

Bateau Global Opportunities Fund

Class A

APIR OMF2058AU
ISIN AU600MF20588

Class B

APIR OMF6818AU
ISIN AU600MF68181

Product Disclosure Statement

Investment Manager

Bateau Asset Management Pty Ltd

ABN 14 161 051 243
www.bateauam.com.au

Responsible Entity

**One Managed
Investment Funds Limited**

ABN 47 117 400 987 AFSL 297042
www.oneinvestment.com.au

Dated 1 March 2024



What's inside

Before you start

1. At a glance
2. ASIC benchmarks and principles
3. The Fund
4. The team
5. Underlying funds
6. How to invest
7. How to withdraw
8. Risk
9. Fees and costs
10. Tax
11. Keeping you informed
12. What else should you know

Contact

Before you start

Snapshot

The Bateau Global Opportunities Fund ARSN 611 746 975 (the **Fund**) is an Australian registered managed investment scheme that seeks to generate risk-adjusted returns for investors over the recommended minimum investment term by investing in selected underlying investment vehicles (**underlying funds**) managed by vetted fund managers (**underlying fund managers**).

Managed by Bateau Asset Management Pty Ltd ABN 14 161 051 243, a corporate authorised representative (**CAR**) (number 1239906) of AD Advisory Services Pty Ltd ABN 68 005 830 802 AFSL 237058 (**Bateau Asset Management**, the **Investment Manager**), the Fund seeks to achieve risk-adjusted total returns of 6-9% pa after Management Fees and Usual Expenses over rolling 5 year periods, but neither returns nor the money you invest in the Fund is guaranteed.

Those underlying funds in turn invest in a broad range of asset types. Underlying funds are anticipated to typically use specialist, actively managed strategies.

There are two classes of units available in this Fund via this PDS:

- Class A units, and
- Class B units.

When choosing which might suit, it does not matter that the investor is a wholesale client or a retail client as the Corporations Act defines these terms. But there are different minimum investment amounts and different ongoing Management Fees. If you are investing more, it may be better to choose Class B. We also accept Administration Platforms into Class B irrespective of how much they invest.

The minimum initial investment is:

- for Class A units, \$10,000, and
- for Class B units, \$100,000.

The ongoing Management Fee is:

- for Class A units: 1.90% pa, and
- for Class B units: 0.95% pa,

The Performance Fee is the same for both classes:

- for Class A units: 15% of any performance of the class above the Performance Hurdle, and
- for Class B units: 15% of any performance of the class above the Performance Hurdle,

after Management Fees and Usual Expenses both with the protection of a 'high-water mark'.

The Performance Hurdle is the RBA cash rate + 1% at the relevant time (**Performance Hurdle**). Performance is calculated after the Management Fees and Usual Expenses. Entitlement is calculated at the end of a calendar half year (June and December).

Investors can be any type: individuals, family trusts, companies or super funds.

Your properly completed application and cleared payment must be received and accepted before 4pm Sydney time on the last day of the month or at such other times as determined by the Responsible Entity at its discretion, to receive that month's price.

Your properly completed withdrawal request must be received and accepted before 4pm Sydney time on the 15th of the month (or if that day is not a business day in Sydney (**Sydney Business Day**), by 4pm on the next Sydney Business Day), or at such other times as determined by the Responsible Entity at its discretion, to receive that month's unit price.

What to read

This is the Fund's **product disclosure statement (PDS)**. It summarises significant information about the Fund and is designed to help you make an informed decision whether to invest or not.

A **Target Market Determination (TMD)** accompanies this PDS and explains who the intended type of investor for this Fund is. You should also read that document.

Each of these documents above is important. Each is available free from the Responsible Entity's and the Investment Manager's website. You should read this PDS and the TMD carefully before making a decision about the Fund.

If you make the PDS available to someone else, please make the entire PDS and TMD available. That's the only way they too can make an informed investment decision.

Know who is who

Each of the PDS and the TMD has been prepared by One Managed Investment Funds Limited ABN 47 117 400 987 AFSL 297042 (**OMIFL, the Responsible Entity, us, we**).

It is the investment manager Bateau Asset Management Pty Limited ABN 14 161 051 243 (**Investment Manager**) (appointed by OMIFL) who manages the Fund on a daily basis, selecting underlying funds and fund managers.

OMIFL has also appointed:

- Unity Fund Services Pty Ltd ABN 16 146 747 122, a company affiliated with OMIFL, as the administrator to the Fund to provide fund accounting and taxation services in respect of the Fund, and
- One Registry Services Pty Limited ABN 69 141 757 360, a related party of OMIFL, as the registrar to provide unit registry services in respect of the Fund.

Seek advice as you may need

This PDS is for general information only. It does not take into account your particular objectives, financial situation or needs, and is not a recommendation to invest. 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 the TMD, and speak to a financial adviser, before making investment decisions. A financial adviser will look at your particular objectives, financial situation and needs, and can help you make sure this investment is the right one for you. The Investment Manager can suggest a professional financial adviser if you wish to contact them direct.

Risk and volatility

Investing involves risk. This is a high risk investment. Neither returns nor the money you invest is guaranteed. You can make money, but you can also lose money.

The value of your investment will change up and down as the market value of the assets of the Fund fluctuates. The speed at which this happens is often called volatility. Higher volatility means value is expected to go up and down quickly and perhaps significantly. This is a medium volatility fund.

Being patient often helps with risk and volatility. The recommended investment period for this Fund is at least 5 years.

