



ARCO Absolute Return Fund

Product Disclosure Statement

ARSN 625 819 687, APIR OPT7628AU

The Trust Company (RE Services) Limited
(ABN 45 003 278 831, AFSL No 235150)
Responsible Entity

ARCO Investment Management Pty Ltd
(ABN 48 129 937 837, AFSL No. 325159)
Investment Manager

26 June 2019

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1. Important Information Before You Start

The Trust Company (RE Services) Limited (ABN 45 003 278 831, AFSL No 235150) (**Perpetual, we, us or our**) is the responsible entity of the ARCO Absolute Return Fund (ARSN 625 819 687) (**Fund**) and issuer of this product disclosure statement (**PDS**). ARCO Investment Management Pty Ltd (ABN 48 129 937 837, AFSL No. 325159) (ARCO) is the investment manager of the Fund.

This PDS has not been lodged with the Australian Securities & Investments Commission (**ASIC**) and is not required to be lodged. ASIC takes no responsibility for the contents of this PDS.

Eligibility

If you received this PDS electronically, Link Fund Solutions Pty Limited ABN 44 114 914 215 (**Link Fund Solutions or Administrator**) will provide you, free of charge, with a paper copy of this PDS (together with the application form). Please phone the Administrator on (02) 8280 7100. If you make this PDS available to another person, you must give them the entire PDS, including the application form.

This PDS is also available to investors who invest through an IDPS (such as a master trust or wrap account). Different conditions may apply to such investors so please refer to Section 10 "Managing your account" and "Investing through an IDPS" for further details.

This PDS may be circulated throughout Australia (including in electronic form) and other jurisdictions that we approve from time to time, in our sole and absolute discretion, and in relation to which such approval has not been withdrawn. This PDS does not constitute an offer or invitation in any place outside of Australia unless expressly authorised by us.

No Promises

Perpetual and ARCO do not promise that you will earn any return on your investment or that your investment will gain or retain its value. No company other than Perpetual and ARCO makes any statement or representation in this PDS.

Not Personal Advice

This PDS has been prepared without taking into account your objectives, financial situation or needs. You should consider the appropriateness of the Fund having regard to your own objectives, financial situation and needs. You should read the entire PDS, and consider speaking to a financial adviser, before proceeding to acquire or dispose of units in the Fund.

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

Updated Information

Information in this PDS is subject to change from time to time. Information that is not materially adverse to investors may be updated on ARCO's website (www.arcoim.com) or you can contact Investor Services (see Section 17 "Directory") to obtain a paper copy of the PDS or any updated information free of charge. If the change is materially adverse to investors, Perpetual will notify affected investors and replace or supplement this PDS.

GST and Australian Dollars

All fees and expenses referred to in this PDS are quoted on a GST inclusive basis and adjusted for any reduced input tax credits available to the Fund.

All references to \$ or amounts are to Australian dollars.

Contact Details

Please refer to Section 17 "Directory".

2. ARCO Absolute Fund Return – The Fund at a Glance

Feature	Summary	Reference
Name	ARCO Absolute Return Fund (Fund)	
Responsible entity	The Trust Company (RE Services) Limited ABN 45 003 278 831, AFSL No 235150 (Perpetual, we, us or our)	Section 5
Investment manager	ARCO Investment Management Pty Ltd ABN 48 129 937 837, AFSL No 325159 (ARCO)	Section 5
Prime broker	UBS AG, Australia Branch ABN 47 088 129 613 AFSL No 231087 (UBS AG or Prime Broker)	Section 5
Custodian	UBS Nominees Pty Ltd ABN 32 001 450 522 AFSL No 231088 (UBS Nominees or Custodian)	Section 5
Cash custodian	Perpetual Corporate Trust Limited ABN 99 000 341 533 Corporate Authorised Representative No. 266799 of AFSL No. 236643 (Cash Custodian)	Section 5
Administrator	Link Fund Solutions Pty Limited ABN 44 114 914 215 Corporate Authorised Representative No. 001253458 of AFSL No. 295142 (Link Fund Solutions or Administrator)	Section 5
Investment objective¹	To generate consistent absolute returns through a market cycle, in excess of the Fund's benchmark, with an overarching focus on capital preservation. Returns are not guaranteed.	Section 6
Benchmark	RBA Official Cash Rate	Section 6
Investment strategy	The Fund's core strategy is to construct a portfolio of listed equity securities priced at levels that do not adequately reflect their underlying values, and to hedge its 'long' portfolio against adverse market price movements through selling short equity securities that are priced well above underlying values, and by using financial derivatives.	Section 6
Labour and environmental, social or ethical considerations	ARCO does not take into account labour standards or environmental, social or ethical considerations in the selection, retention or realisation of investments of the Fund.	Section 6
Risks	Relevant risks are outlined in Section 7.	Section 7
Minimum suggested investment timeframe²	Long term (five years).	Section 6
Investment amounts	Initial Investment Minimum: \$25,000 Minimum Additional Investment: \$10,000 Minimum Withdrawal: \$10,000 Perpetual may in its absolute discretion accept lower investment, additional investment and withdrawal amounts.	Section 10
Fees and expense recoveries	ARCO is entitled to receive a Management Fee of 1.23% ³ per annum of the Net Asset Value calculated daily and paid monthly in arrears. In addition, ARCO is entitled to a Performance Fee of 20.5% ³ of the investment returns of the Fund made in excess of the daily RBA Official Cash Rate. Underperformance in a previous period is required to be made up before a Performance Fee is payable in ensuing periods. Fund expenses (which include fees paid to Perpetual and the Administrator) are recoverable from the Fund and are capped at 0.30% ³ per annum of the Net Asset Value of the Fund. See Section 8 "Fees and other costs" for more information.	Section 8
Notice times	Applications and withdrawal requests need to be received by the Administrator by 2pm Sydney time on any Business Day.	Section 10
Income distribution	Any income distributions are generally paid annually as at 30 June and are paid into your nominated Australian bank account or reinvested back into the Fund.	Section 10
Valuation	The investments of the Fund are generally valued each Business Day and the respective Net Asset Value calculated as per the Trust Deed.	Section 10

1. There is no guarantee that the Fund's investment objective will be achieved. The investment objective is not intended to be a forecast. It is merely an indication of what the Fund aims to achieve over the medium to long term. The Fund may not be successful in meeting this objective. Returns are not guaranteed.

2. This suggested investment period may not be appropriate for you at all times or suit your particular needs. You should regularly review all aspects of your investments.

3. Including GST net of reduced input tax credits.

3. Disclosure Principles

Principle	Summary	Reference
Disclosure Principle 1: Investment strategy	<p>The Investment Strategy</p> <p>The Fund's core strategy is to construct a portfolio of listed equity securities that are, in ARCO's view, priced at levels that do not adequately reflect their underlying values, and to hedge the Fund's 'long' portfolio against adverse market price movements through selling short equity securities that are priced well above underlying values, and by using financial derivatives.</p> <p>Investments will predominantly be in equity securities, trading on either an Australian or New Zealand stock exchange, but may include cash and cash equivalent instruments, fixed interest instruments, derivatives (including exchange traded and over the counter derivatives, but limited to futures, options and warrants) and foreign exchange contracts. The Fund may also invest in new issues to be floated on these exchanges, provided ARCO considers the investment to be of sufficient liquidity. The Fund will not invest in unlisted investments, unless the investment is a pending listing or is as a result of a corporate action.</p> <p>The majority of the Fund's investments will be held in Australian securities and priced in Australian Dollars.</p> <p>Investment Objective</p> <p>The Fund's investment objective is to generate consistent absolute returns through a market cycle, in excess of the Fund's benchmark, with an overarching focus on capital preservation. Returns are not guaranteed.</p> <p>The Fund's benchmark is the RBA Official Cash Rate.</p> <p>Diversification and Position Limits</p> <p>The Fund will typically hold between 40-60 investments. Allocation with respect to the location, class or currency of assets will not be limited, except as detailed below.</p> <p>The Fund's overall gross asset position and net equity exposure will vary over time. However, the Fund employs the following key exposure limits:</p> <ul style="list-style-type: none"> the leverage (or borrowing) limit will be 100% of the Net Asset Value of the Fund; the net exposure to equity market risk will be limited to 60% of the Net Asset Value of the Fund; the maximum exposure to any single equity investment will be 15% of the Net Asset Value of the Fund for companies included in the S&P ASX 200 Index, and 10% of the Net Asset Value for all other; the Fund will not hold more than 10% of any class of security issued by a single issuer, and will not take legal or management control of any investee company; the Fund's net exposure (long or short) to the securities issued by companies with a primary stock market listing in New Zealand will be limited to 10% of the Net Asset Value of the Fund; and the Fund will not invest in real property or physical commodities. <p>The exposure limits shall be measured at the time of acquisition of an investment by the Fund. The limits shall not be treated as being breached if they are exceeded as a result of movements in the relative value of investments of the Fund after their acquisition or the exercise of rights arising in respect of such investments.</p> <p>Please note, the investment strategy and other limits set out in this PDS should be viewed as objectives only and not absolute limits. Should they be exceeded for any reason, for example due to market movements or cash flows, ARCO will endeavour to effect such adjustments as is necessary to meet the limits set out in this PDS. If the investment program changes significantly, you will be given at least 30 days' notice where practicable.</p> <p>Risks</p> <p>Please refer to Section 7 "Key risks" for further details about the risks of investing in the Fund.</p>	Sections 6, 7 and 9

Principle	Summary	Reference									
<p>Disclosure Principle 2: Investment Manager</p>	<p>ARCO is the investment manager of the Fund.</p> <p>Perpetual and ARCO have signed an investment management agreement (IMA), which is generally in an industry standard format and provides for termination of ARCO as the Fund’s investment manager, in a number of circumstances including insolvency, material breaches of the IMA that are not remedied, or where a relevant law requires termination. There are no penalty payouts in the event the IMA is terminated. In Perpetual and ARCO’s view, there are no unusual or onerous (from an investor’s perspective) terms in the IMA.</p> <p>The key investment personnel who have day-to-day responsibility for the implementation of the Fund’s investment strategy are George Colman and Peter Whiting. These individuals devote all of their business time to ARCO’s business, which includes managing and executing the investment strategy of the Fund.</p> <p>There have been no adverse regulatory findings against ARCO or its personnel.</p>	Section 5									
<p>Disclosure Principle 3: Fund structure</p>	<p>The Fund is structured as a registered managed investment scheme and a unit trust.</p> <p>The key service providers involved in the operation of the Fund are named in “The Fund at a Glance” table in Section 2. All key service providers of the Fund are appointed on arms’ length commercial terms and are based in Australia.</p> <p>Further information in relation to these key service providers, including a diagram showing the flow of investment money through the structure, is set out in Section 5.</p> <p>The responsible entity of the Fund is Perpetual. Perpetual ensures compliance of service providers with their obligations under the relevant service agreements and applicable laws by monitoring performance.</p> <p>We note that there are risks of holding assets through third party service providers such as the Prime Broker or Custodian. These risks are outlined in Section 7 “Key risks”.</p> <p>For information on fees and costs associated with an investment in the Fund, please refer to Section 8 “Fees and other costs”.</p>	Sections 5, 7 and 8									
<p>Disclosure Principle 4: Valuation, location and custody of assets</p>	<p>Below is a table summarising the Fund’s assets, location of assets and custody arrangements:</p> <table border="1" data-bbox="312 1303 1289 1505"> <thead> <tr> <th data-bbox="312 1303 619 1330">Assets</th> <th data-bbox="635 1303 948 1330">Location of Assets</th> <th data-bbox="963 1303 1289 1330">Custody</th> </tr> </thead> <tbody> <tr> <td data-bbox="312 1335 619 1393">Listed equities, some derivatives and cash</td> <td data-bbox="635 1335 948 1361">Australia and New Zealand</td> <td data-bbox="963 1335 1289 1361">UBS Nominees</td> </tr> <tr> <td data-bbox="312 1397 619 1424">Cash</td> <td data-bbox="635 1397 948 1424">Australia</td> <td data-bbox="963 1397 1289 1505">Account with an Australian trading bank with Investment Grade rating held by the Cash Custodian.</td> </tr> </tbody> </table> <p>Units in the Fund are valued on each Business Day and the Net Asset Value is calculated as per the Trust Deed of the Fund and in accordance with industry standards. Exchange traded assets are valued using their market price. For any over the counter derivatives, UBS calculates their price.</p> <p>For more information on the role of the Prime Broker, please refer to “The Prime Broker and Custodian” in Section 5.</p>	Assets	Location of Assets	Custody	Listed equities, some derivatives and cash	Australia and New Zealand	UBS Nominees	Cash	Australia	Account with an Australian trading bank with Investment Grade rating held by the Cash Custodian.	Section 5
Assets	Location of Assets	Custody									
Listed equities, some derivatives and cash	Australia and New Zealand	UBS Nominees									
Cash	Australia	Account with an Australian trading bank with Investment Grade rating held by the Cash Custodian.									

Principle	Summary	Reference
Disclosure Principle 5: Liquidity	<p>The Fund permits redemptions each Business Day.</p> <p>Ultimate liquidity will depend on the securities in the portfolio. It is expected that the Fund will be able to meet redemptions in normal market conditions. In a rapidly moving market, investors could experience a deferral or scaling back to a partial payment of their redemption plus a deferral of the outstanding amount.</p> <p>The Fund and the Corporations Act permit deferral of redemptions in certain circumstances. Please refer to Section 10 "How to Withdrawal" for further information. The Fund is also permitted to defer redemptions where more than 10% of the Net Asset Value of the Fund is being redeemed. This is commonly referred to as "gating". If gating occurs, Perpetual may in its discretion pro rata each redemption request to ensure that only 10% (or such percentage as Perpetual may determine) of the Net Asset Value of the Fund is redeemed and may defer the residual redemption requests in excess of that amount by treating them as though they were received for the next relevant redemption period (subject again to the 10% restriction for that redemption day).</p> <p>Please refer to "Liquidity of Investment Portfolio" in Section 7 "Key Risks" for more information on liquidity.</p>	Section 7
Disclosure Principle 6: Leverage	<p>The Fund's leverage (or borrowings) limit will be 100% of the Net Asset Value of the Fund.</p> <p>Leverage is employed via the Prime Broker who imposes a strict set of leverage limits, asset class criteria restrictions, and concentration risk limits on ARCO. The Prime Broker is the only counterparty to any leveraged transactions (e.g. short selling, stock lending or derivatives) and may hold some assets of the Fund as collateral for those transactions.</p>	Sections 5 and 7
Disclosure Principle 7: Derivatives	<p>Although the Fund primarily invests in listed equities, ARCO may, in its discretion, invest in derivatives to gain an intended exposure or manage a particular risk.</p> <p>Derivatives (both exchange traded and over the counter) may be used in the management of the Fund for purposes including the following:</p> <ul style="list-style-type: none"> managing investment risk and volatility of a stock, security or market; achieving asset exposures without buying or selling the underlying securities; creating short exposure to a stock, security or market where permitted; generating additional income; adding to the Fund's gearing levels; managing strategic and tactical asset allocation strategies; and taking advantage of price differences (known as arbitrage). <p>The primary over the counter derivative counterparty used is the Prime Broker. Please refer to Section 7 "Key Risks" and Section 5 "The Prime Broker and Custodian" for more information on the use of derivatives.</p>	Sections 5 and 7
Disclosure Principle 8: Short selling	<p>The Fund may engage in short selling as part of the investment strategy to benefit from declining or relatively weak securities prices. The Fund engages in short selling by borrowing securities from the Prime Broker and providing collateral to the Prime Broker (see Section 5 "The Prime Broker and Custodian" for further details).</p> <p>ARCO will engage in short-selling in accordance with the rules of the relevant exchange on which securities are traded (for example, it will comply with relevant reporting requirements).</p> <p>The risks of short selling are set out in Section 7 "Key Risks". ARCO manages short selling risk through position size and by the use of the Prime Broker.</p>	Sections 5 and 7
Disclosure Principle 9: Withdrawals	<p>The Fund processes withdrawals on each Business Day. Withdrawal requests are required to be received by the Administrator by 2pm Sydney time on any business day.</p> <p>The process for making withdrawals and limitations in relation to withdrawals are set out in Section 10 "Managing your Account" and "How to Withdraw". In some circumstances, such as when the Fund is illiquid, investors will not be able to withdraw from the Fund. If the withdrawal requirements are altered you will be notified in writing.</p>	Section 10

4. Disclosure Benchmarks

Benchmark	Summary
<p>Benchmark 1: Valuation of assets</p> <p>This benchmark addresses whether valuations of the Fund's non-exchange traded assets are provided by an independent administrator or an independent valuation service provider.</p>	<p>The Fund meets this benchmark.</p> <p>Any non-exchange traded assets (such as over the counter derivatives) are valued by the Prime Broker, who is unrelated to Perpetual.</p>
<p>Benchmark 2: Periodic reporting</p> <p>This benchmark addresses whether we provide periodic disclosure to our investors of certain key Fund information on an annual and monthly basis.</p>	<p>The Fund meets this benchmark.</p> <p>The following information will be made available to unit holders in the Fund on a regular basis:</p> <ul style="list-style-type: none"> • Net Asset Value and price of units (each Business Day); and • net returns after fees, costs and relevant taxes (monthly). <p>The following information will be made available to unit holders in the Fund on an annual basis:</p> <ul style="list-style-type: none"> • asset allocation to each asset type; • liquidity profile at the end of the relevant period; • maturity profile of liabilities at the end of the relevant period; • the gross exposure as a measure of the leverage ratio at the end of the relevant period; • details on derivative counterparties engaged; • annual returns; and • any changes to key service providers including any change in related party status. <p>Perpetual will also advise unit holders should there be any changes to the following:</p> <ul style="list-style-type: none"> • any changes to key service providers including any change in related party status in respect of the Fund; • any material changes to the risk profile and strategy of the Fund; and • any material changes related to the primary investment personnel responsible for the Fund. <p>These reports are available by contacting Investor Services (see Section 17 "Directory")</p>

5. The Fund's Service Providers

Responsible Entity

Perpetual is the responsible entity for the Fund. Perpetual is a wholly owned subsidiary of Perpetual Limited which has been in operation for over 130 years. Perpetual Limited is an Australian public company that has been listed on the Australian Securities Exchange for over 40 years.

