

10 December 2018

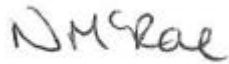
ASX Limited  
ASX Market Announcements Office  
Exchange Centre  
20 Bridge Street  
Sydney NSW 2000

**ActiveX Ardea Real Outcome Bond Fund (Managed Fund)**  
**Re: Product Disclosure Statement**

Fidante Partners Limited makes this announcement in relation to the ActiveX Ardea Real Outcome Bond Fund (Managed Fund) (**XARO**). XARO is expected to commence trading on the AQUA market of the Australian Securities Exchange on Monday 10 December 2018.

A copy of the XARO Product Disclosure Statement is attached.

Yours faithfully



Naomi McRae  
Company Secretary

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# ActiveX Ardea Real Outcome Bond Fund (Managed Fund)

## Product Disclosure Statement

### Issue date

30 November 2018

### Issued by

 Fidante Partners Limited

ABN 94 002 835 592

AFSL 234668

ActiveX Ardea Real Outcome Bond Fund (Managed Fund) is a class of units in the registered managed investment scheme the ActiveX Trust ARSN 629 403 925

**ASX Code: XARO**

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## About this Product Disclosure Statement (PDS)

This document is the product disclosure statement for the ActiveX Ardea Real Outcome Bond Fund (Managed Fund) (the **Fund**, ASX Code XARO) which is a separate class of units in respect of the registered managed investment scheme the ActiveX Trust (ARSN 629 403 925). References in this PDS to the Fund are to the ActiveX Ardea Real Outcome Bond Fund (Managed Fund) as a separate class of units in the registered managed investment scheme the ActiveX Trust. No other fund, trust or class of units are offered in this PDS.

The Fund will be treated as a separate trust. Fidante Partners Limited (ABN 94 002 835 592, AFSL 234668) (**Fidante Partners, we, our, us, Responsible Entity**) is the Responsible Entity of the ActiveX Trust and issuer of this PDS. Our ultimate parent is Challenger Limited (ABN 85 106 842 371). We have appointed Ardea Investment Management Pty Ltd (ABN 50 132 902 722, AFSL 329828) (**Ardea** or the **investment manager**) as the investment manager of the Fund.

A copy of this PDS has been lodged with the Australian Securities & Investments Commission (**ASIC**). As at the date of this PDS, the units in the Fund are yet to be quoted for trading on the ASX. An application has been made to the ASX for units in the Fund issued pursuant to this PDS to be quoted for trading on the AQUA market of the ASX under the AQUA Rules. We will only accept applications to create units once the exposure period for the PDS has expired. The exposure period expires 7 days after lodgement of the PDS with ASIC, subject to possible extension by ASIC for a further period of up to 7 days. Neither ASIC nor the ASX take any responsibility for the contents of this PDS.

In preparing this PDS we did not take into account your particular investment objectives, financial circumstances or needs. As investors' needs and aspirations differ, you should consider whether investing in the Fund is appropriate for you in light of your particular objectives, financial circumstances or needs. You should also obtain independent advice before investing in the Fund, particularly about individual matters such as taxation, retirement planning and investment risk tolerance.

Neither Fidante Partners, nor any related entity, nor Ardea guarantees the repayment of your capital or the performance of your investment or any particular taxation consequences of investing. Fidante Partners authorises the use of this PDS as disclosure to investors and potential investors who wish to access the Fund.

By investing in the Fund, you confirm that you have received a copy of the current PDS to which your investment relates, that you have read it and agree to the terms contained in it, and that you agree to be bound by the terms of the current PDS and the current Constitution (each as amended from time to time).

The information in this PDS is up-to-date at the time of preparation. However, some information can change from time-to-time. If a change is considered materially adverse we will issue a supplementary PDS or replacement PDS. For updated or other information about the Fund (such as performance), please contact your financial adviser, call our Investor Services team, or visit our website. We will send you a copy of the updated information free of charge upon request.

### The offer

The offer or invitation to subscribe for units in the Fund under this PDS is only available to persons who have been authorised as trading participants under the ASX Operating Rules (**Authorised Participants**) and, where required, have entered into a relevant Authorised Participant Agreement.

Investors who are not Authorised Participants looking to acquire units in the Fund cannot invest through this PDS but may do so through the ASX. Please consult your stockbroker or financial adviser. Investors who are not Authorised Participants may use this PDS for information purposes only to assess the merits of investing in the Fund.

The offer or invitation to subscribe for units in the Fund under this PDS is only available to persons receiving this PDS in Australia and is subject to the terms and conditions described in this PDS.

All references to dollars are in Australian dollars. Capitalised terms in this PDS are defined terms and are listed in the Glossary section in this PDS or defined elsewhere in the PDS.

### Consent

Ardea has provided consent to the statements about it in the form and context in which they are included. Ardea was not otherwise involved in the preparation and distribution of this PDS and is not responsible for the issue of this PDS, nor is it responsible for any particular part of this PDS other than those parts that refer to it. Ardea has not withdrawn its consent before the date of this PDS.

Link Market Services Limited (ABN 54 083 214 537) (**Link**) has provided consent to being named in the form and context in which it is named in the PDS. Link was not otherwise involved in the preparation and distribution of this PDS and is not responsible for the issue of this PDS, nor is it responsible for any particular part of this PDS other than those parts that refer to it. Link has not withdrawn its consent before the date of this PDS.

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## Contact details

### Unit Registry - Link Market Services

<b>Phone</b>	1800 441 104
<b>Email</b>	activex@linkmarketservices.com.au
<b>Mail</b>	Link Market Services Locked Bag A14 Sydney South NSW 1235

### Fidante Investor Services

<b>Phone</b>	Investor Services team 13 51 53 (during Sydney business hours) or +612 9994 7000 from outside Australia (during Sydney business hours)
<b>Email</b>	info@fidante.com.au
<b>Mail</b>	Fidante Partners Reply Paid 86049 Sydney NSW 2001

# About Ardea

Ardea Investment Management is a specialist, boutique fixed income investment manager with a focus on delivering stable, risk-controlled returns to investors. With extensive capabilities across Australian and global government bonds, fixed income derivatives, inflation linked securities and credit markets, Ardea has a long and successful track record actively managing a range of domestic and global fixed income strategies, including absolute return, benchmark aware and objective based solutions. Ardea's investment philosophy is based on a relative value approach to persistently identifying and exploiting fixed income pricing inefficiencies to generate reliable, volatility-controlled returns.

Ardea's investment approach seeks to generate alpha through multiple investment strategies while carefully managing risk through diversification. They believe that accurate and transparent risk measurement is fundamental to making intelligent investment decisions and producing the anticipated return outcomes. Ardea customises their investment approach by switching on, off, or scaling, their broad investment strategies – credit, interest rates and arbitrage.

## About the Responsible Entity

Fidante Partners is the Responsible Entity of the ActiveX Trust. As Responsible Entity, we are responsible for overseeing the operations of the Fund.

Fidante Partners forms long-term alliances with talented investment professionals to create, grow and support specialist, boutique funds management businesses. We have appointed Ardea as the investment manager of the Fund. Ardea will make decisions about buying and selling assets of the Fund. Fidante Partners provides back office, marketing, distribution, administration, compliance services to Ardea, allowing Ardea the freedom to focus on investing and managing the assets of the Fund.

ActiveX is a series of actively managed exchange traded funds (ETFs) featuring some of Australia's most successful boutique investment managers. ActiveX has been created by Fidante Partners with the aim of providing investors with easier access to the extensive investment expertise of our boutique investment managers.

The Fund primarily invests into the Ardea Real Outcome Fund (**Underlying Fund**), an existing unlisted registered managed investment scheme also managed by Ardea, of which Fidante Partners is also the responsible entity.

## Active Exchange Traded Funds

Exchange Traded Funds (**ETFs**) are quoted managed investment schemes that provide the opportunity to buy a portfolio of assets in a single transaction. An 'Active ETF' is an ETF that has an investment manager appointed to make decisions about its underlying portfolio allocation with a goal to outperform a target benchmark.

## The benefits of using Active ETFs

- **Diversification:** Active ETFs provide the ability to diversify a portfolio through holding a single security and to create a diversified portfolio of ETFs across asset classes.
- **Liquidity & Flexibility:** an Active ETF enables investors to trade on the ASX any time during market hours. This flexibility provides an efficient way to implement asset allocation changes to a portfolio.
- **Transparency:** assets held by the Active ETF are disclosed daily, enabling full transparency.

## Significant features and benefits of the Fund

Investing in the Fund offers investors a range of benefits including the following:

- **Unique 'relative value' investment strategy:** the Fund adopts a relative value investment strategy to access a range of fixed income return sources that are independent of interest rates.
- **Tight risk control:** the Fund specifically targets low volatility returns by using a range of risk management strategies.
- **Diversification benefits:** the Fund offers significant diversification benefits when combined with conventional bond, credit and equity investments in an investment portfolio.
- **Capital preservation:** the Fund prioritises capital preservation by only investing in high quality government bonds, related derivatives and cash like investments.
- **Protect long term purchasing power:** the Fund explicitly targets a return exceeding Australian inflation rates to protect long term purchasing power.
- **Daily liquidity:** the Fund only invests in the most liquid segments of global fixed income markets.
- **Experienced and stable investment team:** Ardea's investment team has decades of experience across global fixed income markets. Majority employee ownership of the Ardea business fosters team stability.

# Key Information Summary

Feature	Details	Refer to section
<b>Fund name</b>	ActiveX Ardea Real Outcome Bond Fund (Managed Fund)	
<b>ASX Code</b>	XARO	
<b>Investment Objective</b>	The Fund targets a stable return in excess of inflation over the medium term.	
<b>Benchmark</b>	CPI	
<b>Standard Risk Measure</b>	Low to medium risk - the Fund has the potential to offer a greater level of capital stability over the long term in return for potentially lower returns when compared to other investments. Refer to 'Additional information about the Fund's investments' for further information about the Fund's risk.	'How Ardea invests your money'
<b>Type of Investment</b>	The Fund is a managed fund which has been established as a separate class of units in the ActiveX Trust, a registered managed investment scheme. Investors in the Fund acquire units in that specific class of units and the assets of the Fund are held on trust for the investors in the specific class that relates to the Fund. The Fund is administered as a separate trust by Fidante Partners. The Fund's units will trade on the AQUA market on the ASX. An application has been made to the ASX for units in the Fund to be quoted for trading on the AQUA market of the ASX. This means investors have the opportunity to buy or sell a diversified portfolio of assets in a single transaction.	
<b>About the Fund</b>	<p>The Fund is a class of units in the ActiveX Trust and gains its exposure by investing in the Ardea Real Outcome Fund (ARSN 158 996 699) (<b>Underlying Fund</b>) and cash. <b>In this PDS, where we refer to the Fund's investments we generally do so on a 'look-through' basis; that is, we are referring to the underlying assets that the Fund is exposed to through its investment in the Underlying Fund.</b> The Fund primarily uses government bonds to create a diversified portfolio of high quality fixed income securities that seek to prioritise liquidity and capital preservation.</p> <p>The Fund is intended to be suitable for investors who are seeking some income, along with protection against inflation, and the potential for capital growth over the long term.</p> <p><b>Investment approach</b></p> <p>The investment approach is based on generating returns from relative value strategies that aim to exploit mispricing between comparable fixed income securities, such as government bonds, which are related to each other and have similar risk characteristics, but are priced differently. Ardea believes this type of mispricing exists because fixed income markets are inefficient. As this inefficiency is persistent over time and through market cycles, Ardea have built a repeatable investment process around capturing this mispricing.</p> <p>From Ardea's experience, combining a large and diverse range of such relative value opportunities, with risk management strategies to remove unwanted market risk, can deliver reliable risk-adjusted returns independent of the direction of interest rates or broader market fluctuations.</p> <p><b>Investment universe and portfolio construction</b></p> <p>The Fund primarily invests in liquid and high quality Australian and global government bonds, semi-government bonds, interest rate derivatives, and short term money market instruments.</p> <p>The Fund may have up to 25% exposure to offshore government bonds. In addition, the Fund may also use derivatives to gain additional exposure to non-Australian interest rates. The Fund's net cash and derivative value will not exceed 10% of the net asset value (<b>NAV</b>) of the Fund.</p>	'How Ardea invests your money'