The past and the future

Past events – for example, how well an underlying fund or this Fund performed - can be an unreliable predictor of the future. Keep this in mind when considering historical matters.

Statements about the future are always based on what is thought reasonable at the time. But the future is uncertain. Keep this in mind when considering statements about what may happen and what is intended.

Already using an Administration Platform?

Your professional adviser may have helped you establish an account with an administration platform (such as a managed discretionary account or an investor directed portfolio service). In this PDS, these are called **Administration Platforms** and persons who invest like this, **indirect investors**. Indirect investors are not investors in the Fund. But indirect investors can access the Fund through their Administration Platform.

Changes

This document is subject to change from time to time.

Unless the changed information is materially adverse to you, we may not always update or replace this document to reflect the changes.

We will tell you if the changed information is materially adverse to you by sending you a replacement product disclosure statement or supplementary product disclosure statement.

Updated information can be obtained by going to the Responsible Entity's website.

Australia

The offer made in this PDS is only available to persons receiving this PDS in Australia, electronically or otherwise.

Important information related to US securities law restrictions

This PDS may not be distributed to or relied upon by persons in the United States. This PDS does not constitute an offer of securities in the United States or to any person in the United States.

Neither the Fund nor the units of the Fund have been, or will be, registered under the U.S. Securities Act of 1933, as amended (the **US Securities Act**) or the securities laws of any state or other jurisdiction of the United States except in transactions exempt from, or not subject to, the registration requirements of the US Securities Act.

Each applicant for units in the Fund will be taken to have represented, warranted and agreed on behalf of itself and each person for whom it is applying for units as follows:

- it understands that the units in the Fund have not been, and will not be, registered under the US Securities Act or the securities laws of any state of the United States and may not be offered, sold, or resold in the United States, except in a transaction exempt from, or not subject to, registration under the US Securities Act and any other applicable securities laws,
- it is not in the United States at the time of such application,
- it has not and will not send the PDS or any other material relating to the offer for units in the Fund to any person in the United States, and
- it will not offer or sell the units in the United States or in any other jurisdiction outside Australia except in transactions exempt from, or not subject to, registration under the US Securities Act and in compliance with applicable laws in the jurisdiction in which units in Fund are offered and sold.

1. At a glance

Name	Bateau Global Opportunities Fund ARSN 611 746 975	
Codes	Class A APIR OMF2058AU and ISIN AU600MF20588	Class B APIR OMF6818AU and ISIN AU600MF68181
Fund inception	March 2016	
Investment Manager	Bateau Asset Management Pty Ltd ABN 14 161 051 243 a corporate authorised representative (CAR) (number 1239906) of AD Advisory Services Pty Ltd ABN 68 005 830 802 AFSL 237058.	
Bateau Asset Management	The Investment Manager	
Responsible Entity	One Managed Investment Funds Limited ABN 47 117 400 987 AFSL 297042	
Registrar	One Registry Services Pty Limited ABN 69 141 757 360	
Administrator	Unity Fund Services Pty Ltd ABN 16 146 747 122	
Custodial arrangements	One Managed Investment Funds Limited– self custody	
Available through Administration Platforms?	Check with your operator or adviser	
Investment strategy	The Fund aims to generate risk-adjusted returns for investors over the recommended minimum investment term by investing in selected underlying investment vehicles (underlying funds) managed by vetted fund managers (underlying fund managers).	
Investment types	Those underlying funds in turn invest in a broad range of asset types. Underlying funds are anticipated to typically use specialist, actively managed strategies.	
Investment objective	The Fund seeks to achieve risk-adjusted total returns of 6-9%pa after Management Fees and Usual Expenses over rolling 5 year periods, but neither returns nor the money you invest in the Fund is guaranteed.	
Geographical exposure	Through the Fund investing in underlying funds, investors have exposure to global markets, with a bias to sophisticated markets and selected developing markets (including China and India) and less emphasis on emerging economies.	
Borrowing	Underlying funds can borrow and invest in ways that result in leverage. Any borrowing by the Fund itself would be very limited.	
Derivatives	The Fund does not currently use sophisticated financial instruments such as derivatives, but reserves the right to do so to manage currency risk, if so authorised. However, the underlying funds in which the Fund invests may use these to manage risk and/or gain exposure to investments.	
Short selling	The Fund does not use the investment technique known as short selling. However, the underlying funds in which the Fund invests may use this technique to manage risk and/or gain exposure to investments.	
Gearing	Yes, substantial gearing is possible at underlying funds level.	
Risk profile	As a stand-alone investment, investors should consider the Fund as a high risk investment. The Fund would not sensibly make up the whole or even majority of an investor's investment portfolio – it is designed to be a 'small' or 'satellite' investment, to form a smaller part of an investor's overall portfolio. See the TMD for details.	
Investment timeframe	5 years or more.	
Classes	There are two classes of units available in this Fund via this PDS: <ul style="list-style-type: none"> ■ Class A units, and ■ Class B units. 	

