

AQUA Product Admission Checklist (mFund)

Instructions: all applicants (AQUA Product Issuers) seeking to have a Managed Fund Product admitted for settlement through the Managed Fund Settlement Service (mFund) must complete each applicable item in Parts A and B of this form. If an item is not applicable, please mark it as "N/A".

If the applicant is seeking admission for more than one type of Managed Fund Product, please name each Managed Fund Product and ensure the supporting documents for each Managed Fund Product are clearly distinguishable.

It should be noted that the entity warrants in its AQUA Product Admission Application and Agreement that the information and documents provided in or with this form are (or will be) true and complete and indemnifies ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from, or connected with, any breach of that warranty.

Any Annexures to this form are considered part of this form and are covered by the warranty referred to above.

ASX may request any additional information or documents it considers necessary for the purposes of assessing the applicant's application to have a Managed Fund Product admitted for settlement through the Managed Fund Settlement Service. Any such information and documents are also covered by the warranty referred to above.

This form and any supporting documents given to ASX become ASX's property and may be released by ASX to the market.

References to a rule are to the rules in ASX Operating Rule Schedule 10A. References to a procedure are to the procedures under those rules. Capitalised terms in this form have the same meaning as in the rules.

Part A – Key information

Applicant's name and contact details

A1	Applicant's legal name ¹ : (account name)		
A2	Trading name:		
A3	Place of incorporation or establishment:	Country	
		State (Province, County, etc.)	
A4	All Australian registration numbers (as appropriate):	ABN	
		ACN	
		ARBN	
A5	Foreign incorporation registration number ² , if applicable:		
A6	Legal Entity Identifier (LEI) ³ , if applicable:		

¹ The existing or prospective AQUA Product Issuer's registered name, as registered with ASIC. If it is a foreign entity, reflect the applicant's legal name as registered in the state or country of incorporation or establishment.

² The equivalent registration number to an ABN or ACN of the country of incorporation or establishment, where the state or country of incorporation or establishment is not Australia.

³ The LEI is a standard identifier that provides verified data on legal entities registered on a centralised system, the Global LEI System. Providing a LEI is voluntary. If the entity does not have a LEI leave this field blank. For Issuers who choose to voluntarily provide their LEI (where available), ASX will record and link the LEI of the issuer to each International Securities Identification Number (ISIN) allocated to financial instruments issued by that issuer and admitted by ASX. ASX will also provide the ISIN-LEI mapping to the Association of National Numbering Agencies (ANNA) Service Bureau (ASB) for the purpose of the ISIN-LEI mapping initiative, and this information will then be made publicly available on both the ANNA and Global Legal Entity Identifier Foundation (GLEIF) websites. Once publicly available, any person may use the LEI information (including the ISIN-LEI mapping data) for any purpose without restriction..

A7	Postal address for investor enquiries:	
A8	Telephone number for investor enquiries:	
A9	E-mail address for investor enquiries:	
A10	URL of the home page on the applicant's website:	
A11	URL of the web page where information about the Managed Fund Product will appear:	

Fund details

A12	Name of Managed Fund:	
A13	Name of class of units of Managed Fund to be admitted to settlement (if applicable)	
A14	Managed Fund's ARSN:	
A15	Managed Fund's proposed ASX Code:	
A16	Managed Fund's APIR Code:	
A17	Managed Fund's APIR ISIN:	

Person(s) for ASX to contact in connection with this application

A18	Full name and title:	
A19	Business address:	
A20	Business phone number:	
A21	Mobile phone number:	
A22	Email address:	

Registry details

A23	Name of registry:	
A24	Address of registry:	
A25	Phone number of registry:	
A26	Email address of registry:	

A27	Contact name and details at registry:	
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Product Issuer Specialist Participant (PISP) details (if different to registry details)⁴

A28	Name of PISP:	
A29	Address of PISP:	
A30	Phone number of PISP:	
A31	Email address of PISP:	
A32	Contact name and details at PISP:	