Perpetual holds Australian Financial Services License number 235150 issued by ASIC, which authorises it to operate the Fund.

Perpetual is bound by the Trust Deed and the Corporations Act. Perpetual has lodged a compliance plan with ASIC which sets out the key measures which it will apply to comply with the Trust Deed and the Corporations Act. Perpetual has established a Compliance Committee with a majority of external members. The compliance plan is overseen by the Compliance Committee and is audited annually with the audit report being lodged with ASIC.

Perpetual has the power to delegate certain aspects of its duties. Perpetual has appointed ARCO as the investment manager of the Fund.

Perpetual has also appointed UBS AG as Prime Broker, UBS Nominees as Custodian, Perpetual Corporate Trust as Cash Custodian and Link as Administrator of the Fund.

Perpetual Limited is a member of the Financial Services Council (FSC). The standards of the FSC (**FSC Standards**) therefore apply to relevant activities conducted by Perpetual Limited as an FSC member, as well as certain other entities related to the FSC member, including Perpetual. Perpetual complies with FSC Standards including FSC Standard No. 1: Code of Ethics & Code of Conduct. However, it has appointed service providers to provide certain services in relation to the Fund, some of which may not be members of the FSC. Where a service provider is a member of the FSC, Perpetual has taken reasonable steps to ensure that the service provider will comply with all FSC Standards in providing the services in relation to the Fund. Where a service provider is not a member of the FSC, prior to the appointment of the service provider, Perpetual has undertaken all appropriate and reasonable due diligence, establishes and maintains compliance monitoring, and complies with all applicable laws in relation to the appointment. Accordingly, you may not receive the full benefit or protection of the FSC Standards in relation to any services which are delegated to or provided by a service provider.

Investment Manager

ARCO is the investment manager of the Fund. ARCO is responsible for making investment and divestment decisions in relation to the Fund and implementing the Fund's investment strategy.

ARCO is a company incorporated in Victoria, Australia in 2008. It is majority owned by its founders and key management personnel, George Colman and Peter Whiting. The key investment and administrative professionals who provide services to ARCO are:

George Colman – Portfolio Manager

George Colman commenced his career in the Australian investment and securities markets in 1984. He has served as a Portfolio Manager of absolute return equity funds managed by ARCO since 2008. George was formerly a Managing Director in the Equity Research Division of Citigroup Australia from 1998 to

2007. He was a non-executive director of ASX-listed A.P. Eagers Limited for ten years to 2000, a period of substantial restructuring and growth for that company. George graduated from the University of Melbourne with a first-class Honours Degree in Commerce, and holds various professional qualifications.

Peter Whiting – Portfolio Manager

Peter Whiting commenced his career in the Australian investment and securities markets in 1983. He has served as a Portfolio Manager of absolute return equity funds managed by ARCO since 2008. Peter was formerly a Managing Director of the Equities Division of Citigroup Australia from 1998 to 2008, and was a Citigroup Equities Division Executive Committee member. He chaired the Securities and Derivatives Industry Association (SDIA) Equity Trading Advisory Group from 2001 to 2004. Peter holds a Diploma of Financial Markets (SIA) and various professional qualifications.

Stephen Nicholls – Senior Investment Analyst

Stephen Nicholls commenced his career in the Australian investment and securities markets in 1984. He has served as a Senior Analyst for the absolute return equity funds managed by ARCO since 2010. Stephen previously had a long background as an investment analyst and Portfolio Manager with several large institutional investment funds, prior to joining the Equities Division of Citigroup Australia in 1998, where he was appointed a divisional Director. He holds B.Comm and Masters (Applied Finance) Degrees from the University of Melbourne; and various professional qualifications.

David Rosenbloom – Senior Investment Analyst

David Rosenbloom joined ARCO's investment team in 2018. He has over 25 years' experience in Australian equities as a portfolio manager and analyst, in addition to his equity market, corporate banking and corporate strategy experience in his native USA. David previously served as Head of Australian Alternative Equities at Janus Henderson Australia, where he was responsible for the establishment, portfolio management and marketing of its Australian absolute return strategy. David also spent 11 years as an Executive Director and portfolio manager at Wallara Asset Management, where he jointly oversaw strong growth in the firm's assets under management. He commenced his career in corporate banking in New York in 1985, and relocated to Australia in 1993. David holds an MBA from the City University of New York and a Bachelor of Business Administration from The George Washington University.

The Administrator

Perpetual has appointed Link Fund Solutions as the administrator of the Fund. Link Fund Solutions is part of the Link Group of Companies and provides fund managers with an integrated service solution.

Perpetual has entered into an agreement with Link Fund Solutions (**Administration Agreement**). Under the Administration Agreement, Link Fund Solutions will perform certain administrative, accounting and unit registry services and is responsible, under the ultimate supervision of Perpetual, for matters pertaining to the administration of the Fund, namely:

- calculating the Net Asset Value of the Fund. Generally, the value of the Fund's assets will be determined at their market price or from another independent source. Where the price of a security is not available from an independent source or the security is not

traded on a properly regulated exchange, the Administrator will, acting in good faith, and in consultation with Perpetual, determine the value of the security based on acceptable industry standards;

- maintaining financial books and records so far as may be necessary to give a complete record of all transactions carried out by the Administrator on behalf of the Fund; and
- providing unit registry services in connection with the issuance, transfer and withdrawal of units in the Fund as well as maintaining the unit registry, and other services as agreed by the parties.

The Administrator is not responsible for any trading decisions of the Fund (all of which will be made by ARCO). The Administrator will not provide any investment advisory or management service to the Fund and therefore will not be in any way responsible for the Fund's performance.

The Administrator will not be responsible for monitoring any investment restrictions or compliance with the investment restrictions and therefore will not be liable for any breach thereof.

Perpetual may replace Link Fund Solutions as the Administrator of the Fund in the future without notice to investors.

The Prime Broker and Custodian

Perpetual has appointed UBS AG, Australia Branch (ABN 47 088 129 613 and AFSL number 231087) to be the Prime Broker and UBS Nominees Pty Ltd (ABN 32 001 450 522 and AFSL number 231088) as Custodian for the Fund (together, **UBS**). The appointments were made pursuant to the prime brokerage customer documents (the **Customer Documents**) entered into between Perpetual and the Prime Broker and the Custodian.

The services of UBS AG, Australia Branch as prime broker to the Fund include the clearing and settlement of transactions, cash loans, borrowing and lending of securities and other services as agreed between the parties. UBS AG, Australia Branch may also provide a cash account which is a ledger for recording the Fund's cash balances under the Customer Documents. UBS Nominees Pty Ltd as Custodian to the Fund will provide custody services for some or all of the Fund's investments. The Custodian may appoint sub-custodians, agents or nominees (including a related entity of the Custodian) to perform the services of the Custodian under the Customer Documents. The assets of the Fund held by the Custodian will be subject to a security interest to secure the Fund's obligations to UBS and its related entities.

Subject to limitations, the Prime Broker may request that the Custodian pay or deliver assets to the Prime Broker. The Prime Broker is entitled to borrow, lend, charge, rehypothecate, dispose of or otherwise use such assets for its own purposes, subject to an obligation to return equivalent assets. In the event of the insolvency of the Prime Broker or the Custodian, the Fund will rank as an unsecured creditor to the value of those assets, and may not be able to recover the equivalent assets in full.

Under the terms of the Customer Documents, the Fund may seek to borrow securities from the Prime Broker with a borrowing request. If the Prime Broker accepts the Fund's borrowing request, the Prime Broker will deliver the securities borrowed to the Fund or as the Fund directs. The Fund will have an obligation to redeliver the securities borrowed or equivalent securities on an agreed date, or otherwise the Prime Broker may call for the redelivery at any time by giving notice on the terms of the Customer Documents.

Under the Customer Documents, the Prime Broker is not responsible for and is not liable for any loss on settlement of a transaction, any acts or omission of an executing broker, noncompliance with any

regulatory requirements to report transactions, refusing to settle a transaction or failing to notify the Fund of its failure to settle a transaction, amongst other things, (except to the extent that any loss arises directly as a result of the negligence, wilful default or fraud of UBS).

To the extent permitted by law, neither the Prime Broker, the Custodian nor any related entity will be liable for any loss suffered by the Fund under or in connection with the Customer Documents unless such loss results directly from the negligence, wilful default or fraud of the Prime Broker, Custodian or related entity as set out in the terms of the Customer Documents. The Custodian is not liable to the Fund for the solvency, acts or omissions of any agent, nominee, sub-custodian, settlement agent, securities depository or other third party appointed in accordance with the Customer Documents (other than related entities), but the Custodian will make available to the Fund, when and to the extent reasonably so requested, any rights that the Custodian may have against such person.

Under the Customer Documents the Fund indemnifies UBS and its related entities against certain claims, demands, damages, losses, costs, expenses and liabilities incurred in connection with the Customer Documents other than as a result of the gross negligence, wilful default or fraud of UBS or the relevant related entity.

Neither the Prime Broker nor the Custodian will participate in the investment decision-making process for the Fund. Although UBS will provide reporting and information to the Fund about the assets held by UBS, UBS is not responsible for monitoring the Fund's positions for the purpose of determining their composition or performance.

The Fund may remove UBS AG, Australia Branch as the Prime Broker and UBS Nominees Pty Limited as the Custodian by giving written notice.

UBS consents to being named in the PDS and any electronic version of the PDS in the form and context in which they are named in the PDS. UBS is not responsible for the preparation of, and has not authorised or caused the issue of, the PDS, and has not made or purported to make any statement included in or any statement on which a statement in the PDS is based.

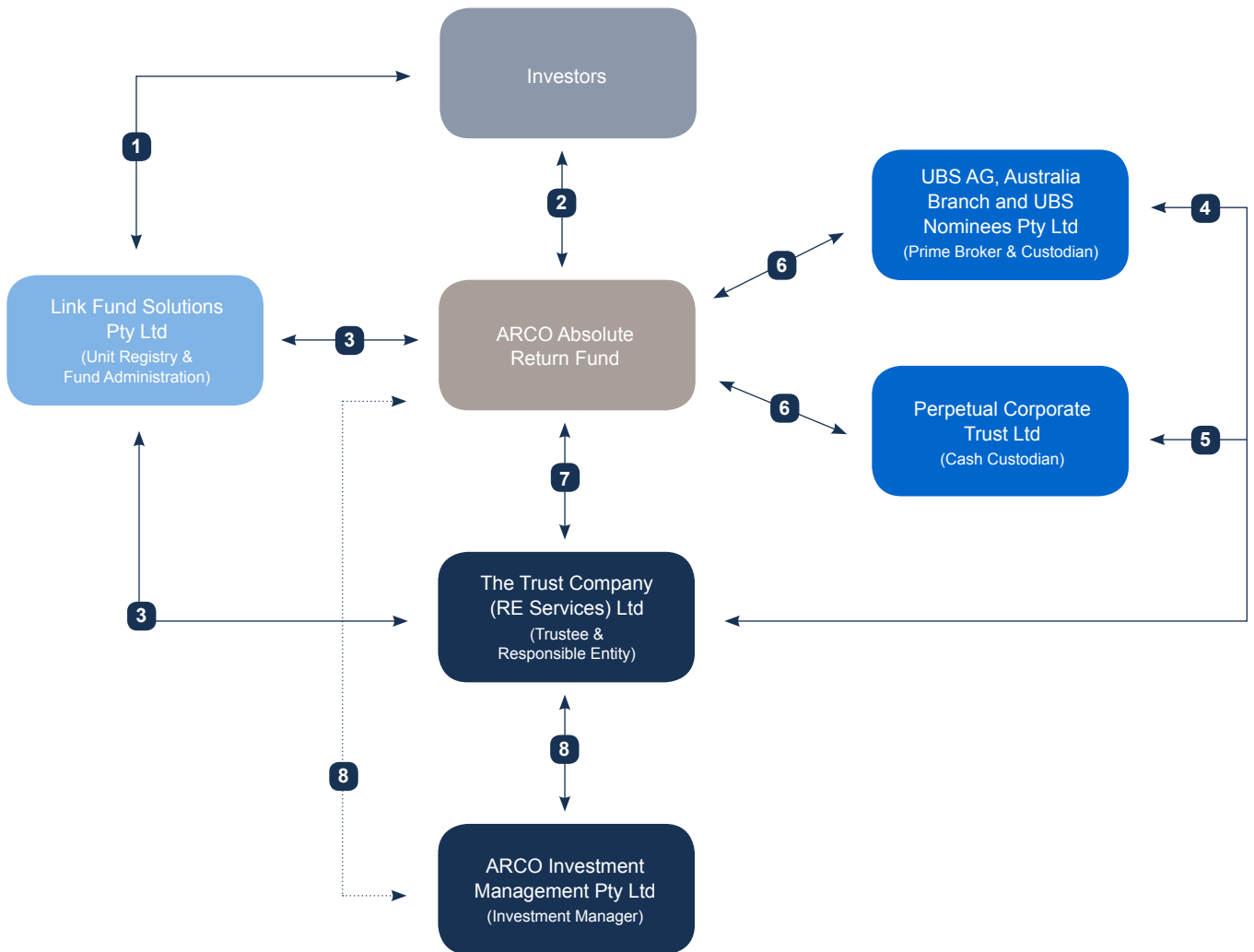
To the maximum extent permitted by law, UBS expressly disclaims and takes no responsibility for any statements in, or omissions from, the PDS other than the statements made with its consent. UBS is not responsible for the activities of the Fund, will not participate in the Fund's investment decision-making process and makes no representation in respect of the Fund or the Fund's investments.

UBS AG, Australia Branch is a foreign Authorised Deposit-Taking Institution (**Foreign ADI**) under the Banking Act 1959 (Cth) and is supervised by the Australian Prudential Regulation Authority. Note that provisions in the Banking Act 1959 for the protection of depositors do not apply to Foreign ADIs, including UBS AG, Australia Branch.

The Cash Custodian

Perpetual Corporate Trust Limited ABN 99 000 341 533; Corporate Authorised Representative No. 266799 of AFSL 236643 (Cash Custodian) has been appointed by the Responsible Entity as cash custodian of the Trust under a Custodian Agreement. Under this arrangement, the role of Perpetual Corporate Trust Limited as cash custodian is limited to holding and maintaining cash assets of the Trust on behalf, and as agent of the Responsible Entity.

Fund Structure



- 1** Application, Additional Application and Withdrawal forms submitted by investors to Link Fund Solutions who provide regular unitholder statements and tax distribution statements to investors.
- 2** Application monies transferred to the Fund's application account, investor issued units in the Fund (Link Fund Solutions to provide the notification).
- 3** Link Fund Solutions contracted by Perpetual to provide administration and registry services for the Fund.
- 4** Perpetual has appointed UBS AG, Australia Branch as a prime broker and UBS Nominees Pty Limited as custodian for the Fund.
- 5** Perpetual has appointed Perpetual Corporate Trust Limited as cash custodian for the Fund.
- 6** Fund assets are held by both the 'Prime Broker and Custodian' and the 'Cash Custodian'.
- 7** Responsible entity function performed by Perpetual.
- 8** Investment management activities outsourced to, and performed by, ARCO.

6. The ARCO Absolute Return Fund – The Detail

The Fund's Investment Objective

The Fund's investment objective is to generate consistent absolute returns through a market cycle, in excess of the Fund's benchmark, with an overarching focus on capital preservation. Returns are not guaranteed.

The Fund's benchmark is the RBA Official Cash Rate. Investments will predominantly be in equity securities but may include fixed interest instruments, cash and cash equivalents, derivatives (including exchange traded and over the counter derivatives, but limited to futures, options and warrants) and foreign exchange contracts.

Note: There is no guarantee that the Fund's investment objective will be achieved. The investment objective is not intended to be a forecast. It is merely an indication of what the Fund aims to achieve over the medium to long term. The Fund may not be successful in meeting this objective. Returns are not guaranteed.

Investment Timeframe

The Fund is managed with the intention of generating returns over the long term (at least 5 years).

Note: This suggested investment period may not be appropriate for you at all times or suit your particular needs. You should regularly review all aspects of your investments.

Fund Suitability and Performance

The Fund is suitable for investors who:

- seek absolute returns from a portfolio of Australian and New Zealand listed equities;
- desire some income via trust distributions, which may include franking credits; and
- have a reasonable tolerance to risk. Note that performance of the Fund can be volatile over the short term and in some periods, may be negative.

Historically, ARCO's managed funds (which employ similar or identical investment strategies) have experienced much lower volatility of returns than the broader Australian equity market.

The ARCO Absolute Trust, another fund managed by ARCO, was launched in September 2008. The ARCO Absolute Trust deploys an identical investment strategy to the Fund, has the same investment team overseeing its portfolio, and has delivered the following key statistics (net of all fees and adjusted for distributions).

Key Statistics	ARCO Absolute Trust returns and ratios since inception (p.a.) (net of all fees and adjusted for distributions) ¹	S&P ASX 200 Accumulation Index returns and ratios since inception ² (p.a.)	Benchmark RBA Official Cash Rate
Returns ¹	6.66%	7.06%	2.88%
Volatility	4.02%	13.12%	n/a
Sharpe ratio ³	0.74	0.26	n/a

Key statistics and return profile as at 30th April 2019:

- 1) Fees charged by the ARCO Absolute Trust are not identical to the Fund. The ARCO Absolute Trust charges a management fee of 1.025%⁴ per annum and a performance fee of 20.5%⁴ per annum based on series accounting (whereas the Fund charges a management fee of 1.23%⁴ per annum and a performance fee of 20.5%⁴ per annum for returns above the RBA Official Cash Rate and does not adopt series accounting). Net returns for the Fund would therefore be slightly different had it performed in exactly the same manner as the ARCO Absolute Trust.
- 2) September 2008.
- 3) The Sharpe ratio is a measure for calculating risk-adjusted return. Generally, the greater the value of the Sharpe ratio, the more attractive the risk-adjusted return.
- 4) Including GST net of reduced input tax credits.

The fact that the ARCO Absolute Trust achieved the above historical performance does not mean that the Fund would have achieved identical performance due to small differences in fees and costs. However, the key statistics and return profile of the ARCO Absolute Trust are provided to demonstrate the track record and investment expertise of ARCO for a virtually identical investment strategy. Remember, past performance is not a reliable guide to future performance.