	<p>When choosing which might suit, it does not matter that the investor is a wholesale client or a retail client as the Corporations Act defines these terms. But there are different minimum investment amounts and different ongoing Management Fees. If you are investing more, it may be better to choose Class B. We also accept Administration Platforms into Class B irrespective of how much they invest.</p> <p>The Fund will have three classes of units on issue. The Ordinary Class (APIR SLT0068AU ISIN AU60SLT00683) is no longer available for additional investments.</p>	
Investor types	Investors can be any type: individuals, family trusts, companies or super funds.	
How to apply	<p>The easiest way to apply is online: www.olivia123.com/applications/bateau-global-opportunities-fund.php If you require a paper application form as an alternative to Olivia 123, please contact the Registrar.</p>	
Minimum initial investment	Class A: \$10,000 or any lesser amount we agree.	Class B: \$100,000 or any lesser amount we agree.
Cooling off available?	Available to retail clients	
Minimum additional investment	Class A: \$5,000 or any lesser amount we agree.	Class B: \$25,000 or any lesser amount we agree.
Minimum withdrawal	Class A: \$5,000 or any lesser amount we agree.	Class B: \$25,000 or any lesser amount we agree.
Minimum balance	Class A: \$10,000 or any lesser amount we agree.	Class B: \$100,000 or any lesser amount we agree.
Applications	<p>Monthly</p> <p>Your properly completed application and cleared payment must be received and accepted before 4pm Sydney time on the last day of the month, or at such other times as determined by the Responsible Entity at its discretion, to receive that month's price.</p>	
Withdrawals	<p>Monthly</p> <p>Your properly completed withdrawal request must be received and accepted before 4pm Sydney time on the 15th of the month (or if that day is not a Sydney Business Day, by 4pm on the next Sydney Business Day), or at such other times as determined by the Responsible Entity at its discretion, to receive that month's unit price.</p> <p>There can be delays - see section 7 'How to withdraw' for details.</p>	
Business Day	means a day (other than a Saturday, Sunday or public holiday) on which banks are open for general banking business in Sydney, New South Wales, Australia.	
Entry fees	Nil	
Management fees	Class A: 1.90% pa of the net asset value of the class	Class B: 0.95% pa of the net asset value of the class
Performance Fee	Class A: 15% of any performance of Class A above the Performance Hurdle, calculated after Management Fees and Usual Expenses, with the protection of a 'high-water mark'.	Class B: 15% of any performance of Class B above the Performance Hurdle, calculated after Management Fees and Usual Expenses, with the protection of a 'high-water mark'.
Performance Hurdle	The hurdle is the RBA cash rate + 1% at the relevant time (Performance Hurdle). Entitlement is calculated at the end of a calendar half year (June and December).	
Exit fees	Nil	
Buy-sell spread	±0.05%	
Income/distribution	The focus of this Fund is on total returns, rather than it being a source of regular income for investors. Any distributions paid will be after 30 June each year.	
Distribution reinvestment	Any distributions are automatically reinvested unless you tell us otherwise.	

2. ASIC benchmarks and principles

This section summarises some important information. Consistent with ASIC policy, this section and others in this PDS covers the Fund as well as underlying funds that account for 35% or more of the fund of hedge fund's assets (a **significant underlying fund**). At the date of this PDS, the Fund's significant underlying funds are those described in section 5 'Underlying funds'. All ASIC benchmarks are met and disclosure principles disclosed against.

Benchmark 1: Valuation of assets	For more details on the Bateau Global Opportunities Fund, see:	For more details on underlying funds, see:
<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>This benchmark has been met.</p> <p>The unit prices of the Fund are determined at least each month. Unit prices of the underlying funds are generally provided monthly (after the month's end). Cash is at value. Valuation information is independent of us and the Investment Manager.</p> <p>Valuation is different for each underlying fund. For the most part, valuation is expected to be independent of the underlying fund manager but in limited circumstances may not be: see section 5 'Underlying funds', for details.</p>	See 'The Fund', section 3	See 'Underlying funds', section 5
Benchmark 2: Periodic reporting		
<p>This benchmark addresses whether the responsible entity of the Fund will provide periodic disclosure of certain key information specified by ASIC on an annual and monthly basis.</p> <p>This benchmark has been met.</p> <p>Fund reporting includes:</p> <ul style="list-style-type: none"> ⇒ annual Fund report, ⇒ regular Fund updates, and ⇒ other Fund reporting including allocation to asset type, liquidity profile and leverage ratio. <p>These matters are different for each underlying fund: see section 5 'Underlying funds', for details.</p>	See 'Keeping you informed', section 11	See 'Underlying funds', section 5

Disclosure principle 1: Investment Strategy

<p>The Fund aims to generate risk-adjusted returns for investors over the recommended minimum investment term by investing in selected underlying investment vehicles (underlying funds) managed by vetted fund managers (underlying fund managers).</p> <p>The Fund seeks to achieve risk-adjusted total returns of 6-9% pa after Management Fees and Usual Expenses over rolling 5 year periods, but neither returns nor the money you invest in the Fund is guaranteed.</p> <p>Those underlying funds in turn invest in a broad range of asset types. Investors have exposure to global markets, with a bias to sophisticated markets and selected developing markets (including China and India) and less emphasis on emerging economies.</p>	See 'The Fund', section 3	See 'Underlying funds', section 5
----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	---------------------------	-----------------------------------

Disclosure principle 2: Investment manager

<p>There have been no adverse findings (significant or otherwise) against the Investment Manager, or any of the senior investment professionals at that organisation. It is the members of the Investment Manager's Investment Committee that play a key role in investment decisions.</p> <p>Generally, we would not be aware of any such findings in relation to the underlying fund manager or its senior investment professionals. Generally, the underlying fund manager's board or investment committee is key in making its investment decisions. These matters are different for each underlying fund.</p> <p>The Responsible Entity and the Investment Manager have entered into an investment management agreement which can be terminated by other party in certain circumstances - see section 12 'What else should you know?' for details.</p>	See 'The Fund', section 2	See 'Underlying funds', section 5
-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	---------------------------	-----------------------------------

