

Quest Long Short Australian Equities Fund

Product Disclosure Statement

ARSN 638 818 685
APIR ETL4748AU
Date 3 April 2020

Contents

1. Fund at a glance	3
2. ASIC Benchmarks	4
3. ASIC disclosure principles	5
4. Who is Managing the Fund?	7
5. How the Fund invests	9
6. Managing risk	12
7. Investing and withdrawing	14
8. Keeping track of your investment	17
9. Fees and other costs	18
10. Taxation	21
11. Other important information	24
12. Glossary of important terms	26

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This Product Disclosure Statement ("PDS") is dated 3 April 2020. This PDS is for the offer of units in the Quest Long Short Australian Equities Fund ARSN 638 818 685 APIR ETL4748AU (referred throughout this PDS as the "Fund").

The PDS has been prepared and issued by Equity Trustees Limited in its capacity as the responsible entity of the Fund (referred throughout this PDS as the "Responsible Entity", "Equity Trustees", "us" or "we"). The investment manager is Quest Asset Partners Pty Ltd (referred to throughout this PDS as the "Investment Manager" or "Quest").

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

This PDS is prepared for your general information only. It is not intended to be a recommendation by the Responsible Entity, Investment Manager, any associate, employee, agent or officer of the Responsible Entity, Investment Manager or any other person to invest in the Fund. This PDS does not take into account the investment objectives, financial situation or needs of any particular investor. You should not base your decision to invest in the Fund solely on the information in this PDS. You should consider whether the information in this PDS is appropriate for you, having regard to your objectives, financial situation and needs and you may want to seek professional financial advice before making an investment decision.

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

Any forward looking statements included in this PDS involve subjective judgment and analysis and are subject to significant uncertainties, risks and contingencies, many of which are outside the control of, and are unknown to, Equity Trustees, the

Investment Manager and their officers, employees, agents and associates. Actual future events may vary materially from any forward looking statements and the assumptions on which those statements are based. Given these uncertainties, you are cautioned to not place undue reliance on such forward looking statements.

In considering whether to invest in the Fund, investors should consider the risk factors that could affect the financial performance of the Fund. Some of the significant risk factors affecting the Fund are summarised in Section 6.

The offer to which this PDS relates is only available to Wholesale Clients (as defined in the Reference Guide) in Australia.

This PDS does not constitute a direct or indirect 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"). Equity Trustees may vary its position and offers may be accepted on merit at Equity Trustees' discretion. The units in the Fund have not been, and will not be, registered under the US Securities Act unless otherwise determined by Equity Trustees and 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.

You should read this document in its entirety. If you received this PDS electronically, we can provide a paper copy free on request.

Certain information in this PDS is subject to change. To the extent the change is not materially adverse to investors, we may update this information by posting a notice of the change on the Quest website at questap.com.au. You can obtain any updated information:

- by contacting Quest on +61 2 9409 2333; or
- by visiting the Quest website at questap.com.au

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

You may also contact Equity Trustees:

- by writing to GPO Box 2307 Melbourne VIC 3001; or
- by calling +613 8623 5000

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

1. Fund at a glance

	Summary	For further information
Name of the Fund	Quest Long Short Australian Equities Fund	Section 5
Investment objective	The Fund aims to outperform the S&P/ASX 200 Accumulation Index after fees over the long term with an actively managed portfolio of long and short positions in Australian equities. There is no guarantee that this objective will be achieved.	Section 5
Benchmark	S&P/ASX 200 Accumulation Index	Section 5
Investment strategy	The Fund invests in a portfolio of ASX listed or to be listed securities (long and short) that are generally chosen from the S&P/ASX 200 Index. The Fund may also invest in exchange traded derivatives to manage risk and cash or cash equivalents. Short selling (up to 30% of Fund NAV) may be used to expand the range of available investment opportunities with the aim of enhancing returns when selected share prices are expected to fall or underperform. Proceeds from shorting may be reinvested in preferred long positions to further enhance returns. Net equity market exposure will be maintained between 70% and 100% of the Fund NAV	Section 5
The type(s) of investor(s) for whom the Fund would be suitable	The Fund is designed for investors seeking capital growth and income over the long term by investing in both long and short positions in Australian listed shares. The risk level of the Fund would be considered high.	Section 5
Recommended investment timeframe	At least 3 to 5 years. The recommended investment timeframe may not be appropriate for you at all times or suit your particular needs. You should regularly review all aspects of your investments.	Section 5
Minimum initial investment	\$50,000 noting that Equity Trustees may, at its discretion, accept amounts less than the minimum disclosed.	Section 7
Minimum additional investment	\$5,000 noting that Equity Trustees may, at its discretion, accept amounts less than the minimum disclosed.	Section 7
Minimum withdrawal amount	\$5,000 noting that Equity Trustees may, at its discretion, accept amounts less than the minimum disclosed.	Section 7
Minimum balance	\$40,000 noting that Equity Trustees may, at its discretion, accept amounts less than the minimum disclosed.	Section 7
Cut off time for applications and withdrawals	2pm (Sydney time) each Business Day.	Section 7
Valuation frequency	The Fund's assets are normally valued each Business Day.	Section 7
Applications	Accepted each Business Day.	Section 7
Withdrawals	Accepted each Business Day.	Section 7
Income distribution	The Fund aims to pay distributions annually at 30 June.	Section 7
Management fee	0.95% p.a. of the Net Asset Value ("NAV") (including GST and ITCs).	Section 9
Entry fee/exit fee	Nil	Section 9
Buy/Sell spread	+/- 0.30% on applications into the Fund, and withdrawals out of the Fund.	Section 9
Performance fee	15% p.a. of the amount by which the Fund's performance (net of management fees) exceeds the Benchmark. The Fund has a high water mark such that any previous underperformance must be recouped before a fee can be paid.	Section 9

2. ASIC Benchmarks

The Fund is a 'hedge fund' for the purposes of Australian Securities and Investments Commission ("ASIC") Regulatory Guide 240. The following table sets out a summary of the disclosure ASIC requires for hedge funds, the key features of the Fund and a guide to where more detailed information can be found in this PDS.

The information summarised in this table and explained in detail in the identified section reference is intended to assist investors with analysing the risks of investing in the Fund. Investors should consider this information together with the detailed explanation of various benchmarks and principles referenced throughout this PDS and the significant risks of investing in the Fund highlighted in section 6 of this PDS.

ASIC Benchmark	Is the benchmark satisfied?	Summary	For further information
Valuation of assets			
This benchmark addresses whether valuations of the Fund's non-exchange traded assets are provided by an independent administrator or an independent valuation service provider.	Yes	Equity Trustees has appointed an independent administrator, Mainstream Fund Services Pty Ltd ("Mainstream"), to provide administration services for the Fund, including valuation services. The Fund satisfies this benchmark by having its non-exchange traded assets (such as any securities that are not yet listed) independently valued by Mainstream in accordance with its pricing policy.	Section 5.4
Periodic reporting			
This benchmark addresses whether the responsible entity of the Fund will provide periodic disclosure of certain key information specified by ASIC on an annual and monthly basis.	Yes	The Responsible Entity will provide periodic disclosure of certain key information on an annual and monthly basis.	Section 8.2

3. ASIC disclosure principles

	Summary	Section (for further information)
<i>Investment strategy</i>	The Fund invests in a portfolio of ASX listed or to be listed securities (long and short) that are generally chosen from the S&P/ASX 200 Index. The Fund may also invest in exchange traded derivatives to manage risk and cash or cash equivalents. The Fund does not leverage by borrowing cash. Short selling (up to 30% of Fund NAV) may be used to expand the range of available investment opportunities with the aim of enhancing returns when selected share prices are expected to fall or underperform. Proceeds from shorting may be reinvested in preferred long positions to further enhance returns. Net equity market exposure will be maintained between 70% and 100%. The gross equity exposure limit is 160% (ie: maximum long 130% and short 30%). The Responsible Entity may change and/or vary the investment objectives, strategies, benchmarks, asset allocation ranges and processes of the Fund. If this occurs, the Responsible Entity will provide investors with written notice of any material variation as required by law. See Section 5.2 for an explanation of what we mean by “long” and “short” positions in the Fund and for more information on the investment strategy. See Section 6 for information on the significant risks of the Fund and the risk management strategy of the Fund and section 9 for the fees and costs of investing in the Fund.	Section 5.2, Section 6, Section 9
<i>Investment manager</i>	Equity Trustees, as responsible entity of the Fund, has appointed Quest Asset Partners as the investment manager of the Fund. See Section 4.2 in relation to the expertise of the Investment Manager and a summary of the terms of the investment management agreement under which the Investment Manager has been appointed (the “Investment Management Agreement”).	Section 4.2
<i>Fund structure</i>	The Fund is an Australian unit trust registered under the Corporations Act as a managed investment scheme. The responsible entity of the Fund is Equity Trustees. Equity Trustees may appoint service providers to assist in the ongoing operation, management and administration of the Fund. The key service providers to the Fund are: • Quest Asset Partners, the investment manager of the Fund; • Mainstream, the administrator of the assets of the Fund; • UBS AG, Australia Branch, the prime broker of the Fund; and • UBS Nominees Pty Limited, the custodian of the assets of the Fund. See Section 5.3 for further information on other key service providers, Equity Trustees’ role in monitoring the performance of service providers and a diagram of the flow of funds through the Fund. See Section 6 for information on the significant risks of the Fund and Section 9 for the fees and costs of investing in the Fund.	Section 5.3, Section 6, Section 9
<i>Valuation, location and custody of assets</i>	Mainstream is the administrator of the Fund and provides administrative, accounting, registry and transfer agency services. The Administrator is responsible for calculating the Fund’s NAV. UBS Nominees Pty Limited is the custodian and provides custodial services. See section 5.4 for further information on the custodial arrangements and the geographical location of the Fund’s assets.	Section 5.4, Section 7.10
<i>Liquidity</i>	The Fund invests predominantly in liquid assets that are generally chosen from the S&P/ASX 200 Index and the Responsible Entity and Investment Manager reasonably expect that the Fund will be able to realise at least 80% of the Fund’s assets, at the value ascribed to those assets in the most recent calculation of the NAV of the Fund, within 10 days. See Section 7.6 for an explanation of when you can access your money and Section 6 for information on the significant risks of the Fund.	Section 7.6, Section 6

	Summary	Section (for further information)
<i>Leverage</i>	Although the Fund does not borrow in the traditional sense (e.g. borrowing cash to buy securities), the Fund may utilise the cash generated from a short securities sale to purchase additional securities, thereby magnifying the exposure to the relevant securities. This strategy may therefore increase investment risks. The Fund will maintain a net equity exposure of between 70-100% and the gross equity exposure limit is 160% (ie: maximum long 130% and short 30%). See Section 5.5 for an explanation of leverage and Section 6 for information on the significant risks of the Fund.	Section 5.5, Section 6
<i>Derivatives</i>	Exchange traded derivatives may be used as a risk management tool and to manage cash or cash equivalents. See Section 6 for information on the significant risks of the Fund.	Section 5.2, Section 6
<i>Short selling</i>	Short selling may be used to expand the range of available investment opportunities with the aim of enhancing returns when selected share prices are expected to fall. The Fund may be exposed to short position risk where there is no limit on the maximum loss that can be incurred when short selling. Short selling risk is managed through a range of techniques as part of the Fund's investment management process. The risks associated with short selling and the ways in which the Investment Manager seeks to mitigate those risks are set out in Sections 5.2 and 6.	Section 5.2, Section 6
<i>Withdrawals</i>	Each Business Day. Withdrawal requests must be received by 2pm (Sydney time) on any Business Day to receive that day's unit price. See Section 7.6 for an explanation of when you can access your funds.	Section 7

4. Who is Managing the Fund?

4.1 The Responsible Entity

Equity Trustees

Equity Trustees, a subsidiary of EQT Holdings Limited ABN 22 607 797 615, which is a public company listed on the Australian Securities Exchange (ASX: EQT), is the Fund's responsible entity and issuer of this PDS. Established as a trustee and executorial service provider by a special Act of the Victorian Parliament in 1888, today Equity Trustees is a dynamic financial services institution which continues to grow the breadth and quality of products and services on offer.