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Feature	Details	Refer to section									
<b>About the Fund (Continued)</b>	<p>The Fund is allowed to enter into repurchase agreements. A repurchase agreement is a money-market instrument generally used to raise funds in the short term. A party will sell a government security (such as a government bond), and will then buy the security back at a pre-agreed price in the near future. Any proceeds from repurchase agreements may be invested in nominal government bonds and inflation linked government bonds, as well as short-dated bank bills, negotiable certificates of deposits and promissory notes, with predominantly less than six months to maturity (rated A1 (or equivalent) or better).</p> <p>Portfolios are constructed to achieve risk diversification by combining many modestly sized and uncorrelated relative value positions, so that no single position becomes a dominant driver of overall portfolio risk. Ardea believe this approach delivers more stable returns, with lower risk, compared to portfolios with large directional positions that can overwhelm a Fund's risk/return profile.</p> <p>Portfolios also include risk management strategies that are explicitly designed to remove unwanted market risk and also profit during periods of market stress, thereby protecting against general volatility and adverse market movements. Combining a large and diverse range of relative value positions with such risk management strategies provides the risk balance that can enable portfolios to deliver reliable risk-adjusted returns independent of broader market fluctuations.</p>										
<b>Strategic asset allocation ranges</b>	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="background-color: #1a3d54; color: white;">Asset Class</th> <th style="background-color: #1a3d54; color: white;">Min (%)</th> <th style="background-color: #1a3d54; color: white;">Max (%)</th> </tr> </thead> <tbody> <tr> <td>Commonwealth government bonds, semi-government bonds and overseas government bonds</td> <td style="text-align: center;">90</td> <td style="text-align: center;">100</td> </tr> <tr> <td>Net cash and derivative value<sup>1</sup></td> <td style="text-align: center;">0</td> <td style="text-align: center;">10</td> </tr> </tbody> </table> <p><sup>1</sup>This includes inflation derivatives, interest rate derivatives, repurchase agreements, bank bills and negotiable certificates of deposit.</p> <p>The above are asset allocation ranges for the Underlying Fund, which as previously explained, the Fund will invest in together with some cash. If market movements, investments into or withdrawals from the Underlying Fund, or changes in the nature of an investment, cause the Underlying Fund to move outside these ranges, or a limit set out in this PDS, this will be addressed by us or Ardea as soon as reasonably practicable.</p> <p>In implementing the investment strategy for the Fund, the Fund will always hold 90% or more of the NAV of the Fund in physical securities (namely, Commonwealth government bonds, semi-government bonds and overseas government bonds) and no more than 10% of the NAV in aggregate (net) derivative value and related cash and cash-like instruments.</p>	Asset Class	Min (%)	Max (%)	Commonwealth government bonds, semi-government bonds and overseas government bonds	90	100	Net cash and derivative value <sup>1</sup>	0	10	'How Ardea invests your money'
Asset Class	Min (%)	Max (%)									
Commonwealth government bonds, semi-government bonds and overseas government bonds	90	100									
Net cash and derivative value <sup>1</sup>	0	10									

Authorised Participants - Creating and redeeming units		
<b>Creating</b>	<p>The offer for units in the Fund made in this PDS is only available to Authorised Participants.</p> <p>An application to create units is subject to the minimum cash application amount of \$500,000.00.</p> <p>Only whole units in the Fund will be issued. Accordingly, applications will be rounded up to the next whole unit, with a balancing cash amount being payable by the Authorised Participant to the Fund equal to the difference between its original cash application amount and the amount required for the issue of the whole number of units after rounding.</p> <p>A valid application request must be received in our Sydney office before 2:00pm Sydney time on a NSW business day (referred to as the <b>transaction cut-off</b> time).</p> <p>An Authorised Participant may make an application to create units by completing the <i>Application for Creation/Redemption Form</i> and paying to the Fund the cash application and balancing amount.</p> <p>Once quoted (and subject to market conditions), investors may purchase units on the ASX. The purchase of units on the ASX is not governed by the terms of this PDS and therefore the minimum investment requirement does not apply to units purchased on the ASX. Please see 'Investors – entering and exiting the Fund' below for further information.</p>	'Investing in the Fund'

Feature	Details	Refer to section
<b>Redeeming</b>	<p>Units in the Fund can only be redeemed by an Authorised Participant who is an Australian Resident.</p> <p>An application to redeem units is subject to the minimum cash redemption amount of \$100,000.00.</p> <p>Only whole units in the Fund will be redeemed. Accordingly, redemptions will be rounded down to the next whole unit. This will result in a redemption amount paid out by the Responsible Entity that is less than the requested redemption amount, the difference equal to the difference between the requested cash redemption amount and the amount resulting from the redemption of whole units.</p> <p>A valid redemption request must be received in our Sydney office before 2:00pm Sydney time on a NSW business day (referred to as the <b>transaction cut-off</b> time).</p> <p>An Authorised Participant can make an application to redeem units by completing the <i>Application for Creation/Redemption Form</i>. Following the cancellation of units we will transfer a corresponding cash amount.</p> <p>Once quoted (and subject to market conditions), investors may sell their units on the ASX. The sale of units on the ASX is not governed by this PDS and therefore the minimum redemption requirement does not apply to units sold on the ASX. Please see 'Investors – entering and exiting the Fund' below for further information.</p> <p>An investor who is not an Authorised Participant can only redeem units in the special circumstances described in the section 'Investing in the Fund'.</p>	'Investing in the Fund'
<b>Investors – entering and exiting the Fund</b>		
<b>Entering and exiting the Fund</b>	Investors can enter and exit the Fund by buying and selling units on the AQUA market on the ASX. The price investors enter and exit the Fund will be the price at which they buy or sell the units on the ASX AQUA market.	'Investing in the Fund'
<b>Market Liquidity</b>	Investors can buy and sell units from/to other investors in the secondary market in the same way as other listed ASX securities. The Authorised Participant may provide liquidity to investors by acting as a buyer and seller of units. The Responsible Entity has entered into a market making agreement with the Authorised Participant to facilitate this liquidity ( <b>Market Maker Agreement</b> ).	
<b>Fees and other costs</b>		
<b>Contribution Fee</b>	Nil	'Fees and other costs'
<b>Withdrawal Fee</b>	Nil	
<b>Management costs</b>	<p>The management costs of the Fund are 0.50% p.a. of the net asset value of the Fund and are comprised of the following components:</p> <p><b>Management fee:</b> 0.50% p.a. of the net asset value of the Fund.</p> <p><b>Indirect costs:</b> We estimate the indirect costs of the Fund will be 0.00% p.a. of the net asset value of the Fund.</p> <p><b>Recoverable expenses:</b> We estimate the recoverable expenses of the Fund will be 0.00%p.a. of the net asset value of the Fund. We currently pay normal operating expenses and investment expenses of the Fund from our management fee and do not recover these from the Fund. We may, however, recover any abnormal expenses from the Fund, such as the costs of investor meetings.</p>	
<b>Other important features</b>		
<b>Net Asset Value</b>	The assets of the Fund are valued by Fidante Partners. The net asset value ( <b>NAV</b> ) of the Fund is calculated on each business day in accordance with the Constitution. The NAV will incorporate the last available NAV of the Underlying Fund, the value of any directly held investments (e.g. cash), less any liabilities of the Fund. The NAV per unit is calculated by dividing the NAV of the Fund by the number of units on issue in the Fund.	'Additional information'
<b>Risks</b>	All investments carry some degree of risk. Please refer to the risk section for details regarding the specific risks of the Fund.	'Risks of investing in managed investment schemes'



Feature	Details	Refer to section
<b>Distributions</b>	<p>The distribution period will generally be quarterly (i.e. 31 March, 30 June, 30 September and 31 December each year)</p> <p>Information in relation to distributions will be disclosed to the ASX via the ASX Market Announcements Platform.</p> <p>You can find more information about this feature in the section 'Additional Information'.</p>	'Additional information'
<b>Underlying Fund</b>	<p>The Fund gains its investment exposure via the Ardea Real Outcome Fund (referred to as the Underlying Fund) and cash. Within the Underlying Fund, a separate class of units (ETF Class units) has been established. This is to facilitate investments by the Fund into the Underlying Fund. The ETF Class of units in the Underlying Fund are offered under materially the same terms as existing Class A units in the Underlying Fund other than in relation to fees.</p>	
<b>Website</b>	<p>The following information can be obtained from our website at <a href="http://www.fidanteactivex.com.au">www.fidanteactivex.com.au</a>:</p> <ul style="list-style-type: none"> <li>• the Fund's daily NAV;</li> <li>• the Fund's daily NAV per Unit;</li> <li>• the underlying investments held by the Fund;</li> <li>• copies of announcements made to the ASX via the ASX Market Announcements Platform (including continuous disclosure notices, redemption and distribution information);</li> <li>• the total number of Managed Fund securities on issue;</li> <li>• copies of the latest PDS; and</li> <li>• copies of Annual Reports and financial statements.</li> </ul>	'Additional information'

# About AQUA Rules and CHESS

An application has been made to the ASX for the units in the Fund to be quoted for trading on the AQUA market of the ASX under the AQUA Rules. The AQUA Rules form part of the ASX Operating Rules, however, the Fund will not be listed on the ASX under the ASX Listing Rules.

The AQUA Rules have been designed to offer greater flexibility and liquidity than the ASX Listing Rules and are specifically designed for managed funds, ETFs and structured products.

In operational terms, the market for products quoted under the AQUA Rules operates in the same way that it does for listed equities, with continuous matching of bids and offers and an opening and closing auction.

As most investors are more familiar with the ASX Listing Rules, it is important to note the main differences between the AQUA Rules and the ASX Listing Rules which are set out below.

ASX Listing Rules	ASX AQUA Rules
<b>Control</b>	
<p>An issuer controls the value of its own securities and the business it runs.</p> <p>The value of those securities is directly influenced by the equity issuer's performance and conduct.</p> <p>e.g. the management and board generally control the fate of the business and, therefore, have direct influence over the share price.</p>	<p>An issuer does not control the value of the assets underlying its products.</p> <p>It offers products that give investors exposure to the underlying assets – such as shares, bonds, indices, currencies or commodities.</p> <p>The value (price) of products quoted under the AQUA Rules is dependent upon the performance of the underlying assets rather than the financial performance of the issuer itself.</p> <p>E.g. A managed fund issuer does not control the value of the shares it invests in.</p>
<b>Continuous Disclosure</b>	
<p>Products under the ASX Listing Rules are subject to the continuous disclosure requirements under ASX Listing Rule 3.1 and section 674 of the Corporations Act.</p>	<p>Issuers of products quoted under the AQUA Rules are not subject to the continuous disclosure requirements under ASX Listing Rule 3.1 and section 674 of the Corporations Act but must disclose information about:</p> <ul style="list-style-type: none"> <li>• the net tangible assets (NTA) or the NAV of the funds;</li> <li>• dividends, distributions and other disbursements; and</li> <li>• redemptions; and</li> <li>• any other information that is required to be disclosed to ASIC under section 675 of the Corporations Act must be disclosed to ASX via the ASX Company Announcement Platform at the same time it is disclosed to ASIC.</li> </ul> <p>The AQUA Rules require an issuer of a product quoted under the AQUA Rules to provide the ASX with information that the non-disclosure of which may lead to the establishment of a false market in its products or would materially affect the price of its products.</p>
<b>Periodic Disclosure</b>	
<p>Issuers must disclose their half yearly and annual financial information or their annual report to the ASX under Chapter 4 of the ASX Listing Rules.</p>	<p>Issuers of products quoted under the AQUA Rules are not required to disclose half yearly and annual financial information or annual report to the ASX. However, the Responsible Entity is required to lodge with ASIC and disclose to the ASX the Fund's financial reports (as required under Chapter 2M of the Corporations Act).</p>
<b>Corporate Control</b>	

**ASX Listing Rules****ASX AQUA Rules**

Requirements in the Corporations Act and the ASX Listing Rules in relation to matters such as takeover bids, share buy-backs, change of capital, new issuers, restricted securities, disclosure of directors' interests and substantial shareholdings apply to companies and schemes.