Disclosure principle 3: Fund Structure

<p>A registered open ended Australian unit trust operated as a 'fund of hedge funds' that invests in other funds. Underlying funds generally will be open-ended hedge funds. Fund structure tends to depend on where the underlying fund is located. A diagram showing key entities involved is found in section 4 'The Team'. Key service providers include the Investment Manager, as well as the Registrar and the Administrator, which are all Australian companies. The Registrar is an associated company to us and the Administrator is an affiliated company to us. Material arrangements with respect to underlying funds are on arm's length terms. The Investment Manager conducts due diligence on underlying funds, which is detailed in section 3. Total management fees and costs for Class A is estimated as 5.48% pa of net asset value, and for Class B class, estimated as 4.53% pa of net asset value. The fees include the interposed costs charged by the underlying investments.</p>	See 'The Fund', section 3	See 'Underlying funds', section 5
-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	---------------------------	-----------------------------------

Disclosure principle 4: Valuation, location and custody of assets

<p>For the Fund, valuation is independent of the Responsible Entity and the Investment Manager. Assets are held by the Responsible Entity or by any appointed custodian. For underlying funds, the valuation rules are generally independent of the underlying fund manager, often with a discretion to value where the result is fairer for investors. The assets of underlying funds can be located anywhere in the world, and are generally held by custodians independent of the underlying fund manager.</p> <p>These matters are different for each underlying fund.</p>	See 'The Fund', section 3	See 'Underlying funds', section 5
--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	---------------------------	-----------------------------------

Disclosure principle 5: Liquidity

<p>The Fund aims to provide monthly access to your invested money.</p> <p>Your properly completed withdrawal request must be received and accepted before 4pm Sydney time on the 15th of the month (or if that day is not a Sydney Business Day, by 4pm on the next Sydney Business Day) or at such other times as determined by the Responsible Entity at its discretion, to receive that month's unit price.</p> <p>Unit prices are determined as soon as relevant information is available, usually determined on or as soon as is practicable after the 15th of the following month in normal market conditions.</p> <p>We then usually pay you within 21 days of this, although there can be delays - see section 7</p>	See 'How to withdraw', section 7	See 'Underlying funds', section 5
----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	----------------------------------	-----------------------------------

for details.

Disclosure principle 6: Leverage

Any borrowing by the Fund would be very limited. Underlying funds can borrow and invest in ways that result in leverage. Underlying funds can use leverage and this can be substantial. These matters are different for each underlying fund.

See 'The Fund',
section 3

See 'Underlying
funds', section 5

Disclosure principle 7: Derivatives

The Fund does not currently use sophisticated financial instruments such as derivatives, but reserves the right to do so to manage currency risk, if it is so authorised.

The underlying funds in which the Fund invests may use these to manage risk and/or gain exposure to investments.

These matters are different for each underlying fund.

See 'The Fund',
section 3

See 'Underlying
funds', section 5

Disclosure principle 8: Short selling

The Fund does not use short selling, however the underlying funds in which the Fund invests may use this investment technique.

These matters are different for each underlying fund.

See 'The Fund',
section 3

See 'Underlying
funds', section 5

Disclosure principle 9: Withdrawals

The Fund aims to provide monthly access to your invested money.

Your properly completed withdrawal request must be received and accepted before 4pm Sydney time on the 15th of the month (or if that day is not a Sydney Business Day, by 4pm on the next Sydney Business Day) or at such other times as determined by the Responsible Entity at its discretion, to receive that month's unit price.

Unit prices are determined as soon as relevant information is available, usually determined on or as soon as is practicable after the 15th of the following month in normal market conditions.

We then usually pay you within 21 days of this, although there can be delays - see section 7 for details.

See How to
invest,
section 6

See 'Underlying
funds', section 5

3. The Fund

Introduction

One Managed Investment Funds Limited, the Responsible Entity, is the responsible entity (or trustee) of the Fund.

It is however the Investment Manager, Bateau Asset Management (appointed by the Responsible Entity), who oversees the management of the Fund on a daily basis, selecting and monitoring the Fund's investments.

Bateau Asset Management is a boutique funds management company with a focus on generating risk-adjusted returns for investors over the recommended minimum investment term.

The Fund is a registered open ended Australian unit trust operated as a 'fund of hedge funds' that invests in selected underlying investment funds and companies (**underlying funds**): Australian and offshore 'hedge' funds and long-only funds managed by experienced fund managers.

Those funds use a range of sophisticated investment techniques not usually available to ordinary investors, and give investors indirect exposure to investments around the globe.

Investment philosophy

The Fund aims to generate risk-adjusted returns for investors over the recommended minimum investment term by identifying and investing in a small portfolio of underlying funds, with a focus on those assessed to have risk adjusted return potential.

Investing in underlying funds means the Fund can access a broad range of investments and asset classes, as well as investment techniques which can be central in creating risk adjusted returns in both rising and falling markets.

The Fund will be managed principally by Bateau Asset Management choosing and adjusting the mix of underlying funds. The goal is to manage the mix of underlying funds so as to obtain the combination of investment strategies that Bateau Asset Management believes will achieve the Fund's objectives.

Investment objective

The Fund seeks to achieve risk-adjusted total returns of 6-9%pa after Management Fees and Usual Expenses over rolling 5 year periods, but neither returns nor the money you invest in the Fund is guaranteed.