Investment Strategy

The Fund's core strategy is to construct a portfolio of listed equity securities priced at levels that do not adequately reflect their underlying values, and to hedge its 'long' portfolio against adverse market price movements through selling short equity securities that are priced well above underlying values, and by using financial derivatives. Accordingly, the Fund's overall gross asset position and net equity exposure will vary over time.

ARCO has a strong fundamental research orientation, and places great emphasis on stock selection. ARCO views the typical pricing of large-capitalisation stocks traded on the equity markets in Australia and New Zealand as highly efficient. As such, ARCO's belief is that most high-liquidity, large-capitalisation stocks have a calculable 'fair value' range, based on a set of fundamental information known to investors at any point in time.

ARCO's process is to combine intensive fundamental research with active consideration of non-fundamental factors, in order to identify and analyse variances in stock prices away from ARCO's perceived 'fair value' range, in either direction.

ARCO's process attempts to determine why such variances are occurring, at both the fundamental (typically earnings, industry economics, or peer valuation dynamics) and market (typically liquidity or sponsorship changes) levels.

If such variances can be explained to ARCO's satisfaction, and the perceived mispricing offers an attractive return after giving full consideration to risk factors, this may provide a basis for initiating an investment.

ARCO's view is that alpha generation in an efficient equity market is hard work, requiring a deep insight into industry economics and underlying company fundamentals, a willingness to assume out-of-consensus risk based on that work, and active position management in response to stock price and valuation changes.

As a result, the Fund intends to actively manage its long and short position sizes in response to price movements within its target 'fair value' range for its core group of stocks, and to actively manage its overall market exposure levels.

What the Fund Invests in

The Fund will invest primarily in listed equities, cash and cash equivalent instruments, fixed interest securities, derivatives (including exchange traded and over the counter derivatives, but limited to futures, options and warrants) used to hedge market and company specific risks and to gain market exposure to underlying securities, and foreign exchange contracts.

The investments comprising the assets of the Fund will be selected from:

- listed equities trading on either an Australian or New Zealand stock exchange;
- new issues to be floated on these exchanges, provided ARCO considers the investment to be of sufficient liquidity;
- cash equivalent instruments including cash, bank bills and term deposits; and
- exchange-traded derivatives and over-the-counter derivatives (limited to futures, options, and warrants).

The Fund will not invest in unlisted investments, unless the investment is a pending listing or is as a result of a corporate action. The majority of the Fund's investments will be held in Australian securities. The Fund may invest in listed equities on other exchanges where such investments relate to equities listed on either an Australian or New Zealand stock exchange.

Diversification and Holdings

The Fund will typically hold between 40-60 investments. Allocation with respect to the location, class or currency of assets will not be limited, except as detailed below.

Investment Exposure Guidelines

The Fund will employ the following key exposure limits:

- the leverage (or borrowing) limit will be 100% of the Net Asset Value of the Fund;
- the net exposure to equity market risk will be limited to 60% of the Net Asset Value of the Fund;
- the maximum exposure to any single equity investment will be 15% of the Net Asset Value of the Fund for companies included in the S&P ASX 200 Index, and 10% of the Net Asset Value for all other;
- the Fund will not hold more than 10% of any class of security issued by a single issuer, and will not take legal or management control of any investee company;
- the Fund's net exposure (long or short) to the securities issued by companies with a primary stock market listing in New Zealand will be limited to 10% of the Net Asset Value of the Fund; and
- the Fund will not invest in real property or physical commodities.

The exposure limits shall be measured at the time of acquisition of an investment by the Fund. The limits shall not be treated as being breached if they are exceeded as a result of movements in the relative value of investments of the Fund after their acquisition or the exercise of rights arising in respect of such investments. Please note, the investment strategy and other limits set out in this PDS should be viewed as objectives only and not absolute limits. Should they be exceeded for any reason, for example due to market movements or cash flows, ARCO will endeavour to effect such adjustments as is necessary to meet the limits set out in this PDS, but will not be liable for any deviation from the limits. If the investment program changes significantly, you will be given at least 30 days' notice where practicable.

Liquidity

Perpetual intends for the Fund to be liquid. The Fund will invest primarily in listed equities, cash and cash equivalent instruments, fixed interest securities, derivatives (including exchange traded and over the counter derivatives, but limited to futures, options and warrants) and foreign exchange contracts.

Leverage (or Borrowings)

Subject to the investment exposure guidelines discussed above, the Fund may use leverage, by borrowing money against equity securities owned 'long' or through the implementation of short sale strategies that, in combination with the Fund's long positions, effectively increases exposure to price changes in markets.

Use of Derivatives

The Fund will use financial derivatives, primarily in the form of index futures contracts, typically to protect capital from the downside price risk of the broader market. If the index futures fall, the Fund may close the futures contract at a lower price and a profit. The profit from futures contracts may offset the loss suffered by the Fund's 'long' stock portfolio. However, the Fund will incur a loss from this strategy if the index futures price increases.

ARCO will infrequently use exchange-traded options, usually in order to increase the Fund's exposure to an expected price movement. The Fund is unlikely to be short option volatility — that is, the Fund will typically only be long call options or long put options. The use of derivatives will be continually monitored in accordance with the Fund's risk policies.

Foreign Currency

The Fund will invest predominantly in its functional currency unit, being Australian Dollars. ARCO does not intend to trade in foreign exchange markets. The Fund will invest in securities denominated in New Zealand dollars and other currencies from time to time, which may not typically be hedged back into Australian Dollars.

Labour Standards, Environmental, Social and Ethical Considerations

Perpetual and ARCO do not take into account environmental, labour standards or ethical considerations when selecting, retaining or realising the investments of the Fund. However, Perpetual and ARCO recognise that environmental, social and governance (ESG) issues may affect the value of investments managed on behalf of investors.

Perpetual and ARCO assess and manage all foreseeable and potentially material risk factors and in this context, Perpetual and ARCO consider ESG as a risk factor in the overall risk/reward assessment of an investment. However, Perpetual and ARCO have no predetermined view as to what constitutes ESG standards, which ESG considerations will be taken into account and the extent to which they will be taken into account when making decisions to acquire, hold and dispose of investments.

The Mechanics of a Managed Fund

The Fund is structured as a unit trust. Investors' funds are pooled and managed in accordance with a set objective and strategy. When you invest in the Fund, you acquire units. Each unit entitles the Unitholder (i.e. investor) to a proportionate beneficial interest in the Fund's portfolio of assets, but not to any particular asset of the Fund.

The potential for financial gain is made through investors receiving distributions and any increase in capital value of their units (if the unit price is higher than the price at which the investor purchased them).

The value of your investment is calculated by multiplying the number of units you hold in the Fund by the applicable unit price for the Fund at that time.

Why Invest in the Fund

There are many benefits of investing in the Fund. Some of the significant benefits include:

- A focus on high quality, growth-orientated businesses, identified through an intensive investment process incorporating rigorous company visitation and proprietary fundamental company analysis;
- Access to the investment experience and expertise of the ARCO investment team;
- Access to sophisticated investment opportunities that individual investors usually cannot achieve (including IPOs, placements and block trades);
- Risk management through the use of active investment management and portfolio construction tools;
- A robust corporate governance structure and clear legal rights; and
- An ability to add or withdraw your investment each Business Day.

7. Key Risks

Risks in General

Investment in the Fund is subject to certain risks. The following summary of key risks is not exhaustive of all risks and new risks may emerge over time.

The value of your units in the Fund may decrease as well as increase depending on ARCO's ability to successfully execute the Fund's investment strategy. You should carefully consider each of the risks set out in this section, as well as the other information in this PDS, in assessing the suitability of including the Fund as part of your investment portfolio as well as the appropriate size of your investment in the Fund and seek advice from a licensed or authorised financial advisor.

The value of the Fund's investments will vary. The level of returns will vary and future returns may differ from past returns. No guarantee is provided on the performance of the Fund, that distributions will be made or that the capital value of an investment in the Fund will increase or be maintained.

Ways to Manage or Reduce Investment Risk

You can help manage your own risks too. You can:

- know your investment goals and risk tolerance;
- understand risk and return and be comfortable that an investment may not give the outcomes you hope for;
- diversify your investments (that is, don't invest all your monies in the Fund or in similar funds);
- invest for at least the recommended timeframe (5 years);
- keep track of your investment; and
- speak with a financial advisor and make sure the Fund is the right investment for you at the particular time.

Remember, each investor's risk tolerance is different. Before investing in the Fund, you should consider:

- your investment goals;
- your expectations for returns; and
- the length of time you can hold your investment.

How ARCO Seeks to Reduce Risk

Preservation of investor's capital is a key objective. The Fund's bias is to be net long invested under normal market conditions, but will seek to reduce the risk of loss by raising liquidity and by increasing hedging if a decline in overall market price levels is expected.

The Fund will invest only in securities listed on established stock exchanges in Australia and New Zealand, or which are dealt on established Over-the-Counter markets. A very high proportion of the Fund's equity investments are expected to be in large-capitalisation companies, which typically feature high traded liquidity. It is expected that over 70% of the Fund's long and short equity positions will be in stocks that are part of the S&P ASX 200 Index.

ARCO will generally observe a stop-loss limit on short sales, in the event that there is an adverse movement in the price of the underlying security resulting in a 50-basis point (0.5%) reduction in the Net Asset Value. While no stop-loss limit exists for long positions, ARCO will generally apply a symmetrical 'soft' limit policy in practice.

General Risks

Prospective investors should be aware of the following risk factors, when deciding whether to invest in the Fund. The following discussion of risk factors does not purport to be a complete explanation of the risks involved in investing in the Fund. Potential investors should read the entire PDS and should consult their own professional advisors before deciding to invest in the Fund.

Investment Objective Risk

There is no guarantee that in any time period, particularly in the short term, the Fund will achieve any particular level of return and investors should be aware that the value of units may fall as well as rise.

Investment in the Fund involves significant risks. Whilst it is the intention of ARCO to implement strategies that are designed to minimise potential losses, there can be no assurance that these strategies will be successful. It is possible that an investor may lose a substantial proportion or all of their investment in the Fund. As a result, each investor should carefully consider whether they can afford to bear the risks of investing in the Fund.

Individual Investment Risk

Investments made by the Fund, like shares on the ASX and derivatives positions can (and do) rise and fall in value for many reasons, such as changes in a company's internal operations or management, or in its business environment.

Market Risk

Economic, technological, political or legal conditions, interest rates and even market sentiment, can (and do) change, and changes in the value of investment markets can affect the value of the investments in unpredictable ways.

Interest Rate Risk

Interest rate movements may adversely affect the value of the Fund through their effect on the price of a security and the cost of borrowing.

Leverage

The Fund may be leveraged by borrowing and, as outlined earlier, ARCO may also engage in investment strategies that constitute leverage if ARCO considers this necessary or desirable. Such strategies may include the borrowing and short selling of securities and the acquisition and disposal of certain types of derivative securities and instruments, such as warrants, futures and options.

Whilst leveraging creates an opportunity for greater total returns it also exposes the Fund to a greater risk of loss arising from adverse price changes. For example, as a result of using leverage, the Net Asset Value of the Fund will increase more when the Fund's assets increase in value, and decrease more when the Fund's assets decrease in value, than would otherwise be the case if leverage was not used.

The use of leverage levels is strictly controlled by the financial institution providing the leverage on investments (such as the Prime Broker), which is segregated by asset class, and rating and differs from institution to institution. The financial institution who is providing the leverage (the Prime Broker) also performs daily and sometimes intraday analysis of the Fund's positions to ensure that they are operating within their prescribed limits at all times.

Repurchase Agreements

The Fund may enter into repurchase agreements with respect to securities for the account of the Fund. Repurchase agreements involve credit risk to the extent that the Fund's counterparties may avoid such obligations in bankruptcy or insolvency proceedings, thereby exposing the Fund to unanticipated losses. The amount of credit risk incurred with respect to a particular repurchase agreement will depend in part on the extent to which the obligation of the Fund's counterparty is secured by sufficient collateral.

Securities Borrowing

When the Fund borrows securities or cash, the Prime Broker is entitled to take collateral from the assets of the Fund. Any assets taken by the Prime Broker may be used by the Prime Broker for its own purposes (including lending those assets to third parties) for the period that the Fund retains the relevant liability. Therefore, there is a risk that if the Prime Broker becomes insolvent whilst the Fund remains indebted to the Prime Broker, the assets of the Fund may not be returned in full.

Further, if the securities are recalled, ARCO may be required to unwind a strategy early, which may result in losses. ARCO will endeavour to borrow non-recallable securities where possible.

Counterparty Risk

The Fund is subject to the risk that the counterparty to a transaction or contract (such as the Prime Broker) may default on their obligations and as a result, experience an adverse investment outcome or liability.

The Fund has appointed UBS AG, Australian Branch as the Prime Broker to provide financing for gearing and stock for the borrowing and lending of securities in the Fund, as well as settlement services for the Fund and any other services agreed between the parties.

To help mitigate counter party risk, at least 50% of the free cash (unencumbered by the Prime Broker as collateral) will be held on deposit with an Australian trading bank with an Investment Grade rating from a major credit rating agency.

Liquidity of Investment Portfolio

The market for some securities in which ARCO may invest may be relatively illiquid. Liquidity relates to the ability of ARCO to sell an investment in a timely manner. The market for relatively illiquid securities tends to be more volatile than the market for more liquid securities.

Investment of the Fund's assets in relatively illiquid securities and loans may restrict ARCO's ability to dispose of the Fund's investments at a price and time that it wishes to do so. The risk of illiquidity also arises in the case of over-the-counter transactions. As there is no regulated market in such contracts, dealers in these contracts will solely establish bid and offer prices. There are also circumstances under which access to your money may be delayed – see Section 10 "Managing your Account" and "How to Withdraw" for more information.

Foreign Currency

The Fund will have exposure to fluctuations in currency exchange rates where it invests directly or indirectly in securities denominated in currencies other than Australian dollars.

This will apply directly to New Zealand companies and securities listed on the New Zealand Stock Exchange (**NZX**) and, indirectly, to ASX-listed securities that conduct their primary economic activities in countries other than Australia. ARCO will not typically seek to offset (or hedge) the risks associated with such exposure through foreign exchange transactions, but will instead make an assessment of the possible changes in direct or indirect currency relationships as part of establishing the overall expected return for any such investment.

Derivatives Risk

Derivatives include instruments and contracts the value of which is linked to one or more underlying securities, financial benchmarks or indices. Derivatives allow an investor to hedge or speculate upon the price movements of a particular security, financial benchmark or index at a fraction of the cost of investing in the underlying asset. The value of a derivative depends largely upon price movements in the underlying asset. Therefore, many of the risks applicable to trading the underlying asset are also applicable to derivatives trading.

However, there are a number of other risks associated with derivatives trading. For example, because many derivatives provide significantly more market exposure than the money paid or deposited when the transaction is entered into, a relatively small adverse market movement can result not only in the loss of the entire investment, but may also expose the Fund to the possibility of a loss exceeding the original amount invested. To mitigate this risk, the Fund will apply limits to individual aspects of derivative exposure.

Short Selling Risk

ARCO may sell securities short. If the price of the securities sold short declines, ARCO may then cover the short position with securities purchased in the market. The profit realised on a short sale will be the difference between the price received in the sale and the cost of the securities purchased to cover the sale.

The possible loss from selling short a security differs from the loss that could be incurred from a cash investment in the security. The former may be unlimited, whereas the latter can only equal the total amount of the cash investment. Short selling activities are also subject to restrictions imposed by ASX and NZX, which could limit the investment activities of ARCO.

Concentration Risk

The Fund's typical portfolio holdings of 40 to 60 investments represents a relatively high investment concentration. The lower the number of investments, the higher the concentration and, in turn, the higher the potential volatility. The value of investments is more likely to be affected by any single adverse economic, political or regulatory event than the investments of a more diversified investment portfolio.

Key Persons Risk

The investment performance of the Fund will depend in large part on the skills and expertise of ARCO's key portfolio managers, George Colman and Peter Whiting. As such, investors in the Fund are exposed to risk that George Colman and Peter Whiting may cease to be involved in managing the Fund.

Potential Conflicts of Interest

The Investment Manager may be the investment manager of other funds not described in this PDS and entities within the 'Perpetual Group' (comprising Perpetual Limited and its subsidiaries, including the Responsible Entity) may act in various capacities (such as responsible entity, trustee and custodian) in this structure and for other funds or accounts. The Investment Manager and Perpetual Group have implemented policies and procedures to identify and where possible mitigate or avoid the conflict.

Fund Risk

Risks particular to the Fund include that it could terminate (for example, at a date Perpetual decides), the fees and expenses could change (although Perpetual would generally give you at least 30 days' notice if fees were to increase).

Perpetual could be replaced as responsible entity of the Fund or its management and staff could change.

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

Cyber Risk

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

Regulatory Risk

Changes in applicable laws and policies (including taxation policies, regulations and laws affecting registered managed investment schemes or changes in generally accepted accounting policies or valuation methods) in Australia or in any jurisdiction in which the Fund invests may adversely affect the Fund. Changes in political situations and changes to foreign and domestic tax positions can also impact on the Fund.

The Australian taxation consequences of an investment in the Fund, detailed in Section 12, have been based on taxation legislation as at the date of this PDS. Future changes in Australian tax legislation or in the interpretation of that legislation may adversely affect the tax treatment of the Fund, or of the investors or the tax treatment of a specific investment of the Fund.

To the extent the Fund invests in international equities, then future changes in non-Australian tax legislation may affect the tax treatment of the Fund, its investments and the distributions of profits. Such changes may have an impact on the value of your investment in the Fund.

FATCA Risk

The Fund intends to be treated under Australian FATCA Rules as a Reporting Financial Institution or a trustee-documented trust, and is not expected to be subject to a 30% FATCA withholding tax on US sourced income. However, this cannot be assured given the complexity of the Australian FATCA Rules.

8. Fees and Other Costs

DID YOU KNOW?

Small differences in both investment performance and fees and costs can have a substantial impact on your long term returns. For example, total annual fees and costs of 2% of your account balance rather than 1% could reduce your final return by up to 20% over a 30-year period (for example reduce it from \$100,000 to \$80,000).

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

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

TO FIND OUT MORE

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

This section shows fees and other costs that you may be charged. These fees and costs may be deducted from your money, from the returns on your investment or from the assets of the managed investment scheme as a whole.