Equity Trustees' responsibilities and obligations as the Fund's responsible entity are governed by the Fund's constitution ("Constitution"), the Corporations Act and general trust law. Equity Trustees has appointed Quest as the investment manager of the Fund.

4.2 The Investment Manager

Quest Asset Partners

Quest has established a 15 year performance record since inception in 2004. The Quest team specialise in Australian equities on behalf of wholesale institutional clients and individual sophisticated investors. Quest has adopted Separately Managed Accounts (SMA's) as an investment platform since 2004. This is the first Quest unit trust.

Quest is structured to align the interests of clients and the investment team. The business is owned by the investment team. The team invest alongside our clients in various portfolios whilst Quest has seeded some existing Quest products.

The Quest team believe they have a number of competitive advantages:

- Independently owned,
- A long track record of 15 years,
- Lack of staff turnover in the investment team thereby retaining intellectual property. At the date of this PDS, Quest has had only one departure in the investment team in 15 years,
- In depth research that pinpoints the key drivers of performance and determines our target price. We believe accurate business assessment requires a combination of skills and that stock research is a mix of both art and science.
- A strong understanding of the business value chain,
- A process that continually reviews the quality ranking and valuation assumptions for each business,
- Access and capacity to interview senior management of investee companies and competitors,
- Willingness to pay for and undertake travel to differentiate business knowledge including finding similar business models in other markets,
- A nimble team that undertakes detailed peer review of business valuations and
- A bespoke valuation template that allows sensitivity analysis.

The key investment personnel who have responsibility for running the Fund are:

Richard Dixon – Richard joined Quest Asset Partners as a Portfolio Manager in February 2020. Richard has 25 years funds management experience including managing the long short Antares High Growth Shares Fund for over 18 years including 12 years as lead manager. Richard was also the analyst for a number of sectors including diversified financials, food & beverage and packaging. Richard worked at AMP Capital

between 1998 and 2000 where he worked in association with Christopher Cahill and Michael Evans. Richard started his funds management career at Prudential Fund Managers in 1995. Richard has a Bachelor of economics degree from Macquarie University and has a Graduate Diploma in Applied Finance and Investment from FINSIA.

Christopher Cahill - Chris is a founding Director and Portfolio Manager at Quest Asset Partners. Quest commenced in 2004. Chris has 35 years experience in funds management and stock broking having managed portfolios for AMP Capital after a successful decade in stockbroking. Prior to founding Quest, Chris spent nine years at AMP covering a very diverse range of market sectors. Chris was responsible for mid and small cap portfolios within the Capital team. Prior to that, Chris was an Institutional stockbroker with Burdett Buckridge and Young and Kleinwort Hattersley Noall Limited. Chris is a Chartered Accountant.

Michael Evans – Michael is a founding Director and Portfolio Manager at Quest Asset Partners. Michael has built his career around analysing companies and identifying those factors that affect their profitability. This has been the fundamental in his success in managing large investment portfolios and delivering consistent returns for investors. Previously, Michael was Director of Australian Equities at AMP Capital where he worked for 14 years. During that time, Michael managed both large and small cap portfolios. He established Australia's second small cap team in 1993.

Troy Cairns - Troy is a Director and Portfolio Manager at Quest Asset Partners. He has over 20 years' experience in Australian investment markets, being particularly active in mid and small cap industrials, technology stocks and the healthcare sector. Troy joined Quest in 2007 and was formerly a Director in Equity Capital Markets at UBS and prior to that ABN AMRO Rothschild. He also advised listed companies on investor relations and transactions as Director at Channel Financial Communication. Troy originally qualified and practised as a Veterinary Surgeon.

Swapan Pandya - Swapan is an Investment Analyst and shareholder having joined Quest in 2014. Previously, Swapan was an Equity Research Analyst at BBY Ltd for 6 years. During this time he covered a range of sectors including small industrials, mining, banking/diversified financials and equity strategy. Prior to this, Swapan held various roles within Australian equities at CommSec. Swapan is a CFA Charter holder.

It is anticipated that Richard will spend 85-90% of his time executing the Funds investment strategy, whilst the rest of the team will each spend 10-15% of their time.

The Investment Management Agreement is largely consistent with an industry standard format and allows Equity Trustees to terminate the Investment Manager's appointment where the Investment Manager becomes insolvent, materially breaches the agreement, ceases to carry on its business or in certain other circumstances. In the event that Equity Trustees terminates the Investment Manager following one of these events, the Investment Manager's appointment would cease upon any termination date specified in the notice, and the Investment Manager would be entitled to receive fees in accordance with the agreement until the effective date of termination. There are no penalty payouts in the event the Investment Management Agreement is terminated. There are no unusual or onerous (from an investor's perspective) terms in the Investment Management Agreement.

4.3 The Administrator

Mainstream

The Responsible Entity has appointed Mainstream to act as administrator for the Fund (Administrator). In such capacity, the Administrator performs all general administrative tasks for the Fund, including keeping financial books and records and calculating the Net Asset Value of the Fund. The Responsible Entity has entered into an Administration Agreement with the Administrator, which governs the services that will be provided by the Administrator to the Fund. The Investment Manager may at any time, in consultation with the Responsible Entity, select any other administrator to serve as administrator to the Fund.

4.4 The Custodian

UBS Nominees

The Responsible Entity has also appointed UBS Nominees as an independent custodian to hold the assets of the Fund (Custodian). In such capacity, the Custodian will hold the assets of the Fund in its name and act on the direction of the Responsible Entity to effect cash and investment transactions. The Responsible Entity has entered into a custodian agreement, which governs the services that will be provided by the Custodian to the Fund.

5. How the Fund invests

5.1 Investment Objective

The Fund aims to outperform the S&P/ASX 200 Accumulation Index after fees over the long term with an actively managed portfolio of long and short positions in Australian equities. There is no guarantee that this objective will be achieved.

5.2. Investment Strategy

The Fund invests in a portfolio of ASX listed (or to be listed) securities (long and short) that are generally chosen from the S&P/ASX 200 Index.

The Fund may also invest in exchange traded derivatives (primarily traded on the ASX) and cash or cash equivalents.

The Fund will invest a portion of the portfolio in securities that it aims to profit from if the price of the security goes up. This is known as “long” equity exposure and is the more conventional practice of investing. The Fund will generally hold between 30 and 50 securities for its long equity exposure.

The Fund also uses short selling with the aim of enhancing returns. Short selling is the practice of selling securities that have been borrowed from a securities lender and selling them in the market for cash leaving the Fund with a “short” position. This is done in the expectation that the Fund can repurchase the securities at a price lower than the initial sale price due to the value of the securities falling and then return the securities to the securities lender. The difference between the initial sale price and the repurchase price (after fees) is the profit and is retained by the Fund. For example, if the Fund sells borrowed securities for \$100 and later repurchases the equivalent securities for \$90,

the Fund will profit \$10 (less fees) on the short sale. In addition to making a profit, the Fund can also use the \$100 it initially receives to buy additional shares that the Investment Manager believes to be attractive, thereby “leveraging” the long positions. The Fund will generally hold between 10 and 30 securities for its short equity exposure.

The short positions are intended to enhance the Fund’s ability to add returns, preserve capital and manage portfolio risk. Through its short positions, the Investment Manager targets stocks that are expected to underperform due to shorter term catalysts or event driven opportunities (tactical shorts) as well as longer-term structural decline (strategic shorts).

Long equity positions may range between 70% and 130%, with an individual stock limit of 15%. Short equity positions may range between 0% and 30%, with a short limit of 3% in any one stock. The maximum deviation from the index weight in any individual security is 10%. For each \$100 invested in the Fund, the Investment Manager may buy up to \$130 worth of securities (long positions) and short sell up to \$30 worth of securities (short positions).

The net equity exposure may range between 70% and 100% and is typically expected to be between 85% and 100%. The maximum allowable exposure to cash is 30%.

The Fund may use exchange traded derivatives for the purposes of managing risk and to manage cash or cash equivalents. In all cases, there will be cash and/or underlying assets available to meet the exposure positions of the derivative instruments.

Broadly, the asset classes, asset allocation ranges and individual stock limits of the Fund are as follows:

Asset class	Range
Long equity positions	70-130%
Short equity positions	0-30%
Net equity exposure (ie the total long equity positions – total short equity positions)	70-100%
Gross equity exposure (ie the total long equity positions + total short equity positions)	70-160%
Individual stock limits – absolute % of Fund NAV	15% long, 3% short
Individual stock limits – relative to index weight	+/-10%
Exchange traded derivatives	0-30%
Cash and cash equivalents	0-30%

The investment strategy, and the other limits set out in this PDS, should be viewed as objectives only and not absolute limits. Should they be exceeded for any reason, for example due to market movements or cash flows, Quest will endeavour to effect such adjustments as is necessary to meet the limits set out in this PDS.

The investment returns of the Fund depend primarily on whether the securities that it holds in long positions increase in value and whether the securities that it sells short decrease in value (thereby resulting in a profit for the Fund). The ability to produce investment returns depends on the performance of the market generally and on Quest’s ability to select a portfolio of stocks that overall generate returns in excess of the market return.

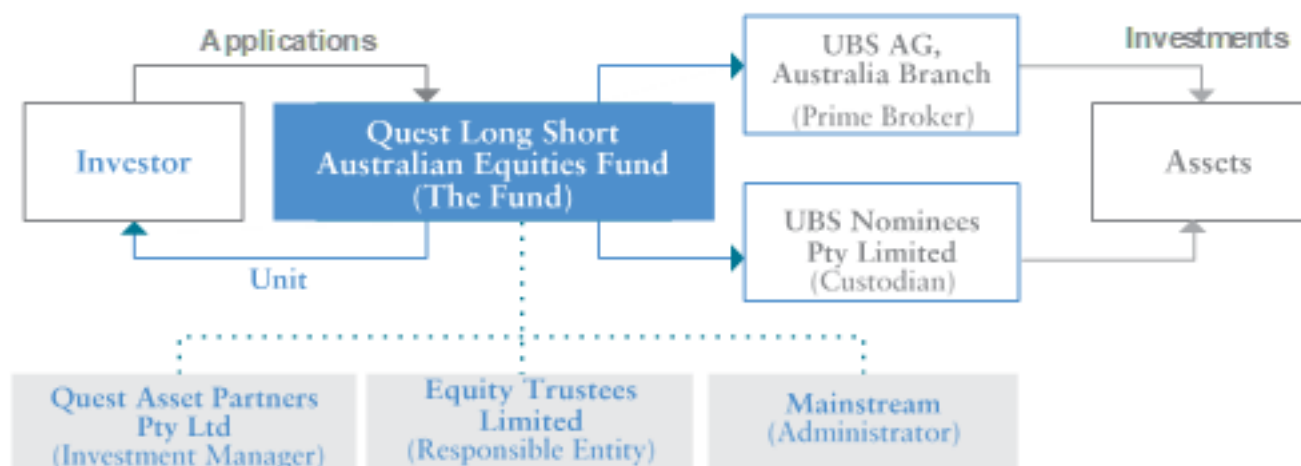
If the investment program changes significantly, you will be given at least 30 days’ notice where practicable.

See Section 6 for information on the significant risks of the Fund and the risk management strategy of the Fund.

Returns are not guaranteed.

5.3. Fund Structure

The Fund is a registered managed investment scheme with the ability to have multiple unit classes.



The key service providers that support the Fund are as follows:

Investment Manager: Quest who is responsible for managing the investments of the Fund.