What the Fund invests in

The Fund invests in underlying funds. It does not invest directly, for example into investments such as listed shares.

Investing in underlying funds means the Fund can be exposed to a broad range of investments and asset classes including the following. There are no specific allocation limits to asset classes or location:

- ☒ managed and mutual funds,
- ☒ exchange traded funds (**ETFs**) and listed investment companies (**LICs**),
- ☒ equities,
- ☒ property and real assets,
- ☒ Government and private debt,
- ☒ digital economy investments,
- ☒ listed and over the counter derivatives, and
- ☒ cash.

Investment exposure can be to listed and unlisted investments, and they can be in Australia but are expected to be predominantly global in nature. Investors have indirect exposure to global markets, with a likely bias to sophisticated markets and selected developing markets (including China and India) and less

emphasis on emerging economies. There are no target ranges for asset allocation nor geographical location. Investors are expected to be exposed to a wide range of sectors, technologies, demographic groups and currencies.

The particular exposure of the Fund to various asset classes will change, depending on which underlying funds make up the Fund's portfolio, and the investment styles and decisions of the underlying fund managers. There are no specific allocation limits to asset classes or location.

The Fund may hold some cash from time to time but the intention is that it is fully invested in underlying funds as soon as is practicable.

Nature

As a stand-alone investment, investors should consider the Fund as a high risk investment. This Fund may be suitable for investors who have a long-term view and a high risk tolerance. It is unlikely that the Fund would sensibly make up the whole or majority of an investor's investment portfolio. You should read the Target Market Determination carefully.

An investment in the Fund should be regarded as a long term investment, and investors should look to invest for 5 years or longer.

The value of the Fund can move quickly and substantially. It should be considered by itself as a potentially volatile investment.

Remember that investing involves risk, and you can lose as well as make money. Neither returns nor the money you invest in the Fund are guaranteed.

Your professional financial adviser can identify the impact of an investment in this Fund upon your overall portfolio and investment objectives.

Selecting underlying managers

Bateau Asset Management's investment process consists of a bottom-up, fundamental underlying manager research, aiming to choose the leading managers and the leading funds, combined with top-down, market aware portfolio analysis which will drive the balance amongst them.

Bateau's board has formed an investment committee (**Investment Committee**) comprising board representatives as well as respected external investment professionals. The members at the date of this PDS have more than 100 years' professional experience amongst them.

The process for selection can be summarised as follows:

Assessment

Potential investments undergo initial screening by the Investment Committee based on straightforward qualifying criteria including:

- ☑ management team,
- ☑ size,
- ☑ performance record,
- ☑ asset exposures,
- ☑ geographical exposures,
- ☑ diversification,
- ☑ realistic return objectives,
- ☑ risk management
- ☑ investment techniques, including leverage, derivatives, currency, diversification and short selling,
- ☑ time in market,
- ☑ pricing,
- ☑ capacity,
- ☑ financial backing,
- ☑ liquidity,
- ☑ leverage and gearing, and
- ☑ reporting.

If the potential investment passes this initial screening, then detailed due diligence is undertaken.

Detailed due diligence

Due diligence is undertaken by the Investment Committee and by investment professionals at the Investment Manager. This includes:

- ☑ on-site visit where appropriate,
- ☑ investment review,
- ☑ corporate review,
- ☑ management team checks,
- ☑ key service provider checks,
- ☑ risk and compliance assessment,
- ☑ consideration of the investment process, and
- ☑ compliance and operational assessment.

Adoption

A research report is produced and considered by the Investment Committee. If approved by the Investment Committee, that recommendation passes to the Board. If the Board approves, the manager is added to the list of investment managers available for the allocation of investment funds.

The ability to invest into further underlying funds depends on a number of factors including fund inflows and the availability of appropriate investment opportunities, as well as ensuring that the mix of underlying funds is optimal having regard to the objectives of the Fund.

Review

Following approval, investee fund performance is monitored, with annual formal reviews by the Investment Committee, with the goal of ensuring that Bateau Asset Management's expectations are being met. Conference calls are conducted with managers. Bateau Asset Management's research reports are reviewed and updated appropriately.

Hedge funds and alternative investments

Underlying investment managers will have different styles and skills, some more traditional, others less traditional.

Underlying funds are anticipated to typically use specialist, actively managed equities and fixed income strategies. The Fund may be exposed to a variety of alternative investment strategies, including:

- ☑ long/short equity,
- ☑ event-driven (stressed and distressed debt, merger (risk) arbitrage and equity restructuring),
- ☑ capital structure arbitrage,
- ☑ credit long/short,
- ☑ asset-backed securities,
- ☑ managed futures,
- ☑ global macro, and
- ☑ equity market neutral.

Alternative investments are seen as important because they can provide different sources of returns, returns that can behave differently and can be "lowly correlated" with those investments traded in more mainstream markets.

The mix of underlying funds, each of which gives a varying exposure to various asset classes and strategies, will be managed by Bateau Asset Management. The goal is to manage the mix of underlying funds so as to obtain the combination of investment strategies that Bateau Asset Management believes will achieve the Fund's objectives.

Leverage use at an underlying fund level must be such that the Investment Manager considers it not inconsistent with the risk profile and investment objectives of the Fund. It can however be very substantial: see below.

Geography and asset exposures

There are no formal target allocations amongst underlying strategies. The Fund can be exposed to investments globally, and to different investment types and techniques.