Taxes are set out in another part of this PDS.

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
Fees when your money moves in or out of the Fund[^]		
Establishment fee <i>The fee to open your investment</i>	Nil	No fee is charged.
Contribution fee <i>The fee on each amount contributed to your investment</i>	Nil	No fee is charged.
Withdrawal fee <i>The fee on each amount you take out of your investment</i>	Nil	No fee is charged.
Exit fee <i>The fee to close your investment</i>	Nil	No fee is charged.
Management Costs		
The fees and costs for managing your Investment		
Management fee	1.23% p.a. ¹ of the Net Asset Value of the Fund.	The Management Fee is calculated and accrued daily. It is paid monthly in arrears. The fee is paid directly from the Fund's assets and reflected in the daily unit price. This fee may be negotiable for certain types of investors.
Performance fee	20.5% p.a. ¹ of the investment returns of the Fund made in excess of the daily RBA Official Cash Rate.	The Performance Fee is calculated and accrued daily. It is payable annually as at 30 June. The fee is paid directly from the Fund's assets and reflected in the daily unit price. This fee may be negotiable for certain types of investors.
Ordinary expenses*	Capped at 0.30% p.a. ¹ of the Net Asset Value of the Fund.	The expenses (which include fees paid to Perpetual and the Administrator) are deducted from the Fund's assets as they are incurred and are reflected in the daily unit price.
Abnormal expenses*	Estimated to be nil.	Abnormal expenses are expected to occur infrequently. If incurred, they are deducted from the Fund's assets as they are incurred and are reflected in the daily unit price.
Indirect costs*	Estimated to be nil.	Indirect costs are directly or indirectly deducted from the Fund's assets (or underlying assets (if any)) as they are incurred and are reflected in the daily unit price.

Service Fees

Switching fees^{^^} <i>The fee for changing investment options</i>	Nil	No fee is charged.
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[^] Buy/sell spreads apply when you invest in the Fund and when you redeem money from the Fund. See "Additional explanation of fees and costs" for more detail.

^{^^} See "Additional explanation of fees and costs" for more detail on service fees.

* Any items marked with an asterisk (*) are an estimate and are based on the costs incurred in the current financial year. Please refer to ARCO's website (www.arcoim.com) for any updates on these estimates which are not considered to be materially adverse from a retail investor's point of view.

1. Including GST net of reduced input tax credits.

Example of Annual Fees and Costs

This table gives an example of how the fees and costs for the Fund can affect your investment over a one-year period. You should use this table to compare the Fund with other managed investment products. It is important to read the assumptions and notes below the table.

Example	Amount	Balance of \$50,000 with contribution of \$5,000 during the year
Contribution fees	Nil	For every additional \$5,000 you put in, you will be charged nil.
PLUS Management costs comprising:		And, for every \$50,000 you have in the Fund, each year you will be charged:
Management fee	1.23% p.a. ¹ of the Net Asset Value of the Fund	\$615.00
Performance fee[*]	0% p.a. ¹ of the Net Asset Value of the Fund	Nil
Ordinary expenses	0.3% p.a. ¹ of the Net Asset Value of the Fund	\$150.00
Abnormal expenses[*]	0% p.a. ¹ of the Net Asset Value of the Fund	Nil
Indirect costs[*] <i>see indirect costs above for more detail.</i>	0% p.a. ¹ of the Net Asset Value of the Fund	Nil
EQUALS Cost of the Fund	1.53% p.a. ¹ of the Net Asset Value of the Fund	If you had an investment of \$50,000 at the beginning of the year and you put in an additional \$5,000 during that year, you would be charged fees of \$765.00 [#] . Note: What it costs you will depend on the fees you negotiate

1. Including GST net of reduced input tax credits.

[#] Assumes the additional \$5,000 was invested at the end of the year.

* Any items marked with an asterisk (*) are an estimate and are based on the costs incurred in the current financial year. Please refer to ARCO's website (www.arcoim.com) for any updates on these estimates which are not considered to be materially adverse from a retail investor's point of view.

When calculating management costs in this table, the laws say we must assume that the value of your investment remains at \$50,000 and the Fund's unit price does not fluctuate. Management costs actually incurred will depend on the market value of your investment and the timing of your contributions (including any reinvestment of distributions) during any 12-month period. The example assumes that the full 0.30% in expenses is incurred and no abnormal expenses or additional service fees are incurred by you and that fees are not individually negotiated. The performance fee calculation assumes no performance fees will be payable in the current financial year. The actual performance fee and therefore the total management costs will depend on the performance of the Fund and the benchmark and so may vary from the example above. It is not a forecast of the performance of the Fund or benchmark or of the amount of the performance fees in the future. Totals may vary from the expected number due to rounding.

If you would like to calculate the effect of fees and costs on your investment you can visit the ASIC website (www.moneysmart.gov.au) and use their managed investment fee calculator.

Additional Explanation of Fees and Costs

Management Costs

The management costs of the Fund as set out in the table in the previous page are composed of the Management Fee, the Performance Fee, expenses and indirect costs in relation to the Fund. Management costs paid out of Fund assets reduce the Net Asset Value of the Fund and are reflected in the unit price. Management costs exclude transactional and operational costs (i.e. costs associated with investing the underlying assets, some of which may be recovered through buy/sell spreads).

The Management Fees and Performance Fees are based in part upon unrealised gains (as well as unrealised losses) and such unrealised gains and/or losses may never be realised.

Management Fee

ARCO is entitled to receive a Management Fee equal to 1.23% per annum of the Net Asset Value of the Fund calculated and accrued daily and payable within 21 days of the end of the month. Any accrued Performance Fees will be disregarded for the purposes of calculating the Net Asset Value.

Performance Fee

ARCO may also be entitled to receive a Performance Fee from the Fund.

The Performance Fee is equal to 20.5%¹ of the daily investment returns of the Fund made in excess of the daily benchmark being the RBA Official Cash Rate (**Benchmark**).

The daily investment return of the Fund for a Business Day is calculated by dividing the amount of the Net Asset Value (before accrued Performance Fees) of the Fund adjusted for net changes in capital (including applications, withdrawals and payments of cash distribution amounts) for that Business Day, by the Net Asset Value of the Fund for the previous Business Day.

The performance hurdle is the daily percentage movement in the daily Benchmark multiplied by the Net Asset Value (before accrued Performance Fees) of the Fund for the previous Business Day (**Performance Hurdle**).

The daily Performance Fee amount is then calculated by multiplying 20.5%¹ by the difference between the daily investment return of the Fund and the Performance Hurdle. The daily Performance Fee amount can be a positive or negative amount depending on whether or not the Performance Hurdle has been exceeded.

Where the aggregate amount of the daily Performance Fee amounts is negative, no Performance Fee will be reflected in the daily unit price and no Performance Fee will accrue until the total of the aggregate amount of the daily Performance Fee amounts for the current performance fee period (being each 12 month period from 1 July to 30 June) (**Performance Fee Period**) and the negative balance carried forward from previous Performance Fee Periods is a positive amount.

If the aggregate of the daily Performance Fee amounts at the end of a Performance Fee Period is a positive amount, this positive amount is accrued as an expense and is deducted from the assets of the Fund at the end of each Performance Fee Period. The amount of the Performance Fee expense is paid to ARCO at the end of the Performance Fee Period.

Where the aggregate daily Performance Fee amount for a Performance Fee Period is negative, no Performance Fee expense will be paid to ARCO, and the negative balance will be carried forward to the next Performance Fee Period.

If the units on issue for the Fund decrease during any Performance Fee Period due to withdrawals during that Performance Fee Period, ARCO may extinguish a proportion of any negative Performance Fees for the Fund (if the Performance Fee amount is negative) or pay a proportion of positive Performance Fees (if the Performance Fee amount is positive) to ARCO shortly after the withdrawals are made to adjust for such withdrawals.

Performance Fee Example

Assuming an investment of \$50,000, and that the Fund outperforms its Performance Hurdle by the percentages in the table below at the end of the Performance Fee Period, the following Performance Fees would be payable for the outperformance:

Performance against Performance Hurdle of the ARCO Absolute Return Fund	\$ Performance Fee attributable to an investment of \$50,000
+1% p.a.	\$102.50
+2% p.a.	\$205.00
-1% p.a.	nil

Expenses

All expenses properly incurred by Perpetual in connection with the Fund are payable or can be reimbursed out of the Fund. These expenses include (but are not limited to) establishment of the Fund, fees payable to Perpetual and the Administrator, accounting, audit, legal, government charges, taxation, custody, adviser, filing, postage, courier, facsimile, photocopy, telephone, printing and establishment expenses. All expenses are charged to the Fund as they are incurred. Although the Trust Deed does not limit the amount of expense we can recover from the Fund where they relate to the proper performance of our duties as responsible entity, ordinary expenses are capped at 0.30% p.a. of the Net Asset Value of the Fund. Any excess above the cap is paid for by ARCO out of its own monies and may be recoverable from the Fund in ensuing periods (provided the cap is also adhered to in the relevant ensuing period).

Any abnormal expenses can also be charged to the Fund, but are expected to incur infrequently. Abnormal may include (without limitation) costs of litigation to protect investors' rights, costs to defend claims in relation to the Fund, investor meetings, legal fees, once off or non "business as usual" fees and termination and wind up costs. If abnormal expenses are incurred, they will be deducted from the assets of the Fund as and when they are incurred. There is no cap on abnormal expenses.

Indirect Costs

Indirect costs are part of management costs and include fees and expenses arising from any investment that qualifies as an interposed vehicle (e.g. any underlying fund that the Fund may invest in) and certain OTC derivative costs. Indirect costs are reflected in the unit price of your investment in the Fund. The Fund's indirect costs are based on the actual portfolio held during the financial year to date and are estimated to be nil. Actual indirect costs for future years may differ where the portfolio composition changes.

Transactional and Operational Costs

Transactional and operational costs include brokerage, settlement costs, bid-offer spreads on investments and currency transactions and borrowing, clearing and stamp duty costs.

When you invest in the Fund, ARCO may buy (and sell) investments, and incur these costs. When you withdraw, ARCO may sell investments so it can pay your cash to you, and incur these costs.

These costs are also incurred in connection with day to day trading within the Fund.

Some of these costs are recovered through the buy/sell spread. A buy/sell spread is an adjustment to the unit price reflecting our estimate of the transaction costs that may be incurred as a result of the purchase/sale of assets arising from the buying/selling of units. This adjustment ensures that existing investors do not pay costs associated with other investors acquiring/ withdrawing units from the Fund. The buy/sell spread is reflected in the buy/sell unit price.

The current buy/sell spread is +/- 0.20% of the value of units being bought and sold. This charge is levied as an additional cost to investors applying for units or withdrawing units and is retained in the Fund, not paid to Perpetual or ARCO. The application of a buy/sell spread means that transactional costs for investor-initiated transactions are allocated to the investor initiating the transaction, rather than being spread across the whole Fund. There is no spread payable on reinvestment of distributions.

Perpetual may vary the buy/sell spread from time to time and prior notice will not normally be provided to you.

Updated information on the unit prices will be posted at www.arcoim.com

Being an actively traded managed fund, we estimate that the total transaction costs for the Fund over a financial year will be 1.3% p.a of the Fund's Net Asset Value. Of this amount, 0.14% p.a is reasonably estimated to be recouped by the buy/sell spread when applications and withdrawals take place, resulting in a net transaction cost of the Fund of 1.2% p.a (being net \$600 for every \$50,000 invested in the Fund).

We expect transactional and operational costs to vary from year to year as they will be impacted by the Fund's volume of trading, brokerage arrangements and other factors. If buy and sell spreads charged exceed the Fund's transactional and operational costs during a financial year, the balance of the buy and sell spreads will be retained by the Fund.

We have a documented policy in relation to the guidelines and relevant factors taken into account when calculating unit prices, including all transaction costs and the buy-sell spread. We call this our unit pricing policy. We keep records of any decisions which are outside the scope of the unit pricing policy, or inconsistent with it. A copy of the unit pricing policy and records is available free on request.

Service Fees

If you need us to do something special for you, we may charge you a fee. These special fees vary depending on what you ask us to do.

Commissions and Soft Dollar Payments

Where permitted by relevant law, ARCO may receive, and are entitled to retain, research products and services (known as soft dollar benefits) which are a benefit to the Fund (as may be permitted under applicable rules and regulations) from brokers and other persons through whom investment transactions are carried out (brokers) provided that the quality of transaction execution is consistent with ARCO's best execution standards.

ARCO considers several factors deemed relevant in determining whether a broker will provide best execution, including, among other things, the provision of research products and investment ideas, introduction to potential investee companies, access to investment opportunities and initial public offerings and placements which are for the benefit of the Fund.

The commission rates charged by brokers in these circumstances may be higher than those charged by other brokers who do not offer such services or by the same broker if it only provides execution services.

Examples of research products and services that ARCO may receive from brokers include analyses and reports concerning industries, securities and economic factors, and trends.

The Fund will pay appropriate negotiated brokerage rates that may include, where applicable, execution, research and other services. In addition, ARCO has the discretion to pay brokerage commissions in excess of discounted rates, and up to full service brokerage rates, for quality brokerage execution and the provision of research or other appropriate services that ARCO determines to be beneficial to the Fund.

ARCO may pay brokers' commissions for effecting portfolio transactions in excess of amounts other brokers would have charged for effecting similar transactions if ARCO determines in good faith that such amounts are reasonable in relation to the value of the research and other services provided, viewed in terms of the particular transaction or ARCO's overall duty to the Fund.

Further, we do not pay fees to financial advisers. If you consult a financial adviser, you may incur additional fees charged by them. You should refer to the Statement of Advice they give you for any fee details.

Goods and Services Tax ('GST')

All fees and expenses referred to in this Section 8 are quoted on a GST inclusive basis and adjusted any reduced input tax credits available to the Fund. In addition to the fees and costs described in this section, standard government fees, duties and bank charges may also apply such as stamp duties. Some of these charges may include additional GST and will apply to your investments and withdrawals as appropriate. For further information on tax, see Section 12.

Differential Fees

The law allows us to negotiate fees with "wholesale" investors or otherwise in accordance with ASIC requirements. The size of the investment and other relevant factors may be taken into account. We generally don't negotiate fees. However, ARCO may negotiate Management Fees and Performance Fees with very large wholesale clients only. The terms of these arrangements are at ARCO's discretion.

Can the Fees Change?

Yes, all fees can change. Reasons might include changing economic conditions and changes in regulation. However, we will give you 30 days' written notice of any increase to fees where practicable.

The Trust Deed for the Fund sets the maximum amount we can charge for all fees. If we wished to raise fees above the amounts allowed for in the Fund's Trust Deed, we would need the approval of investors.

Changes to the level of expense recoveries, indirect costs, transactional and operational costs and the buy/ sell spread do not require prior notice to unitholders.

9. Perpetual's Responsibilities

The Trust Deed establishes the Fund and sets out the rules. Together with this PDS and the law from time to time, it governs your relationship with Perpetual. It gives Perpetual the rights to be paid fees and expenses and be indemnified from the Fund. It governs (amongst other things) Perpetual's powers (which are very broad), investor meetings and unit issue, pricing and withdrawal, as well as what happens if the Fund terminates.

The Trust Deed limits Perpetual's need to compensate you if things go wrong. Generally, if Perpetual acts in good faith and without gross negligence, it is not liable in equity, contract, tort or otherwise to investors for any loss suffered in any way relating to the Fund. The Trust Deed establishes the Fund and sets out the rules. Together with this PDS and the law from time to time, it governs your relationship with Perpetual. It gives Perpetual the rights to be paid fees and expenses and be indemnified from the Fund. It governs (amongst other things) Perpetual's powers (which are very broad), investor meetings and unit issue, pricing and withdrawal, as well as what happens if the Fund terminates.

The Trust Deed limits Perpetual's need to compensate you if things go wrong. Generally, if Perpetual acts in good faith and without gross negligence, it is not liable in equity, contract, tort or otherwise to investors for any loss suffered in any way relating to the Fund. Further, if Perpetual acts in good faith and without gross negligence, it is entitled to be indemnified from the assets of the Fund for any liability incurred by it in relation to the Fund (including any liability incurred because of an agent or delegate, including ARCO).

The Trust Deed also contains a provision that it alone is the source of the relationship between you and Perpetual and not any other laws (except, of course, those laws that can't be excluded).

Generally, Perpetual must have investor approval to make changes to the Trust Deed which are considered to be adverse to investors' rights.

You can obtain a free copy of the Fund's Trust Deed by contacting the Administrator (see Section 17 "Directory").

10. Managing your Account

Applications

Investors must complete the Application Form attached to this PDS to apply for units in the Fund. Perpetual may accept or reject an application at their absolute discretion.

Investors should note that neither Perpetual nor ARCO accepts any responsibility for any loss caused as a result of non-receipt or delay of any application or cleared funds. Where an application from an investor is rejected, interest on rejected application monies is not payable to that investor.

To apply for units in the Fund using electronic means, you must accept full responsibility (to the extent permitted by law) for any loss arising from Perpetual acting upon application forms and supporting documents received by email or fax. You agree to release and indemnify Perpetual and its agents (including Link Fund Solutions) in respect of any liabilities arising from Perpetual acting on application forms and supporting documents received by email or fax, even if those documents are ultimately found to not be genuine.

You also agree that neither you nor any other person has any claim against Perpetual and its agents (including Link Fund Solutions) in relation to a payment processed, units issued or other action taken by Perpetual if it relies on application forms and supporting documents received by email or fax.

Any interest earned on application monies will be used to pay bank fees for that account and any residual amount will generally be credited to the Fund.

Applications for units must be to the value of at least \$25,000. The minimum additional investment in the Fund is \$10,000. Applications can be made by completing the attached Application Form and forwarding it to the Administrator at the address shown on the Application Form. Cleared funds must be electronically transferred from an Australian bank account which is in the name of the investor into the account shown on the Application Form.

Completed Application forms and cleared funds must be received no later than 2pm (Sydney time) on a Business Day and if accepted, units will be issued at the application price applicable as at the close of that Business Day.

When an application is accepted, an investment advice will be forwarded outlining:

- date of acceptance;
- amount invested in the Fund; and
- number of units issued, the unit application price and the holding balance.