Administrator: Mainstream who administers the Fund on a day to day basis.

Custodian: UBS Nominees who holds legal title to the assets of the Fund.

Other service providers include:

Brokers: The Fund has a list of approved brokers to provide brokerage functions and UBS AG, Australia Branch have been appointed as Prime Broker to provide securities lending and other prime broking services.

Auditors: The Fund has appointed Ernst & Young to audit the financial statements.

All service providers are appointed on arm's length, commercial terms.

Equity Trustees ensures compliance of its service providers with their obligations under the relevant service agreements and applicable laws by monitoring performance, and by conducting on-site visits where practicable.

Service providers to the Fund may change without prior notice to investors. Risks relating to the use of third-party service providers, as well as the significant risks associated with an investment in the Fund, are outlined in Section 6.

See Section 9 for the fees and costs of investing in the Fund.

5.4. Valuation, location and custody of assets

Below is a table summarising the Fund's assets, location of assets and custody arrangements:

Assets	Location	Custody
Listed equities, equities to be listed, exchange traded derivatives and cash/cash equivalents	Australia	UBS Nominees

See Section 5.2 for the asset allocation ranges.

The Fund does not have a geographic location policy, as it invests in Australian securities (both long and short) listed (or to be listed) on the Australian stock exchange. Exchange traded assets are valued on a mark to market basis at the close of trading on each day. Assets not traded on exchanges may include cash and cash equivalent instruments and securities soon to be listed. These assets are independently valued by Mainstream.

5.5. Leverage

Although the Fund does not borrow in the traditional sense (e.g. borrowing cash to buy securities), the Fund may utilise the cash generated from a short securities sale to purchase additional securities, thereby magnifying the exposure to the relevant securities.

The maximum gross equity exposure of the Fund is 160% of the Fund's NAV. This means that for every \$100 of the Fund's NAV, the Fund may leverage up to \$160. This means that, compared to an unleveraged fund and assuming that the Fund reaches its maximum gross equity exposure of 160% of NAV, then:

- a 1% increase in the return on assets of the Fund will result in a 1.6% increase in returns to investors; and
- a 1% decrease in the return on assets of the Fund will result in a 1.6% decrease in returns to investors.

This example is for illustration purposes only and is not intended to be an indication of actual increases (or decreases) in any return on assets of the Fund.

Please see section 5.3 for information on the Fund's leverage providers as well as section 6 for information on the risks associated with leverage and short selling.

5.6. Suggested investment timeframe

At least 3 to 5 years. The recommended investment timeframe may not be appropriate for you at all times or suit your particular needs. You should regularly review all aspects of your investments.

5.7. Labour standards and environmental, social and ethical considerations

The investment criteria does not solely take into account labour standards, environmental, social or ethical considerations for the purpose of selecting, retaining or realising an investment of the Fund, but are considerations when choosing investments. Such issues may affect the performance of an investment and any such financial effect would influence Quest's investment decision.

5.8. Fund performance

Available on questap.com.au. Past performance is not a reliable indicator of future performance.

5.9. Significant benefits of investing in the Fund

Significant benefits of investing in the Fund may include:

- access to the highly experienced Quest investment team and rigorous investment process;

- The Fund's investments will be diversified across a carefully selected and actively managed portfolio of long and short positions, which may reduce overall investment risk;
- Short selling broadens the investment opportunity set and provides greater flexibility for portfolio construction and risk management;
- exposure to long and short investment opportunities in companies that individual investors often cannot achieve;
- managed funds may invest for less cost than ordinary investors can achieve individually;
- ability to add or withdraw an investment on any Business Day;
- the right to receive any distributions from the Fund, usually annually. Distributions may also carry tax credits; and
- a robust compliance and governance structure with a trusted responsible entity and legal rights under the Constitution of the Fund.

6. Managing risk

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

The Responsible Entity and the Investment Manager do not guarantee the liquidity of the Fund's investments, repayment of capital or any rate of return or the Fund's investment performance. The value of the Fund's investments will vary.

Returns are not guaranteed and you may lose money by investing in the Fund. The level of returns will vary and future returns may differ from past returns. Laws affecting managed investment schemes may change in the future. The structure and administration of the Fund is also subject to change.

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

6.1 Significant Risks

Derivatives risk

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

Other risks associated with derivatives may include:

- loss of value because of a sudden price move or because of the passage of time;
- potential illiquidity of the derivative;
- the Fund being unable to meet payment obligations as they arise; and
- significant volatility in prices.

Quest does not use over the counter derivatives.

Note that neither Equity Trustees nor Quest guarantees that the Fund's derivatives strategy will be successful.

Distribution risk

No guarantee can be given concerning the distributions made by the Fund, the future earnings of the Fund, the income and capital appreciation of the portfolio or the return of capital invested by investors.

Fund risk

Risks particular to the Fund include that it could terminate (e.g. at a date we or the Investment Manager decides), the fees and expenses could change (although we would always give you 30 days' notice of fees were to increase), we or the Investment Manager could be replaced and the investment professionals could change. There is also a risk that investing in the Fund may give different results than investing directly in the underlying assets of the Fund themselves because of income or capital gains accrued in the Fund and the consequences of investment and withdrawal by other investors.

Inflation risk

Inflation risk is the risk that returns will not be sufficiently higher than inflation to enable an investor to meet their financial goals.

Interest rate risk

Changes in official interest rates can directly and indirectly impact (negatively or positively) on investment returns.

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

Legal risk

There is a risk that laws, including tax laws, might change or become difficult to enforce. Legal and regulatory risk may affect the performance of individual investments held by the Fund.

Leverage risk

Where investments are leveraged, losses may exceed the original investment. The Fund may utilise the cash generated from a short securities sale to purchase additional securities. The Fund may short sell up to 30% of the value of the Fund and leverage the cash from these short positions to buy long positions. The purchase of the additional securities has the effect of leveraging the Fund and carries the associated risk of magnifying the volatility of investment gains or losses and potentially reduces the security of capital invested. Leveraged investments may significantly underperform equivalent non-leveraged investments when the underlying assets experience negative returns. These risks also give rise to the possibility that positions may have to be liquidated at a loss and not at a time of Quest's choosing.

Liquidity risk

While the Fund intends to predominantly invest in large cap stocks that might generally be expected to trade frequently, there could be times when there may be a limited secondary market for some of the securities in which the Fund may invest and that may affect the ability of the Fund to realise investments or to meet withdrawal requests (e.g. in a falling market where companies may become less liquid). Quest and Equity Trustees attempt to mitigate the liquidity risk factor by generally investing in securities that are believed to offer sufficient liquidity to allow investors to withdraw from the Fund as set out in this PDS.

Market risk

The market price of investments may go up or down, sometimes rapidly and unpredictably. Assets may decline in value due to factors affecting markets generally or particular industries represented in the markets. The value of an investment may decline due to general market conditions which are not specifically related to a particular company, such as real or perceived adverse economic conditions, supply and demand for particular securities or instruments, changes in the general outlook for corporate earnings, changes in interest or currency rates or adverse investor sentiment generally. They may also decline due to factors which affect a particular industry or industries, such as labour shortages or increased production costs and competitive conditions within an industry. During a general market downturn, multiple asset classes may decline in value simultaneously.

Further, changes in tax, legal and economic policy, political events and technology failure can all directly or indirectly create an environment that may influence the value of the investments of the Fund and your investment in it.

Operational risk

The day to day operations of the Fund may be adversely affected by circumstances beyond the Responsible Entity's and Investment Manager's reasonable control, such as a failure of technology or infrastructure, or natural disasters. A breakdown of administrative procedures and risk control measures implemented by the Responsible Entity, the Investment Manager and their service providers, including with respect to cyber-security, may also adversely affect the operation and performance of the Fund.

Security selection risk

Quest may make investment decisions that result in low returns or losses. This risk is mitigated to some extent by the knowledge and experience of Quest.

Security specific risk

There may be instances where a security will fall in price because of security specific factors (e.g. where a company's major product is subject to a product recall). The value of investments can vary because of changes to management, product distribution or the company's business environment.

Service provider / counter party risk

The Fund is, to a certain extent, reliant on external service providers in connection with the operation of the Fund and investment activities. There is a risk with these arrangements that the other party to a contract (such as a derivatives contract) may fail to perform its contractual obligations either in whole or in part. Please see short selling risk for more information on the risks associated with providing collateral.

Short selling risk

Selling securities short involves borrowing stock from the Prime Broker and selling these borrowed securities in the market. Short selling is subject to the theoretically unlimited risk of loss because there is no limit on how much the price of a security may rise. Short selling has the effect of leveraging the Fund (as mentioned above) and carries the risk of magnifying the impact of negative returns and increased margin calls. Additionally,

there is a risk that the Prime Broker may request the return of the stock. These risks give rise to the possibility that positions may have to be liquidated at a loss and not at a time of the Investment Manager's choosing.

Further, when the Fund borrows securities, the Prime Broker may be entitled to take collateral from the assets of the Fund. When this happens, the Custodian for the Fund no longer holds the legal title to the securities. Any assets taken by the Prime Broker may be used by the Prime Broker for its own purposes (including lending those assets to third parties) for the period that the Fund retains the relevant liability. Therefore, there is a risk that if the Prime Broker becomes insolvent whilst the Fund remains indebted to the Prime Broker, the assets of the Fund may not be returned in full.

6.2 Risk management strategy

The risk management strategy adopted for the Fund involves:

- selecting a diversified portfolio of long and short positions (typically between 40 and 70 securities);
- securities are generally chosen from the S&P/ASX 200 Index to ensure greater liquidity;
- adhering to exposure and stock limits including a maximum total short equity exposure of 30% and individual short position limit of 3%;
- assessing short selling risks via a range of considerations including borrow availability, short interest, recall risk and days to cover(liquidity);
- applying a robust investment process developed by experienced investment professionals;
- using portfolio analytics that show sources of risk, tracking error and active share; and
- employing stop loss limits (i.e. closing or reducing a position when it reaches a certain price), pairing trades (i.e. short positions are offset by also taking long positions in similar securities)

7. Investing and withdrawing

7.1 Applying for units

You can acquire units by completing the Application Form that accompanies this PDS. The minimum initial investment amount for the Fund is \$50,000, noting that Equity Trustees may, at its discretion, accept amounts less than the minimum disclosed.

Completed Application Forms should be sent along with your identification documents (if applicable) to:

Mainstream Fund Services Pty Ltd
GPO Box 4968
Sydney NSW 2001

Please note that cash and cheques cannot be accepted.

Payment should be made via electronic bank transfer and the transferring party must be Real Time Gross Settlement ("RTGS") compliant.

We reserve the right to accept or reject applications in whole or in part at our discretion.

The price at which units are acquired is determined in accordance with the Constitution ("Application Price"). The Application Price on a Business Day is, in general terms, equal to the Net Asset Value ("NAV") of the Fund, divided by the number of units on issue and adjusted for transaction costs ("Buy Spread"). At the date of this PDS, the Buy Spread is 0.30%.

No interest is earned on application monies.

Fractions of units may be issued by Equity Trustees in accordance with the provisions of the Constitution.

The Application Price will vary as the market value of assets in the Fund rises or falls.

7.2 Application cut-off times

If we receive a correctly completed Application Form, identification documents (if applicable) and cleared application money:

- before or at 2pm (Sydney time) on a Business Day and your application for units is accepted, you will receive the Application Price calculated for that Business Day; or
- after 2pm (Sydney time) on a Business Day and your application for units is accepted, you will receive the Application Price calculated for the next Business Day.

We will only start processing an application if:

- we consider that you have correctly completed the Application Form;
- you have provided us with the relevant identification documents if required; and
- we have received the application money (in cleared funds) stated in your Application Form.