Licence and registration details

A33	<p>The applicant:</p> <p><i>Refer rule 10A.2.1(1)</i></p>	<p><input type="checkbox"/> Has an Australian financial services licence (AFSL) authorising it to provide all financial services necessary to carry on its business as an AQUA Product Issuer; or</p> <p><input type="checkbox"/> Has an exemption granted by ASIC from the requirement to hold an AFSL authorising it to provide each financial service necessary to carry on its business as an AQUA Product Issuer on the basis that it holds an equivalent licence in another jurisdiction; or</p> <p><input type="checkbox"/> Has an exemption granted by ASIC from the requirement to hold an AFSL authorising it to provide each financial service necessary to carry on its business as an AQUA Product Issuer on some other basis; or</p> <p><input type="checkbox"/> Does not require an AFSL or other licence to carry on its business as an AQUA Product Issuer</p>
A34	A copy of the AFSL or exemption referred to in response to question A33 or a legal opinion confirming that the applicant does not require an AFSL or other licence to carry on its business as an AQUA Product Issuer is:	<input type="checkbox"/> Attached as Annexure A1
A35	A copy of the Managed Fund's certificate of registration, certificate of incorporation or other evidence of status, including any change of name, is:	<input type="checkbox"/> Attached as Annexure A2
A36	A copy of the Managed Fund's constitution is:	<input type="checkbox"/> Attached as Annexure A3

⁴ If the registry is also acting as PISP, insert "As above" for each of fields A28 – A32.

Status as an Approved AQUA Product Issuer

A37	<p>The applicant is:</p> <p><i>Refer rule 10A.3.3(e)</i></p>	<p><input type="checkbox"/> Already approved by ASX as an AQUA Product Issuer under rule 10A.2; or</p> <p><input type="checkbox"/> Applying to be approved by ASX as an AQUA Product Issuer under Rule 10A.2</p> <p><i>Note: if you select the second option above, you will also need to complete the AQUA Product Admission Checklist (Application for Approval as an AQUA Product Issuer).</i></p>
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Access to ASX Online

A38	<p>The applicant has or will have access to ASX Online to lodge announcements and other documents on behalf of the Managed Fund via:</p>	<p><input type="checkbox"/> An executed ASX Online Agreement, which is attached as Annexure A4; or</p> <p><input type="checkbox"/> An ASX Online Agreement previously entered into by the applicant in relation to other AQUA Products</p>
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Investment manager details (if applicable)

A39	Legal name ⁵ :		
A40	Trading name:		
A41	Place of incorporation or establishment:	Country	
		State (province, county etc.)	
A42	Australian registration numbers (as applicable):	ABN	
		ACN	
		ARBN	
A43	Investment manager's foreign incorporation reference number ⁶ , if applicable:		
A44	Legal Entity Identifier (LEI) ⁷ , if applicable:		
A45	Address for investor enquiries:		
A46	Telephone number for investor enquiries:		
A47	E-mail address for investor enquiries:		

⁵ The investment manager's registered name with ASIC. If it is a foreign entity, reflect the legal name of the entity as registered in the state or country of incorporation or establishment.

⁶ The equivalent registration number to an ABN or ACN of the state or country of incorporation or establishment of the investment manager, where the state or country of incorporation or establishment is not Australia.

⁷ See footnote 3.

A48	Website URL:	
A49	A copy of the Managed Fund's agreement with the investment manager is:	<input type="checkbox"/> Attached as Annexure A5; or <input type="checkbox"/> N/A (the Managed Fund does not have an investment manager)
A50	A statement of the investment manager's principal business, the countries in which it operates, the number of employees it has, the types of managed funds it manages, the skills and experience of the relevant portfolio manager(s) and, if it is a subsidiary, details of its holding company is:	<input type="checkbox"/> Attached as Annexure A6; <input type="checkbox"/> N/A (the Managed Fund does not have an investment manager)

Part B – Admission application checklist

Product Disclosure Statement (PDS)