Cooling Off

If you decide that you don't want the units we have issued you in the Fund, we must repay your money to you.

We are allowed to (and generally do) make adjustments for market movements up or down, as well as any tax and reasonable transaction and administration costs. For example, if you invest \$50,000 and the value of the units falls by 1% between the time

you invest and the time we receive notification that you wish to withdraw your investment, you would receive the reduced unit value. This means that \$49,302.40 (which includes the 1% reduced unit value and the impact of the buy/sell spread) would be transferred from the Fund back to you.

If you change your mind, you have 14 days to tell us, starting on the earlier of:

- when we send you confirmation that you are invested; or
- the end of the 5th day after the day on which we issue the units to you.

This right terminates immediately if you exercise a right or power under the terms of the product, such as transferring your units or voting on any units held by you. For any subsequent investments made under a distribution reinvestment plan, cooling off rights do not apply.

Investors investing in the Fund via an IDPS should speak to the operator of that service to determine whether cooling off rights are available to them for that service.

Cooling-off rights will not apply in certain limited situations, such as if the issue is made under a distribution reinvestment plan or represents additional contributions required under an existing agreement. Cooling-off rights also do not apply to Wholesale Clients who invest in the Fund.

Investing through an IDPS

Investors investing in the Fund indirectly via an IDPS do not themselves become investors in the Fund, and accordingly have no rights as a Unitholder. The offer document for your IDPS should have further details. If you are an indirect investor, generally the relevant IDPS operator acquires the rights of a Unitholder.

Unitholder rights include the right to attend Unitholder meetings, to make withdrawal requests, receive and reinvest distributions and participate in termination proceeds. Your rights and liabilities will be governed by the terms and conditions of the relevant IDPS, which you should read carefully prior to directing the relevant operator to invest in the Fund.

Indirect investors complete application forms for the IDPS, not the Fund, and receive reports from their IDPS operator and enquiries should be directed to that IDPS operator. Minimum investment and withdrawal requirements may not always be relevant to indirect investors because the IDPS operator may invest on behalf of a number of indirect investors.

Indirect investors will also incur fees and expenses applicable to the IDPS, as well as the Fund's fees and expenses. The tax information in this PDS does not specifically cater for indirect investors.

For complaints resolution, please refer to Section "13 "Your rights, complaints and your information" and "Complaints Resolution".

How to Withdraw

Investors may request the withdrawal of all or part of their investment at any time by lodging a withdrawal request with the Administrator. Unless Perpetual decides otherwise, withdrawal requests must be for a minimum of \$10,000.

Withdrawal requests received no later than 2pm (Sydney time) on a Business Day (Deadline) will be withdrawn at the withdrawal price applicable as at the close of that Business Day.

Withdrawal requests received after the Deadline on a Business Day will be treated as received on the next Business Day.

Perpetual intends that units will be normally withdrawn and payment made within 5 days of receipt of the withdrawal request. However, under the Trust Deed, Perpetual may make the withdrawal payment within 21 days of processing the withdrawal request.

Withdrawals will be made by electronic funds transfer to the Australian bank account in the name of the investor from which the subscription funds derived. Note that normal bank charges apply.

In some circumstances, for example where an investor makes a large withdrawal request, their withdrawal proceeds may be taken to include a component of distributable income. Refer to 'Income Distributions' section below.

The Administrator, on behalf of Perpetual, accepts scanned or faxed withdrawal requests on the following conditions:

- a) all instructions must be legible;
- b) instructions must bear your investor number and signature; and
- c) withdrawal proceeds will only be transferred to the financial institution account previously nominated on the application form Perpetual originally received from you or otherwise notified to Perpetual in writing (Note that to make any account changes, Perpetual needs an original authorisation signed by the account signatories).

These terms and conditions are additional to any other requirements for giving withdrawal instructions.

To apply to withdraw units in the Fund using electronic means, you must accept full responsibility (to the extent permitted by law) for any loss arising from Perpetual acting upon faxed or scanned instructions which comply with the above conditions and you also agree to release and indemnify Perpetual and its agents (including Link Fund Solutions) in respect of any liabilities arising from Perpetual acting on faxed or scanned instructions even if those instructions are ultimately found to not be genuine. You also agree that neither you nor any other person has any claim against Perpetual and its agents (including Link Fund Solutions) in relation to units withdrawn, a payment made or action taken by Perpetual if it relies on documents purportedly from you received by email or fax in accordance with the above conditions.

The amount of money you receive is determined by the unit price Perpetual calculates at the time of your withdrawal request. Perpetual will normally pay withdrawal proceeds to your bank account; however, Perpetual is permitted under the Trust Deed to pay proceeds in kind (i.e. in specie).

Perpetual may determine to withdraw units without a withdrawal request in certain limited circumstances. These circumstances include:

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

In certain circumstances Perpetual may need to delay withdrawal of your money. Perpetual can delay withdrawal of your money for up to 180 days or such period as considered appropriate in Perpetual's view in all the circumstances if:

- there are not enough investments which Perpetual can easily turn into cash. Perpetual does not anticipate the Fund would ever become illiquid but if it did, Perpetual can (if it wishes) make some money available, and allocate it on a pro rata basis amongst those Investors wanting to exit;
- Perpetual receives withdrawal requests representing more than 10% of the value of the investments of the Fund. In this case Perpetual can stagger withdrawal payments;
- something outside Perpetual's control affects its ability to properly or fairly calculate the unit price (for example, if the investments are subject to restrictions or if there is material market uncertainty like a stock market crash);
- an emergency or similar state of affairs occurs which, in our reasonable opinion, makes it impractical to redeem units or which might be prejudicial to the remaining investors;
- there is a closure or material restriction on trading on the major global stock exchanges or realisation of the assets cannot be effected at prices which would be obtained if assets were realised in an orderly fashion over a reasonable period in a stable market; or
- Perpetual otherwise considers it is in the best interests of the investors to delay withdrawal of units.

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

Any taxes, duties or other applicable costs will be deducted by Perpetual from the amount paid to you as required or permitted by legislation.

If there are any material changes to your withdrawal rights, you will be notified by Perpetual.

Unit Prices

The current 'application price' and 'withdrawal price' for the Fund may be obtained by contacting the Administrator or by calling Investor Services (see Section 17 'Directory').

The Administrator, on behalf of Perpetual, calculates unit prices in three steps:

- First, the Administrator calculates the Net Asset Value of the Fund;
- then divides this result by the number of units on issue to obtain the unit mid-price;
- then makes an adjustment (up for the entry price, to take account of the costs of buying investments or down for the exit price to take account of the costs of realising investments) called a buy-sell spread. The buy-sell spread does not represent a fee to Perpetual and is discussed in more detail in Section 8 "Additional explanation of fees and costs".

These steps give a price per unit. Generally, unit prices are calculated for each Business Day at close of business on that day.

Authorised Agent

You may appoint an agent to act on your behalf in relation to your investment in the Fund.

Your agent will have the authority to act in exactly the same manner as you, except that your agent cannot:

- request a change in records held relating to your name, address or other particulars; or
- create and/or alter any other interest in your units (for example, make a withdrawal).

Your agent's authority continues until the day written advice from you terminating that authority is received.

If you appoint a company as your agent, any director of that company, or any employee authorised by the agent, can act under your agent's authority. Likewise, if you appoint a partnership as your agent, any of the partners can act under that authority. Perpetual may restrict the powers of your agent or cancel their authority at any time.

Income Distributions

Income distributions are generally paid annually as at 30 June. The amount of the income distribution may vary and will usually consist of interest, dividends and other income including realised gains from the disposal of assets. The amount of the income distribution is generally calculated by accumulating all income attributable to the Fund for the period, taking into account taxable gains and losses, and then deducting all expenses incurred and any provisions that are considered appropriate by Perpetual.

The income to be distributed is then divided by the total number of units on issue in the Fund at the end of the distribution period to determine the distributable income per unit.

Details relating to any tax-free or tax-deferred components, imputation credits or capital gain components for all distribution payments made during the year will be contained in a tax statement that will be forwarded to unitholders after the end of each financial year. All income distributions are paid in Australian dollars.

In some circumstances, an investor may receive a distribution where they have made a large withdrawal from the Fund. In these circumstances, their withdrawal proceeds may include a component of income distributions.

Income Payments

Income may be paid by either of the following methods:

- direct transfer to a nominated Australian bank account; or
- reinvestment to purchase additional units.

Investors need to complete the appropriate section in the Application Form to elect their choice. If there is no notification of method of payment on the Application Form (or subsequent notification), income distributions will be reinvested.

There is no charge applied to income distributions which are reinvested. The application price that will apply to units from such reinvestment will be the application price before application of the buy/sell spread after distribution. Reinvestment will be affected on the first Business Day after the close of each distribution period.

Keeping you Informed

The Administrator, on behalf of Perpetual, will:

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

When the Fund has more than 100 investors it will be considered a "disclosing entity" for the purposes of the Corporations Act. This means the Fund will be subject to regular reporting and disclosure obligations. Copies of any documents lodged with ASIC in relation to the Fund may be obtained from, or can be inspected at, an ASIC office. Investors will have a right to obtain a copy, free of charge, in respect of the Fund, of:

- the most recent annual financial report; and
- any half yearly financial report lodged with ASIC after that most recent annual financial report but before the date of this PDS.

Continuous disclosure obligations will be met by following ASIC's good practice guidance via website notices rather than lodging copies of these notices with ASIC. Accordingly should Perpetual, as Responsible Entity of the Fund, become aware of material information that would otherwise be required to be lodged with ASIC as part of any continuous disclosure obligations, we will ensure that such material information will be made available as soon as practicable on ARCO's website (www.arcoim.com). If you would like hard copies of this information, please contact Investor Services (see Section 17 "Directory") and you will be sent the information free of charge.

11. Anti-Money Laundering and Counter-Terrorism Financing and Other Relevant Legislation

The Anti-Money Laundering and Counter-Terrorism Financing Act 2006 (Cth) (**AML Act**) and other applicable anti-money laundering and counter terrorism laws, regulations, rules and policies which apply to Perpetual (**AML Requirements**), regulate financial services and transactions in a way that is designed to detect and prevent money laundering and terrorism financing. The Australian Transaction Reports and Analysis Centre (**AUSTRAC**) enforce the AML Act. In order to comply with the AML Requirements, Perpetual is required to, amongst other things:

- verify your identity and source of your application monies before providing services to you, and to re-identify you if we consider it necessary to do so; and
- where you supply documentation relating to the verification of your identity, keep a record of this documentation for 7 years.

Perpetual and the Administrator as its agent (collectively the **Entities**) reserve the right to request such information as is necessary to verify your identity and the source of the payment. In the event of delay or failure by you to produce this information, the Entities may refuse to accept an application and the application monies relating to such application or may suspend the payment of withdrawal proceeds if necessary to comply with AML Requirements applicable to them. Neither the Entities nor their delegates shall be liable to you for any loss suffered by you as a result of the rejection or delay of any subscription or payment of withdrawal proceeds.

The Entities have implemented a number of measures and controls to ensure they comply with their obligations under the AML Requirements, including carefully identifying and monitoring investors. As a result of the implementation of these measures and controls:

- transactions may be delayed, blocked, frozen or refused where an Entity has reasonable grounds to believe that the transaction breaches the law or sanctions of Australia or any other country, including the AML Requirements;
- where transactions are delayed, blocked, frozen or refused the Entities are not liable for any loss you suffer (including consequential loss) caused by reason of any action taken or not taken by them as contemplated above, or as a result of their compliance with the AML Requirements as they apply to the Fund; and
- Perpetual or the Administrator may from time to time require additional information from you to assist it in this process.

The Entities have certain reporting obligations under the AML Requirements and are prevented from informing you that any such reporting has taken place. Where required by law, an entity may disclose the information gathered to regulatory or law enforcement agencies, including AUSTRAC. The Entities are not liable for any loss you may suffer as a result of their compliance with the AML Requirements.

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

The United States of America has introduced rules (known as FATCA) which are intended to prevent US persons from avoiding tax. Broadly, the rules may require the Fund to report certain information to the Australian Taxation Office (**ATO**), which may then pass the information on to the US Internal Revenue Service (**IRS**). If you do not provide this information, we will not be able to process your application.

In order to comply with these obligations, Perpetual will collect certain information about you and undertake certain due diligence procedures to verify your FATCA status and provide information to the ATO in relation to your financial information required by the ATO (if any) in respect of any investment in the Fund.

The Australian Government has implemented the OECD Common Reporting Standards Automatic Exchange of Financial Account Information (**CRS**) from 1 July 2017. CRS, like the FATCA regime, will require banks and other financial institutions to collect and report to the ATO.

CRS will require certain financial institutions to report information regarding certain accounts to their local tax authority and follow related due diligence procedures. The Fund is expected to be a 'Financial Institution' under the CRS and intends to comply with its CRS obligations by obtaining and reporting information on relevant accounts (which may include your units in the Fund) to the ATO. In order for the Fund to comply with their obligations, we will request that you provide certain information and certifications to us. We will determine whether the Fund is required to report your details to the ATO based on our assessment of the relevant information received. The ATO may provide this information to other jurisdictions that have signed the "CRS Competent Authority Agreement", the multilateral framework agreement that provides the mechanism to facilitate the automatic exchange of information in accordance with the CRS. The Australian Government has enacted legislation amending, among other things, the Taxation Administration Act 1953 of Australia to give effect to the CRS.

12. Tax Information

General

The following taxation information is of a general nature and should not be relied upon by investors.

Taxation Considerations

As taxation consequences can only be determined by reference to investors' particular circumstances, investors should seek independent professional advice in relation to their own particular circumstances before investing in the Fund.

The information provided below is based on applicable Australian tax laws as at the date of this PDS and is applicable to Australian resident individual investors who will hold their units on capital account.

Tax Position of the Fund – Non-AMIT

The following commentary is applicable to the Fund where it is not an Attribution Managed Investment Trust (**AMIT**) during the income year.

The Fund is a resident of Australia for taxation purposes and will determine net income annually at 30 June.

Generally, no Australian income tax will be payable by the Fund, as it is the intention that the net income of the Fund will be distributed in full each year to investors. The Fund may derive income comprising interest, franked and unfranked dividends, other income and realised gains from the disposal of equities and other investments.

The eligibility of investors to utilise franking credits on dividends received and distributed by the Fund is subject to certain conditions such as the holding period rule.

Generally speaking, an investor must hold their units 'at risk' for at least 45 days (90 days for preference shares) to be entitled to franking credits flowing through the Fund. If there is an entitlement to franking credits, the franking credits are also included in assessable income of the investor.

The Fund will generally hold its investments on revenue account. Accordingly, realised gains (or losses) will generally be recognised as ordinary income (or deductions) rather than capital gains.

However, the Fund may be eligible to make a capital account election for the purposes of the managed investment trust regime under Australian income tax law. This election means gains and losses on the disposal of certain assets (such as shares in companies and units in unit trusts, rights and options over such assets but excluding assets that are derivatives, foreign exchange or any other investments that are subject to the Taxation of Financial Arrangement ('TOFA') provisions), are subject to capital account treatment.

If the investment has been held by the Fund for at least 12 months, an investor may be able to apply a CGT discount to any net capital gain distributed to them. The CGT discount for individuals and certain

trusts is 50%, whilst complying superannuation funds are entitled to a 33.33% discount. No discount applies for companies. Australian capital losses realised by the Fund are quarantined within the Fund and may be carried forward to offset capital gains made in the future.

In the case where the Fund makes a revenue loss for tax purposes, this loss cannot be distributed to investors. It may be available for recoupment by the Fund against net income in future years subject to certain conditions.

Tax Position of Australian Resident Investors

Distributions

After the Fund's year-end, investors will be issued with an annual statement detailing the composition of the distributions they have received in respect of that year.

Generally, an investor's entitlement to net income for any year, including amounts reinvested by investors, will form part of an investor's assessable income and should be included in the investor's tax return for the year in which the entitlement arises.

Foreign Income

Where the Fund pays foreign tax in respect of income or gains from a foreign investment, you may be entitled to receive a foreign income tax offset (FITO). You will usually include the foreign income and the FITO in your assessable income and may be eligible for a tax offset for all or part of the FITO. The amount of the FITO will be detailed in the tax report provided to you.

Disposal of Units

A taxable capital gain or loss may arise from the disposal of an investment in the Fund and may form part of an investor's assessable income. The taxable gain or loss may be treated as a capital gain or loss or as ordinary income, depending on the investor's particular circumstances.

If the taxable gain is treated as a capital gain, individuals, trusts and complying superannuation funds may be entitled to a capital gains tax discount in relation to the disposal of units where the units have been held continuously for 12 months and other requirements are met. Companies are not entitled to this discount.

The Fund may distribute non-assessable amounts which are generally not subject to income tax. Broadly, the receipt of certain non-assessable amounts may reduce the cost base of the investor's investment in the Fund. If the investor has no cost base the amounts may trigger a taxable capital gain.

AMIT Regime

The taxation treatment of the Fund and of Australian resident investors may be affected by the AMIT regime. Outlined below are the circumstances in which the AMIT regime will apply and the effect it may have on the Fund and the Australian resident investors.

A new regime for the taxation of managed investment trusts that qualify as an AMIT (the **AMIT Rules**) has become law. The AMIT Rules may be applicable to the Fund from inception, subject to the Fund satisfying the relevant eligibility requirements, which are discussed below.

Among other objectives, the aim of the AMIT Rules is to remove a number of uncertainties for trustees and investors that exist under the current tax law and to facilitate fair and reasonable tax outcomes for investors.

The AMIT Rules do not apply automatically to all managed investment trusts. For the AMIT Rules to apply, the Fund must satisfy certain requirements to qualify as an AMIT and Perpetual must make an election (which is irrevocable) to apply the AMIT Rules to the Fund.

The Fund's Trust Deed contains provisions which enable, but do not require, Perpetual to make an election to apply the AMIT Rules to the Fund. Perpetual will make an assessment of whether the Fund qualifies as an AMIT and whether it will make an irrevocable election to apply the AMIT Rules to the Fund (and the date from which that election is to take effect). If the Fund meets the eligibility requirements, Perpetual is expected to make an election to apply the AMIT Rules.

This section outlines some of the key implications of the AMIT Rules for Australian Resident Investors. It is not intended to be exhaustive or to constitute advice about the impact or merits of the AMIT Rules for any individual investor.