Concentration and diversification

The underlying funds in which this Fund invests give investors exposure to a diversified mix of asset types, classes, geographies and investment techniques. Each underlying fund invests in or is exposed to multiple individual investments.

As the Fund grows and invests in more underlying funds, investors will increasingly benefit from further diversification. Note however that some underlying investment funds may invest in the same securities or similar market sectors or instruments and as such there may be times that the intended effects of diversification are less effective.

Before the Fund achieves the targeted mix of underlying funds (as referred to below), the Fund is subject to increased risk that a large loss in an individual fund will cause loss for the Fund. The fewer the underlying funds, the greater this risk.

At the date of this PDS, the Fund has a substantial – more than 79% - exposure to the Ddraig Equity Fund.

It is expected that as the Fund grows in size, the relative value of this investment will fall, and a mature sized fund, of say \$100m, is expected to have between 5 and 10 underlying funds with no one investment representing more than 30% of the portfolio. However, this may take some time to achieve and if the Fund does not grow sufficiently may never be achieved. A substantial exposure to the Ddraig Equity Fund is expected to be continued over time. The 'Underlying funds' section of this PDS has more information on the Ddraig Equity Fund.

The ability to invest into further underlying funds depends on a number of factors including fund inflows and the availability of appropriate investment opportunities, as well as ensuring that the mix of underlying funds is optimal having regard to the objectives of the Fund.

Income

The focus of this Fund is on total returns, rather than it being a source of regular income for investors.

Consideration to paying distributions is given at the end of each financial year (end of June). The ability of the Fund to pay distributions depends on factors which include the distribution policies of the underlying funds, their treatment under relevant tax laws and whether distributions are available or made as a cash payment.

If a distribution is determined to be paid in cash, it will be calculated as at 30 June, and is normally paid within 2 months following the end of the financial year, but this does depend on the timing of receipt of all relevant information from managers of underlying funds.

An investor's entitlement is calculated in accordance with the Fund's trust deed (or constitution) (**Constitution**) and is generally based on the number of units held by the investor at the end of the distribution period.

Having said this, any distributions are automatically reinvested, unless you request otherwise.

Depending on your personal circumstances you may need to make a cash payment to the Australian Taxation Office for tax on your distribution, regardless of whether your distribution is reinvested or paid in cash. If your distribution is reinvested, you will need to independently fund any such tax liability. Section 10'Tax' has more information.

Risk measure

The Investment Manager considers that the "standard risk measure" for this Fund is a high risk rating.

This means that the estimated number of negative annual returns over any 20-year period is 4 to less than 6. On a scale of 1 to 7 where 7 is riskiest in this respect, the Fund is in category 6.

The standard risk measure is based on industry guidance to allow investors to compare investment options that are expected to deliver a similar number of negative annual returns over any 20-year period. It is not a complete assessment of all forms of investment risk. For instance, it does not detail what the size of a negative return could be or the potential for a positive return to be less than an investor may require to meet their objectives. Further, it does not take into account the impact of fees and taxes on the likelihood of a negative return.

Investors should still ensure they are comfortable with the risks and potential losses associated with the

Fund.

Volatility

Volatility is a measure of how the price of an investment tends to go up and down.

If an investment is more volatile, this means its price tends to go up and down more sharply and/or more regularly. This becomes important if your investment timeframe is short, because you may be forced to sell and take a loss when an investment has only temporarily declined.

The value of your investment in this Fund will move up and down as the market value of the assets to which the Fund is exposed fluctuate. The speed at which this happens is often called volatility. Higher volatility means value is expected to go up and down quickly, and perhaps significantly. This is a medium volatility Fund.

Being patient often helps with volatility. The suggestion for this Fund is that you invest for at least 5 years.

Liquidity

The Fund aims to provide monthly access to your invested money. But as with many investments, there is a risk that your withdrawal requests cannot be met because selling investments is not always possible, practicable or consistent with the best interests of investors.

Your properly completed withdrawal request must be received and accepted before 4pm Sydney time on the 15th of the month (or if that day is not a Sydney Business Day, by 4pm on the next Sydney Business Day) or at such other times as determined by the Responsible Entity at its discretion, to receive that month's unit price.

Unit prices are determined as soon as relevant information is available, usually determined on or as soon as is practicable after the 15th of the following month in normal market conditions.

We then usually pay you within 21 days of this, although there can be delays - see section 7 'How to withdraw' for details.

Valuation of assets

The underlying funds report their values regularly, generally monthly, from third party sources unrelated to the Investment Manager and us. Some assets can be difficult to value, especially where markets are thinly traded. Values are provided to the Administrator, who then calculates the unit prices for the Fund.

Derivatives

The Fund does not currently use sophisticated financial instruments such as derivatives, but reserves the right to do so to manage currency risk, if so authorised.

The underlying funds in which the Fund invests may use these to manage risk and/or gain exposure to investments.

The types of derivatives used may include options, futures, forwards, index derivatives and exotic derivatives, and may be exchange traded or over the counter.

See section 5 'Underlying funds' and section 8 'Risk' for more details.

Short selling

Short sales involve selling an investment which is not at the time owned in anticipation that the investment's price will decline. Short sales can be important as they can generate positive performance in declining markets or provide a hedge to long market exposure. But they present a risk on an individual investment basis, since the underlying investment manager may be required to buy back the investment sold short at a time when the investment has increased in value, which would generate a loss.