7.3 Additional applications

You can make additional investments into the Fund at any time by sending us your additional investment amount together with a completed Application Form. The minimum additional investment into the Fund is \$5,000, noting that Equity Trustees may, at its discretion, accept amounts less than the minimum disclosed.

7.4 Terms and conditions for applications

Applications can be made at any time. Application cut-off times and unit pricing are set out in the initial applications section above.

If for any reason Equity Trustees refuses or is unable to process your application to invest in the Fund, Equity Trustees will return your application money to you, subject to regulatory considerations, less any taxes or bank fees in connection with the application.

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.

7.5 Cooling-off period

No cooling off period applies to the offer made in this PDS, as the units offered under this PDS are only available to Wholesale Clients.

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

7.6 Access to your money

Investors in the Fund can generally withdraw their investment by completing a written request to withdraw from the Fund and mailing it to:

Mainstream Fund Services Pty Ltd
GPO Box 4968
Sydney NSW 2001

Or sending it by fax to +61 2 9251 3525

Or sending it by email to registry@mainstreamgroup.com

The minimum withdrawal amount is \$5,000, noting that Equity Trustees may, at its discretion, accept amounts less than the minimum disclosed. Once we receive and accept your withdrawal request, we may act on your instruction without further enquiry if the instruction bears your account number or investor details and your (apparent) signature(s), or your authorised signatory's (apparent) signature(s).

Equity Trustees will generally allow an investor to access their investment within 7 days of acceptance of a withdrawal request by transferring the withdrawal proceeds to such investors' nominated bank account. Payments are typically made within 21 days of acceptance of a withdrawal request. However, Equity Trustees is allowed to reject withdrawal requests in certain circumstances, and also to delay making payment of withdrawal proceeds where it is not possible, or not in the best interests of unitholders, or there is a circumstance outside Equity Trustee's control (such as restricted or suspended trading or extreme price fluctuation or uncertainty in the market for an asset).

The price at which units are withdrawn is determined in accordance with the Constitution ("Withdrawal Price"). The Withdrawal Price on a Business Day is, in general terms, equal to the NAV of the Fund, divided by the number of units on issue and adjusted for transaction costs ("Sell Spread"). At the date of this PDS, the Sell Spread is 0.30%.

The Withdrawal Price will vary as the market value of assets in the Fund rises or falls.

Equity Trustees reserves the right to fully redeem your investment if your investment balance in the Fund falls below \$40,000 as a result of processing your withdrawal request, noting that Equity Trustees may, at its discretion, accept amounts less than the minimum disclosed. In certain circumstances, for example, when there is a freeze on withdrawals, where accepting a withdrawal is not in the best interests of investors in the Fund including due to one or more circumstances outside its control or where the Fund is not liquid (as defined in the Corporations Act), Equity Trustees can deny or suspend a withdrawal request and you may not be able to withdraw your funds in the usual processing times or at all. When the Fund is not liquid, an investor can only withdraw when Equity Trustees makes a withdrawal offer to investors in accordance with the Corporations Act. Equity Trustees is not obliged to make such offers.

Equity Trustees will notify all investors if there is any change to the withdrawal rights associated with the Fund.

Withdrawals will only be paid directly to the unitholder's bank account held in the name of the unitholder with an Australian domiciled bank. Withdrawal payments will not be made to third parties.

If you are an Indirect Investor, you need to provide your withdrawal request directly to your IDPS Operator. The time to process a withdrawal request will depend on the particular IDPS Operator and the terms of the IDPS.

7.7. Withdrawal cut-off times

If we receive a withdrawal request:

- before 2pm (Sydney time) on a Business Day and your withdrawal request is accepted, you will receive the Withdrawal Price calculated for that Business Day; or
- on or after 2pm (Sydney time) on a Business Day and your withdrawal request is accepted, you will receive the Withdrawal Price calculated for the next Business Day.

We reserve the right to accept or reject withdrawal requests in whole or in part at our discretion. We have the discretion to delay processing withdrawal requests where we believe this to be in the best interest of the Fund's investors.

7.8 Terms and conditions for withdrawals

The Responsible Entity can deny a withdrawal request in whole or in part. Equity Trustees will refuse to comply with any withdrawal request if the requesting party does not satisfactorily identify themselves as the investor. Withdrawal payments will not be made to third parties (including authorised nominees), and will only be paid directly to the investor's bank account held in the name of the investor at a branch of an Australian domiciled bank. By lodging a facsimile or email withdrawal request the investor 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 or email withdrawal request.

You also agree that any payment made in accordance with the fax or email instructions shall be in complete satisfaction of the obligations of Equity Trustees, notwithstanding any fact or circumstance including that the payment was made without your knowledge or authority.

When you are withdrawing, you should take note of the following:

- We are not responsible or liable if you do not receive, or are late in receiving, any withdrawal money that is paid according to your instructions.

- We may contact you to check your details before processing your Redemption Request Form. This may cause a delay in finalising payment of your withdrawal money. No interest is payable for any delay in finalising payment of your withdrawal money.
- If we cannot satisfactorily identify you as the withdrawing investor, we may refuse or reject your withdrawal request or payment of your withdrawal proceeds will be delayed. We are not responsible for any loss you consequently suffer.
- As an investor who is withdrawing, you agree that any payment made according to instructions received by post, courier, fax or email, shall be a complete satisfaction of our obligations, despite any fact or circumstances such as the payment being made without your knowledge or authority.

You agree that if the payment is made according to all the terms and conditions for withdrawals set out in this PDS, you and any person claiming through or under you, shall have no claim against Equity Trustees or the Investment Manager in relation to the payment. Investors will be notified of any material change to their withdrawal rights (such as any suspension of their withdrawal rights) in writing.

7.9 Distributions

An investor's share of any distributable income is calculated in accordance with the Constitution and is generally based on the number of units held by the investor at the end of the distribution period.

The Fund intends to distribute any income annually in or around the end of June, however, Equity Trustees may change the distribution frequency without notice. Distributions are calculated effective the last day of each distribution period and are normally paid to investors as soon as practicable after the distribution calculation date.

Investors in the Fund can indicate a preference to have their distribution:

- reinvested back into the Fund; or
- directly credited to their Australian domiciled bank account.

Investors who do not indicate a preference will have their distributions automatically reinvested. Applications for reinvestment will be taken to be received immediately prior to the next Business Day after the relevant distribution period. There is no Buy Spread on distributions that are reinvested.

In some circumstances, the Constitution may allow for an investor's withdrawal proceeds to be taken to include a component of distributable income.

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

There is available from Equity Trustees, on request and free of charge, a copy of the most recent annual report (if any) of the Fund, the most recent financial statements (if any) of the Fund, the auditor's report on those financial statements or, if those financial statements are not audited or reviewed by an auditor, a statement to that effect, the PDS and the Constitution for the Fund (including any amendments). Other than the Constitution, these documents maybe obtained electronically from www.eqt.com.au/insto.

7.10 Valuation of the Fund

The value of the investments of the Fund is generally determined each Business Day. The value of a unit is determined by the NAV. This is calculated by deducting from the gross value of the Fund assets the value of the liabilities of the Fund (not including any unitholder liability). Generally, investments will be valued on each Business Day at their market value but other

valuation methods and policies may be applied by Equity Trustees if appropriate or if otherwise required by law or applicable accounting standards.

7.11 Joint account operation

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

7.12 Authorised signatories

You can appoint a person, partnership or company as your authorised signatory. To do so, please nominate them on the initial Application Form and have them sign the relevant sections. If a company is appointed, the powers extend to any director and officer of the company. If a partnership is appointed, the powers extend to all partners. Such appointments will only be cancelled or changed once we receive written instructions from you to do so.

Once appointed, your authorised signatory has full access to operate your investment account for and on your behalf. This includes the following:

- making additional investments;
- requesting income distribution instructions to be changed;
- withdrawing all or part of your investment;
- changing bank account details;
- enquiring and obtaining copies of the status of your investment; and
- having online account access to your investment.

If you do appoint an authorised signatory:

- you are bound by their acts;

- you release, discharge and indemnify Equity Trustees, the Investment Manager and their employees, associates, agents or officers from and against any losses, liabilities, actions, proceedings, account claims and demands arising from instructions received from your authorised representatives; and
- you agree that any instructions received from your authorised representative shall be complete satisfaction of our obligations, even if the instructions were made without your knowledge or authority.

7.13 Electronic instructions

If an investor instructs Equity Trustees by electronic means, such as by email or fax, the investor releases Equity Trustees and Quest from, and indemnifies Equity Trustees and Quest against, all losses and liabilities arising from any payment or action Equity Trustees or Quest makes based on any instruction (even if not genuine) that Equity Trustees receives by an electronic communication bearing the investor's investor code and which appears to indicate to Equity Trustees that the communication has been provided by the investor e.g. a signature which is apparently the investor's and that of an authorised signatory for the investment or an email address which is apparently the investor's. The investor also agrees that neither they nor anyone claiming through them has any claim against Equity Trustees, the Investment Manager or the Fund in relation to such payments or actions. There is a risk that a fraudulent withdrawal request can be made by someone who has access to an investor's investor code and a copy of their signature or email address. Please take care.

8. Keeping track of your investment

8.1 Complaints resolution

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

Phone: 1300 133 472

Post: Equity Trustees Limited

GPO Box 2307, Melbourne VIC 3001

Email: compliance@eqt.com.au

We will acknowledge receipt of the complaint as soon as possible and in any case within 3 Business Days of receiving the complaint. We will seek to resolve your complaint as soon as practicable but not more than 45 days after receiving the complaint.

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

Contact details are:

Online: www.afca.org.au

Phone: 1800 931 678

Email: info@afca.org.au

Post: GPO Box 3, Melbourne VIC 3001.

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

All investors (regardless of whether you hold units in the Fund directly or hold units indirectly via an IDPS) are able to access Equity Trustee's complaints procedures. For indirect investors, if your complaint concerns the operation of the IDPS you should contact the IDPS operator directly.

8.2 Reports

We will make the following statements available to all investors;

- A transaction confirmation statement, showing a change in your unit holding (provided when a transaction occurs or on request).
- The Fund's annual audited accounts for each period ended 30 June.
- Annual distribution, tax and confirmation of holdings statements for each period ended 30 June.
- Annual report detailing each of the following:
 - the actual allocation to each asset type;
 - the liquidity profile of the portfolio assets as at the end of the period;
 - the maturity profile of the liabilities as at the end of the period;
 - the derivative counterparties engaged;
 - the leverage ratio (including leverage embedded in the assets of the Fund, other than listed equities and bonds) as at the end of the period; and

- the key service providers if they have changed since the latest report given to investors, including any change in their related party status.

The latest annual report will be available online from www.eqt.com.au/insto and quest@questap.com.au.

The following information is available at quest@questap.com.au and/or is disclosed monthly:

- the current total NAV of the Fund and the withdrawal value of a unit in each class of units as at the date the NAV was calculated;
- the monthly or annual investment returns since its inception;
- any change to key service providers if they have changed since last report given to investors;
- for each of the following matters since the last report on those matters:
 - the net return on the Fund's assets after fees, costs and taxes;
 - any material change in the Fund's risk profile;
 - any material change in the Fund's strategy; and
 - any change in the individuals playing a key role in investment decisions for the Fund.

By applying to invest in the Fund, you agree that, to the extent permitted by law, any periodic information which is required to be given to you under the Corporations Act or ASIC policy can be given to you by making that information available at www.eqt.com.au/insto and/or the quest@questap.com.au.

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

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

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

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

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

9. Fees and other costs

The warning statement below is required by law to be displayed at the beginning of the 'Fees and other costs' section of product disclosure statements for managed investment products. The example given in the warning statement does not relate to any investments described within this PDS.

DID YOU KNOW?

Small differences in both investment performance and fees and costs can have a substantial impact on your long-term returns.