Tax Position of the Fund under the AMIT Rules

If the AMIT Rules apply to the Fund:

- the Fund will be deemed to be a 'fixed trust' for taxation law purposes;
- Perpetual can rely on specific legislative provisions in making year-on-year adjustments to reflect under or over;
- distributions of the Fund's income ('under and overs'); and
- the Fund's income will be attributed to investors. This attribution must be on a 'fair and reasonable' basis taking account of the investor's entitlements to the Fund's income and/or capital, which must be clearly defined in the Fund's Trust Deed.

Tax Position of Australian Resident Investors under the AMIT Rules

Australian Resident Investors will be subject to tax on the income of the Fund which is attributed to them under the AMIT Rules. It is noted that under the AMIT rules cash does not need to be paid to you equal to amounts attributed. The tax payable (if any) depends on the investor's individual tax profile and applicable tax rate. This is similar to the way in which investors are currently subject to tax on the income of the Fund to which they are 'presently entitled'.

As Perpetual has made an election to apply the AMIT Rules to the Fund, it is required to provide investors with an AMIT Member Annual Statement (**AMMA Statement**). The AMMA Statement will set out the amount which has been 'attributed' to an investor (and, where relevant, its components) and other relevant tax information.

Additionally, there is a new cost base adjustment mechanism under the AMIT Rules. Broadly, under the AMIT Rules, an investor's cost base in the units they hold in the Fund can be increased if an amount is attributed to an investor for tax purposes. Any cash distributed to an investor will reduce their cost base. The AMMA Statement will provide you with details as to whether you will have an AMIT cost base net increase amount or an AMIT cost base net decrease amount.

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

It is not compulsory for you to quote your TFN or ABN. If you are making an investment in the Fund in the course of a business or enterprise carried on by you, you may quote an ABN instead of a TFN.

If you fail to quote an ABN or TFN or claim an exemption, Perpetual may be obliged to withhold tax at the top marginal rate (including Medicare levy) on gross payments (including distributions of income) to you.

Perpetual's Reporting Obligations

The Government has announced that it will implement the OECD Common Reporting Standard which may require Perpetual to report information in relation to non-resident members to the ATO to be provided to foreign tax authorities.

Goods and Services Tax ('GST')

The GST information provided in this section is of a general nature only.

GST will apply to most expenses of the Fund including Management Fees and Performance Fees. The Fund may be entitled to claim an RITC for some of these expenses. Fees and expenses included in Section 8 are quoted on a GST inclusive basis less any RITC available to the Fund.

13. Your Rights, Complaints and Your Information

Your Rights

The Trust Deed governs your rights as a unitholder in the Fund. The Trust Deed includes the right to:

- receive distributions (where applicable) during your investment term and on termination of the Fund;
- receive copies of accounts and other information for the Fund; and
- attend and vote at unitholder meetings.

You do not have the right to participate in the management or operation of the Fund.

Complaints Resolution

Perpetual has established procedures for dealing with complaints. If an investor has a complaint, they can contact Perpetual during business hours at the contact details show on the last page of this PDS.

Perpetual will use reasonable endeavours to deal with and resolve the complaint within a reasonable time but in any case no later than 45 days after receipt of the complaint.

If an investor is not satisfied with the outcome, the complaint can be referred to an independent external dispute resolution scheme, the Australian Financial Complaints Authority (**AFCA**). AFCA is the external dispute resolution scheme for complaints involving financial services and products. You can contact AFCA on 1800 931 678, or by writing to:

Australian Financial Complaints Authority
GPO Box 3
Melbourne VIC 3001
Email: info@afca.org.au
Website: www.afca.org.au

If you are investing indirectly through an IDPS, any enquiries or complaints about your investment through the IDPS or about the IDPS may be directed to either your IDPS operator or Perpetual. Complaints regarding the operation of an IDPS should be directed to the IDPS operator.

Privacy Issues

We collect personal information from you in the application and any other relevant forms to be able to process your application, administer your investment and comply with any relevant laws. If you do not provide us with your relevant personal information, we will not be able to do so.

Privacy laws apply to our handling of personal information and we will collect, use and disclose your personal information in accordance with our privacy policy, which includes details about the following matters:

- the kinds of personal information we collect and hold;
- how we collect and hold personal information;
- the purposes for which we collect, hold, use and disclose personal information;
- how you may access personal information that we hold about you and seek correction of such information (note that exceptions apply in some circumstances);
- how you may complain about a breach of the Australian Privacy Principles (APP), or a registered APP code (if any) that binds us, and how we will deal with such a complaint;
- whether we are likely to disclose personal information to overseas recipients and, if so, the countries in which such recipients are likely to be located if it is practicable for us to specify those countries.

Our privacy policy is publicly available at www.perpetual.com.au or you can obtain a copy free of charge by contacting us.

If you are investing indirectly through an IDPS, we do not collect or hold your personal information in connection with your investment in the Fund. Please contact your IDPS operator for more information about their privacy policy.

ARCO's Privacy Policy is also available on ARCO's website (www.arcoim.com).

ARCO's Privacy Policy sets out details of how ARCO will collect, store, manage, use and disclose personal information it collects from you.

ARCO's Privacy Policy also contains information about how you can access and seek correction of the personal information held by ARCO, how you can complain to ARCO about a breach of the Privacy Act 1988 (Cth) or any registered code under the Privacy Act that binds ARCO and how ARCO will respond to and deal with such a complaint.

14. Consents

ARCO Investment Management Pty Ltd, UBS AG, Australia Branch, UBS Nominees Pty Ltd, Link Fund Solutions Pty Ltd, and Perpetual Corporate Trust have each given, and have not withdrawn before the date of this PDS, their written consent to be named in this PDS for the ARCO Absolute Return Fund in the form and context in which they are named.

ARCO, UBS AG, Australia Branch, UBS Nominees Pty Ltd, Link Fund Solutions Pty Ltd, and Perpetual Corporate Trust are service providers to the Fund and except as otherwise stated in this section have not been involved in the preparation of this PDS and do not accept any responsibility or liability for any information contained in this PDS. In addition, UBS AG, Australia Branch, UBS Nominees Pty Ltd, Link Fund Solutions Pty Ltd and Perpetual Corporate Trust are not involved in the investment decision-making process for the Fund.

15. Glossary

Administration Agreement means the administration agreement between Perpetual and Link.

Administrator means Link Fund Solutions.

ASIC means the Australian Securities and Investments Commission.

ARCO means ARCO Investment Management Pty Ltd ABN 48 129 937 837, AFSL No 325159.

Business Day means any day (except any weekend or public holiday) on which trading banks are open for usual business in Sydney, Australia.

Cash Custodian means Perpetual Corporate Trust.

Collateral means such securities or financial instruments or cash which the Fund delivers or is required to deliver to the Prime Broker for the purpose of meeting any Margin requirement in accordance with its Customer Documents, and includes any certificate or other documents of title and transfer in respect of such securities, financial instruments or cash.

Corporations Act means the Corporations Act 2001 (Cth), and any amendments.

Currency means Australian dollars.

Custodian means UBS Nominees.

Link Fund Solutions means Link Fund Solutions Pty Ltd ABN 44 114 914 215 Corporate Authorised Representative No. 001253458 of AFSL No. 295142.

Customer Documents means the prime brokerage customer documents (the 'Customer Documents') entered into between Perpetual, the Prime Broker and the Custodian.

Deadline means 2.00 p.m. Sydney time on each Business Day that Perpetual has determined to value the Fund.

Derivatives means a security, such as an option, warrant or futures contract whose value depends on the performance of an underlying asset.

Fund means the ARCO Absolute Return Fund, an Australian registered managed investment scheme.

Futures means an agreement to buy or sell a specified quantity of an underlying asset at a particular time in the future and at a price agreed at the time the contract was executed.

GST means Goods and Services Tax and has the same meaning as contained in A New Tax System (Goods and Services Tax) Act 1999 (Cth).

IDPS means an Investor Directed Portfolio Service, which includes master trusts, wrap accounts, investor directed portfolio services and investor directed portfolio like services.

Liquidity means the ability of an investment to be easily and quickly converted into cash with little loss of capital.

Long Position means holding a positive amount of an asset in the expectation that the value of that asset will appreciate.

Management Fee means the management fees payable in respect of the Fund as set out in Section 8.

Net Asset Value at any time means the value of the gross assets of the Fund less the liabilities and provisions reasonably determined by Perpetual at that time.

Net Asset Value per Unit at any time means the amount calculated by dividing the Net Asset Value of the Fund less accrued Performance Fees by the number of Units on issue in the Fund.

Performance Fee means the performance fee for the Fund as set out in Section 8.

Perpetual Corporate Trust means Perpetual Corporate Trust Limited ABN 99 000 341 533 Corporate Authorised Representative No. 266799 of AFSL No. 236643.

Portfolio means a collection of investment holdings.

Prime Broker means UBS AG.

RITC means Reduced Input Tax Credits.

Short Position means borrowing an asset (stock) and then immediately selling it in the expectation that the value of the asset (stock) will depreciate. A short position is covered by buying back the asset, and if at a lower price thereby locking in a profit. The borrowed asset (stock) is then returned.

Stop-loss means a level set by the holder of the investments whereby a trade is automatically executed when it reaches that point. It is a mechanism of minimising losses when prices on Long Positions are falling and prices on Short Positions are rising.

Trust Deed means the Fund's trust deed that sets out the rights, duties and liabilities of Perpetual in its operation of the Fund.

UBS AG means UBS AG, Australia branch ABN 47 088 129 613, AFSL No 231087.

UBS Group means the group of companies including UBS AG and UBS Nominees.

UBS Nominees means UBS Nominees Pty Ltd ABN 32 001 450 522, AFSL No 231088.

Unit means a unit in the Fund.

Unitholder means the holder of a unit in the Fund.

Volatility means the extent of fluctuation in assets such as share prices, exchange rates and interest rates. The greater the volatility, the less certain an investor is of return, and hence volatility is one measure of risk.

16. Application Form

How to Invest

To invest in the Fund, you will need to complete and sign the attached Application Form.

- Supply of Tax File Numbers (TFN) is discretionary. It is not an offence if you decide not to supply your TFN. If you do not supply your TFN, however, tax will be deducted from your income earned at the highest marginal tax rate (plus Medicare levy) and forwarded to the Australian Taxation Office. These deductions will appear on your statements. A form is attached for your convenience.
- Joint applications must be signed by all applicants. Joint investments will be deemed to be held as Joint Tenants.
- Applications under Power of Attorney must be accompanied by a certified copy or the original of the Power of Attorney with specimen signatures.

The minimum initial investment in the Fund is \$25,000 and additional investment is \$10,000. Perpetual may vary these minimum investment amounts from time to time.

Application monies should be received by 2.00pm Sydney time on a Business Day by electronic transfer to:

Account Name: The Trust Company (RE Services) Ltd ATF ARCO Absolute Return Fund

Bank: ANZ

BSB: 012 006

Account number: 837001048

NB: Cash & cheques will not be accepted.

Application forms received and monies received by 2.00pm Sydney time on a Business Day will receive the unit price for that Business Day which will be calculated on the next Business Day, provided complete AML documentation has also been received and AML checks have been completed.

Complete the attached Application Form and send with the relevant identification and AML documentation to:

Link Fund Solutions

Unitholder Services

Attention: ARCO Absolute Return Fund Registry PO Box 5482

Sydney NSW 2001

Fax +61 2 9221 1194

Examples of Correct Names and Required Signatures

Type of Investor	<input type="checkbox"/> Correct Name	<input checked="" type="checkbox"/> Incorrect Name	Signature Required
Individual/ joint investors Use full name of each applicant, do not use initials	Alexander John Smith Laura Sue Barden	Alex Smith Laura S Barden	Signature of each applicant
Company Use full company title, do not use abbreviations	ABC Pty Ltd XYZ Limited	ABC P/L, ABC Co, XYZ Inc.	By two directors, or By a director and a secretary, or if there is only one director by that sole director
Trusts/minors Use trustee(s)/ individual(s) name(s) Use trust/minor name as designation	Paul Ryan Smith ATF Smith Family Trust Paul Ryan Smith <Joel Smith>	Paul Smith Family Trust Joel Smith	Signature of each trustee/ individual If trustee is a company see above
Superannuation fund Use trustee(s)personal name(s) Use fund name as designation	Amy Rachel Wood ATF Amy Wood Super Fund ABC Pty Ltd ATF Smith Superannuation Fund	A R Wood Super Fund Smith Super Fund	Signature of each trustee If trustee is a company see above
Deceased estates Use executor(s) personal names, do not use name of the deceased	John Smith ATF Est of the Late Jane Smith	Estate of the Late Jane Smith	Signature of the executor(s)

APPLICATION FORM

ARCO Absolute Return Fund

This application form relates to the Product Disclosure Statement dated 26 June 2019 issued by The Trust Company (RE Services Ltd) ABN 45 003 278 831, AFSL 235150. Please read the PDS in full before completing this Application Form.

INDIVIDUALS, COMPANIES, TRUSTS & TRUSTEE

PART A: INVESTOR & INVESTMENT DETAILS

(all investors must complete this section)

Investor Name:

Please refer to previous page for correct naming convention.

Type of Investor: (Please tick applicable box)

Account Type	Identification Requirement Groups to Complete	Sections to Complete after Part A is completed
<input type="checkbox"/> Individual/Joint investors	Group A	Sections 3, 4, 5
<input type="checkbox"/> Trust/Superannuation fund with individual trustee(s)	Group B or C, & D	Sections 1, 4, 5
<input type="checkbox"/> Trust/Superannuation fund with corporate trustee	Group B or C, & D	Sections 1, 2, 4, 5
<input type="checkbox"/> Company	Group E, F or G	Sections 2, 4, 5

AML Identity Verification Requirements

- Identification documentation provided must be in the name of the Applicant.
- Non-English language documents must be translated by an accredited translator.
- Applications made without providing this information cannot be processed until all the necessary information has been provided.
- If you are unable to provide the identification documents described please call +61 2 9547 4311.

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

GROUP A – Individuals

Each individual investor, individual trustee, and beneficial owner must provide one of the following primary photographic ID:

- A current Australian driver's licence (or foreign equivalent) that includes a photo and signature
- An Australian or foreign passport (Australian passport can be expired within preceding 2 years)
- An identity card issued by a State or Territory Government that includes a photo

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

Column A

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

Column B

- A document issued by the government within the last 12 months which contains the individual's name and residential address.
- A document issued by the Australian Taxation Office within the last 12 months which contains the individual's name and residential address. Block out the TFN before scanning, copying or storing this document.
- A document issued by a local government body or utilities provider within the preceding 3 months which contains the individual's name and residential address.

GROUP B – Registered Managed Investment Scheme, Regulated Superannuation Fund (including a self-managed super fund), Government Superannuation Fund or a trust registered with the Australian Charities and Not-for-profit Commission (ACNC)

Provide **one** of the following:

- A copy of the company search of the relevant regulator's website e.g. APRA, ASIC or the ATO
- A copy or relevant extract of the legislation establishing the government superannuation fund sourced from a government website.
- A copy from the ACNC of information registered about the trust as a charity

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

GROUP C – Other Trusts (unregulated)

Provide Group A verification documents for each beneficial owner of the trust who is directly or indirectly entitled to benefit from a 25% or greater interest in the trust, or who directly or indirectly controls the trust, and in relation to the Trust, the following:

- A certified copy or certified extract* of the Trust Deed. Extracts of Trust Deeds must include the name of the Trust, Trustees, Beneficiaries, Settlor and Settled Sum and be executed.

GROUP D – Trustees

- If you are an **Individual Trustee** – please provide the identification documents listed under Group A.
- If you are a **Corporate Trustee** – please provide the identification documents listed under Group E, F or G.
- If you are a **combination** of both – please provide the identification documents for each investor type listed under Group A and E, F or G.

GROUP E – Regulated Australian Companies

Provide one of the following:

- A copy of information regarding the company's licence or other information held by the relevant Commonwealth, State or Territory regulatory body e.g. AFSL, RSL, ACL etc
- If the company is listed on an Australian securities exchange, provide details of the exchange and the ticker (issuer) code
- If the company is a majority owned subsidiary of a company listed on an Australian securities exchange, provide details of the exchange and the ticker (issuer) code for the holding company
- An Annual Statement from ASIC issued in the previous 12 months
- A full company search issued in the previous 3 months
- A certificate of Company Registration

All of above must clearly show the company's full name, its type (i.e. public or proprietary) and ACN issued to the company.

GROUP F – Other Australian Companies (unregulated)

Provide Group A verification documents for each beneficial owner (including any shareholder who directly or indirectly owns or controls 25% or more of the issued capital, or who exerts control over the company), **and** in relation to the unregulated company, one of the following:

- An Annual Statement from ASIC issued in the previous 12 months A full company search issued in the previous 6 months
- A certificate of Company Registration

All of above must clearly show the company's full name, its type (i.e. public or private) and ACN issued to the company.

GROUP G – Non-Australian Companies

Provide Group A verification documents for each beneficial owner (including any shareholder who directly or indirectly owns or controls 25% or more the issued capital, or who exerts control over the company), **and** in relation to the foreign company, one of the following:

- A certified copy of the company's Certificate of Registration or incorporation issued by ASIC or the equivalent issued by the foreign jurisdiction's in which the company was incorporated, established or formed
- A certified copy of the company's articles of association or constitution
- A copy of a company search on the ASIC database or relevant foreign registration body. The company search from a foreign regulator must include the name of the regulator, the name of the company and the foreign registration number

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

PART A: (continued)

1. Contact Details

Full given name(s)

Surname

Full given name(s)

Surname

Company name / Trustee name (if applicable)

Telephone

Facsimile

Email (required, will be used for all correspondence)

Postal address

Street

Suburb

State

Postcode

Country

2. Investment Details

Amount:

AUD \$

Please note the minimum initial investment amount is \$25,000 and the additional minimum investment amount is \$10,000.00.

Source of funds being invested:

- retirement income
 employment income/savings
 business activities
 sale of assets
 inheritance/gift
 financial investments
 Other _____

3. Payment Details

Electronic Funds Transfer (EFT) to:

Bank: ANZ
BSB: 012 006
Account number: 837001048
Account name: <The Trust Company (RE Services) Ltd> ARCO Absolute Return Fund Applications Account
Please include your Investor Name in the reference field of your EFT

4. Distributions

Distributions

Please confirm how you would like to receive any distributions – either paid into an Australian bank account or automatically reinvested as additional units in the Fund.