B1	<p>A PDS or, if there is one or more Supplementary PDS(s), a document which combines the PDS and all Supplementary PDS(s) with the most recent Supplementary PDS at the front (known as a 'Combined PDS'), for the Managed Fund Product is:</p> <p><i>Refer rule 10A.3.3(f)(iii)</i></p> <p><i>Note: this should include any document incorporated by reference in the PDS (eg an Additional Information Booklet or Reference Guide)</i></p>	<input type="checkbox"/> Attached as Annexure B1
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Investment mandate

B2	<p>The investment mandate for the Managed Fund is:</p> <p><i>Refer rule 10A.4.1</i></p>	<input type="checkbox"/> Set out on the following page(s) of the PDS attached as Annexure B1: <div style="border-bottom: 1px solid black; width: 150px; margin: 0 auto;"></div> <p><i>Insert page number(s)</i></p>
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Qualification of product for admission

B3	Please check this box to confirm that the AQUA Product is both a “Financial Product” and a “Managed Fund Product”, as defined in the ASX Operating Rules: ⁸	<input type="checkbox"/> Confirmed
B4	The Managed Fund Product qualifies for settlement through mFund because it is: <i>Refer rule 10A.3.3(h)</i>	<input type="checkbox"/> A “simple managed investment scheme” (as defined in the Corporations Regulations) in relation to which the issuer provides disclosure in the form of a shorter PDS in accordance with Part 7.9 Division 4, Subdivision 4.2C of the Corporations Regulations; or <input type="checkbox"/> A managed investment scheme that is a registered managed investment scheme pursuant to section 601EB of the Corporations Act and that satisfies the following requirements: <ul style="list-style-type: none"> • the price of units in the Managed Fund is determined and published on a daily basis; • redemption of the Managed Fund Products generally occurs within 10 Business Days of the AQUA Product Issuer receiving a redemption request from an investor; • in the 2 years prior to the date that ASX receives the application for admission for settlement through mFund, the AQUA Product Issuer has not suspended or cancelled investors’ rights to withdraw from the Managed Fund on the basis that the Managed Fund is not liquid (as defined in section 601KA of the Corporations Act); and • the Managed Fund invests at least 80% of its assets: <ul style="list-style-type: none"> ▪ in money in an account or on deposit with a bank on the basis that the money is available for withdrawal immediately during the bank’s normal business hours or at the end of a fixed-term period that does not exceed 3 months; or ▪ under one or more arrangements by which the AQUA Product Issuer for the Managed Fund can reasonably expect to realise the investment, at the market value, within 10 days

⁸ “Financial Product” is defined in the ASX Operating Rules to have the same meaning as in Division 3 of Part 7.1 of the Corporations Act. “Managed Fund Product” is defined in the ASX Operating Rules to mean a Financial Product issued by or provided pursuant to a Managed Fund. “Managed Fund” is defined in the ASX Operating Rules as a collective investment that is either:

- (a) a managed investment scheme which is a registered managed investment scheme pursuant to section 601EB of the Corporations Act;
- (b) a scheme which ASIC has exempted from the registration requirements; or
- (c) a foreign company which:
 - (i) has the economic features of a managed investment scheme, namely:
 - (A) investors contribute money or money’s worth to acquire rights to benefits produced by the collective investment;
 - (B) contributions of investors are to be pooled, or used in a common enterprise, to produce financial benefits, or benefits consisting of rights or interests in property, for investors holding Financial Products issued in the collective investment; and
 - (C) investors holding Financial Products issued in the collective investment do not have day to day control over the operation of the collective investment; and
 - (ii) is a type of body specified in the Procedures.