Certain requirements in the Corporations Act and the ASX Listing Rules in relation to matters such as takeover bids, buy-backs, change of capital, new issuers, restricted securities, disclosure of directors' interests and substantial shareholdings that apply to companies and listed schemes do not apply to products quoted under the AQUA Rules.

Issuers of products quoted under the AQUA Rules are subject to general requirements to provide the ASX with any information concerning itself that may lead to the establishment of a false market or materially affect the price of its products.

Section 601FM of the Corporations Act continues to apply in relation to the removal of a responsible entity of a registered managed investment scheme by an extraordinary resolution of members.

**Related Party Transactions**

Chapter 10 of the ASX Listing Rules, which relates to transactions between an entity and persons in a position to influence the entity, specifies controls over related party transactions.

Chapter 10 of the ASX Listing Rules does not apply to AQUA products.

Responsible entities of registered managed investment schemes are required to comply with the related party requirements in Part 5C.7 and Chapter 2E of the Corporations Act.

**Auditor Rotation**

There are specific requirements in relation to auditor rotation under Part 2M.4 Division 5 of the Corporations Act.

Issuers of products under the AQUA Rules are not subject to the requirements under Part 2M.4 Division 5 of the Corporations Act.

Responsible entities of registered managed investment schemes will continue to be required to undertake an independent audit of its compliance with its scheme's compliance plan in accordance with section 601HG of the Corporations Act.

**Disclosure**

Entities admitted under the ASX Listing Rules are subject to the requirements of the Corporations Act in relation to the issue of an offer document.

Products quoted under the AQUA Rules will also be subject to the requirements of the Corporations Act in relation to the issue of a PDS.

# How Ardea invests your money

## Additional information about the Fund's investments

### About the Underlying Fund's risk level

The risk level of the Fund, also known as the Standard Risk Measure, is based on the estimated number of negative annual returns that the Fund may experience in any 20-year period. In other words, it is a measure of the expected variability of the return of the Fund.

The Fund's anticipated risk level is 'Low to medium risk' – the Fund has the potential to offer a greater level of capital stability over the long term in return for potentially lower returns when compared to other investments. The estimated number of negative annual returns in any 20-year period based on this risk level is approximately between 1 and 2. **Note that this is an estimate only.** Negative annual returns may or may not occur in consecutive years and, should they be negative, the estimate does not indicate the size of the potential negative return (which may vary considerably from strategy to strategy).

The stated risk levels are based on industry guidance and are designed to allow investors to compare investments with different investment strategies and characteristics. However, investment managers and investment administrators may employ different methodologies to determine a risk level and therefore may not be representative of the same considerations. Furthermore, it is not a complete assessment of the risks of investing, nor does it indicate if an investment strategy is designed to meet an investor's investment objectives.

For further information, or to ask about the methodology for determining the risk level, please call Link on 1800 441 104.

### Borrowings of the Fund

The Constitution and the Underlying Fund's Constitution allow for borrowing, however, Ardea will generally not borrow on behalf of the Fund or the Underlying Fund, except from time to time to cover short-term cash flow needs or if emergency or extraordinary situations arise. Borrowings may be from a variety of sources, including related entities. Where funds are borrowed from related entities, the terms are set on a commercial and arm's length basis.

The availability and terms of borrowings are subject to the market for borrowings (including market conditions in debt and other markets) and therefore borrowings may not always be available. Lenders may refuse to provide borrowings, renew an existing borrowing facility or refuse to renew on commercially acceptable terms. This may be for reasons specific to the Fund or Underlying Fund (as relevant) or due to market-wide events.

We or Ardea may change the lending financial institution (if any) from time-to-time and may also seek to vary the terms of any borrowing facility where we believe it would be in the best interests of unitholders.

### Asset allocation ranges

The Fund, via its investment in the Underlying Fund, gains exposure to various investment markets and asset classes by investing directly into assets and/or indirectly via managed funds. References to asset allocations are references to the exposure to assets, not necessarily to the physical asset being held.

Refer to 'Key information summary' for strategic asset allocations for the Fund.

If market movements, investments into or withdrawals from the Fund, or changes in the nature of an investment cause the Fund to exceed these asset allocations, or a limit set out in the PDS, this will be addressed by us or Ardea as soon as reasonably practicable.

### How derivatives are used

The Fund, via its investment in the Underlying Fund, may at times invest in or obtain exposure to derivatives, such as futures, options, interest rate swaps and currency hedging.

The term 'derivative' is used to describe any financial product that has a value that is derived from another security, liability, or index.

Derivatives may be used to gain exposure when they offer a more cost-effective way of purchasing the underlying security. Derivatives can be used to implement investment decisions (including hedging), managing the duration of the Fund, and as a risk management tool (such as managing the effect of interest rates or foreign currency movements). They may also be used to adjust or implement investment decisions and to gain, or avoid, exposure to a particular market rather than purchasing physical assets.

The Constitution and the Underlying Fund Constitution permit the use of derivatives, however, Ardea does not intend to gear the Fund or the Underlying Fund through the use of derivatives. If market movements, investments into or withdrawals from the Fund, or changes in the nature of an investment result in the Fund being geared through derivatives, this will be addressed by Ardea or us as soon as reasonably practicable. Where the Fund or Underlying Fund uses derivatives, Ardea aims to manage the Fund and Underlying Fund so as to keep sufficient liquid assets in the Fund or Underlying Fund to meet all obligations associated with the derivatives.

The use of derivatives may expose the Fund to certain risks. Please refer to 'Derivative risk' for more information.

In implementing the investment strategy for the Fund, the Fund will always hold 90% or more of the NAV of the Fund in physical securities (namely, Commonwealth government bonds, semi-government bonds and overseas government bonds) and no more than 10% of the NAV in aggregate (net) derivative value and related cash and cash-like instruments.

Where over-the-counter (OTC) derivatives account for more than 5% of the NAV of the Fund, the aggregate exposure of the Fund to all OTC derivative counterparties, including assets held by the Fund as collateral under an OTC derivative, is managed so that it does not exceed a maximum of 10% of the NAV of the Fund. Only cash may be held by the Fund as collateral under an OTC derivative.

For OTC derivatives, limits on counterparty exposure are in place so that the Fund's portfolios do not have excessive counterparty exposure and margining is managed daily. Counterparty limits are established and monitored by us and third-party service providers. The ratings of counterparties are monitored daily and any changes to ratings are updated.

In respect of the OTC derivatives, Fidante Partners must disclose on a monthly basis:

- the aggregate exposure of the Fund to all OTC derivative counterparties as a percentage of the NAV of the Fund; and
- the value of the assets held by the Fund (excluding the value of the OTC derivatives but including any collateral obtained under the OTC derivatives) as a percentage of the NAV of the Fund.

Where the NAV of the Fund has been reduced to reflect a discount of the value of an OTC derivative, Fidante Partners must disclose how such discounting has affected the relevant percentages relating to the aggregate exposure of the Fund to all OTC derivative counterparties or value of the assets held by the Fund (as applicable).

This information relating to OTC derivatives will be available on Fidante's website at [www.fidanteactivex.com.au](http://www.fidanteactivex.com.au) within 5 business days after the end of each month.

## Managing Duration

'Duration' measures how sensitive the price of a bond is to changes in interest rates. The greater a bond's duration, the more sensitive it is to changes in interest rates. For example, the price of a bond with a duration of +/-2 years would be expected to move +/- 2% for every +/-1% move in interest rates.

The Fund's duration is the weighted average of all the individual bonds the Fund holds. The Fund's duration will generally not exceed -2 years and +5 years. The Fund's duration from inflation linked bonds it holds, will generally not fall below 2 years.

Ardea uses underlying bond holdings and derivatives to manage the overall duration exposure of the Fund.

Please refer to 'Derivative risk' for information on the risks associated with managing duration.

## Labour standards or environmental, social or ethical considerations

Ardea may, from time to time, take into account labour standards and environmental, social and ethical considerations when buying, retaining or selling underlying investments.

Ardea believes that environmental, social and corporate governance factors (ESG), should be incorporated into its fundamental research process as they may deliver superior risk-adjusted returns.

To the extent set out below, Ardea takes into account labour standards and environmental, social and ethical considerations when buying, retaining or selling underlying investments. Ardea does not adhere to any particular set of standards, but will consider general factors such as (but not limited to) labour relations, workplace health and safety, potential environmental impacts, quality of environmental management systems and whether a company has a clearly defined code of conduct and ethics policies.

Business sustainability issues, including ESG factors, can affect a company's ability to generate long-term returns, through a lack of understanding of potential risks to a business or a failure to embrace future opportunities.

These factors are incorporated into Ardea's research process by analysing and summarising the company's ESG approach. Ardea looks for management that have a strategy for managing these issues and is implementing such a strategy.

There is no specific weighting of ESG factors employed by Ardea when considering these factors. If there are aspects of a company's approach, or lack thereof, to ESG factors that can be quantified, this is built into Ardea's assessment of the company's value.

Ardea may engage with companies on ESG issues and seek further information about a target company's policies through this direct engagement. This information will feed into Ardea's overall research process and has no predetermined weighting. Ardea has no fixed external providers for this information who will be engaged on a case-by-case basis as required. However, there is no specific methodology followed by Ardea when analysing ESG factors. Companies are monitored for any changes to their ESG process along with other key fundamental criteria. However, there is no set timeframe for monitoring these considerations.

Ardea maintains a strong sell discipline in relation to companies that no longer meet its investment criteria, which includes consideration of a company's ESG policies and practices.

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# Risks of investing in managed investment schemes

All investments carry risk. Different strategies carry different levels of risk depending on the assets that make up the strategy. Generally, assets with the potential for the highest long-term returns may also carry the highest level of risk.

When investing in a managed investment scheme, it is important to note that the value of assets in the managed investment scheme and the level of returns will vary. No return is guaranteed. Future returns may differ from past returns and investors may lose some or all of their money invested. Additionally, laws (including tax laws) that affect

managed investment schemes may change in the future, which may have an adverse effect on the returns of managed investment schemes.

The level of acceptable risk will vary compared across investors and will depend upon a range of factors such as age, investment timeframe, risk appetite, the nature and size of other investments held, and the extent to which the Fund fits into a broader financial plan.

This section provides investors with disclosure that is relevant to the Fund as well as the Underlying Fund.

Risk	Explanation
<b>Class segregation risk</b>	The Fund has been established as a separate class of units of the ActiveX Trust, a registered managed investment scheme. Under the terms of the Constitution the assets of the Fund are held on trust for the investors in the Fund. As at the date of this PDS, the only class of units on issue in respect of the ActiveX Trust, is the class that relates to this Fund. The Constitution permits additional classes of units to be established by the Responsible Entity from time to time. Where an additional class of units is established the assets of that class will be held on trust for the holders of units in that specific class. The Constitution contains provisions which are intended to segregate the assets of each separate class of units. In circumstances where additional classes of units are established, investors in the Fund may be exposed to the risk that the assets and liabilities of the Fund are not fully segregated from the assets and liabilities of another class and they could lose some or all of their investment in the Fund. In the event of an insolvency of the ActiveX Trust, a class of units or the Fund, there is the risk that the assets of the Fund could be made available to the creditors of another class of units in respect of the ActiveX Trust.
<b>Collateral risk</b>	The Underlying Fund enters into derivatives arrangements that require it to deliver (or 'post') collateral to the derivative counterparty or clearer. As a result, the Underlying Fund may be exposed to certain risks in respect of that collateral including the credit risk of the counterparty or clearer.
<b>Credit risk</b>	<p>The risk that the issuer of the fixed interest security (i.e. asset backed security, corporate debt, corporate loan or derivative counterparty) is unable or unwilling to make interest and/or capital repayments in full and/or on time, or may not meet other financial obligations.</p> <p>Fixed income securities are subject to legal, political, macro-economic, industry and business risks which may lead to a loss of capital or interest payments.</p> <p>Losses may be complete or partial and may occur at any time depending on the extent of financial deterioration, the position of the fixed income security in the capital structure of the issuer or whether the fixed income security has security of assets in the case of default.</p> <p>Fixed income securities are generally assigned a credit rating from rating agencies such as Standard and Poor's or Moody's Investor Services. A credit rating is only an opinion of creditworthiness that is subject to change. Credit risk is generally considered to be lower with investment grade credit quality fixed income securities and moves increasingly higher, the further down the credit quality spectrum.</p> <p>Deterioration in the creditworthiness of an issuer is likely to lead to volatility in the fixed income security secondary market price. A downgrade in credit rating may impact the spread causing the value of a fixed income security to fall.</p>
<b>Currency risk</b>	Some securities held by the Underlying Fund may be denominated in a currency different to Australian Dollars. The value of these securities may fluctuate in Australian dollar terms because of fluctuations in currency exchange rates.