- Reinvestment
 Payment into bank account (as specified on the next page)

If no election is made, any distributions will be reinvested.

5. Bank Account

IMPORTANT INFORMATION:

Distributions and withdrawal proceeds can only be paid to an Australian bank account in the name of the investor and cannot be paid by cheque or to third party accounts. By completing this section, you confirm that any distributions and withdrawal proceeds sent by Electronic Funds Transfer (EFT) to a designated bank account are sent at your risk insofar as the onus to provide bank account details rests solely on you.

If this section is not completed it may cause a delay in processing of your withdrawal proceeds. Additional security checks to verify bank account changes will be performed at the time of payment of your withdrawal proceeds.

Please pay distributions and withdrawal proceeds to the following bank account:

Beneficiary bank	<input type="text"/>	Branch name	<input type="text"/>
BSB	<input type="text"/>	Account number	<input type="text"/>
Account name	<input type="text"/>		

6. Financial Adviser (if applicable)

By completing this section, you nominate the named adviser as your financial adviser for the purposes of your investment in the Fund. You also consent to give your financial adviser access to your account information.

Adviser name	<input type="text"/>		
Dealer group	<input type="text"/>		
Advisory firm	<input type="text"/>		
AFSL number	<input type="text"/>	Contact phone	<input type="text"/>
Contact email	<input type="text"/>		

7. Taxation Details

Where the investment in the fund is held jointly by 2 or more unitholders taxation details for each unitholder needs to be provided. If there are more than 2 investors provide details on a separate sheet of paper and attach it to your application form.

INVESTOR 1

Name

Are you a resident of Australia for taxation purposes? (Select one of the following options)

Yes – please complete the below

No – please provide country of tax residence: _____

Tax File Number (TFN) or Australian Business Number (ABN):

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

Please indicate to whom this TFN or ABN belongs (Select one of the following options):

Company

Trust or Superannuation Fund

Individual

Other – please specify: _____

Exemption number (if applicable):

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

INVESTOR 2

Name

Are you a resident of Australia for taxation purposes? (Select one of the following options)

Yes – please complete the below

No – please provide country of tax residence: _____

Tax File Number (TFN) or Australian Business Number (ABN):

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

Please indicate to whom this TFN or ABN belongs (Select one of the following options):

Company

Trust or Superannuation Fund

Individual

Other – please specify: _____

Exemption number (if applicable):

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

Please note: You are not obliged to provide your TFN but if you do not provide your TFN (or an ABN) and unless you claim a TFN exemption, the Responsible Entity will be required to deduct tax at the highest marginal tax rate (plus Medicare levy). By inserting the TFN (or ABN) and signing this Application Form, you declare that this investment is made in the course or furtherance of your enterprise. Collection of TFN information is authorised and its use and disclosure are strictly regulated by the tax laws and the Privacy Act 1988 (Cth).

PART B: INVESTOR IDENTIFICATION

SECTION 1 – INVESTOR TYPE : ALL TRUSTS (INCLUDING SUPERANNUATION FUNDS)

1.1 General Information

Full name of trust:

Country where trust established:

1.2 Trustee Details

How many trustees are there?

Type of Trustee (please select):

Corporate Trustee:
 Full name of Company (please also complete section 2)

Individual Trustee(s):
 Please fill out details of individual trustee(s) below (Individual's name must match provided ID exactly):

Individual Trustee 1

Full given name(s)	Surname	Date of birth (dd/mm/yyyy)
		/ /

Residential address (PO Box is NOT acceptable)

Street

Suburb State Postcode Country

Individual Trustee 2

Full given name(s)	Surname	Date of birth (dd/mm/yyyy)
		/ /

Residential address (PO Box is NOT acceptable)

Street

Suburb State Postcode Country

If there are more trustees, provide details on a separate sheet of paper and attached it to your application form.

1.3 Type of Trust (select only one of the following trust types and provide the information requested)

Registered managed investment scheme

Provide Australian Registered Scheme Number (ARSN)

Regulated trust (e.g. a Self-Managed Superfund)

Provide name of the regulator (e.g. ASIC, APRA, ATO)

Provide the trust's ABN or registration / licensing details

Government superannuation fund

Provide name of the legislation establishing the fund

Other trust type

Trust description (e.g. unregistered, fixed, family, unit)

Full name of settlor(s)¹

1. Provide name of settlor of the trust where the initial asset contribution to the trust was greater than \$10,000 (unless settlor is now deceased). Group A verification will also be required.

1.4 Beneficiary Details (only complete if "Other trust type" is selected in section 1.2 above)

Do NOT complete if the trust is a registered managed investment scheme, regulated trust (SMSF) or government superannuation fund.

Does the Trust Deed name beneficiaries?

Yes, how many?

provide full name of each beneficiary below:

	Full given name(s)	Surname
1	<input type="text"/>	<input type="text"/>
2	<input type="text"/>	<input type="text"/>
3	<input type="text"/>	<input type="text"/>

If there are more beneficiaries, provide details on a separate sheet of paper and attached it to your application form.

No, describe the class of beneficiary (e.g. unitholders, family members of named person, charitable purpose)

Provide details of the membership class(-es)

1.5 Beneficial Ownership Details (only complete if “Other trust type” is selected in section 1.2 above)

Do NOT complete if the trust is a registered managed investment scheme, regulated trust (SMSF) or government superannuation fund.

Please provide the names and details of any beneficial owner of the trust. A beneficial owner of a trust is any individual who has a 25% or more interest in the trust or who directly or indirectly controls* the trust.

** Includes control by acting as trustee; or by means of trusts, agreements, arrangements, understandings and practices; or exercising control through the capacity to direct the trustees; or the ability to appoint or remove the trustees.*

Full given name(s)	Surname	Date of birth (dd/mm/yyyy)
<input type="text"/>	<input type="text"/>	<input type="text" value="/ /"/>

Residential address (PO Box is NOT acceptable)

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

Role (such as trustee or appointor)

If there are more beneficial owners, provide details on a separate sheet of paper and attach it to your application form.

SECTION 2 – INVESTOR TYPE: AUSTRALIAN & FOREIGN COMPANY

Please note, if you are an Australian Company acting as trustee of a fund, please also complete Section 1.

2.1 General Information

Full name
as registered by ASIC or foreign registration body

Registration number
(select the following categories which apply to the company and provide the information requested)

ACN ARBN

Foreign body registration number

Please also provide name of the foreign registration body below:

Country of formation / incorporation / registration

Residential address (PO Box is NOT acceptable)

Street

Suburb State Postcode Country

Principal place of business (if any) (PO Box is NOT acceptable)

Street

Suburb State Postcode Country

2.2 Regulatory and listing details

(select the following categories which apply to the company and provide the information requested)

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

Regulator name

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

Australian listed company or Foreign listed company as defined in the IFSA/FPA Guidelines

Name of market / exchange

Majority-owned subsidiary of an Australian listed company

Australian listed company name

Name of market or exchange

Foreign company

Country of formation / incorporation / registration

2.3 Company Type (select only ONE of the following categories)

- Australian Listed Public Company** Section 2 now completed
- Australian Proprietary/Private Company or Non- Listed Public Company** Go to Section 2.4 and 2.5 below
- Foreign Company** Go to Section 2.4 and 2.5 below

2.4 Directors (only needs to be completed for proprietary/private, non-listed public company and foreign companies)

How many directors are there? provide full name of each director

	Full given name(s)	Surname
1	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>
2	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>
3	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>
4	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>

If there are more directors, provide details on a separate sheet of paper and attached it to your application form.

2.5 Beneficial Ownership Details (only needs to be completed for proprietary/private, non-listed public company and foreign companies that are not regulated companies as selected in Section 2.2)

Provide details of **ALL individuals** who owns directly, jointly or beneficially at least 25% of the company's issued share capital (through direct or indirect shareholdings).

Shareholder/Beneficial Owner 1

Full given name(s)	Surname	Date of birth (dd/mm/yyyy)
<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>	/ /

Residential address (PO Box is NOT acceptable)

Street	<input style="width: 90%;" type="text"/>						
Suburb	<input style="width: 20%;" type="text"/>	State	<input style="width: 5%;" type="text"/>	Postcode	<input style="width: 15%;" type="text"/>	Country	<input style="width: 15%;" type="text"/>

Shareholder/Beneficial Owner 2

Full given name(s)	Surname	Date of birth (dd/mm/yyyy)
<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>	/ /

Residential address (PO Box is NOT acceptable)

Street	<input style="width: 90%;" type="text"/>						
Suburb	<input style="width: 20%;" type="text"/>	State	<input style="width: 5%;" type="text"/>	Postcode	<input style="width: 15%;" type="text"/>	Country	<input style="width: 15%;" type="text"/>

If there are more shareholder/beneficial owners, provide details on a separate sheet of paper and attach it to your application form.

SECTION 3 – INVESTOR TYPE: INDIVIDUAL OR JOINT INDIVIDUALS

INVESTOR 1

Investor’s name must match investor’s ID exactly.

Full given name(s)	Surname	Date of birth (dd/mm/yyyy)
<input type="text"/>	<input type="text"/>	<input type="text" value="/ /"/>

Residential address (PO Box is NOT acceptable)

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

COMPLETE THIS PART IF INDIVIDUAL IS A SOLE TRADER

Full business name	ABN (if any)
<input type="text"/>	<input type="text"/>

Principal place of business (if any) (PO Box is NOT acceptable)

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

INVESTOR 2

Investor’s name must match investor’s ID exactly.

Full given name(s)	Surname	Date of birth (dd/mm/yyyy)
<input type="text"/>	<input type="text"/>	<input type="text" value="/ /"/>

Residential address (PO Box is NOT acceptable)

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

COMPLETE THIS PART IF INDIVIDUAL IS A SOLE TRADER

Full business name	ABN (if any)
<input type="text"/>	<input type="text"/>

Principal place of business (if any) (PO Box is NOT acceptable)

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

If there are more than 2 joint individual investors, provide details on a separate sheet of paper and attach it to your application form.

SECTION 4 – FATCA & CRS – SELF CERTIFICATION DECLARATION

This certification must be completed **by all investors** to declare their FATCA & CRS status. Please refer to section IV for explanations of terms before completing this form. Neither the Responsible Entity of the Fund or Link Fund Solutions is able to provide you with tax or professional advice in respect of FATCA & CRS and Perpetual strongly encourages you to seek the advice of an experienced tax professional in relation to completing this form.

What are FATCA & CRS?

The U.S. Foreign Account Tax Compliance Act (FATCA) and the Common Reporting Standard (CRS) are two ways in which a large number of governments are seeking the same thing – to improve global tax compliance. Both require financial institutions to capture relevant information on foreign tax payers, as follows:

- FATCA promotes cross border tax compliance by U.S. taxpayers, by implementing an international standard for the automatic exchange of information related to those taxpayers. Australia has entered into an inter-governmental agreement (IGA) with the U.S. to implement FATCA in Australia, to be administered through the ATO. The AUS-USA FATCA IGA requires the ATO to obtain detailed account information for U.S. citizens and/or taxpayers on an annual basis. The effect of this is that, to satisfy their FATCA obligations, relevant Australian financial institutions must identify any U.S. taxpayers and report those taxpayers' financial account data to the ATO.
- CRS is a global reporting standard, developed by the OECD, for the automatic exchange of information (AEOI). Its goal is to allow tax authorities to obtain a clearer understanding of financial assets held abroad by their residents, for tax purposes. Over 88 countries (refer to OECD link in section IV for participating jurisdictions) have agreed to share information on residents' assets and incomes in accordance with defined reporting standards. Once again, this means that financial institutions around the globe must provide tax authorities with taxpayer financial account data, and the financial institutions must therefore collect this information from their customers and pass it on.

I. Individual & Joint Investors

Please provide details for each individual. If there are more than 2 individuals please provide their details on a separate page.

FATCA

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

Yes Provide your Name & U.S. Taxpayer Identification Number (TIN) below and continue to question 2:

Individual 1	Individual 2
Full Name	Full Name
<input type="text"/>	<input type="text"/>
TIN	TIN
<input type="text"/>	<input type="text"/>

No Continue to question 2

CRS

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

Yes Provide details below and skip to section 5. If resident in more than one jurisdiction please include details for all jurisdictions below (if more than 2 jurisdictions please provide them on a separate piece of paper).

Individual 1

	Country of Tax Residence	Tax Identification Number (TIN) or equivalent	Reason Code if no TIN provided
1	<input type="text"/>	<input type="text"/>	<input type="text"/>
2	<input type="text"/>	<input type="text"/>	<input type="text"/>

Individual 2

	Country of Tax Residence	Tax Identification Number (TIN) or equivalent	Reason Code if no TIN provided
1			
2			

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

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

If **Reason B** has been selected above, explain why you are unable to obtain a TIN:

No [Skip to section 5](#)

II. Superannuation Funds

Full legal name of the Superannuation Fund

3. Are you an Australian Retirement Fund? (refer to FATCA definitions in section 8)

- Yes [Skip to section 5](#)
 No [Continue to section III](#)

III. Entities (Company, Trust, Partnership, Association etc.)

Full legal name of the Entity

FATCA

4. Select only ONE of the following three FATCA categories that best describes the entity and provide the information requested.

- U.S. person as defined under FATCA and U.S. Internal Revenue Code.**
 This includes but is not limited to company, trust or partnership that is established under the laws of a U.S. and is considered a U.S. resident for tax purposes.

(a) U.S. federal tax classification [Please confirm entity's U.S. federal tax classification below](#)

- Single-member LLC C Corporation S Corporation
 Trust/estate Limited liability company – C corporation Partnership
 Limited liability company – Partnership Limited liability company – S corporation
 Other [Please provide detail:](#) _____

(b) Are you exempt from FATCA reporting?

Yes [Please provide your FATCA exemption code](#)

FATCA exemption code

No [Please provide your U.S. Taxpayer Identification Number \(TIN\)](#)

Financial institution (FFI) [Select one of the options from \(a\) to \(e\) to confirm which type of FFI you are](#)

(a) Reporting IGA FFI or Participating FFI
[Provide entity's GIIN and continue to question 5](#)

GIIN

(b) Sponsored FFI or Trustee Documented Trust
[Please complete details of the Sponsoring entity or Trustee below and continue to question 5](#)

Name of Sponsoring entity or Trustee GIIN of Sponsoring entity or Trustee

(c) FFI that does not need to register (e.g. Non-Reporting IGA FFI)
[Please complete details below and continue to question 5](#)

FATCA status GIIN (if applicable)

(d) Non-participating FFI [Note that information about you will be reported to ATO and IRS. Continue to question 5](#)

(e) Exempt Beneficial Owner [Continue to question 5](#)

Non-Financial Foreign Entity (NFFE) [Select one of the options from \(a\) to \(c\) to confirm which type of NFFE are you](#)

(a) Active NFFE [Continue to question 5](#)

(b) Passive NFFE with no controlling U.S. persons [Continue to question 5](#)

(c) Passive NFFE with controlling persons (refer to FATCA definitions in section 8) who are U.S. citizens or U.S. residents for tax purposes [Provide details of each of the controlling U.S. persons below \(if there are more than 2 controlling U.S. persons please provide their details on a separate page and attach to this form\) and continue to question 5:](#)

U.S. Person 1

Controlling Person Beneficiary Trustee Owner Director

Other – please specify: _____

U.S. Person 2

Controlling Person Beneficiary Trustee Owner Director

Other – please specify: _____

Full name	Full name
<input type="text"/>	<input type="text"/>
Residential address (PO box is not acceptable)	Residential address (PO box is not acceptable)
<input type="text"/>	<input type="text"/>
U.S. Taxpayer Identification Number (TIN)	U.S. Taxpayer Identification Number (TIN)
<input type="text"/>	<input type="text"/>

CRS

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

- Yes [Provide details below and continue to question 6. If resident in more than one jurisdiction please include details for all jurisdictions below \(if more than 2 jurisdictions please provide them on a separate piece of paper\)](#)

	Country of Tax Residence	Tax Identification Number (TIN) or equivalent	Reason Code if no TIN provided
1			
2			

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

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

If **Reason B** has been selected above, explain why you are unable to obtain a TIN:

- No [Continue to question 6](#)

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

- Yes [Continue to question 7](#)
- No [Skip to question 8](#)

7. Are you an Investment Entity (Financial Institution) located in a Non-Participating Jurisdiction for CRS purposes and managed by another Financial Institution?

- Yes [Continue to question 9](#)
- No [Skip to section 5](#)

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

- Yes [Specify the type of Active NFE below and then skip to section 5](#)
- Less than 50% of the Active NFE's gross income from the preceding calendar year is passive income and less than 50% of its assets during the preceding calendar year are assets held for the production of passive income
- Corporation that is regularly traded or a related entity of a regularly traded corporation
- Governmental Entity, International Organisation or Central Bank
- No [You are a Passive Non-Financial Entity \(Passive NFE\). Continue to question 9](#)

9. Controlling Persons – Does one or more of the following apply to you:

- Is any natural person that exercises control over you (for corporations, this would include directors or beneficial owners who ultimately own 25% or more of the share capital) a tax resident of any country outside of Australia?
 - If you are a trust, is any natural person including trustee, protector, beneficiary, settlor or any other natural person exercising ultimate effective control over the trust a tax resident of any country outside of Australia?
- Yes [Complete details below for these persons and continue to section 5](#)

	Name	Date of Birth	Residential Address	Country of Tax Residence	Tax Identification Number (TIN) or equivalent	Reason Code if no TIN provided
1.						
2.						

If there are more than 2 controlling persons, please list them on a separate piece of paper.

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

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

If **Reason B** has been selected above, explain why you are unable to obtain a TIN:

- No [Continue to section 5](#)

IV. Explanations

Common terms

Financial institution (also referred to as Foreign financial institution or “FFI” under FATCA) – an entity created or organised outside of the U.S. and includes:

- a) **Depository institution** – entity that accepts deposits in the ordinary course of banking or similar business (banks, credit unions), or
- b) **Custodial institution** – entity that holds financial assets for the account of others as a substantial portion of its business (brokers, custodians), or
- c) **Investments entity** – means any entity that conducts as a business (or is managed by an entity that conducts as a business) one or more of the following activities or operations for or on behalf of a customer:
 - trading in money market instruments (cheques, bills, certificates of deposit, derivatives, etc.); foreign exchange; exchange; interest rate and index instruments; transferable securities; or commodity futures trading;
 - individual and collective portfolio management; or
 - otherwise investing, administering, or managing funds or money on behalf of other persons.