For example, total annual fees and costs of 2% of your account balance rather than 1% could reduce your final return by up to 20% over a 30 year period (for example, reduce it from \$100,000 to \$80,000).

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

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

TO FIND OUT MORE

If you would like to find out more, or see the impact of the fees based on your own circumstances, the Australian Securities and Investments Commission (ASIC) website (www.moneysmart.gov.au) has a managed funds fee calculator to help you check out different fee options.

9.1. Fees and other costs table

You should read all the information about fees and costs because it is important to understand their impact on your investment. For Indirect Investors, the fees listed in the 'Fees and other costs' section of this PDS are in addition to any other fees and charges charged by your IDPS Operator.

The following table shows fees and other costs that you may¹ be charged. These fees and costs may be deducted from your money, from the returns on your investment or from the assets of the Fund as a whole. Information about taxation is set out in Section 10 of this document.

TYPE OF FEE OR COST	Amount	How and when paid
Fees when your money moves in or out of the Fund		
Establishment fee	Nil	
Contribution fee	Nil	
Withdrawal fee	Nil	
Exit fee	Nil	
Management costs		
The fees and costs for managing your investment ²	Management fees: 0.95% p.a. of the NAV (before performance fees) of the Fund. Performance fees: 15% of the amount by which the Fund's return (net of management fees) exceeds the ASX/S&P 200 Accumulation Index. The Fund has a high watermark such that underperformance from a prior period must be recouped before a fee can be paid. Indirect costs: Estimated to be nil.	The management fees are calculated daily and payable within 14 days of the end of each calendar month. The performance fees are calculated daily and payable half-yearly in arrears from the Fund and calculated based on the daily NAV of the Fund over the relevant period. Any indirect costs are deducted from the assets of the Fund as and when these costs are incurred. Some management costs may be negotiated. See "Differential fees" below.
Service fees		
Switching fee The fee for changing investment options	Nil	NA

¹ When money moves in and out of the Fund, you may incur a buy/sell spread which is included in the unit price of the Fund. Refer to "Transactional and operational costs" below for more information.

² All fees quoted above are inclusive of GST and ITC. See below for more details as to how management costs are calculated.

³ This represents the performance fees which are payable as an expense of the Fund to the Investment Manager. See "Performance fees" below for more information.

9.2 Additional Explanation of fees and costs

What do the management costs pay for?

Management costs include Equity Trustees' fees, Quest's management and performance fees, ordinary and abnormal expenses and any indirect costs. Fees payable to Equity Trustees and Quest are calculated and accrued daily based on the NAV of the Fund excluding accrued fees and are paid monthly in arrears. Management costs paid out of Fund assets reduce the NAV of the Fund and are reflected in the unit price. Management costs exclude transaction costs (i.e. costs associated with investing the underlying assets, some of which may be recovered through buy-sell spreads).

Indirect costs form part of management costs and include fees and expenses arising from any investment which qualifies as an interposed vehicle (e.g. any underlying fund that the Fund may invest in). As the Fund was established in February 2020 the indirect costs are based on amounts which the Responsible Entity has reasonably estimated will apply over the first full financial year. Actual indirect costs for future years may differ.

Management fees

The management fees of 0.95% p.a. of the NAV (before performance fees) of the Fund are payable to the Responsible Entity of the Fund for managing the assets and overseeing the operations of the Fund. The management fees are calculated daily and payable within 14 days of the end of each calendar month. As at the date of this PDS, ordinary expenses such as investment management fees, custodian fees (excluding transaction-based fees such as trading or settlement costs incurred by the custodian), administration and audit fees, and other ordinary expenses of operating the Fund are covered by the management fees at no additional charge to you.

The management fees shown above do not include extraordinary expenses (if they are incurred in future), such as litigation costs, the costs of convening investor meetings and termination and wind up costs.

Performance fees

Performance fees are payable to the Investment Manager where the investment performance of the Fund (net of management fees) exceeds the performance of the Benchmark. The performance fees are 15% of this excess, calculated daily and payable half-yearly in arrears from the Fund and calculated based on the daily NAV of the Fund over the relevant period.

If the Fund does not outperform the Benchmark, after deduction of management fees (in dollar terms) no performance fees are payable. Also, if the Fund outperforms the Benchmark, no performance fees are payable until any accrued underperformance (in dollar terms) from prior periods has been made up (this feature is sometimes referred to as a high-watermark). In the event that there is a redemption from the Fund at a time when performance fee losses exist, the amount of the performance fee losses will be adjusted by the percentage of the NAV of the Fund that the relevant redemption represents.

It is not possible to estimate the actual performance fee payable in any given period, as we cannot forecast what the performance of the Fund will be, but it will be reflected in the management costs for the Fund for the relevant year. Please refer to section 9.3 for an example of how the performance fee may be calculated. Information on current performance fees will be updated from time to time and available at www.eqt.com.au/insto.

Transactional and operational costs

In managing the assets of the Fund, the Fund may incur transactional and operational costs such as brokerage, borrowing costs, settlement costs, clearing costs and applicable stamp duty when assets are bought and sold. This generally happens when the assets of the Fund are changed in connection with day-to-day trading or when there are applications or withdrawals which cause net cash flows into or out of the Fund.

The Buy/Sell Spread is a reasonable estimate of transaction costs that the Fund will incur when buying or selling assets of the Fund. These costs are an additional cost to the investor but are incorporated into the unit price and arise when investing application monies and funding withdrawals from the Fund and are not separately charged to the investor. The Buy Spread is paid into the Fund as part of an application and the Sell Spread is left in the Fund as part of a redemption and not paid to Equity Trustees or the Investment Manager. The estimated Buy/Sell Spread is 0.30% upon entry and 0.30% upon exit. The dollar value of these costs based on an application or a withdrawal of \$50,000 is \$150 for each individual transaction. The Buy/Sell Spread can be altered by the Responsible Entity at any time and www.eqt.com.au/insto will be updated as soon as practicable to reflect any change. The Responsible Entity may also waive the Buy/Sell Spread in part or in full at its discretion.

Transactional costs which are incurred other than in connection with applications and withdrawals arise through the day-to-day trading of the Fund's assets and are reflected in the Fund's unit price. As these costs are factored into the NAV of the Fund and reflected in the unit price, they are an additional implicit cost to the investor and are not a fee paid to the Responsible Entity. These costs can arise as a result of bid-offer spreads (the difference between an asset's bid/buy price and offer/ask price) being applied to securities traded by the Fund. Liquid securities generally have a lower bid-offer spread while less liquid assets have a higher bid-offer spread reflecting the compensation taken by market makers in providing liquidity for that asset.

We estimate that the total transaction costs for the Fund over the first full financial year will be 0.60% of the NAV of the Fund, of which 50% of these transaction costs is reasonably estimated to be recouped via the Buy/Sell Spread when applications or redemptions take place, resulting in a net transaction cost to the Fund of 0.30% p.a.

However, actual transactional and operational costs for the current and future years may differ and will be impacted by the Fund's volume of trading, brokerage arrangements and other factors.

Can the fees change?

Yes, all fees can change without investor consent, subject to the maximum fee amounts specified in the Constitution. Equity Trustees has the right to recover all reasonable expenses incurred in relation to the proper performance of its duties in managing the Fund and as such these expenses may increase or decrease accordingly. We will generally provide investors with at least 30 days' notice of any proposed increase to the management costs. In most circumstances, the Constitution defines the maximum level that can be charged for fees described in this PDS. Expense recoveries may change without notice.

Please refer to questap.com.au for any updates on our estimates of any fees and costs (including indirect costs and transactional and operational costs). Past performance is not an indicator of future performance and fees or costs may change in future years.

Payments to IDPS Operators

Subject to the law, annual payments may be made to some IDPS Operators because they offer the Fund on their investment menus. Product access is paid by the Investment Manager out of its management fees and is not an additional cost to any investor. If the payment of annual fees to IDPS Operators is limited or prohibited by the law, Equity Trustees will ensure the payment of such fees is reduced or ceased.

Differential fees

The Responsible Entity or Investment Manager may from time to time negotiate a different fee arrangement (by way of a rebate or waiver of fees) with certain investors who are large Australian Wholesale Clients. The terms of these arrangements are at our discretion.

Government charges and taxation

Government taxes such as GST are applied to your account as appropriate. In addition to the fees and costs described in this section, standard government fees, duties and bank charges may also apply such as stamp duties. Some of these charges may include additional GST and will apply to your investments and withdrawals as appropriate.

9.3 Example of annual fees and costs for the Fund

This table gives an example of how the fees and costs for this managed investment product can affect your investment over a 1 year period. You should use this table to compare this product with other managed investment products.

EXAMPLE – Quest Long Short Australian Equities Fund		
BALANCE OF \$50,000 WITH A CONTRIBUTION OF \$5,000 DURING THE YEAR		
Contribution Fees	Nil	For every additional \$5,000 you put in, you will be charged \$0
Plus Management costs	1.25% p.a.	And, for every \$50,000 you have in the Fund you will be charged \$625 each year comprising:
Comprising:		
Management fees:	0.95% p.a.	\$475
Performance fees:	estimated performance fee of 0.30% p.a.	\$150
Indirect Costs	estimated Indirect costs of 0% p.a.	\$0
Equals Cost of Fund		If you had an investment of \$50,000 at the beginning of the year and you put in an additional \$5,000 during that year, you would be charged fees of: \$625* What it costs you will depend on any differential fees you may negotiate**

This example assumes the \$5,000 contribution occurs at the end of the first year, therefore management costs are calculated using the \$50,000 balance only.

The performance fees stated in this table shows the estimated performance fees that may apply. As the Fund is new, it is not possible to base the example on actual performance fees paid in previous years. The example assumes the Fund outperforms the Benchmark by 2% pa (net of management fees). The performance of the Fund, the Benchmark and the performance fees may be higher or lower or not payable in the future. As a result, the management costs may differ from the figures shown in the table. It is not a forecast of the performance of the Fund or the amount of the performance fees in the future. The actual indirect costs and performance fees for the current financial year and for future financial years may differ. For more information on the performance history of the Fund, visit questap.com.au. Past performance is not a reliable indicator of future performance.

* Additional fees may apply. Please note that this example does not capture all the fees and costs that may apply to you such as the Buy/Sell Spread. Refer to “Transactional and operational costs” above for more information.

** Differential fee arrangements may apply for certain large Australian Wholesale Clients. Refer to “Differential fees” above for more information.

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

10. Taxation

The following information summarises some of the Australian taxation issues you may wish to consider before making an investment in the Fund and assumes that you hold your investment in the Fund on capital account and are not considered to be carrying on a business of investing, trading in investments or investing for the purpose of profit making by sale.

The Fund is an Australian resident trust for Australian tax purposes and subject to Australian tax laws. Tax can be complex and this guide is not intended to be a complete statement of all relevant tax laws. Investing through a trust can also mean different things for you from a tax perspective. It is important that you seek timely professional tax advice concerning the particular tax implications before making investment decisions.

General

Distributions

The Fund usually distributes income annually effective at the end of June each year, however distribution frequency can be changed by the Responsible Entity without notice. Distributions are calculated effective the last day of the distribution period and are normally paid to investors as soon as practicable after the distribution calculation date. The Fund's policy is to distribute all cash income of the Fund unless we consider it in the best interests of investors as a whole to do otherwise.

In the case where the Fund makes a loss for Australian tax purposes, the Fund cannot distribute the tax loss to investors. However, the tax loss may be carried forward by the Fund for offset against taxable income of the Fund in subsequent years, subject to the operation of the trust loss rules. Different rules apply in respect of capital losses (see below).

The Australian Government has enacted a regime for the taxation of certain managed investment trusts (MITs), referred to as the Attribution Managed Investment Trust (AMIT) rules, which may impact how the Fund's tax calculations are prepared (refer below).