### Derivative risk

The value of a derivative is linked to the value of an underlying asset and can be volatile. While the use of derivatives offers the opportunity for higher gains, it can also magnify losses to the Underlying Fund, and therefore the Fund. Risks associated with using derivatives might include the value of the derivative failing to move in line with that of the underlying asset, potential illiquidity of the derivative, the Underlying Fund not being able to meet payment obligations as they arise or the risk that the other party with whom the derivative contract is held will fail to perform its contractual obligations (refer to 'Collateral risk').

Ardea does not intend to gear the Fund through the use of derivatives. Ardea aims to keep derivative risk to a minimum by:

- constantly monitoring the Underlying Fund's use of derivatives;
- aiming to ensure that the Underlying Fund keeps sufficient liquid assets to meet all obligations, costs, liabilities and potential losses associated with derivatives; and
- entering into derivative contracts with reputable counterparties.

Refer to 'How Ardea invests your money' for further information on how derivatives are used.

### Fixed interest risk

A Fund investing in fixed interest securities may experience a decline in income where market interest rates are falling and securities are reinvested at a lower yield. The impact of interest rate risk will largely depend on the term to maturity of the security. Refer to 'Interest rate risk' for further information.

There are a number of additional risks which can result in significant variability in investment returns and a loss of income or capital value, including market risk and credit risk. The level of credit risk will generally depend on the creditworthiness of the security issuer. Refer to 'Credit risk' for further information.

Investors are also exposed to risks associated with the terms and conditions of the individual financial security.

### Fund risk

Fund risk refers to specific risks associated with the Fund and the Underlying Fund, such as termination and changes to fees and expenses. If we consider it appropriate taking into account all relevant factors, including but not limited to the investment objective, strategy, size of the Fund and/or the Underlying Fund, we may terminate or close the Fund and/or the Underlying Fund by notice to unitholders.

The Fund and the Underlying Fund are each governed by the terms of the Constitution and the Underlying Fund Constitution (as applicable), each PDS of the Fund and Underlying Fund (each as amended from time to time), the Corporations Act, and other laws. The value or tax treatment of an investment in the Fund, the Underlying Fund or their underlying assets, or the effectiveness of the Fund's and the Underlying Fund's trading or investment strategy may also be adversely affected by changes in government policies (including taxation), regulations and laws, or changes in generally accepted accounting policies or valuation methods. Such changes could also make some investors consider the Fund and/or the Underlying Fund to be a less attractive investment option than other investments, prompting greater than usual levels of withdrawals, which could have adverse effects on the Fund.

There is also a risk that investing in the Fund may give different results from holding the Underlying Fund or the underlying assets of the Fund directly because of:

- income or capital gains accrued in the Underlying Fund at the time of investing;
- the consequences of investment and withdrawal decisions made by other investors in the Fund; for example, a large level of withdrawals from the Fund may lead to the need to sell underlying assets which would potentially realise income and/or capital gains; and
- a difference in the level of cash.

We aim to manage these risks by monitoring the Fund and by acting in investors' best interests. In the event of winding up the Fund, we will realise all the Fund's assets, which will generally result in the crystallisation of tax positions (both income and capital) at that time.

### Interest rate risk

The market price of fixed interest securities (such as bonds) can be affected by movements in interest rates. For example, when interest rates rise, the capital value of the bond tends to fall and vice versa. Generally, the longer the maturity (or duration) of the bond, the greater the impact that a given change in interest rates will have on the value of that bond.



### Liquidity risk

Although the units will be quoted under the AQUA Rules there can be no assurances that there will be a liquid market. Please refer to 'Market making risk' to understand the arrangements we have in place to assist in maintaining liquidity for the Fund.

In addition, there is a risk that the Fund and the Underlying Fund may become illiquid as they may not have adequate cash resources to meet their short-term financial commitments as they fall due (including meeting their objective and investors' expectations for payment of redemptions).

This liquidity risk may also occur due to the absence of an established market or a shortage of buyers for an investment which can result in a loss if the holder of the investment needs to sell it within a particular timeframe.

Different securities may be typically less liquid than other securities or pose a higher risk of becoming illiquid during times of market stress. The less liquid the security, the more difficult it may be to sell the security when it is desirable to do so or to realise what the manager perceives to be fair value in the event of a sale.

If an investor or a group of investors in the Underlying Fund with exposure to less liquid assets seeks to make large withdrawals, then selling assets to meet those withdrawals may result in a detrimental impact on the price the Underlying Fund will receive for those assets. In certain circumstances, we may be required to suspend withdrawals from the Fund (refer to 'Suspension of creation or redemption requests') to allow the Underlying Fund sufficient time for a more orderly liquidation of assets to meet the withdrawals.

### Market risk

The Fund and the Underlying Fund may experience investment losses due to factors that affect the overall performance of the financial markets. These events may include changes in spreads, macro-economic, regulatory, social, political conditions, weather events, and terrorism; along with changes in technology, the environment and market sentiment.

Often assets from less developed regions or markets display higher levels of volatility of investment return than assets in mature markets.

### Market making risk

Under the AQUA Rules, Fidante Partners has certain market making obligations in respect of the Fund. To facilitate an orderly and liquid market in the Fund, we will appoint market maker(s) to provide alternate liquidity. Whilst we monitor our market maker(s)' ability to maintain continuous liquidity to the market, there is no guarantee that these requirements will always be met, particularly if there is a failure by a market maker.

### Operational risk

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

### Service provider/ Counterparty risk

The Fund and the Underlying Fund are, to a certain extent, reliant on external service providers in connection with the operation of the Fund and Underlying Fund and investment activities. There is a risk with these arrangements that the other party to a contract (such as a derivatives contract, physical security or foreign exchange contract trade) may fail to perform its contractual obligations either in whole or part (refer to 'Collateral Risk' for more information). In such circumstances, any collateral lodged with counterparties related to these derivatives may also be at risk. This may result in the investment activities of the Fund and/or the Underlying Fund being adversely affected.

### Settlement risk

The Fund may be exposed to settlement risk as the application and redemption processes associated with the issue or redemption of units in the Fund are subject to the normal settlement procedures through CHES and are reliant on the operation of CHES. If an Authorised Participant fails to comply with its settlement obligations, this may adversely impact upon the Fund. The risk is partly mitigated as participants in CHES are subject to rules of participation, which include sanctions if there is a failure to meet their obligations. The Fund may also suffer loss if an Authorised Participant fails to deliver the application consideration for units, or redeliver units in relation to a redemption, by the settlement time and the Fund has entered into transactions in reliance on delivery occurring.

## Trading risk

The Fund is quoted for trading on the AQUA market of the ASX under the AQUA Rules and there is a risk that the ASX may under certain circumstances suspend trading of the units of the Fund and therefore investors will not be able to buy or sell units on the ASX. The underlying assets held by the Fund may also be suspended or delisted. Under these circumstances, we may take measures, such as suspending the unit creation and redemption process or we may potentially terminate the Fund. There may be other occasions where we may suspend the application and redemption process, such as around the end of a distribution period or where other factors prevent the accurate calculation of unit prices. This may cause the Fund's units to be suspended from trading on the ASX.

The ASX also imposes certain requirements for units to continue to be quoted. To mitigate the risk in relation to the Fund, we will use our best endeavours to meet all ASX requirements to ensure the units in the Fund remain quoted, including putting in place compliance and monitoring procedures. However, there is no guarantee that these requirements will always be met.

There is the risk that the issue price and redemption price applicable to a unit may differ from the trading price of a unit on the ASX. The trading price is dependent upon a number of factors, including demand for and supply of the units in the Fund, investor confidence and the availability of market maker services during the course of the trading day. The risk is mitigated as the application and redemption mechanism is designed to minimise the likelihood that the units will trade on the ASX at a significantly different price to the issue price or redemption price. If you buy or sell units on the secondary market, you will pay or receive the trading price, which may be higher or lower than NAV price.

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# Investing in the Fund

## Creations and redemptions

Applications for creations and redemptions of units from the Fund must be made by an Authorised Participant. In addition, redemptions from the Fund can only be made by Authorised Participants who are Australian Residents.

Authorised Participants must enter into an Authorised Participant Agreement with Fidante Partners and will be required to comply with any additional requirements set out in that agreement.

To create or redeem units in the Fund, Authorised Participants must complete the Application for Creation/Redemption Form and send it to Fidante Partners by the relevant 'transaction cut-off time'. Please refer to the Creation and Redemption Procedures in the Authorised Participant Agreement for further instructions about sending an Application for Creation/Redemption Form to Fidante Partners.

Please note that we may, without giving any reason, refuse or accept all or part of an application for creation of units in our sole discretion.

Other investors looking to acquire or sell units in the Fund may purchase or sell units on the ASX.

### Creations

An Authorised Participant must apply to create units in cash. Only whole units in the Fund will be issued.

Accordingly, applications will be rounded up to the next whole unit. The Authorised Participant must transfer to the Fund the corresponding cash amount for the whole number of units, in return for which we will issue the Authorised Participant with that number of units.

A buy-spread may be payable by Authorised Participants for unit creations. Refer to 'Additional explanation of fees and costs' for more information on buy-spreads.

Application amounts will be rounded up to the next whole unit. A balancing cash amount will also be payable by the Authorised Participant to the Fund for unit creations.

The balancing cash amount will be equal to the difference between the original cash application amount and the amount required for the issue of the whole number of units after rounding.

Under the Constitution, an Authorised Participant agrees to indemnify us for any liability arising out of a failure to pay for a unit.

Units issued pursuant to an Application for Creation/Redemption Form will be quoted under the AQUA Rules on the ASX with effect from the settlement

of the issue of the relevant units. On a monthly basis we will announce to the ASX via the ASX Market Announcements Platform the Fund's total units on issue.

### Customer Identification Program

In line with anti-money laundering and counter-terrorism financing legislation, the Authorised Participant's identity must be verified prior to applying for units in the Fund. To facilitate this, the Authorised Participant will be required to provide certified copies of identity verification documents directly to Fidante Partners.

As required by relevant laws, Fidante Partners, or our authorised representative, may ask the Authorised Participant for additional identity verification documents and/or information, including information about anyone acting on its behalf, or any related persons that are beneficial owners, either when we are processing the investment request or at some stage after units have been purchased in the Fund.

### Redemptions

An Authorised Participant may only apply to redeem units in cash. Only whole units in the Fund will be redeemed. Accordingly, redemption amounts will be rounded down to the next whole unit. The Authorised Participant must transfer units being redeemed to us for cancellation in return for a corresponding cash amount from the Fund.

In certain circumstances we may be required or permitted by the Constitution or by law to deduct or withhold amounts relating to tax and other amounts from the redemption amount that would otherwise be payable to a unitholder. These amounts (if any) will be deducted from the cash amount that would otherwise be payable to the relevant unitholder in respect of the redemption.