Non-Financial Foreign Entity (“NFFE”) – any non-U.S. entity that is not a financial institution. NFFE can be either Active NFFE or Passive NFFE (refer below for more details).

U.S. citizen or U.S. resident for tax purposes – includes:

- anyone born in the U.S. (who hasn’t renounced their citizenship);
- anyone living in the U.S.;
- a green card holder;
- U.S. passport holder;
- U.S. companies, trusts or partnerships.

Controlling Persons – means the natural persons who exercise control over an Entity. In the case of a trust, such term means the settlor, the trustees, the protector (if any), the beneficiaries or class of beneficiaries, and any other natural person exercising ultimate effective control over the trust, and in the case of a legal arrangement other than a trust, such term means persons in equivalent or similar positions. The term “Controlling Persons” shall be interpreted in a manner consistent with the Financial Action Task Force Recommendations.

GIIN – Global Intermediary Identification Number is an IRS registration number for financial institutions.

TIN – is U.S. Taxpayer Identification Number and may include Social Security Number (SSN) or Employer Identification Number (EIN).

IGA – Agreement between the Government of Australia and the Government of the United States of America to Improve International Tax Compliance and to Implement FATCA.

Australian Retirement Fund

1. Any plan, scheme, fund, trust, or other arrangement operated principally to administer or provide pension, retirement, superannuation, or death benefits that is a superannuation entity or public-sector superannuation scheme (including an exempt public sector superannuation scheme) as defined in the Superannuation Industry (Supervision) Act 1993, or a constitutionally protected fund as defined in the Income Tax Assessment Act 1997.
2. A pooled superannuation trust as defined in the Income Tax Assessment Act 1997.
3. Any Entity that is wholly owned by, and conducts investment activities, accepts deposits from, or holds financial assets exclusively for or on behalf of, one or more plans, schemes, funds, trusts, or other arrangements referred to in subparagraphs (1) or (2) of this paragraph.

Further information about FATCA & CRS can found at:

<http://www.irs.gov/fatca>

<http://treasury.gov.au/Policy-Topics/Taxation/Tax-Treaties/HTML/Intergovernmental-Agreement> http://www.aph.gov.au/About_Parliament/Parliamentary_Departments/Parliamentary_Library/pubs/rp/rp1314/QG/FATCA <http://www.oecd.org/tax/automatic-exchange/international-framework-for-the-crs/>

<http://www.oecd.org/tax/automatic-exchange/international-framework-for-the-crs/MCAA-Signatories.pdf>

FATCA status

FATCA status refers to entity classification under FATCA and may include:

1. **Active NFFE** – any NFFE that meets following criteria:
 - NFFE where less than 50% of income is passive income (i.e. dividends, interest, annuities etc.) and less than 50% of its assets produce passive income; or
 - Entity's stock is regularly traded on established securities market (e.g. entity listed on ASX) or affiliated group of such entity; or
 - Entity organised in U.S. Territory and owned by its residents; or
 - Foreign government; or
 - International organisation; or
 - Foreign Central Bank of Issue; or
 - Any other specifically identified class of entities, including those posing a low risk of tax evasion, as determined by the IRS (e.g. start-up entities, entities in liquidation, not-for profit entities etc.)
2. **Passive NFFE with controlling U.S. persons** – any NFFE that is not an Active NFFE or is not a withholding foreign partnership or trust and has controlling U.S. persons.
3. **Passive NFFE with no controlling U.S. persons** – any NFFE that is not an Active NFFE or is not a withholding foreign partnership or trust and where none of the entity's controlling persons are U.S. persons.
4. **Participating FFI** – an FFI that enters into an agreement with the IRS to undertake certain due diligence, withholding and reporting requirements for U.S. account holders in accordance with FATCA and is generally able to provide GIIN.
5. **Exempt Beneficial Owner** – this is non-reporting entity under FATCA and may include:
 - The Australian Government, State and local governments and local authorities and their wholly owned agencies or instrumentalities, including certain named entities;
 - International, intergovernmental and supranational organisations;
 - Reserve Bank of Australia and its subsidiaries;
 - Complying Australian superannuation funds (including self-managed super funds);
 - Investment entity wholly owned by exempt beneficial owners.

6. Non-Reporting IGA FFI – this is non-reporting entity (certified or registered deemed-compliant FFI) under FATCA and may include:

- Financial institution with Australian client base (must satisfy all condition listed in paragraph III. A of Annex II of the IGA, including at least 98% of the U.S. dollar value of all account balances must be held by Australian residents);
- Small local banks that meet criteria listed in the IGA;
- Financial Institution that is not an Investment Entity with only Low-Value Accounts (i.e. with value of U.S.\$ 50,000 or less) and with total assets of no more than U.S.\$50 million;
- Qualified credit card issuer (with customer deposits of U.S.\$50,000 or less);
- Trustee-Documented Trust – A trust established under the laws of Australia to the extent that the trustee of the trust is a Reporting U.S. Financial Institution, Reporting Model 1 FFI, or Participating FFI and reports all information required to be reported pursuant to the Agreement with respect to all U.S. Reportable Accounts of the trust;
- Sponsored investment entity – an investment entity established in Australia that has a Sponsoring entity;
- Certain Investment Manager and Investment Advisors;
- Certain Collective Investment Vehicles that meet criteria listed in the IGA.

7. Non-Participating FFI – an entity that does not comply with FATCA and generally will not fall into any of the below categories:

- Participating FFI; or
- Reporting FFI; or
- Exempt Beneficial Owner

SECTION 5: DECLARATION AND SIGNATURE

I acknowledge declare and agree that by signing this application form:

- I have received and read the PDS to which this Application Form applies and have received and accepted the offer to invest in Australia or otherwise in a jurisdiction in which it is lawful for me to receive and accept the offer to invest.
- If I have received the PDS from the internet or other electronic means that I received it personally or a print out of it, accompanied by this Application Form.
- All details provided by me in this Application Form are true and correct.
- I agree to be bound by the terms and conditions of the current PDS and of the Trust Deed of the Fund, as amended, reissued or replaced from time to time.
- That Perpetual is authorised to apply the TFN or ABN provided above to all future applications for units, including reinvestments, unless I notify Perpetual otherwise.
- Perpetual nor ARCO do not guarantee the repayment of capital invested in, the Fund, the performance of nor any particular return from the Fund and I understand the risks involved in investing in the Fund.
- I acknowledge that units may be redeemed or monies deducted from my withdrawal proceeds without me/us asking in order to pay any fees owing to any person and authorise Perpetual to redeem such number of units or deduct such monies as is necessary to meet any fees I owe any person. I acknowledge this may have tax consequences for my investment in the Fund.
- I acknowledge that Perpetual may be required to pass on information about me or my investment to the relevant regulatory authority in compliance with the AML Act. and various tax legislation (including FATCA and CRS) I will provide such information and assistance that may be requested by Perpetual to comply with its obligations under the AML Act and various tax legislation and I indemnify it against any loss caused by my failure to provide such information or assistance.
- The monies used to fund my investment in the Fund are not derived from or related to any money laundering, terrorism financing or other illegal activities, whether prohibited under Australian law, international law or convention ('illegal activity') and the proceeds of my investment in the Fund will not be used to finance any illegal activities.
- I am not a 'politically exposed' person or organisation for the purpose of any AML law.
- I acknowledge that any personal information I provide Link Fund Solutions ("LFS") will be collected and handled in accordance with the LFS privacy policy, a copy of which can be found at www.linkfundsolutions.com or posted / emailed to me if I contact LFS on +612 9547 4311 or LFS_registry@linkgroup.com. By submitting this form or any other paperwork relating to my investment I consent to my/our personal information being collected and handled by the unit registry in accordance with that policy.
- I confirm that Perpetual and LFS are authorised to accept and act upon any instructions in respect of this application and the units to which it relates given by me by facsimile. If instructions are given by facsimile, the onus is on me to ensure that such instructions are received in legible form and I undertake to confirm them in writing. I indemnify Perpetual and LFS against any loss arising as a result of any of them acting on facsimile instructions. Perpetual and LFS may rely conclusively upon and shall incur no liability in respect of any action taken upon any notice, consent, request, instruction or other instrument believed, in good faith, to be genuine or to be signed by properly authorised persons.
- I acknowledge that Perpetual reserves the right to reject any application.

Account operating instructions (if no selection is made, all individuals to sign will be assumed)

- Any individual to sign Any two individuals to sign All individuals to sign
 Other (please specify— e.g. per attached Power of Attorney: _____)

	Signature	Name and title (block letters please)	Date
1			

	Signature	Name and title (block letters please)	Date
2			

	Signature	Name and title (block letters please)	Date
3			

	Signature	Name and title (block letters please)	Date
4			

CERTIFIED COPY OF AN ORIGINAL DOCUMENT

Certified copy means a document that has been certified as a true copy of an original document.

Certified extract means an extract that has been certified as a true copy of some of the information contained in a complete original document by one of the persons described in the sub-paragraphs below. People who can certify documents or extracts are:

- a **lawyer** – a person who is enrolled on the roll of the Supreme Court of a State or Territory, or High Court of Australia, as a legal practitioner (however described);
- a **judge** of a court;
- a **magistrate**;
- a **chief executive officer** of a Commonwealth court;
- a **registrar** or **deputy registrar** of a court;
- a **Justice of Peace**;
- a **notary public** (for the purposes of the Statutory Declaration Regulations 1993);
- a **police officer**;
- a **postal agent** – an agent of the Australian Postal Corporation who is in charge of an office supplying postal services to the public;
- the **post office** – a **permanent employee** of The Australian Postal Corporation with 2 or more years of continuous service who is employed in an office supplying postal services to the public;
- an **Australian consular officer** or an **Australian diplomatic officer** (within the meaning of the Consular Fees Act 1955);
- an **officer** with 2 or more continuous years of service with one or more **financial institutions** (for the purposes of the Statutory Declaration Regulations 1993);
- a **finance company officer** with 2 or more continuous years of service with one or more financial companies (for the purposes of the Statutory Declaration Regulations 1993);
- an **officer** with, or **authorised representative** of, a **holder of an Australian financial services licence**, having 2 or more continuous years of service with one or more licensees; and
- an **accountant** – a member of the institute of Chartered Accountants in Australia, CPA Australia or the National Institute of Accountants with 2 or more years of continuous membership.
- person authorised as a notary public in a foreign country.

The eligible certifier must include the following information:

- their full name;
- address;
- telephone number;
- the date of certifying;
- capacity in which they are eligible to certify; and
- an official stamp/seal if applicable.

The certified copy must include the statement, ***“I certify this is a true copy of the original document”***.

For photographic documents, the certified copy must include the statement, ***“I certify this is a true copy of the original document and the photograph is a true likeness”***.

Documents that are written in a language that is not English must be accompanied by an English translation prepared by an accredited translator.

OPTION B: Professional Investor

Investor Name

I certify that I am (tick whichever box is applicable):

- a person who controls at least \$10 million (including any amount held by an associate or under a trust that the person manages) for the purpose of investment in securities; or
- a person who is a licensed or exempt dealer and is acting as principal. **License No.:** _____ ; or
- a regulated superannuation fund (APRA regulated), an approved deposit fund, a pooled superannuation trust, or a public-sector superannuation scheme within the meaning of the Superannuation Industry (Supervision) Act 1993 if the fund, trust or scheme has net assets of at least \$10 million; or
- a person who is regulated by APRA (other than a trustee of a superannuation fund, an approved deposit fund, a pooled superannuation trust or a public-sector superannuation scheme); or
- a person who is a body registered under the Financial Corporations Act 1974; or
- a listed entity or a related body corporate of a listed entity; or
- an exempt public authority; or
- a person who is a body corporate or an unincorporated body that carries on a business of investment in financial products, interests in land or other investments, and for those purposes invests funds received following an offer or invitation to the public where the terms of the offer provided for the funds subscribed to be invested for those purposes; or
- a foreign entity that, if established or incorporated in Australia, would be covered by one of the preceding paragraphs.

Details of the Managed Fund or Superannuation Fund/Trust/Scheme (block letters please)

Name

Address

Street	<input style="width: 100%; height: 25px;" type="text"/>						
Suburb	<input style="width: 150px; height: 25px;" type="text"/>	State	<input style="width: 80px; height: 25px;" type="text"/>	Postcode	<input style="width: 100px; height: 25px;" type="text"/>	Country	<input style="width: 100px; height: 25px;" type="text"/>
Telephone	<input style="width: 150px; height: 25px;" type="text"/>	Facsimile	<input style="width: 80px; height: 25px;" type="text"/>	Email	<input style="width: 300px; height: 25px;" type="text"/>		

I declare that I have read and understood this form, and that the information set out is true and correct.

Signature	Name and title (block letters please)	Date
<input style="width: 100%; height: 60px;" type="text"/>	<input style="width: 100%; height: 60px;" type="text"/>	<input style="width: 100%; height: 60px;" type="text"/>

Signature	Name and title (block letters please)	Date
<input style="width: 100%; height: 60px;" type="text"/>	<input style="width: 100%; height: 60px;" type="text"/>	<input style="width: 100%; height: 60px;" type="text"/>

ADDITIONAL APPLICATION FORM

ARCO Absolute Return Fund

This form should be used by existing unit holders provided your details have not changed.

Investor number

Investor name

AMOUNT OF ADDITIONAL INVESTMENT

Please indicate how much you wish to invest

\$AUD

Please note the minimum initial investment amount is \$25,000.00 and the minimum additional investment amount is \$10,000.00. Please make payment net of all bank charges. Only net amount received will be invested in the Fund.

PAYMENT DETAILS

Electronic Funds Transfer (EFT) to:

Bank: ANZ
BSB: 012 006
Account number: 837001048
Account name: <The Trust Company (RE Services) Ltd> ARCO Absolute Return Fund Applications Account

IMPORTANT: All EFT payments must be accompanied by a notification email to LFS_registry@linkgroup.com in order to ensure that the investor account is properly credited.

CONTACT DETAILS

Contact name

Contact number

DECLARATION AND AUTHORISATION

Please make sure you have completed the section above.

In signing, I/we authorise that these instructions be made on my/our behalf and acknowledge that this form is provided on the basis that Perpetual will affect it according to the terms and conditions of the current PDS.

Signature

Name and title (block letters please)

Date

Signature

Name and title (block letters please)

Date

Please note it is up to the investor to ensure Link Fund Solutions have been notified of authorised signatories on this account. Where Perpetual cannot match the signature to the initial application form or signatory list provided there maybe delays in processing of this request.

COMPLETED FORM

Please return the completed form to:

1. **fax** number +61 2 9221 1194, or
2. **scan and email** this request to LFS_registry@linkgroup.com (preferred option), or
3. **post** to Link Fund Solutions Pty Ltd, Unitholder Services, Attention: Arco Absolute Return Fund Unit Registry, GPO BOX 5482, SYDNEY, NSW, 2001

REDEMPTION REQUEST FORM

ARCO Absolute Return Fund

This form should be used by existing unit holders provided your details have not changed.

Investor number

Investor name

REDEMPTION AMOUNT

Please indicate if you would like to withdraw the total amount of your investment or a partial amount.

Class or Series (if applicable):

Full withdrawal

Partial withdrawal, please state amount or units to be withdrawn:

\$AUD

OR

UNITS

CONTACT DETAILS

Contact name

Contact number

PAYMENT OF PROCEEDS

Pay into the account previously advised **OR** Pay redemption proceeds into following account:

IMPORTANT INFORMATION: Additional security checks to verify bank account changes will be performed before the payment of your redemption proceeds if the bank account provided does not match bank account that is currently recorded in our records under your investment or if you have changed your bank account details.

Account name

Bank

BSB

Account number

DECLARATION AND AUTHORISATION

Please make sure you have completed the 'Full or Partial Withdrawal' section above.

In signing, I/we authorise that these instructions be made on my/our behalf and acknowledge that this form is provided on the basis that Perpetual will affect it accordingly to the terms and conditions of the applicable current PDS.

Signature

Name and title (block letters please)

Date

Signature

Name and title (block letters please)

Date

Please note it's up to the investor to ensure Link Fund Solutions have been notified of authorised signatories on this account. Where the signature cannot be matched to the initial application form or signatory list provided there maybe delays in processing of this request.

COMPLETED FORM

Please return the completed form to:

1. **fax** number +61 2 9221 1194, or
2. **scan and email** this request to LFS_registry@linkgroup.com (preferred option), or
3. **post** to Link Fund Solutions Pty Ltd, Unitholder Services, Attention: Arco Absolute Return Fund Unit Registry, GPO BOX 5482, SYDNEY, NSW, 2001

17. Directory

Investor Services

Investor Services

ARCO Investment Management Pty Ltd
Level 2, 121 Flinders Lane
Melbourne Vic 3000
T. +61 3 9660 9500
E. investor@arcoim.com

Responsible Entity

The Trust Company (RE Services) Ltd

ABN 45 003 278 831
AFS Licence Number 235150
Level 18, 123 Pitt Street
Sydney NSW 2000
T. 02 9229 9000
www.perpetual.com.au

Investment Manager

ARCO Investment Management Pty Ltd

ABN 48 129 937 837
AFS Licence Number 325159
Level 2, 121 Flinders Lane
Melbourne Vic 3000
T. +61 3 9660 9500
www.arcoim.com

Prime Broker

UBS AG, Australia Branch

ABN 47 088 129 613
Level 16, Chifley Tower 2 Chifley Square
Sydney NSW 2000

Custodian

UBS Nominees Pty Ltd

ABN 32 001 450 522
Level 16, Chifley Tower 2 Chifley Square
Sydney NSW 2000

Administrator

Link Fund Solutions Pty Ltd

ABN 44 114 914 215
Level 12, 680 George Street
Sydney NSW 2000

Cash Custodian

Perpetual Corporate Trust Ltd

ABN 99 000 341 533
Level 18, 123 Pitt Street
Sydney NSW 2000