence address is different from the registered address in Section 2, please complete the following:

For the attention of:

Address (Not PO Box)

Suburb

State

Postcode

Country

Are you a U.S. citizen or U.S. resident for tax purposes?

- ☐ No (go to section 10)
- ☐ Yes Please provide your US Taxpayer Identification Number (TIN): _____
(please note that you may not be eligible to enter in the funds, in which case we will contact you).

Investor 2

PERMANENT TAX RESIDENCE ADDRESS. Should your tax residence address be different from the registered address in Section 1, please complete the following:

For the attention of:

Address (Not PO Box)

Suburb

State

Postcode

Country

Are you a U.S. citizen or U.S. resident for tax purposes?

☐ No (go to section 10)

☐ Yes Please provide your US Taxpayer Identification Number (TIN): _____
(please note that you may not be eligible to enter in the funds, in which case we will contact you).

9.2 Companies, Superannuation and other Trusts, Partnership (Entities)

Please choose one of the following options:

☐ **A US Entity** (established under the laws of the US, or, for a trust, administered under the laws of the US)

Please provide the Entity's US Taxpayer Identification Number (TIN):

Is the Entity an exempt payee for US tax purposes? ☐ Yes ☐ No

If the Entity is an exempt payee, provide its exemption code:

(please note that you may not be eligible to enter in the funds, in which case xx will contact you).

☐ **A Foreign (Non- U.S.) Financial Institution** - you must choose one of the following sub-options

☐ A Participating Foreign Financial Institution including a Model 1 Reporting Foreign Financial Institution):

Provide the Entity's Global Intermediary Identification Number (GIIN), if applicable:

If the Entity is a Financial Institution but does not have a GIIN, provide its FATCA Status:

☐ Deemed Compliant Financial Institution (includes Registered Deemed Compliant FFI)

☐ Exempt Beneficial Owner (includes Certified Deemed Compliant FFIs)

☐ Australian Regulated Superannuation Fund (a type of Exempt Beneficial owner which includes Self Managed Superannuation Funds and APRA regulated Superannuation Funds)

☐ Nonparticipating Financial Institution

☐ Other (please provide specific status as per US FATCA legislation)

☐ **A Trustee Documented Trust**

Provide the Trustee's Global Intermediary Identification Number (GIIN), if applicable:

If you are not a Financial Institution, please confirm your FATCA status below:

☐ **Non-Financial Australian Public Listed Company, Corporate Australian Registered Charity, or Australian Government Body (Active Non-Financial entities for FATCA purposes).**

☐ **Non- Financial Proprietary Company, Private Company, Unlisted Public Company, or other trust (Passive NFFE for FATCA purposes).**

If so, do you have any Controlling Person/s (including beneficial owners) who are US citizens or residents of the US for tax purposes?

☐ No

☐ Yes

If yes, please provide details of any controlling individuals or entities below:

Date of Birth	Date of Birth
Full Residence Address	Full Residence Address
Details of controlling person's beneficial ownership (%)	Details of controlling person's beneficial ownership (%)
US TIN	US TIN

Declaration and undertakings

I undertake to advise the recipient promptly for FATCA self-certification where any of the information above changes.

Please note that the Fund Administrator will review your self-certification in the context of the FATCA due diligence, and may have to request additional supporting documentation.

Key definitions for the FATCA section

It is the responsibility of prospective investors to inform themselves as to the tax consequences to them of buying, holding, selling (or otherwise transferring) or redeeming shares under the laws of the country(ies) in which they are or may be taxable. These definitions are provided for your information only and you are encouraged to seek the assistance of an independent financial professional or tax adviser to facilitate the completion of this form.

A Foreign Financial Institution is a non-US entity (e.g. company, partnership or trust) that engages in one of the following:

- i) accepts deposits in the ordinary course of a banking or similar business (depository institution);*
- ii) holds as a substantial portion of its business (equals or exceeds 20 percent of the entity's gross income) financial assets for the account of others (custodial institution);*
- iii) is an investment entity including entities that trade in financial assets or that are investing, administering, managing funds, money, or certain financial assets on behalf of other persons*

iv) is an insurance company; or

v) is an entity that is a holding company or treasury centre that is a part of a group that includes one of the above.

For further information regarding these definitions refer to <http://www.irs.gov/Businesses/Corporations/Information-for-Foreign-Financial-Institutions>

An IGA (Inter-Governmental Agreement) means an agreement between the US or the Treasury Department and a foreign government to implement FATCA through reporting by Financial Institutions to such foreign government (Model 1) or to the IRS (Model 2).

A controlling person is any individual who directly or indirectly exercises ultimate effective control over the entity. For a company, this includes beneficial owners controlling more than 25% of the shares in the company. For a Trust, this includes Trustees, Settlers, Protectors or Beneficiaries. For a partnership this includes any partners.

Section 10 – DECLARATIONS (All Investors MUST complete)

Applicant 1

Applicant Given Name(s)

Capacity

- ☐ Individual Signatory
- ☐ Director
- ☐ Executive Office
- ☐ Partner
- ☐ Sole Director / Secretary
- ☐ Authorised Signatory

Signature

Date

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Company Seal (if applicable)

Applicant 2

Applicant Given Name(s)

Capacity

- ☐ Individual Signatory
- ☐ Director
- ☐ Executive Office
- ☐ Partner
- ☐ Sole Director / Secretary
- ☐ Authorised Signatory

Signature

Date

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Company Seal (if applicable)

Application Checklist

- ☐ Have you completed all sections relevant to you (as set out in the introduction)?
- ☐ Have you nominated your financial adviser in section 7 (if applicable)?
- ☐ Have you provided certified copies of your identification documents or has your financial adviser completed this for you?
- ☐ Have you completed all other relevant details and SIGNED the Application Form?
- ☐ If your investment is less than A\$500,000 you must provide a certificate from a qualified accountant to verify you are a wholesale client as defined in section 761G of the Corporations Act. Please post an original or certified copy to: 123 Investment and Growth Fund; FundBPO; GPO Box 4968; Sydney NSW 2001

If you can tick all of the boxes above, send the following:

- Completed Application Form;
- Certified copies of identification documents
- A cheque made payable to "Equity Trustees Ltd as RE for 123 Investment and Growth Fund (AUD)" (unless you are paying by direct debit, Electronic Funds Transfer or Austraclear).

by post to:

123 Investment and Growth Fund

FundBPO

GPO Box 4968

Sydney NSW 2001

For additional applications the duly completed Application Form (including details regarding your direct credit payment) may be mailed to the postal address above or emailed to registry@fundbpo.com.