We may determine that some or all of the redemption amount consists of income (which may include net capital gains), rather than capital of the Fund. We will advise you when this is the case as soon as practicable after the end of the financial year in which the withdrawal occurred.

A sell-spread may be payable by Authorised Participants for unit redemptions. Refer to 'Additional explanation of fees and costs' for more information on sell-spreads.

Redemption amounts will be rounded down to the next whole unit. Generally, actual redemption amounts will be less than the requested redemption amount. The difference will be equal to the difference between the requested redemption amount and the amount resulting from the redemption of a whole number of units.

## Transferring units

Subject to the Constitution and ASX requirements, a unit is usually transferable through the ASX. A unit may also be transferred by any other method of transfer which is required or permitted by the Corporations Act and ASX.

## Redemptions by investors other than Authorised Participants

All unitholders may normally sell their units by trading on the ASX. Unitholders who are not Authorised Participants will not normally have a right to redeem their units directly with the Fund. However, all unitholders will have a right to a cash redemption and to receive payment within a reasonable time if units are suspended from quotation on the ASX for more than five consecutive trading days, unless:

- a the Fund is being wound up;
- b the Fund is not liquid as defined in subsection 601KA(4) of the Corporations Act; or
- c the Responsible Entity has suspended redemptions in accordance with the Constitution.

Where unitholders have the right to redeem their units directly from the Fund, they will need to complete the Application for Creation/Redemption Form and send it to Fidante Partners by the relevant 'transaction cut-off time'. A sell-spread may be payable by investors other than Authorised Participants for direct unit redemptions. Refer to 'Additional explanation of fees and costs' for more information on sell-spreads.

No minimum redemption amount will apply.

## Suspension of creation or redemption requests

There may be occasions where we, as the Responsible Entity, suspend the creation of units or delay or reject redemption requests. This may occur, for example, around the end of a distribution period when we are calculating and paying the distributable income for the relevant period or where there are factors, as determined by us, which prevent the accurate calculation of unit prices. We will advise unitholders in the event that such a suspension will occur.

In addition, the Constitution provides that redemption requests may be suspended for up to 60 days for as long as the relevant circumstances apply. Those circumstances are where:

- it is impracticable for the Responsible Entity to calculate the NAV, for example because of closure of, or trading restrictions on, stock or securities exchanges, an emergency or other state of affairs, or on declaration of a moratorium in a country where the Fund invests or under the Corporations Act;
- the Responsible Entity reasonably estimates that it must sell 5% or more (by value) of all trust property to meet current unmet redemption requests;
- there have been, or the Responsible Entity anticipates that there will be, redemption requests which will involve realising a significant amount of the trust property and the Responsible Entity considers that if those requests are all met immediately, unitholders who continue to hold units in the Fund may bear a

disproportionate burden of capital gains tax or other expenses, or the meeting of those requests would otherwise be to the existing unitholders' disadvantage including (but not limited to) a material diminution in the value of the trust property;

- the Responsible Entity reasonably considers that it is in the interests of the unitholders;
- the units cease to be quoted or the Fund is removed from the official list of the market; or
- the law otherwise permits.

While the Fund is liquid for the purposes of the Corporations Act, we will satisfy a redemption of units within 21 days of the date on which the redemption request is received (or the deemed date of such redemption) or such longer period as permitted in accordance with the Constitution. The Fund is liquid if 80% of the value of the Fund's assets comprises of liquid assets. If the Fund is illiquid, a redemption request must be dealt with in accordance with the Constitution and the Corporations Act. Unitholders may not be able to redeem their investment where the Fund is illiquid. It is not expected that the Fund will be illiquid.

## Spreading withdrawals

Under the Constitution, we may, if we consider it to be fair to all unitholders, spread the redemption of some or all of the relevant units across more than one redemption date. Generally, we may spread a withdrawal request where:

- the withdrawal request is for the value of 5% or more of the number of units on issue; or
- we receive, on any day, withdrawal requests that in total represent 10% or more of the number of units on issue; or
- there have been, or we anticipate that there will be, withdrawal requests for 10% or more of the total units on issue in the Fund and we consider that if those requests are met immediately this may either place a disproportionate expense or capital gains tax burden on remaining investors or meeting the requests would impact negatively on the price we could achieve in selling Fund assets or otherwise disadvantage remaining investors.

When we spread withdrawals, we may determine that a withdrawal request is four separate requests, each for a quarter (or as close to a quarter as we determine) of the total number of units in the original withdrawal request.

Each of the four (deemed) withdrawal requests will be deemed to be received by us on the same business day of the month (or next business day, if not a business day or if that day does not occur in that month) in each of the four succeeding months following the original withdrawal request.

## Market Maker

Under the AQUA Rules, we have certain obligations in respect of the Fund to facilitate an orderly and liquid market in the Fund. We may appoint a market maker to maintain continuous liquidity to the market by acting as a buyer and seller to the secondary market.

A market maker will create and redeem units as required to hold an inventory of units enabling it to provide buy and sell prices to the secondary market, while also potentially hedging their underlying positions.

Each day the basket of underlying securities of the Fund is published, allowing the market maker to calculate the total value of the Fund. The market maker applies a buy and sell spread to the value and publishes these prices on the exchange, continuously updating the prices throughout the trading day and trading as orders are submitted.

We understand the importance of the role of the market maker and seek to appoint market makers that:

- have experience in making markets in ETFs and other types of listed securities in both Australia and overseas;
- are ASX participants and have agreements with the ASX to act as a market maker; and
- have the necessary skill and expertise to perform a market making function.

We have appointed an experienced market maker to act as the market maker for the Fund.

Subject to the AQUA Rules, we may replace a market marker appointed in respect of the Fund or appoint additional market makers.

# Fees and other costs

## Fees and other costs

### Consumer advisory warning

#### Did you know?

Small differences in both investment performance and fees and costs can have a substantial impact on your long term returns. For example, total annual fees and costs of 2% of your 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](http://www.moneysmart.gov.au)) has a managed funds fee calculator to help you check out different fee options.

This table shows fees and other costs that you may be charged and applies to the Fund offered through this PDS. These fees and costs may be deducted from your money, from the returns on your investment or from the Fund assets as a whole. Taxes are set out under 'How managed investment schemes are taxed' in this document. You should read all the information about fees and costs because it is important to understand their impact on your investment.

Type of fee or cost	Amount	How and when paid
<b>Fees when your money moves in or out of the Fund<sup>1</sup></b>		
<b>Establishment fee:</b> The fee to open your investment	Nil	Not applicable
<b>Contribution fee:</b> The fee on each amount contributed to your investment	Nil	Not applicable
<b>Withdrawal fee:</b> The fee on each amount you take out of your investment	Nil	Not applicable
<b>Exit fee:</b> The fee to close your investment	Nil	Not applicable
<b>Management costs<sup>2,3,4</sup></b>		
The fees and costs for managing your investment	0.50% p.a. of the net asset value of the Fund	<p>This includes:</p> <p><b>Management Fee:</b> The management fee component is 0.50% p.a. of the net asset value of the Fund. The Management Fee is calculated and accrued daily and paid monthly in arrears from the Fund's assets on or around the last business day of the month.</p> <p><b>Indirect costs:</b> The indirect costs component is 0.00% p.a. of the net asset value of the Fund<sup>4</sup>. Indirect costs are deducted from the assets, accrued daily in the net asset value, and then paid periodically. Please refer to 'Indirect costs' in the 'Additional explanation of fees and costs' section.</p> <p><b>Recoverable expenses:</b> The recoverable expenses component is 0.00% p.a. of the net asset value of the Fund<sup>4</sup>. Recoverable expenses other than normal operating expenses and investment expenses are deducted from the Fund's assets, accrued daily and paid monthly on or around the last business day of the month. Normal operating expenses and investment expenses are paid out of the management fee. Please refer to 'Recoverable expenses' in the 'Additional explanation of fees and costs' section.</p>

Type of fee or cost	Amount	How and when paid
<b>Service fees<sup>5</sup></b>		
<b>Switching fee:</b> The fee for changing investment options	Nil	Not applicable

- 1 An allowance for transaction costs may apply to investments into, and withdrawals from, the Fund (refer to 'Buy/sell spreads' below).
- 2 Unless otherwise stated, all fees and costs are quoted inclusive of any Goods and Services Tax (GST) and net of any input tax credits (ITCs) or reduced input tax credits (RITCs) as applicable. Where available, the prescribed RITC rate is currently 55% or 75%, depending on the nature of the fee or cost incurred. Due to the impact of GST, ITC and RITC calculations, actual fees may vary slightly from those stated, which may be rounded to two decimal places.
- 3 For certain Wholesale Clients (as defined in the Corporations Act 2001 (Cth)) we may, at our discretion, negotiate, rebate or waive all or part of our fees. Please refer to 'Can fees be different for different investors?' in 'Fees and other costs'.
- 4 All estimates of fees and costs in this section are based on information available as at the date of this PDS. As the Fund is newly established, the figures reflect the Responsible Entity's reasonable estimate at the date of this PDS of those fees and costs that will apply for the current financial year (adjusted to reflect a 12 month period). All figures have been rounded to two decimal places. Please refer to 'Additional explanation of fees and costs' for more information on management costs.
- 5 Please refer to 'Additional explanation of fees and costs' and 'Other payments' for more information on costs that may be payable.

## Example of annual fees and costs for the Fund

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

Example	Amount	Balance of \$50,000 with a contribution of \$5,000 during the year
<b>Contribution fees</b>	\$0	<b>For every additional \$5,000 you put in, you will be charged \$0.</b>
<b>Plus Management costs<sup>1,2,3,4,5</sup></b>	p.a. of the net asset value of the Fund	<b>And, for every \$50,000 you have in the Fund, you will be charged \$250 each year.</b>
<b>Equals Cost of Fund</b>		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: \$250 <sup>4,5</sup>  <b>What it costs you will depend on the investment option you choose and the fees you negotiate with your fund or financial adviser.</b>

**! This example assumes that the \$5,000 contribution is made at the end of the year and the value of the investment is otherwise consistent, therefore the management costs associated above are calculated using the \$50,000 balance only. Please note that this is just an example. In practice, actual investment balances will vary daily and the actual fees and expenses we charge are based on the value of the Fund, which also fluctuates daily.**

- 1 An allowance for transaction costs may apply to investments into, and withdrawals from, the Fund (refer to 'Buy/sell spreads' below).
- 2 Unless otherwise stated, all fees and costs are quoted inclusive of any Goods and Services Tax (GST) and net of any input tax credits (ITCs) or reduced input tax credits (RITCs) as applicable. Where available, the prescribed RITC rate is currently 55% or 75%, depending on the nature of the fee or cost incurred. Due to the impact of GST, ITC and RITC calculations, actual fees may vary slightly from those stated, which may be rounded to two decimal places.
- 3 For certain Wholesale Clients (as defined in the Corporations Act 2001 (Cth)) we may, at our discretion, negotiate, rebate or waive all or part of our fees. Please refer to 'Can fees be different for different investors?' in 'Fees and other costs'.
- 4 All estimates of fees and costs in this section are based on information available as at the date of this PDS. As the Fund is newly established, the figures reflect the Responsible Entity's reasonable estimate at the date of this PDS of those fees and costs that will apply for the current financial year (adjusted to reflect a 12 month period). All figures have been rounded to two decimal places. Please refer to 'Additional explanation of fees and costs' for more information on management costs.
- 5 Please refer to 'Additional explanation of fees and costs' and 'Other payments' for more information on costs that may be payable.

## Additional explanation of fees and costs

### Management costs

All estimates of fees and costs in this section are based on information available as at the date of this PDS. As the Fund is newly established, the figures reflect the Responsible Entity's reasonable estimate at the date of this PDS of those fees and costs that will apply for the current financial year (adjusted to reflect a 12 month period). These amounts are inclusive of GST less reduced input tax credits.

You should refer to the Fund's website at [www.fidanteactivex.com.au](http://www.fidanteactivex.com.au) from time to time for any updates which are not materially adverse to investors.