B5	A legal opinion confirming the response to questions B3 and B4 is:	<input type="checkbox"/> Attached as Annexure B2
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Skills, systems, processes and resources

B6	A statement of the applicant's principal business, the countries in which it operates, the number of employees it has, the skills and experience of its key personnel, ⁹ its funds under management, the types of managed fund products it offers and the number of investors in those products and, if it is a subsidiary, details of its holding company is: <i>Refer rule 10A.2.1</i>	<input type="checkbox"/> Attached as Annexure B3
B7	Tick the boxes to the right to indicate that the applicant is appointing a third party to undertake any of the functions listed in relation to the Managed Fund Products:	Third party service providers: <input type="checkbox"/> fund administrator <input type="checkbox"/> custodian <input type="checkbox"/> unit pricing <input type="checkbox"/> registry services <input type="checkbox"/> index services
B8	For any role that was ticked in the applicant's response to question B7, a copy of the agreement with the third party service provider is:	<input type="checkbox"/> Attached as Annexure B4
B9	For any role that was not ticked in the applicant's response to question B7, a statement setting out the skills, systems, processes and resources the applicant has in place to perform that role in relation to the Managed Fund is:	<input type="checkbox"/> Attached as Annexure B5

Compliance procedures

B10	A statement of how the applicant will comply with each of its obligations under rules 10A.4.2 and 10A.4.5 is:	<input type="checkbox"/> Attached as Annexure B6; or <input type="checkbox"/> Set out on the following page(s) of the disclosure document attached as Annexure B1: _____ <i>Insert page number(s)</i>
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⁹ 'Key personnel' includes persons such as the Chief Executive Officer, Chief Financial Officer, Chief Information Officer, Chief Compliance Officer and Portfolio Manager (or equivalent).

B11	A copy of the Managed Fund's unit pricing policy is:	<input type="checkbox"/> Attached as Annexure B7; or <input type="checkbox"/> Set out on the following page(s) of the disclosure document attached as Annexure B1: <div style="border-bottom: 1px solid black; width: 150px; margin: 0 auto;"></div> <i>Insert page number(s)</i>
B12	Please check this box to confirm that the applicant is aware of its disclosure obligations under rule 10A.2.4 and has put in place procedures to comply with those obligations: ¹⁰	<input type="checkbox"/> Confirmed

Target Market Determination Statement

B13	A copy of the Managed Fund's target market determination statement ¹¹	<input type="checkbox"/> Attached as Annexure B8
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List of annexures

The following annexures may be required to be lodged with this checklist

- A1: Licence, exemption or legal opinion that licence not necessary (all applicants)
- A2: Managed Fund's certificate of registration, certificate of incorporation or other evidence of status, including any change of name (all applicants)
- A3: Managed Fund's constitution (all applicants)
- A4: Executed ASX Online Agreement (applicants not covered by an existing ASX Online Agreement)
- A5: Agreement with investment manager (all applicants with an investment manager)
- A6: Statement of the investment manager's principal business, the countries in which it operates, the number of employees it has, the types of managed funds it manages, the skills and experience of the relevant portfolio manager(s) and, if it is a subsidiary, details of its holding company (all applicants with an investment manager)
- B1: Product Disclosure Statement and any material incorporated by reference (all applicants)
- B2: Legal opinion that product qualifies to be admitted as an AQUA Product (all applicants)
- B3: A statement of the applicant's principal business, the countries in which it operates, the number of employees it has, the skills and experience of its key personnel, its funds under management, the types of managed fund products it offers and the number of investors in those products and, if it is a subsidiary, details of its holding company (all applicants)
- B4: Services agreements with third parties providing fund administrator, custodian, portfolio calculation agent, unit pricing, registry services and index services (all applicants)

¹⁰ Rule 10A.2.4 and the related procedure requires an AQUA Product Issuer to notify ASX of a change of name, loss of or change to its licence, regulatory action, a change of auditor, an adverse report by the auditor of its compliance plan, a material change in business, certain system malfunctions and a material breach of the rules.

¹¹ See section 994B of the *Corporations Act (Cth) 2001*

- B5: Statement describing skills, systems, processes and resources where fund administrator, custodian, portfolio calculation agent, unit pricing, registry services or index services are performed internally (all applicants)
- B6: Statement confirming compliance with obligations under rules 10A.4.2 and 10A.4.5 (all applicants)
- B7: A copy of the Managed Fund's unit pricing policy (all applicants)
- B8: The Managed Fund's target market determination