Attribution Managed Investment Trusts

Where the Fund is subject to the AMIT tax regime:

The taxable income of the Fund is attributed to you by the Responsible Entity on a fair and reasonable basis and in accordance with the Fund's constitution. You have rights in limited circumstances to object to any such decision however, we expect that for the most part, all investors of each class will be treated the same.

If the amount distributed to an investor is less than (or more than) certain components attributed to investors, then the cost base of an investor's units in the Fund may be increased (or decreased). Effectively, the cost base of an investor's membership interest is increased by any assessable income (including amounts of trust capital gains) and non-assessable non-exempt income attributed from the trust, while the cost base is reduced by any actual payments received (or that are entitled to be received) and any tax offsets for amounts attributed to the investor. Details of these net cost base increase or decrease amounts will also be provided to investors through the AMIT Member Annual Statement ("AMMA Statement").

Subsequent to its annual distribution, the Fund may discover that it under or over distributed its determined trust components (e.g. where actual amounts differ to the estimates of income used in the distribution calculation). Unders and overs of trust components will generally be carried forward and included as an adjustment in the calculation of distributions in the year of discovery

Non – Attribution Managed Investment Trusts (non-AMIT)

Where the Fund does not qualify or elect to be an AMIT, it will be subject to ordinary trust taxation provisions in the tax legislation. Investors in the Fund will be made 'presently entitled' to and distributed all of the income of the Fund each year, and will be assessed on their proportionate share of the taxable income of the Fund each year.

Deemed Capital Gains Tax ("CGT") Election

A unit trust may make an irrevocable election, in the first year it qualifies as a MIT, for deemed capital account treatment on realised gains and losses on covered assets (including equities and units in other trusts but excluding debt securities and foreign exchange contracts, and most derivatives). Where the irrevocable election is made, realised gains or losses from the disposal of covered assets are treated as capital gains or losses. Where closed short positions arise on the disposal of covered assets eg, shares, the gains and losses would be capital gains and losses. Realised capital gains on eligible investments held for 12 months or greater (excluding dates of acquisition and disposal) may be eligible to be treated as discount capital gains. Capital losses incurred by the Fund can generally be carried forward and offset against nominal capital gains of the Fund derived in subsequent income years. In the event that short positions are not in respect of covered assets, the gain or loss would be treated as assessable or deductible under the ordinary income provisions.

Where the irrevocable CGT election is not made by a MIT in the first year it qualifies as a MIT, the Fund is deemed to hold its eligible investments on revenue account and gains/(losses) from the disposal of all assets (including covered assets) will be assessable and deductible under the ordinary income provisions.

Taxation of Financial Arrangements ("TOFA")

The TOFA rules may apply to certain "financial arrangements" held by the Fund. In broad terms, the TOFA regime generally seeks to recognise "sufficiently certain" returns on certain financial arrangements on an accruals basis for tax purposes rather than on a realisation basis. Where returns from derivative instruments are not "sufficiently certain" they will continue to be recognised on a realisation basis, unless specific tax timing elections are made.

Controlled Foreign Company ("CFC") Provisions

There are certain tax rules (i.e. the CFC provisions) which may result in assessable income arising in the Fund in relation to passive income and gains on investments in foreign equities, where certain control thresholds are met. If such interests were to be held at the end of the income year, the net income of the Fund may include a share of a net income and gains (i.e. CFC attributable income) from such investments

Franking Credits

The Fund is expected to receive franked dividends each income year on long positions in Australian equities. The Fund's entitlement to allocate the franking credits to members is subject to factors including the 'holding period rule', which requires the Fund to continuously hold the shares to which the franking credits relate "at risk" for at least 45 days (excluding the dates of acquisition and disposal). In relation to the "at risk" measurement, days on which the Fund has only 30% or less of the ordinary financial risk of loss or gain from owning the shares cannot be taken into account. The financial risk of owning shares may be affected by hedging, shorting, options and futures. Accordingly the RE will determine the Fund's franking credits each income year having regard to the holding period rule and whether short positions affect the at risk measurement of Australian shares held as long positions.

Tax File Number ("TFN") and Australian Business Number ("ABN")

It is not compulsory for an investor to quote their TFN or ABN. If an investor is making this investment in the course of a business or enterprise, the investor may quote an ABN instead of a TFN. Failure by an investor to quote an ABN or TFN or claim an exemption may cause the Responsible Entity to withhold tax at the top marginal rate, plus the Medicare Levy, on gross payments including distributions or attribution of income to the investor. The investor may be able to claim a credit in their tax return for any TFN or ABN tax withheld. Collection of TFNs is permitted under taxation and privacy legislation.

By quoting their TFN or ABN, the investor authorises Equity Trustees to apply it in respect of all the investor's investments with Equity Trustees. If the investor does not want to quote their TFN or ABN for some investments, Equity Trustees should be advised.

GST

The Fund is registered for GST. The issue or withdrawal of units in the Fund and receipt of distributions are not subject to GST. The Fund may be required to pay GST included in management and other fees, charges costs and expenses incurred by the Fund.

However, to the extent permissible, the Responsible Entity will claim on behalf of the Fund a proportion of this GST as a reduced input tax credit. Unless otherwise stated, fees and charges quoted in this PDS are inclusive of GST and take into account any available reduced input tax credits. The Fund may be entitled to as yet undetermined additional input tax credits on the fees, charges or costs incurred. If the Responsible Entity is unable to claim input tax credits on behalf of the Fund, the Responsible Entity retains the ability to recover the entire GST component of all fees and charges.

The impact of GST payments and credits will be reflected in the unit price of the Fund. Investors should seek professional advice with respect to the GST consequences arising from their unit holding.

Australian Taxation of Australian Resident Investors

Tax on Income

For each year of income, each Australian resident investor will be required to include within their own tax calculations and tax return filings the assessable income, exempt income, non-assessable non-exempt income and tax offsets (i.e. credits) of the Fund advised to them by the Responsible Entity.

The tax consequences for investors in the Fund depends on the tax components of assessable income, exempt income, non-assessable non-exempt income and tax offsets (i.e. credits) of the Fund advised to them.

Investors will receive an AMMA or (or an Annual Tax Statement a MIT) detailing all relevant taxation information concerning attributed amounts and cash distributions, including any Foreign Income Tax Offset ("FITO") and franking credit entitlements, returns of capital (requiring a capital gains cost base reduction), assessable income, and in the case of an AMIT, any upwards or downwards net cost base adjustment in the capital gains tax cost base of their units in the Fund.

Should the cost base of an Investor's units be reduced below zero, the amounts in excess of the Investor's cost base should be a capital gain that should be included in the Investor's calculation of net capital gain or loss for the income year.

Where an investor makes a large withdrawal from the Fund, the RE may include, in the redemption payment, an income distribution representing that share of realised income and capital gains of the Fund referable to the units redeemed. The redeeming investor will be advised of any tax offsets relating to this income distribution.

Foreign Income

The Fund may derive foreign source income that is subject to tax overseas, for example withholding tax. Australian resident investors should include their share of both the foreign income and the amount of the foreign tax withheld in their assessable income. In such circumstances, investors may be entitled to a FITO for the foreign tax paid, against the Australian tax payable on the foreign source income. An investor's entitlement to the FITOs will be limited to the extent that the FITO does not relate to an amount included in assessable income, or to the extent the investors do not have sufficient overall foreign source income to utilise all of the FITOs relevant to a particular year of income. The excess FITOs cannot be carried forward to a future income year.

Disposal of Units by Australian Resident Investors

If an Australian resident investor transfers or redeems their units in the Fund, this may constitute a disposal for tax purposes depending on their specific circumstances.

On the basis that an investor holds their units in the Fund on capital account, a capital gain or loss may arise on disposal and each investor should calculate their capital gain or loss according to their own particular facts and circumstances, including any assessable capital gains that have been attributed to them as per the "Distributions" section above, or from other sources. As noted above, proceeds on disposal may include a component of distributable income. In calculating the taxable amount of a capital gain, after offsetting capital losses, a discount of 50% for individuals and trusts or 33 1/3% for complying Australian superannuation funds may be allowed where the units in the Fund have been held for 12 months or more (excluding the date of acquisition and date of disposal). No CGT discount is available to corporate investors.

Any capital losses arising from the disposal of the investment may be used to offset other nominal capital gains the investor may have derived (after "grossing up" any discounted capital gains). Net capital losses may be carried forward for offset against capital gains of subsequent years but may not be offset against ordinary income.

The capital gains discount concession may be denied in certain circumstances where an investor (together with associates) holds 10% or more of the issued units of the Fund, the Fund has less than 300 beneficiaries and other requirements are met. Investors who together with associates are likely to hold more than 10% of the units in the Fund should seek advice on this issue.

Australian Taxation of Non-Resident Investors

Tax on Income

The Fund expects to derive income which may be subject to Australian withholding tax when attributed by the Responsible Entity to non-resident investors.

Australian withholding tax may be withheld from distributions of Australian source income and gains attributed to a non-resident investor. The various components of the net income of the Fund which may be regarded as having an Australian source include Australian sourced interest, Australian sourced other gains, Australian sourced dividends and CGT taxable Australian property.

We recommend that non-resident investors seek independent tax advice before investing, taking into account their particular circumstances and the provisions of any relevant Double Taxation Agreement/ Exchange of Information Agreement ("EOI") between Australia and their country of residence.

Disposal of Units by Non-Resident Investors

Based on the Fund's investment profile, generally non-resident investors holding their units on capital account should not be subject to Australian capital gains tax on the disposal or

redemption of units in the Fund unless the units were capital assets held by the investor in carrying on a business through a permanent establishment in Australia. Australian tax may apply in certain circumstances if the non-resident holds their units on revenue account. CGT may also apply in some cases where the Fund has a direct or indirect interest in Australian real property. We recommend that non-resident investors seek independent tax advice in relation to the tax consequences of the disposal of their units.

11. Other important information

11.1 Consent

The Investment Manager and the Custodian have both given and, as at the date of this PDS, have not withdrawn:

- written consent to be named in this PDS as the investment manager and custodian respectively of the Fund; and
- written consent to the inclusion of the statements made about them which are specifically attributed to them, in the form and context in which they appear.

The Investment Manager and the Custodian have not otherwise been involved in the preparation of this PDS or caused or otherwise authorised the issue of this PDS. Neither the Investment Manager, the Custodian nor their employees or officers accept any responsibility arising in any way for errors or omissions, other than those statements for which it has provided its written consent to Equity Trustees for inclusion in this PDS.

11.2 Constitution of the Fund

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

Equity Trustees' responsibilities and obligations, as the responsible entity of the Fund, are governed by the Constitution as well as the Corporations Act and general trust law. The Constitution contains a number of provisions relating to the rights, terms, conditions and obligations imposed on both Equity Trustees, as the responsible entity of the Fund, and investors. Some of the provisions of the Constitution are discussed elsewhere in this PDS.

Other provisions relate to an investor's rights under the Constitution, and include:

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

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

- how we calculate unit prices, the maximum amount of fees we can charge and expenses we can recover;
- when we can amend the Constitution - generally we can only amend the Constitution where we reasonably believe that the changes will not adversely affect investors' rights. Otherwise the Constitution can only be amended if approved at a meeting of investors. To the extent that any contract or obligation arises in connection with the acceptance by Equity Trustees of an application or reliance on this PDS by an investor, any amendment to the Constitution may vary or cancel that contract or obligation. Further, that contract or obligation may be varied or cancelled by a deed executed by Equity Trustees with the approval of a special resolution of investors, or without that approval if Equity Trustees considers the variation or cancellation will not materially and adversely affect investor's rights;

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

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

For example:

- subject to the Corporations Act we are not liable for acting in reliance and good faith on professional advice;
- subject to the Corporations Act we are not liable for any loss; 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 Responsible Entity of the Fund are governed by the Constitution of the Fund, the Corporations Act and general trust law, which require that we:

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

The Constitution also gives the Responsible Entity wide discretion to issue different unit classes and to determine the rights, obligations and restrictions attached to each class. As at the date of this PDS there is only one class of units, however the Responsible Entity has the discretion to issue further classes of units.