The total management costs for the Fund, include the management fee, indirect costs, and recoverable expenses. They do not include the transactional and operational costs (i.e. buy/sell spreads) of the Fund or the transactional and operational costs of underlying assets (as set out below). Management costs are payable from the Fund's assets and are not paid directly from your account.

For details of the maximum fees permitted under the Constitution, please refer to 'Maximum allowable fees'.

#### Management fee

This is the fee charged for managing the investments, overseeing the Fund's operations and providing access to the Fund. The management fee is calculated daily as a percentage of the net asset value of the Fund and payable monthly in arrears.

#### Indirect costs

Indirect costs are those amounts paid from the assets of the Fund that we know or, where required, reasonably estimate will reduce the return of the Fund or the amount or value of the income of, or property attributable to, the Fund or an underlying managed fund in which the Fund invests including for example, the Underlying Fund. Indirect costs do not include the management fee or recoverable expenses as set out in this section. For example, indirect costs include charges of an underlying fund where the Fund invests in assets indirectly, and costs associated with certain over-the-counter (OTC) derivatives which the Fund may be exposed to.

Where the Fund can invest in assets indirectly through other managed funds, like the Underlying Fund, indirect costs are deducted from the assets of the interposed vehicle in which the Fund invests, accrued daily in the interposed vehicle's net asset value, and then paid periodically.

The management costs set out in the table above include indirect costs of 0.00% p.a. of the Fund's net asset value, which is an amount the Responsible Entity reasonably estimates will apply for the current financial year (adjusted to reflect a 12 month period). As the Fund has not been in existence for a full 12 months there is no historic data available to guide any estimate of future

indirect costs. Therefore, this amount may not be a good indicator of the typical ongoing indirect costs of the Fund in the future.

#### Recoverable expenses

##### Normal operating expenses

We currently pay the normal operating expenses of the Fund (e.g. custody fees, audit fees, accounting fees, legal and regulatory fees) from the management fee and will not, without notice, recover these from the Fund.

##### Abnormal expenses

We may recover abnormal expenses (such as costs of unitholder meetings, changes to the Constitution and defending or pursuing legal proceedings) from the Fund. Whilst it is not possible to estimate such expenses with certainty, we anticipate that the events that give rise to such expenses will not occur regularly. In circumstances where such events do occur, we may decide not to recover these abnormal expenses from the Fund.

The management costs set out in the table above include abnormal expenses of 0.00% p.a. of the net asset value of the Fund, which is an amount the Responsible Entity reasonably estimates will apply for the current financial year (adjusted to reflect a 12 month period). As the Fund has not been in existence for a full 12 months there is no historic data available to guide any estimate of future abnormal expenses. Therefore, this amount may not be a good indicator of the typical ongoing abnormal expenses of the Fund in the future.

At the date of this PDS, there is no intention to hold a unitholder meeting nor are we aware of any legal proceedings the Fund may be a part of that may require us to recover associated abnormal expenses from the Fund. This amount is not an indication or guarantee of the amount that may be charged in the future. Abnormal expenses, and therefore total management costs, may vary each year.

Abnormal expenses recovered from the Fund, if any, will be paid from the Fund's assets when they are incurred.

#### Investment expenses

We currently pay the standard investment management costs of the Fund from the management fee.

### Transactional and operational costs

Transactional and operational costs are the costs associated with the buying and selling of the Fund's assets. These costs include brokerage, settlement costs, clearing costs, stamp duty and other government taxes or charges and include the transactional and operational costs incurred by the underlying assets.

The Responsible Entity reasonably estimates the transactional and operational costs that will apply for the current financial year will be 0.17% p.a. of the net asset value of the Fund (adjusted to reflect a 12 month period). This cost is made up of two components, explicit transaction costs (for example, brokerage, settlement costs, clearing costs, stamp duty and other government taxes or charges and any buy/sell spread) of 0.07% p.a., and implicit transaction costs (that is, the amount by



which the acquisition price of an asset exceeds the disposal price of that asset) of 0.10% p.a. of the net asset value of the Fund. As the Fund has not been in existence for a full 12 months there is no historic data available to guide any estimate of future transactional and operational costs. Therefore, this amount may not be a good indicator of the typical ongoing transactional and operational costs of the Fund in the future.

Transactional and operational costs are not included in the management costs. Instead they are recovered from the assets of the Fund as and when they are incurred and therefore (where not otherwise recovered through the buy/sell spread) are an additional cost to you.

We estimate that the net transactional and operational costs of the Fund (representing the total transactional and operational costs minus the total amount recovered through the buy/sell spread of +0.025%/-0.025%) is approximately 0.17% p.a. of the net asset value of the Fund (adjusted to reflect a 12 month period).

#### Total fees and costs

Based on the estimated costs outlined in this section, the estimated total of the amounts for management costs and net transactional and operational costs is estimated as 0.67% p.a. of the net asset value of the Fund. The dollar figure of these estimated total management costs and net transactional and operational costs based on an investment balance of \$50,000 is \$335.

#### Buy/sell spreads for Authorised Participants

The buy/sell spread is a type of transactional and operational cost that may include brokerage, stamp duty, underlying security buy/sell spreads and other government taxes or charges. The purpose of the buy/sell spread is to ensure that only those investors transacting in the Fund's units at a particular time bear the Fund's costs of buying and selling the Fund's assets as a consequence of their transaction.

The buy/sell spread for the Fund is stated as a percentage of the net asset value of the Fund and is the difference between the investment unit price and the withdrawal unit price. It reflects an estimate of the transactional and operational costs expected to be incurred in buying and selling the Fund's assets as a result of investments and withdrawals made by investors.

This estimate may take into account factors such as (but not limited to) historical transaction costs and anticipated levels of investments and withdrawals. It is expected that brokerage will make up the vast majority of transaction costs.

The current buy/sell spread of the Fund is +0.025%/-0.025%; however a different buy/sell spread may apply if the estimate changes.

We have discretion to waive or reduce the transactional and operational costs on investments or withdrawals where no or reduced costs are incurred. We will provide notification to unitholders of any changes to buy/sell spread transaction costs on the Fidante website.

Please note that while the buy/sell spread is an additional cost to you, it is not a fee paid to us or Ardea. It is paid to the Fund and is reflected in the Fund's unit price.

#### Buy/sell spreads for non-Authorised Participants

Non-Authorised Participants have a right to redeem their units with us in exceptional circumstances. Please see section 'Redemptions by investors other than Authorised Participants' for further information. In these circumstances, we may charge a sell-spread on the same terms described above for Authorised Participants.

#### Borrowing costs

Borrowing costs are the costs associated with borrowing money or securities. The Fund may enter into borrowing facilities and, if so, the costs of a borrowing facility would be deducted from the Fund and not paid for by us from the fees we receive. They would therefore increase the management costs of the Fund.

#### Government charges and GST

Government taxes such as stamp duty and Goods and Services Tax (GST) may apply to the Fund or your investment. Unless otherwise stated, all fees and costs are quoted inclusive of any GST and net of any input tax credits (ITCs) or reduced input tax credits (RITCs) that are expected to be available to the Fund.

Where RITCs are available, the prescribed rate is currently 55% or 75%, depending on the nature of the fee or cost incurred. Please refer to 'How managed investment schemes are taxed' for additional information on GST.

#### Stockbroker fees

Investors other than Authorised Participants will incur brokerage fees when buying and selling the units on the ASX. Investors should consult their stockbroker for more information in relation to fees and charges.

Subject to law we may pay stockbrokers a stamping fee which will not be paid out of the assets of the Fund.

#### Maximum allowable fees

The Fund and the Underlying Fund Constitution prescribes certain maximum fees (see table below), and allows for expenses of the Fund (whether normal or abnormal expenses), such as registry, audit, taxation, advice, investment management and offer document costs to be paid directly from the Fund.

Fee	Maximum amount
<b>Contribution fee</b> (currently not charged)	5.00% p.a. of the contribution amount
<b>Management fee</b> (currently charged at 0.50% p.a.)	3.00% p.a. of the net asset value of the Fund
<b>Withdrawal fee</b> (currently not charged)	5.00% p.a. of the withdrawal amount

The Constitution does not place any limit on the amount of the expenses that can be paid from the Fund.

### **Investing in related entity funds**

The Fund may gain investment exposure through other unlisted funds operated by related entities, such as the Underlying Fund. Where the Fund invests in an unlisted fund operated by us we ensure that there is no duplication of fees. Instead, adjustments are made so that our management fee will be no greater than the Fund's management fee.

### **Can fees change?**

All fees can change. Reasons for this might include changing economic conditions and changes in regulation. We will give unitholders 30 days' written notice of any proposed increase in fees. We cannot charge more than the Constitution allows. If we wish to raise fees above the amount allowed for in the Constitution, we would first need to obtain the approval of unitholders. We also reserve the right to waive or reduce any of the fees and costs described in this PDS without prior notice.

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# How managed investment schemes are taxed

The Australian tax commentary below is of a general nature and is based on our understanding of the Australian tax laws, as at the date of this document, as they relate to Australian resident individual taxpayers who hold their investment on capital account. Any information contained therein should be used as a guide only and does not constitute professional taxation advice as individual circumstances may differ. Fidante Partners is not a registered tax (financial) adviser and is not licensed or authorised to provide tax advice. We recommend that you obtain your own professional advice regarding your position, as tax and social security laws are complex and subject to change, and investors' individual circumstances vary.

## Taxation of the Fund

The Attribution Managed Investment Trust (**AMIT**) legislation applies to qualifying Managed Investment Trusts (**MITs**) that make an irrevocable election to become an AMIT. The Responsible Entity has determined that the Fund will elect to become an AMIT commencing from the 2019 financial year.

An AMIT must attribute its taxable income to investors on a fair and reasonable basis, and investors are advised of their share of the taxable income via an AMIT Member Annual Statement (**AMMA Statement**). The Fund will generally not be liable to pay income tax on its taxable income on the basis that it will attribute all determined trust components (i.e. assessable income, exempt income and non-assessable non-exempt income) to members each year. If the Fund were to cease being an AMIT, it should also generally not be liable to pay income tax on the basis that unitholders are presently entitled to the Fund's distributable income.

Other key features of the AMIT regime include: income character retention; deemed fixed trust status; an ability for adjustments and errors at the trust level to be carried forward and dealt with in the year in which they are discovered; adjustments (upwards and downwards) made to investors' cost bases for CGT purposes, and their costs for revenue purposes, where there are differences between the amount distributed and the amount attributed on an AMMA statement; and clarification of the treatment of tax deferred distributions.

The MIT capital account election regime permits eligible MITs to make an irrevocable election to adopt capital account treatment for certain types of assets (broadly shares, units and real property) for income years to which the election applies. We, as Responsible Entity, intend to make an irrevocable election in respect of the Fund

and accordingly deemed capital treatment will apply in respect of the qualifying assets for the income years to which the election applies.

The Foreign Investment Fund (**FIF**) provisions were repealed with effect from the 2010/2011 income year. The FIF provisions may be replaced by a specific anti-avoidance roll-up rule for Foreign Accumulation Funds (**FAF**), which seek to ensure that Australian residents cannot defer or avoid a tax liability on income earned in a FAF. As at the date of this document, the Government has not released the final FAF legislation.

Additionally, there is arm's length income legislation that applies to MITs. Under this legislation, excess income generated by a MIT from non-arm's length arrangements may be determined to be subject to tax at 30%. It is not expected that the arm's length income provisions will impact the Fund.

The Taxation of Financial Arrangement (**TOFA**) provisions apply on a mandatory basis to qualifying taxpayers in respect of certain financial arrangements. Broadly, the TOFA provisions recognise certain gains and losses on financial arrangements on an accruals basis, which may result in a taxing point prior to the realisation of the investment. At the date of this document the Fund is not subject to the TOFA provisions.

Tax losses incurred by the Fund will remain in the Fund and can be applied to reduce the Fund's income in future years (subject to the Fund satisfying the specific provisions of the trust loss carry forward legislation).