The Fund does not use short selling, however the underlying funds in which the Fund invests may use this investment technique to manage risk and/or generate profit.

See section 5 'Underlying funds' and section 8 'Risk' for more detail.

Currency

The Fund does not hedge currency risk, but reserves the right to do so to manage currency risk, if so authorised. Investors will be exposed to movements of the Australian dollar relative to the currencies in which the underlying funds are denominated, which is mainly expected to be the USD. A substantial exposure to the Ddraig Equity Fund is expected to be continued over time, and that fund is denominated in USD.

Underlying funds may invest globally, and although underlying fund managers may conduct some currency hedging, hedging is not perfect: it is not always successful, is not always used to offset all currency risk, and is sometimes not cost effective or practical to use. Investors will be exposed to movements of the currencies in which underlying funds are denominated as against the currencies where they are invested.

See section 5 'Underlying funds' and section 8 'Risk' for more detail.

Borrowing

The Fund does not borrow to invest. The Investment Manager however may cause the Fund to borrow on a short-term basis to meet redemptions, distributions, or short-term Fund obligations, but only if the borrowing is considered to be prudent and in the best interests of all investors, and represents no more than 10% of net asset value. Such borrowing would only be from leading financial institutions. Security may be granted over Fund assets.

The underlying funds in which the Fund invests may borrow, for various purposes. Bateau Asset Management considers borrowing policies and limits as part of the assessment of each underlying fund.

Leverage and gearing

Leverage arises from borrowing, and also indirectly, for example from derivatives use. Gearing is where more than the value of the assets is exposed by borrowing or derivatives use.

All leverage means a higher risk of loss but also the potential for higher gains.

Bateau Asset Management assesses underlying leverage management – including derivatives, use of short selling and borrowing, and whether underlying funds can be geared - as an essential part of underlying fund selection.

The Fund does not shy away from underlying funds which use leverage and also which may be geared. Derivatives and short selling use – and the associated leverage – can be an important investment technique employed by underlying funds. Whilst some specialist strategies may use very little or no leverage, others can utilise substantial leverage, and at times the Fund will have exposure to specialist strategies which are or can be significantly leveraged.

At the date of this PDS, the Fund has a substantial – more than 79% - exposure to the Ddraig Equity Fund. A substantial exposure to the Ddraig Equity Fund is expected to be continued over time. This underlying fund employs leverage to enhance returns by selectively increasing the gross exposure to the underlying markets.

It is not practicable to give investors the maximum anticipated level of leverage of the Fund because underlying levels vary, some funds use leverage whilst others do not, techniques are used to offset the impact of leverage and the underlying fund mix changes from month to month.

See section 5 'Underlying funds' and section 8 'Risk' for more detail.

Environment Social Governance

Bateau Asset Management focuses on traditional investment fundamentals and no labour standards or environmental, social or ethical considerations are formally taken into account in selection, retention or realisation of any underlying fund.

Changes

We would give at least 30 days' notice of any material change in investment strategy.

4. The team

Overview

One Managed Investment Funds Limited, the Responsible Entity, is the responsible entity (or trustee) of the Fund.

It is however the Investment Manager Bateau Asset Management (appointed by the Responsible Entity) who oversees the management of the Fund on a daily basis, selecting and monitoring the Fund's investments. Governed by its **Board of Directors**, the day to day management decisions at the Investment Manager are undertaken on advice from the Investment Manager's **Investment Committee**. A recommendation is then made to the Responsible Entity. Compliance is supported by the **Compliance Committee** for the Fund, independently chaired.

The Responsible Entity has also appointed:

- as the Fund's Administrator, Unity Fund Services Pty Ltd, a company affiliated with OMIFL, to provide fund accounting and taxation services in respect of the Fund, and
- as the Fund's Registrar, One Registry Services Pty Limited, a related party of OMIFL, to provide unit registry services in respect of the Fund.

The Responsible Entity appoints service providers such the Administrator and the Registrar in consultation with, and with agreement from, the Investment Manager.

The Responsible Entity

The Responsible Entity has extensive experience as a corporate trustee and is a professional trustee.

The Responsible Entity is a member of the One Investment Group (**OIG**). OIG is an independent Australian funds management business that focuses on providing responsible entity, trustee and other services associated with funds management. OIG operates a number of entities that, pursuant to the Corporations Act, are licensed to conduct financial services businesses and to act as responsible entities for registered schemes and as trustees for unregistered schemes.

OIG's licensed entities hold over 300 responsible entity/trustee roles, administering a range of asset classes including hedge funds, real estate, private equity, fixed income, credit and equities. The total value of the assets within these trusts is in excess of \$35 billion.

OIG's capabilities include:

- responsible entity services,
- trustee services,
- registry services,
- fund administration and taxation services, and
- custody services.

One Managed Investment Funds Limited is the holder of AFS licence number 297042.

More information is available at www.oneinvestment.com.au.

The Investment Manager

Bateau Asset Management is a boutique investment manager founded in 2016, an Australian investment management company with an absolute-return investment philosophy and a multi-manager approach to investing.

Bateau Asset Management focuses on its clients and on delivering consistent investment returns in line with its stated objectives.

Bateau Asset Management's commitment to investors includes:

- prioritising risk adjusted investment returns,

- a focus is on achieving absolute returns through the economic and financial market cycles,
- providing regular, clear investor communications, and
- being transparent in all aspects of its business

Bateau Asset Management holds professional indemnity insurance and is a corporate authorised representative (CAR) (number 1239906) of AD Advisory Services Pty Ltd ABN 68 005 830 802, AFSL 237058.