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

11.3 Non-listing of units

The units in the Fund are not listed on any stock exchange.

11.4 Termination of the Fund

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

11.5 Compliance plan

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

11.6 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 investors free of charge on request.

11.7 Indemnity

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

11.8 Anti-Money Laundering and Counter Terrorism Financing ("AML/CTF")

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

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

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

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

11.9 Common Reporting Standard ("CRS")

The CRS is developed by the Organisation of Economic Co-operation and Development and requires certain financial institutions resident in a participating jurisdiction to document

and identify reportable accounts and implement due diligence procedures. These financial institutions will also be required to report certain information on reportable accounts to their relevant local tax authorities.

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

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

11.10 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.

11.11 Indirect Investors

You may be able to invest indirectly in the Fund via an IDPS by directing the IDPS Operator to acquire units on your behalf. If you do so, you will need to complete the relevant forms provided by the IDPS Operator and not the Application Form accompanying the PDS. This will mean that you are an Indirect Investor in the Fund and not an investor or member of the Fund. Indirect Investors do not acquire the rights of an investor as such rights are acquired by the IDPS Operator who may exercise, or decline to exercise, these rights on your behalf.

Indirect Investors do not receive reports or statements from us and the IDPS Operator's application and withdrawal conditions determine when you can direct the IDPS Operator to apply or redeem. Your rights as an Indirect Investor should be set out in the IDPS Guide or other disclosure document issued by the IDPS Operator.

11.12 Foreign Account Tax Compliance Act ("FATCA")

In April 2014, the Australian Government signed an intergovernmental agreement ("IGA") with the United States of America ("U.S."), which requires all Australian financial institutions to comply with the FATCA regime.

Under FATCA, Australian financial institutions are required to collect and review their information to identify account holders that are U.S. residents and U.S. controlling persons that invest indirectly through certain passive entities. The information of such account holders is reported to the ATO. The ATO may then pass that information onto the U.S. Internal Revenue Service.

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

12. Glossary of important terms

Application Form

The Application Form that accompanies this PDS.

ASIC

Australian Securities and Investments Commission

AFSL

Australian Financial Services Licence.

Application Form

The Application Form that accompanies the PDS.

ASIC

Australian Securities and Investments Commission.

ATO

Australian Taxation Office.

AUSTRAC

Australian Transaction Reports and Analysis Centre.

Business Day

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

Buy/Sell Spread

The difference between the Application Price and Withdrawal Price of units in the Fund, which reflects the estimated transaction costs associated with buying or selling the assets of the Fund, when investors invest in or withdraw from the Fund.

Constitution

The document which contains the rights, responsibilities and beneficial interest of both investors and the Responsible Entity in relation to the Fund, as amended from time to time.

Corporations Act

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

Derivative

A financial contract whose value is based on, or derived from, an asset class such as shares, interest rates, currencies or currency exchange rates and commodities. Common Derivatives include options, futures and forward exchange contracts.

Equity Trustees

Equity Trustees Limited (ABN 46 004 031 298) who possess an AFSL No. 240975.

ARSN

638 818 685

GST

Goods and Services Tax.

IDPS

Investor-Directed Portfolio Service or investor-directed portfolio-like managed investment scheme. An IDPS is generally the vehicle through which an investor purchases a range of underlying investment options from numerous investment managers.

Indirect Investors

Individuals who invest in the Fund through an IDPS.

Net Asset Value (NAV)

Value of the investments of the Fund after deducting certain liabilities including income entitlements and contingent liabilities.

PDS

This product disclosure statement, issued by Equity Trustees, as updated from time to time.

Responsible Entity

Equity Trustees Limited.

US Person

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

(a) any citizen of, or natural person resident in, the US, its territories or possessions; or

(b) any corporation or partnership organised or incorporated under any laws of or in the US or of any other jurisdiction if formed by a US Person (other than by accredited investors who are not natural persons, estates or trusts) principally for the purpose of investing in securities not registered under the US Securities Act of 1933; or

(c) any agency or branch of a foreign entity located in the US; or

(d) a pension plan primarily for US employees of a US Person; or

(e) a US collective investment vehicle unless not offered to US Persons; or

(f) any estate of which an executor or administrator is a US Person (unless an executor or administrator of the estate who is not a US Person has sole or substantial investment discretion over the assets of the estate and such estate is governed by non-US law) and all the estate income is non-US income not liable to US income tax; or

(g) any Fund of which any trustee is a US Person (unless a trustee who is a professional fiduciary is a US Person and a trustee who is not a US Person has sole or substantial investment discretion over the assets of the trust and no beneficiary (or settlor, if the trust is revocable) of the trust is a US Person); or

(h) any discretionary account or similar account (other than an estate or trust) held by a dealer or other fiduciary for the benefit or account of a US Person; or

(i) any non-discretionary account or similar account (other than an estate or trust) held by a dealer or other fiduciary organised, incorporated or (if an individual) resident in the US for the benefit or account of a US Person.

Wholesale Client

In the case of an Australian investor, means a person or entity as defined under section 761G and 761GA of the Corporations Act.

Quest Long Short Australian Equities Fund

Application Form

This application form accompanies the Product Disclosure Statement ('PDS')/Information Memorandum ('IM') relating to units in the following product/s issued by Equity Trustees Limited (ABN 46 004 031 298, AFSL 240975). The PDS/IM contains information about investing in the Fund/Trust. You should read the PDS/IM in its entirety before applying.

- **Quest Long Short Australian Equities Fund**

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

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

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

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

We are required to collect certain information to comply with FATCA and CRS, please ensure you complete section 7.

If investing with an authorised representative, agent or financial adviser

Please ensure you, your authorised representative, agent and/or financial adviser also complete Section 6.

Financial adviser details and customer identification declaration

You do not need to provide copies of your certified identification documentation with your Application Form if this information has been provided to your licensed financial adviser and your licensed financial adviser has elected to retain this information, and agreed to make it available upon request, under Section 6 of this Application Form.

Provide certified copies of your identification documents

Please refer to section 9 on AML/CTF Identity Verification Requirements.

Send your documents & make your payment

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

Section 1 - Are you an existing investor in the Fund/Trust and wish to add to your investment?

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

☐

Yes, if you can tick both of the boxes below, complete Sections 2 and 8

☐

I/We confirm there are no changes to our identification documents previously provided.

☐

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

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

☐

No, please complete sections relevant to you as indicated below:

Investor Type:

☐

Individuals/Joint: complete section 2, 3, 6 (if applicable), 7, 8 & 9

☐

Companies: complete section 2, 4, 6 (if applicable), 7, 8 & 9

☐

Trusts/superannuation funds:

- with an individual trustee - complete sections 2, 3, 5, 6 (if applicable), 7, 8 & 9
- with a company as a trustee – complete sections 2, 4, 5, 6 (if applicable), 7, 8 & 9

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

Section 2 - Investment details

Investment to be held in the name(s) of (must include name(s) of investor(s))

Postal address

Suburb

State

Postcode

Country

Email address

Contact no.

Fund/Trust Name	APIR code	Application amount (AUD)
Quest Long Short Australian Equities Fund	ETL4748AU	\$

The minimum initial investment is \$50,000

Distribution Instructions

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

- ☐ **Reinvest distributions** if you select this option your distribution will be reinvested in the Fund/Trust
- ☐ **Pay distributions to the bank** if you select this option your distribution will be paid to the bank account below

Investor bank details

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

Financial institution name and branch location

BSB number

Account number

Account name

Payment method

- ☐ **Direct credit – pay to:**

Financial institution name and branch location	National Australia Bank Limited, 105 Miller Street, North Sydney, NSW 2060
BSB number	082-401
Account number	55 944 4446
Account name	Equity Trustees Limited as RE <Quest Long Short Australian Equities Fund>
Reference	<Investor Name>

Source of investment

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

Send your completed Application Form to:

Mainstream Fund Services Pty Ltd

GPO Box 4968 Sydney NSW 2001

Additional applications may be faxed to +61 2 9251 3525 or sent via email to registry@mainstreamgroup.com

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

Section 3 – Investor details – Individuals/Joint

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

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

Investor 1

Title	First name(s)	Surname	
Residential address (not a PO Box/RMB/Locked Bag)			
Suburb	State	Postcode	Country
Email address		Contact no.	
Date of birth (DD/MM/YYYY)		Tax File Number* – or exemption code	
Country of birth	Occupation		

Investor 2

Title	First name(s)	Surname	
Residential address (not a PO Box/RMB/Locked Bag)			
Suburb	State	Postcode	Country
Email address		Contact no.	
Date of birth (DD/MM/YYYY)		Tax File Number* – or exemption code	
Country of birth	Occupation		

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

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

☐ No	☐ Yes, please give details:

Section 4 – Investor details – Companies/Corporate Trustee

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

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

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

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

Suburb

State

Postcode

Country

Australian Company Number

Tax File Number* – or exemption code

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

Contact Person

Title

First name(s)

Surname

Email address

Contact no.

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

Registered Office Address (not a PO Box/RMB/Locked Bag)

Suburb

State

Postcode

Country

Registration details

Name of regulatory body

Identification number (e.g. ARBN)

Beneficial owners

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

Senior Managing Official and controlling person

(e.g. managing directors, senior executive etc. who are authorised to sign on the company's behalf, make policy, operational and financial decisions)

1	2
3	4

- ☐ Shareholders and other beneficial owners (shareholders and those who own directly, indirectly, jointly or beneficially 25% or more of the company's issued capital).

Beneficial owner 1

Title

First name(s)

Surname

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

Suburb

State

Postcode

Country

Date of birth (DD/MM/YYYY)

Beneficial owner 2

Title

First name(s)

Surname

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

Suburb

State

Postcode

Country

Date of birth (DD/MM/YYYY)

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

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

☐

No

☐

Yes, please give details:

Section 5 – Investor Details – Trusts/superannuation funds

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

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

Full name of trust or superannuation fund

Full name of business (if any)

Country where established

Australian Business Number* (if obtained)

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

Tax File Number* – or exemption code

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

Trustee details - How many trustees are there?

☐ **Individual trustee(s)** – complete section 3 – Investor details – Individuals/Joint

☐ **Company trustee(s)** – complete section 4 – Investor details – Companies/Corporate Trustee

☐ **Combination** – trustee(s) to complete each relevant section

Type of Trust

☐ **Registered Managed Investment Scheme**

Australian Registered Scheme Number (ARSN)

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☐ **Regulated Trust** (including self-managed superannuation funds and registered charities that are trusts)

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

Registration/Licence details

☐ **Other Trust (unregulated)**

Please describe

Beneficiaries of an unregulated trust

Please provide details below of any **beneficiaries** who directly or indirectly are entitled to an interest of 25% or more of the trust.

1	2
3	4

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

Please provide the full name of the settlor of the trust where the initial asset contribution to the trust was greater than \$10,000 and the settlor is not deceased:

Beneficial owners of an unregulated trust

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

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

Beneficial owner 1

Title	First name(s)	Surname	
Residential address (not a PO Box/RMB/Locked Bag)			
Suburb	State	Postcode	Country
Date of birth (DD/MM/YYYY)			

Beneficial owner 2

Title	First name(s)	Surname	
Residential address (not a PO Box/RMB/Locked Bag)			
Suburb	State	Postcode	Country
Date of birth (DD/MM/YYYY)			

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

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

☐	No	☐	Yes, please give details:	
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Section 6 – Authorised representative, agent and/or financial adviser

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

☐ I am an **authorised representative** or **agent** as nominated by the investor(s)

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

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

Full name of authorised representative or agent

Role held with investor(s)

Signature

Date

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

Name of adviser

AFSL number

Dealer group

Name of advisory firm

Postal address

Suburb

State

Postcode

Email address

Contact no.