## Tax position of Australian resident investors

You will generally be required to include in your assessable income your attributed income of the Fund. There may be instances where your attributed share of the taxable income of the Fund exceeds the distribution you receive from the Fund.

Where investors disagree with the allocation of taxable income in an AMMA Statement, they may give a 'member choice' to the Commissioner of Taxation. In the event investors make a member choice, the Constitution provides that the investors will indemnify us for all costs and liabilities incurred as a result of the member choice.

CGT cost base reductions or uplifts may occur where taxable income attributed is either less than or greater than, respectively, the total of both cash distributed and tax offsets attributed for an income year. Where cost base reductions or uplifts occur, this will affect the CGT position of the investment. For those investors who have a zero cost base in their units, or where the total cost base reduction amount exceeds the cost base of their

units, a capital gain may arise to these investors for that year. Investors should maintain records of their cost base adjustments. You may also be entitled to tax offsets (franking credits and/or foreign tax offsets) attributed by the Fund. Provided investors satisfy certain provisions of the Tax Act, investors may be able to utilise these offsets against their tax liability on the taxable components of the distributions. In order to claim the amount of tax offsets, investors must include the amount of the offsets in their assessable income.

We will advise each investor of their share of tax offsets in the AMMA statement.

The disposal of units (for instance by withdrawal or transfer) may give rise to a capital gains tax liability or a capital loss. Investors who have held their units on capital account for more than 12 months may be entitled to a capital gains tax discount.

Any investors who are non-residents should seek professional advice in respect of the Australian and foreign tax implications of their investment.

### **Non-resident account holder reporting requirements**

As a result of an increased international focus on account holder data exchange, a number of countries have legislated that financial institutions (which includes us) identify and report certain information about the financial accounts of investors. The regimes include the United States Foreign Account Tax Compliance Act (**FATCA**) and the OECD's Common Reporting Standard (**CRS**). To comply with our obligations under various reporting legislation we will provide to the ATO such data as required in respect of your investment with us. This will be required if you are a US citizen or a foreign tax resident of any jurisdiction outside of Australia. If Fidante Partners or the Unit Registrar have attempted to confirm your tax status with you but have been unable to do so, we may still be required to notify the ATO.

### **Goods and Services Tax (GST)**

GST is not payable on the issue, withdrawal or transfer of units in the Fund, as these are input-taxed financial supplies for GST purposes. However, GST will generally be incurred on various acquisitions made by the Fund, including the acquisition of investment management services. In certain specified circumstances, the Fund may be entitled to input tax credits (**ITCs**), or reduced input tax credits (**RITCs**) at the prescribed percentage of 55% or 75% depending on the acquisition. Any available ITCs or RITCs effectively reduce the non-recoverable GST cost incurred.

### **Tax File Number**

You may provide the Registrar with your Tax File Number (**TFN**), or TFN exemption. Alternatively, if you are investing in the Fund in the course of an enterprise, you may quote an Australian Business Number (**ABN**). It is not compulsory for you to quote a TFN, exemption or ABN, but if you do not, then we are required to deduct tax from your attributed or distributed amounts at the highest marginal tax rate plus the Medicare levy (and any other levies we are required to deduct, from time to time). The collection of TFNs is authorised, and their use

is strictly regulated by tax and privacy laws. Non-residents are generally exempt from providing a TFN, however may be required to provide other information.

# Additional information

## How unit prices are calculated

Unit prices are determined in accordance with the Constitution and are usually calculated each NSW business day. The calculation of both the investment unit price and the withdrawal unit price is based on the net asset value (**NAV**) adjusted by the buy/sell spread. For information on buy/sell spreads, refer to 'Buy/sell spreads' in 'Additional explanation of fees and costs'.

For investment and withdrawal unit prices, the NAV is the value of all the Fund's assets attributed to the Fund less the value of the Fund's liabilities at the valuation time. When calculating the NAV, we must use the most recent valuations of the Fund's assets and the most recent determination of the liabilities.

The Fund's assets and liabilities are usually valued each NSW business day.

Generally, for unit pricing purposes, listed securities are valued using the last available market close price quoted on the relevant exchange. Other assets are generally valued at recoverable value. Any income entitlements, cash at bank, and any amount of Goods and Services Tax (**GST**) recoverable by the Fund from the Australian Taxation Office are also included in asset values used to calculate the investment and withdrawal unit price.

Generally, for unit pricing purposes, liabilities are valued at cost. Liabilities also include an accrual for management costs (which includes management fees up to and including the calculation date) and for costs (if any) that an investor would ordinarily incur when investing in the Fund's underlying assets.

Where we receive a valid transaction request before the transaction cut-off time of 2:00pm (Sydney time) on a NSW business day, the unit price will generally be determined at the next valuation time after that transaction cut-off time. This is typically referred to as 'forward pricing'.

In rare circumstances, we may suspend unit pricing where, acting in accordance with our Responsible Entity obligations to unitholders, we consider it impracticable to calculate a NAV.

We have a Unit Pricing Permitted Discretions Policy. The policy sets out how we will exercise any discretions in relation to unit pricing (such as, for example, how often we determine unit prices and valuation methodology). If we depart from our policy, we are also required to record details of this departure. You can obtain a copy of this policy or any recorded departures free of charge by calling us.

## Additional information about distributions

If we pay a distribution, you may choose to have your distribution reinvested in additional units in the Fund or paid directly to your nominated account with an Australian financial institution.

If a Unitholder does not make an election under the distribution reinvestment plan (DRP), the Responsible Entity will automatically pay any distribution entitlement in cash to the Unitholder's nominated Australian Bank account.

Elections to participate in the DRP must be made by the election date announced by the Responsible Entity in respect of each distribution.

Investors can elect to participate in the DRP online via the Unit Registrar's website: [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au).

Units issued as a result of the DRP will be rounded down to the nearest whole unit with the credit balance carried forward to the next distribution.

Inactive DRP participants with credit balances carried forward (e.g. investors who have exited the Fund or changed their DRP election to cash) will receive the credit balance paid out as cash on an annual basis.

Typically, the price of units issued on reinvestment of distributions is the investment price for units next determined after the close of business on the last day of the distribution period. The amount of each distribution may vary. Your share of any distribution depends on how many units you hold at the end of the relevant period as a proportion of the total number of units held in the Fund at the nominated record date.

The amount of income distributed each year will generally be the distributable income received by the Fund, unless we decide to distribute a different amount. Any net capital gains derived by the Fund during the financial year are generally distributed in the June distribution period.

Distributions, including amounts paid as cash, reinvested in additional units, or credit balances carried forward, may be subject to income and withholding tax.

If you invest just prior to the record date, you may receive some of your investment back immediately as income. Conversely, if you withdraw from the Fund just before a distribution, you might turn income into a capital gain or reduce your capital losses.

Under the Constitution, we have the power to make reinvestment of distributions compulsory. At the date of this document, we have no intention of making distribution reinvestment compulsory. We also have the discretion to transfer assets of the Fund to you (instead of cash) in payment (partly or fully) for a distribution amount.

For further information refer to the ActiveX Distribution Reinvestment Plan Policy available at [www.fidanteactivex.com.au](http://www.fidanteactivex.com.au).

## How the Fund is governed

The Constitution, together with the Corporations Act 2001 (Cth) and other laws, governs the way in which the Fund operates, including the rights, responsibilities and duties of the Responsible Entity and unitholders.

### The Constitution

The Constitution contains the rules relating to a number of issues including:

- unitholder rights;
- the process by which units are issued and redeemed;
- the calculation and distribution of income;
- the investment powers of the Responsible Entity;
- the Responsible Entity's right to claim indemnity from the Fund and charge fees and expenses to the Fund;
- the creation of other classes of units; and
- the termination of the Fund.

It is generally thought that unitholders' liabilities are limited to the value of their holding in the Fund. It is not expected that a unitholder would be under any obligation if a deficiency in the value of the Fund was to occur. However, this view has not been fully tested at law.

Unitholders can inspect a copy of the Constitution at our head office or we will provide a copy free of charge, on request.

We may alter the Constitution if we reasonably consider the amendments will not adversely affect unitholders' rights. Otherwise (subject to any exemption under the law), we must obtain unitholder approval at a meeting of unitholders. We may retire or be required to retire as Responsible Entity if unitholders vote for our removal.

### Termination

The Constitution, together with the Corporations Act 2001 (Cth), governs how and when the Fund may be terminated. We may terminate the Fund at any time by written notice to unitholders. On termination, a unitholder is entitled to a share of the net proceeds of our realisation of the assets in proportion to the number of units they hold in the Fund.

### Unitholder meetings

The conduct of unitholder meetings and unitholders' rights to requisition, attend and vote at those meetings are subject to the Corporations Act 2001 (Cth) and (to the extent applicable) the Constitution.

### Classes and segregation of assets for classes of units

The Fund has been established as a separate class of units of the ActiveX Trust, a registered managed investment scheme. Investors in the Fund acquire units in that specific class of units. Under the terms of the Constitution the assets of the Fund are held on trust for the investors in the specific class that relates to the Fund.

While as at the date of this PDS the only class of units on issue in respect of the ActiveX Trust, is the class that relates to the Fund, the Constitution permits additional classes of units to be established by the Responsible Entity from time to time and where an additional class of units is established the assets of that class will be held on trust for the holders of units in that specific class. The Constitution contains provisions that segregate the assets of a class of units from all other classes of units issued in respect of the ActiveX Trust.

The Responsible Entity may in its discretion appoint a security trustee in respect of the Fund to hold the assets of the Fund on such terms that it determines, including the grant of security interests in favour of the security trustee over the assets of the Fund.

### Compliance plan and compliance committee

We have lodged the Fund's compliance plan with the Australian Securities and Investments Commission (ASIC) and established a compliance committee for the Fund with a majority of external members. The compliance plan sets out how we will ensure compliance with both the Corporations Act 2001 (Cth) and the Fund's Constitution.

The compliance committee's role is to monitor compliance with the compliance plan. It must also regularly assess the adequacy of the compliance plan and report any breaches of the Corporations Act 2001 (Cth) or the Constitution to us. If we do not take appropriate action to deal with the breach, the compliance committee must report the breach to ASIC.

The Fund and the compliance plan are required to be audited annually.

## Other parties

### Custodian

We have engaged a custodian to hold the assets of the Fund. The custodian has no independent discretion with respect to the holding of assets and is subject to performance standards.

### Auditor

The Responsible Entity has engaged a registered company auditor. The auditor's role is to provide an audit of the financial statements of the Fund each year, as well as performing a half-yearly review (if required), and to provide an opinion on the financial statements.

### Unit Registry

The Responsible Entity has engaged Link Market Services (the **Unit Registrar**) to provide unit registry services for the Fund.

The registry services agreement sets out the services provided by the Unit Registrar on an ongoing basis together with service standards.

### **Market Maker**

The Responsible Entity has appointed a recognised, lead market maker for the Fund. All obligations and rights pertaining to the market maker are set out in the market making agreement.

## **Additional information about making a complaint**

As part of our commitment to providing quality service to our Investors, we endeavour to resolve all complaints quickly and fairly. Our policy is to acknowledge any complaint promptly after receiving it and investigate, properly consider, and decide what action (if any) to take and to provide a final response to you within 45 days (30 days in relation to privacy complaints).

If you have a particular complaint regarding your investment, please do not hesitate to contact us by calling the Investor Services team on 13 51 53 or +61 2 9994 7000 from outside Australia (during Sydney business hours) or by writing to:

### **Complaints Resolution Officer**

Fidante Partners  
Reply Paid 86049  
Sydney NSW 2001

If you are not happy with our response or how the complaint has been handled (or if we have not responded within 45 days, or 30 days in relation to privacy complaints), you may contact the following external dispute resolution scheme.

### **The Australian Financial Complaints Authority**

GPO Box 3  
Melbourne VIC 3001  
Tel: 1800 931 678  
[www.afca.org.au](http://www.afca.org.au)

Its service is generally only available to retail clients.

## **Related Parties**

We may enter into transactions with, and use the services of, any of our related bodies corporate (as defined in the Corporations Act 2001 (Cth)). Such arrangements will be based on arm's length commercial terms.

We, Ardea, or any of our respective related bodies corporate, or any director, officer or employee of any of them may invest in the Fund.

## **Privacy**

This section of the PDS explains how Fidante Partners collects, uses and discloses unitholders personal information, with further detail available in our privacy policy (available at [www.fidante.com/privacy-policy](http://www.fidante.com/privacy-policy))

The Unit Registrar may collect, use and disclose personal information including unitholders name, contact details and tax file number (if provided) to perform its functions as Unit Registrar on our behalf. The Unit Registrars privacy policy is available at [www.linkmarketservices.com.au](http://www.linkmarketservices.com.au).

Fidante Partners collects, uses and discloses personal information to:

- process and administer applications made by the Authorised Participant;
- perform administrative activities in relation to investments;
- manage complaints;
- improve and personalise our products and services;
- conduct product and market research;
- inform you about other products and services that may be useful to unitholders; and
- comply with our obligations under the law, including with respect of anti-money laundering, financial services and taxation laws.

Fidante Partners collects personal information from you and the Unit Registrar and, if relevant, from your financial adviser or nominated broker. Fidante Partners may take steps to verify the information collected. Where you provide us with personal information about someone else (for example, your power of attorney, or related persons including the beneficial owners connected with your investment) you must have their consent to provide their personal information to us.

If you decide not to provide certain information, we or our Unit Registrar may not be able to process your investment or future withdrawal requests, or may have to deduct tax from any amounts attributed or distributed to you at the highest marginal tax rate plus the Medicare levy (and any other levies we are required to deduct, from time to time).

### **Disclosing your information**

We disclose your information to the Unit Registrar and to your financial adviser and/or nominated broker. In addition, we may disclose information we hold about you:

- if you consent to the disclosure;
- if the disclosure is required or authorised by law; to organisations acting on our behalf (for example, sending your statements);
- to professional service firms that provide services to us such as legal and audit services, or data or information services;
- to related companies and/or the investment manager that may also provide you with a financial product or financial service;
- to electronic identity verification service providers, in order for identity information (about you or related persons connected with your investment) to be verified against relevant government and other databases, for the purpose of complying with anti-money laundering laws; or
- otherwise in accordance with our privacy policy.

Fidante Partners does not currently disclose personal information to recipients in foreign jurisdictions. However, in some cases, personal information may be used (or accessed) by third party service providers located overseas in relation to the provision of unit registry services and associated administrative functions. Fidante Partners takes reasonable steps to ensure appropriate security protections are in place to protect and control the personal information of its investors. If you would like further information, please contact us or the Unit Registrar.

From time to time we or our related companies may contact you to tell you about other products and services that might be useful to you, including financial, superannuation, investment, insurance and funds management products and services. Please contact us (our details are noted in this PDS) if you do not want to receive any of this kind of marketing material.

For how you can correct or update the personal information we hold about you please contact the Unit Registrar.

Our privacy policy also contains this information as well as further details about our handling of personal information and about how you can request access to it or lodge a complaint if you believe your personal information has been misused, and how we deal with complaints.

## Reporting and disclosure obligations

As responsible entity of the Fund, we will comply with the provisions of the Corporations Act, including the continuous disclosure requirements that apply to an unlisted disclosing entity. As a disclosing entity, the Fund is subject to regular reporting and disclosure obligations. We will comply with our continuous disclosure obligations under the law by publishing new material information about the Fund on our website in accordance with ASIC's good practice guidance for website disclosure. Copies of documents lodged with ASIC in relation to the Fund may be obtained from, or inspected at, an ASIC office. We can also provide you with a copy of:

- the annual financial report most recently lodged with ASIC for the Fund;
- any half-yearly financial report lodged with ASIC in relation to the Fund after the lodgment of the annual financial report and before the date of the PDS; and
- any continuous disclosure notices given for the Fund after lodgment of the annual financial report and before the date of the PDS.

As an issuer of a product quoted under the AQUA Rules we will also comply with the continuous and periodic disclosure requirements as set out in 'About AQUA Rules and CHESS'.

You can obtain a copy of the Fund's continuous disclosure information by visiting our website [www.fidanteactivex.com.au](http://www.fidanteactivex.com.au). We encourage you to regularly check our website for new information that may be relevant to your investment. A paper copy of this information will also be given to you, on request, without charge.

## ASIC Relief

### **Equal Treatment relief**

ASIC has granted relief under section 601QA of the Corporations Act from the equal treatment requirement in section 601FC(1)(d), to the extent that it would prevent Fidante Partners from permitting only Authorised Participants to withdraw from the Fund. For the purposes of this relief, except in exceptional circumstances, only Authorised Participants may withdraw from the Fund, but other unitholders may sell their units on the AQUA market. However, if the units are suspended from trading on the AQUA market for more than 5 consecutive trading days, Investor will have the right to withdraw from the Fund and receive payment for their interests in money within a reasonable time of request unless any of the following apply:

- the Fund is being wound up;
- the Fund is not liquid as defined in subsection 601KA(4) of the Corporations Act; or
- we suspend redemptions in accordance with the Constitution.

In the event that such a redemption occurs, any withdrawal fee per unit payable by unitholders who are not Authorised Participants will not be greater than the withdrawal fee per unit that would generally be payable by an Authorised Participant receiving redemption proceeds in cash when withdrawing the minimum parcel of units.

### **Class Order Relief - Ongoing Disclosure**

ASIC has granted Class Order relief (CO 13/721) (as amended by ASIC Corporations (Amendment) Instrument 2018/3) under section 1020F(1)(a) of the Corporations Act from the ongoing disclosure requirements in section 1017B on the condition that Fidante Partners complies with the continuous disclosure requirements in section 675 of the Corporations Act as if the Fund was an unlisted disclosing entity. Fidante Partners will comply with these continuous disclosure requirements of the Corporations Act as if the Fund was an unlisted disclosing entity.

### **Class Order Relief - Periodic Statements**

ASIC has granted relief under Class Order 13/1200 which exempts Fidante Partners from certain periodic statement requirements. In particular, we are not required to include purchase or sale price information or return on investment information where we are unable to determine such information provided we explain why this information is not included and how it can be obtained or calculated. In addition, Class Order 13/1200 requires us to report in the periodic statement whether the Fund has met its investment objective.



# Glossary

Investment Term	Explanation
<b>actively managed</b>	Refers to a style of portfolio management where the manager actively makes specific investments with the goal of outperforming an investment benchmark. Portfolio investment strategies are generally constrained within specific investment risk limits.
<b>ActiveX Trust</b>	ActiveX Trust (ARSN 629 403 925)
<b>alpha</b>	The excess return of the security or fund relative to the return of the benchmark index on a risk-adjusted basis.
<b>AQUA Rules</b>	Schedule 10A of the ASX Operating Rules and related rules and procedures, as amended, varied or waived from time to time.
<b>arbitrage</b>	The process of exploiting the price differences of similar or identical securities on different markets in an attempt to make a profit.
<b>ASIC</b>	Australian Securities & Investments Commission.
<b>ASX</b>	ASX Limited or the Australian Securities Exchange, as the case requires.
<b>ASX Listing Rules</b>	The listing rules of the ASX as amended, varied or waived from time to time.
<b>ASX Operating Rules</b>	The operating rules of the ASX as amended, varied or waived from time to time.
<b>Authorised Participant</b>	A financial institution which is a trading participant under the ASX Operating Rules (or which has engaged a trading participant to act on its behalf), which has entered into an Authorised Participant Agreement with the Responsible Entity and which is an Australian resident for tax purposes.
<b>Authorised Participant Agreement</b>	An agreement between the Responsible Entity and an Authorised Participant in relation to unit applications and redemptions.
<b>bank bills</b>	Short-term money market investments usually ranging from 30 days to 180 days.
<b>cash</b>	Cash and short-term securities include cash, deposits and short-term bank bills. Cash traditionally produces a stable investment return (through the payment of interest).
<b>CHESS</b>	The Clearing House Electronic Sub-register System.
<b>Corporations Act</b>	<i>Corporations Act 2001</i> (Cth).
<b>Constitution</b>	The constitution of the ActiveX Trust, as amended or replaced from time to time, under which the ActiveX Ardea Real Outcome Bond Fund (Managed Fund) has been established as a separate class of units of the ActiveX Trust.
<b>CPI</b>	Consumer Price Index
<b>Duration</b>	Duration is a measure of a bond or bond fund's price sensitivity to changes in interest rates. The greater a bond or bond fund's duration, the greater its price volatility in response to changes in interest rates. For example; the price of a bond with a duration of 2 would be expected to move 2% for every 1% move in interest rates.
<b>ETF</b>	Exchange traded fund.
<b>fixed interest security</b>	A fixed interest security is a debt security that makes interest payments based on a fixed rate that is set at the time of issuance. The market value of fixed interest securities can be affected by changes in market interest rates.
<b>Fund</b>	ActiveX Ardea Real Outcome Bond Fund (Managed Fund) which is a separate class of units in the ActiveX Trust, a registered managed investment scheme.
<b>futures</b>	An agreement between two parties to buy or sell a specified quantity of a specified underlying asset, at a particular time in the future and at a price agreed when the agreement is made.

Investment Term	Explanation
<b>government bonds</b>	Bonds issued by governments denominated in the country's domestic currency. Bonds issued by governments are generally considered very low risk.
<b>GST</b>	Goods and Services Tax.
<b>inflation derivatives</b>	A derivative that is used to transfer inflation risk to another party.
<b>inflation linked bond</b>	Inflation linked bonds pay a coupon and/or principal that is adjusted for movements in the consumer price index (CPI) over the life of the bond.
<b>interest rate derivatives</b>	A derivative where the underlying asset has the right to pay or receive a notional amount of money at a given interest rate. Interest rate derivatives are usually used if the investor has specific cash-flow needs or a particular view on future interest rate movements.
<b>investment grade securities</b>	Debt securities that are generally assigned a credit rating of BBB-/Baa3 or better by the credit rating agencies. The credit ratings assigned by rating agencies represent an assessment of the borrower's creditworthiness, that is, its ability to make interest and principal payments. Higher rated borrowers with an investment grade rating generally allow companies to reduce the interest rates that they pay on their debt when compared with lower rated borrowers.
<b>ITCs</b>	Input tax credits.
<b>Market Maker Agreement</b>	An agreement between the Responsible Entity and the market maker in relation to the market making arrangements for the Fund.
<b>NAV</b>	Net asset value.
<b>negotiable certificate of deposit (NCD)</b>	A certificate of deposit guaranteed by a bank and usually sold in a highly liquid secondary market. NCDs cannot be cashed-in before maturity.
<b>NTA</b>	Net tangible assets.
<b>PDS</b>	Product Disclosure Statement.
<b>option</b>	An agreement between two parties that conveys the right, but not the obligation, to the holder of the option to either buy or sell a specific asset at an agreed price and within an agreed period of time. If the option is not exercised during that time, the money paid for it is forfeited.
<b>repurchase agreements</b>	Repurchase agreements are a form of short-term borrowing for dealers in government bonds. The dealer sells the bond to investors and agrees to buy it back at a specified price on a given date.
<b>RITCs</b>	Reduced input tax credits.
<b>swap</b>	A contract between two parties to exchange one stream of periodic cash flows for another.
<b>Tax Act</b>	The Income Tax Assessment Act 1936 (Cth), the Income Tax Assessment Act 1997 (Cth) or both, as appropriate.
<b>Underlying Fund</b>	Ardea Real Outcome Fund (ARSN 158 996 699).
<b>Underlying Fund Constitution</b>	The constitution governing the Underlying Fund, as amended or replaced from time to time.
<b>volatility</b>	The extent of fluctuations in share prices, exchange rates and interest rates. The higher the volatility, the less certain an investor is of the return, and therefore volatility is one measure of risk.