Financial Adviser Declaration

- ☐ I/We hereby declare that I/we are not a US Person as defined in the PDS/IM.
☐ I/We hereby declare that the investor is not a US Person as defined in the PDS/IM.
☐ I/We have completed an appropriate Customer Identification Procedure (CIP) on this investor which meets the requirements (per type of investor) set out above,

AND EITHER

- ☐ I/We have attached the relevant CIP documents; **OR**
☐ I/We have not attached the CIP documents however I/We confirm that I have completed the AML/KYC checks on the investor(s) in accordance to the AUSTRAC's requirements. I/We also agree to provide Equity Trustees the relevant CIP documents on request.

Signature

Date

Access to information

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

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

Section 7 – Foreign Account Tax Compliance Act (FATCA), Common Reporting Standard (CRS) Self-Certification Form – ALL investors MUST complete

Sub-Section I - Individuals

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

1. Are you a US citizen or resident of the US for tax purposes?

☐ Yes: provide your Taxpayer Identification Number (TIN) or equivalent (or Reason Code if no TIN is provided) below and continue to question 2

Investor 1	
Investor 2	

☐ No: continue to question 2

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

☐ Yes: state each country and provide your TIN or equivalent (or Reason Code if no TIN is provided) for each jurisdiction below and skip to question 12

Investor 1	
Investor 2	

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

☐ No: skip to question 12

Reason Code:

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

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

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

Investor 1	
Investor 2	

Sub-Section II - Entities

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

3. Are you an Australian complying superannuation fund?

☐ Yes: skip to question 12

☐ No: continue to question 4

FATCA

4. Are you a US Person?

☐ Yes: continue to question 5

☐ No: skip to question 6

5. Are you a Specified US Person?

☐ Yes: provide your TIN below and skip to question 7

☐ No: indicate exemption type and skip to question 7

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

☐ Yes: provide your Global Intermediary Identification Number (GIIN)

If you do not have a GIIN, please provide your FATCA status below and continue to question 7

☐ **Exempt Beneficial Owner, provide type below:**

- ☐ **Deemed-Compliant FFI (other than a Sponsored FI or a Trustee Documented Trust), provide type below:**
- ☐ **Non-Participating FFI, provide type below:**
- ☐ **Sponsored Financial Institution. Please provide the Sponsoring Entity's name and GIIN:**
- ☐ **Trustee Documented Trust. Please provide your Trustee's name and GIIN:**
- ☐ **Other, provide details:**

☐ No: continue to question 7

CRS

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

☐ Yes: state each country and provide your TIN or equivalent (or Reason Code if no TIN is provided) for each jurisdiction below and continue to question 8

Investor 1	
Investor 2	

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

Reason Code:

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

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

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

Investor 1	
Investor 2	

☐ No: continue to question 8

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

☐ Yes: specify the type of Financial Institution below and continue to question 9

- ☐ Reporting Financial Institution
- ☐ Non-Reporting Financial Institution:
- ☐ Trustee Documented Trust
 - ☐ Other: please specify: _____

☐ No: skip to question 10

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

☐ Yes: skip to question 11

☐ No: skip to question 12

Non-Financial Entities

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

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

- ☐ Governmental Entity, International Organisation or Central Bank
☐ Other: please specify:

☐ No: you are a Passive Non-Financial Entity (Passive NFE). Continue to question 11

Controlling Persons

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

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

Controlling person 1

Title	First name(s)	Surname
Residential address (not a PO Box/RMB/Locked Bag)		
Suburb	State	Postcode
Date of birth (DD/MM/YYYY)		Country
Country of tax residence		
TIN or equivalent	Reason Code if no TIN provided	

Controlling person 2

Title	First name(s)	Surname
Residential address (not a PO Box/RMB/Locked Bag)		
Suburb	State	Postcode
Date of birth (DD/MM/YYYY)		Country
Country of tax residence		
TIN or equivalent	Reason Code if no TIN provided	

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

Reason Code:

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

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

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

Investor 1	
Investor 2	

☐ No: continue to question 12

12. Signature and Declaration – ALL investors must sign

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

Investor 1

Name of individual/entity

Name of authorised representative

Signature

Date

Investor 2

Name of individual/entity

Name of authorised representative

Signature

Date

Section 8 – Declarations – ALL investors MUST complete

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

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

- I/We have received the PDS/IM and made this application in Australia (and/or New Zealand for those offers made in New Zealand).
- I/We have read the PDS/IM to which this Application Form applies and agree to be bound by the terms and conditions of the PDS/IM and the Constitution of the relevant Fund/Trust in which I/we have chosen to invest.
- I/We have considered our personal circumstances and, where appropriate, obtained investment and/or taxation advice.
- I/We hereby declare that I/we are not a US Person as defined in the PDS/IM.
- I/We acknowledge that (if a natural person) I am/we are 18 years of age or over and I am/we are eligible to hold units in the Fund/Trust in which I/We have chosen to invest.
- I/We acknowledge and agree that Equity Trustees has outlined in the PDS/IM provided to me/us how and where I/we can obtain a copy of the Equity Trustees Group Privacy Statement.
- I/We consent to the transfer of any of my/our personal information to external third parties including but not limited to fund administrators, fund investment manager(s) and related bodies corporate who are located outside Australia for the purpose of administering the products and services for which I/we have engaged the services of Equity Trustees or its related bodies corporate and to foreign government agencies for reporting purposes (if necessary).
- I/we hereby confirm that the personal information that I/we have provided to Equity Trustees is correct and current in every detail, and should these details change, I/we shall promptly advise Equity Trustees in writing of the change(s).
- I/We agree to provide further information or personal details to the Responsible Entity if required to meet its obligations under anti-money laundering and counter-terrorism legislation, US tax legislation or reporting legislation and acknowledge that processing of my/our application may be delayed and will be processed at the unit price applicable for the Business Day as at which all required information has been received and verified.
- If I/we have provided an email address, I/we consent to receive ongoing investor information including PDS/IM information, confirmations of transactions and additional information as applicable via email.
- I/We acknowledge that Equity Trustees does not guarantee the repayment of capital or the performance of the Fund/Trust or any particular rate of return from the Fund/Trust.
- I/We acknowledge that an investment in the Fund/Trust is not a deposit with or liability of Equity Trustees and is subject to investment risk including possible delays in repayment and loss of income or capital invested.
- I/We acknowledge that Equity Trustees is not responsible for the delays in receipt of monies caused by the postal service or the investor's bank.
- If I/we lodge a fax application request, I/we acknowledge and agree to release, discharge and agree to indemnify Equity Trustees from and against any and all losses, liabilities, actions, proceedings, account claims and demands arising from any fax application.
- If I/we have completed and lodged the relevant sections on authorised representatives, agents and/or financial advisers on the Application Form then I/we agree to release, discharge and indemnify Equity Trustees from and against any and all losses, liabilities, actions, proceedings, account claims and demands arising from Equity Trustees acting on the instructions of my/our authorised representatives, agents and/or financial advisers.
- If this is a joint application each of us agrees that our investment is held as joint tenants.
- I/We acknowledge and agree that where the Responsible Entity, in its sole discretion, determines that:
 - I/we are ineligible to hold units in a Fund/Trust or have provided misleading information in my/our Application Form; or
 - I/we owe any amounts to Equity Trustees, then I/we appoint the Responsible Entity as my/our agent to submit a withdrawal request on my/our behalf in respect of all or part of my/our units, as the case requires, in the Fund/Trust.
- **For Wholesale Clients*** - I/We acknowledge that I am/we are a Wholesale Client (as defined in Section 761G of the Corporations Act 2001 (Cth)) and are therefore eligible to hold units in the Fund/Trust.
- **For New Zealand applicants*** - I/we have read the terms of the offer relating to New Zealand investors, including the New Zealand warning statement.
- **For New Zealand Wholesale Investors*** - I/We acknowledge and agree that:
 - I/We have read the "New Zealand Wholesale Investor Fact Sheet" and PDS/IM or "New Zealand Investors: Selling Restriction" for the Fund/Trust;
 - I am/We are a Wholesale Investor and am/are therefore eligible to hold units in the Fund/Trust; and
 - I/We have not:
 - Offered, sold, or transferred, and will not offer, sell, or transfer, directly or indirectly, any units in the Fund/Trust;
 - Granted, issued, or transferred, and will not grant, issue, or transfer, any interests in or options over, directly or indirectly, any units in the Fund/Trust; and
 - Distributed and will not distribute, directly or indirectly, the PDS/IM or any other offering materials or advertisement in relation to any offer of units in the Fund/Trust,

- in each case in New Zealand, other than to a person who is a Wholesale Investor; and
- I/We will notify Equity Trustees if I/we cease to be a Wholesale Investor; and
- I/We have separately provided a signed Wholesale Investor Certification located at the end of this Application Form.

All references to Wholesale Investor in this Declaration are a reference to Wholesale Investor in terms of clause 3(2) of Schedule 1 of the Financial Markets Conduct Act 2013 (New Zealand).

* Disregard if not applicable.

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

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

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

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

Investor 1

Name of individual /entity

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

Signature

Date

Company Seal (if applicable)

Investor 2

Name of individual/entity

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

Signature

Date

Section 9 – AML/CTF Identity Verification Requirements

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

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

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

Who can certify?

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

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

When certifying documents, the following process must be followed:

- All copied pages of original proof of ID documents must be certified.
- The authorised individual must ensure that the original and the copy are identical; then write or stamp on the copied document "certified true copy". This must be followed by the date and signature, printed name and qualification of the authorised individual.
- In cases where an extract of a document is photocopied to verify customer ID, the authorised individual should write or stamp "certified true extract"

GROUP A – Individuals/Joint

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

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

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

Column A	Column B
☐ Australian birth certificate. ☐ Australian citizenship certificate. ☐ Pension card issued by Department of Human Services.	☐ 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 – Companies

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

- ☐ A certified copy of the company's Certificate of Registration or incorporation issued by ASIC
- ☐ A copy of information regarding the company's licence or other information held by the relevant Commonwealth, State or Territory regulatory body e.g. AFSL, RSE, ACL etc.
- ☐ A full company search issued in the previous 3 months.
- ☐ If the company is listed on an Australian securities exchange, provide details of the exchange and the ticker (issuer) code.
- ☐ If the company is a majority owned subsidiary of a company listed on an Australian securities exchange, provide details of the exchange and the ticker (issuer) code for the holding company.

For Foreign Companies, provide one of the following:

- ☐ A certified copy of the company's Certificate of Registration or incorporation issued by the foreign jurisdictions in which the company was incorporated, established or formed.
- ☐ A certified copy of the company's articles of association or constitution.
- ☐ A copy of a company search on the ASIC database or relevant foreign registration body.

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

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

A beneficial owner of a company is any customer entitled (either directly or indirectly) to exercise 25% or more of the voting rights, including a power of veto, or who holds the position of senior managing official (or equivalent).

GROUP C – Trusts

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

- ☐ A copy of the company search of the relevant regulator's website e.g. APRA, ASIC, or ATO.
- ☐ A copy or relevant extract of the legislation establishing the government superannuation fund sourced from a government website.
- ☐ A copy from the ACNC of information registered about the trust as a charity
- ☐ Annual report or audited financial statements.
- ☐ A certified copy of a notice issued by the ATO within the previous 12 months.
- ☐ A certified copy of the Trust Deed

For all other Unregulated trust (including Foreign trust), provide the following:

- ☐ A certified copy of the Trust Deed.
If the trustee is an individual, please also provide verification documents for one trustee as listed under Group A.
If the trustee is a company, please also provide verification documents for a company as listed under Group B.

GROUP D – Authorised Representatives and Agents

In addition to the above entity groups:

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

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