Governed by its Board of Directors, the day to day management decisions at the Investment Manager are undertaken on advice from the Investment Manager's Investment Committee. A recommendation is then made to the Responsible Entity.

The Investment Manager's Compliance Committee assists the Investment Manager in seeking to ensure that it meets its obligations under financial services laws and otherwise in relation to the investment management of the Fund.

Bateau's board comprises seasoned financial services and business professionals representing almost 50 years of experience. The Investment Committee comprises investment professionals who at the date of this PDS have more than 100 years' professional experience amongst them.

More can be found out at: www.bateauam.com.au.

The Registrar

OMIFL has appointed One Registry Services Pty Limited, a related party of OMIFL, as the registrar to provide unit registry services in respect of the Fund.

As a leading provider of registry services for financial market participants in Australia, One Registry Services' objective is to provide clients with a registry service able to offer reliable, prompt and cost-effective registry solutions to unlisted companies and trusts.

As a specialist provider of corporate and trust registry services, One Registry Services also offers a complete range of ancillary services.

More can be found out at <https://www.oneregistryservices.com.au/>.

The Administrator

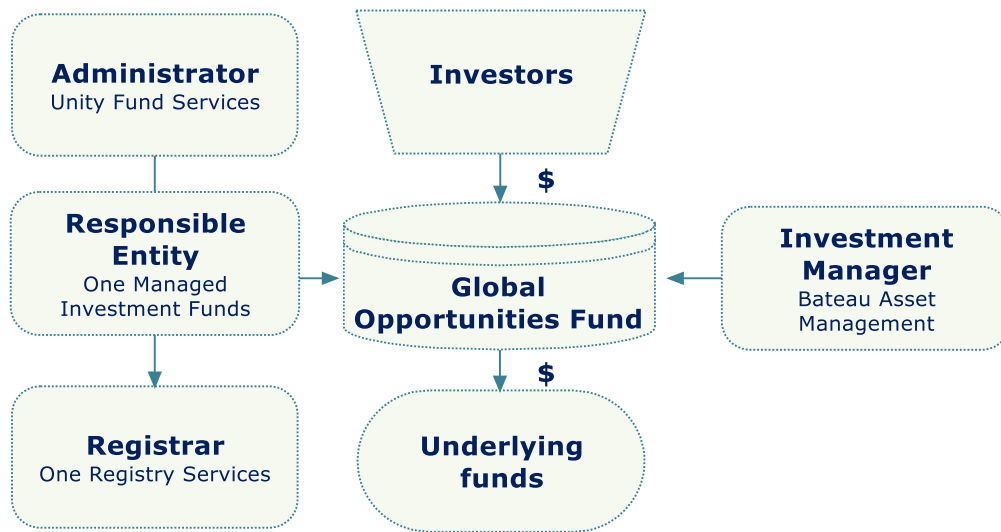
OMIFL has appointed Unity Fund Services Pty Ltd, a company affiliated with OMIFL, as the administrator to the Fund to provide fund accounting and taxation services in respect of the Fund.

Unity Fund Services provides independent administration and accounting services to fund managers, aiming to deliver a competitive advantage to investment managers and confidence to investors. Its business has earned a reputation as one of Australia's leading fund administrators, especially in dealing with complex funds.

Unity Fund Services provides services to over 230 funds, across over 80 investment managers, and is fast becoming a service provider of choice in the Asia Pacific region. In recent years it has been voted three times by HFM as one of the fastest growing hedge fund administrators globally.

More can be found out at <https://www.unityfundservices.com.au/>.

Fund structure



5. Underlying funds

Generally

The Fund intends to invest in a number of selected underlying funds, giving investors an indirect exposure to Australian and offshore 'hedge' funds and long-only funds managed by experienced fund managers who employ a broad range of sophisticated hedge fund investment techniques usually not available to ordinary investors.

At the date of this PDS, the Fund is more than 79% invested in the Ddraig Equity Fund. A substantial exposure to the Ddraig Equity Fund is expected to be continued over time.

At the date of this PDS the Fund also had exposure to the Insync Global Capital Aware Fund and the Vanguard All-World ex-U.S. Shares Index Exchange Traded Fund.

These exposures may change, and additional funds may also be added. See the Investment Manager's website for the current complete list of underlying funds: www.bateauam.com.au.

ASIC policy requires us to tell you more detail about the underlying funds to which the Fund is exposed which are the most substantial.

The Ddraig Equity Fund

The Ddraig Equity Fund is a Cayman Islands hedge fund committed to delivering risk adjusted investment returns with a focus on opportunities across listed US equities.

It is targeting an annual return in excess of the performance of its benchmark on a rolling multi-year basis, whilst employing similar risk to that of the benchmark.

That benchmark is the Swiss-Asia US Equities Index, and index comprised of a basket of US equity indices that the fund's manager considers best represent the US equities that the Ddraig Equity Fund's risk adjusted return is measured against. The Swiss-Asia US Equities Index basically replicates exposure to large capitalisation equities across the US that Ddraig Equity Fund investors might otherwise choose to have exposure to if they were not invested in the Ddraig Equity Fund.

The Ddraig Equity Fund was selected because the Investment Manager believes that its investment strategy is consistent with the objectives for the Fund. Its investment manager is Swiss-Asia Financial Services Pte. Ltd, a company incorporated in Singapore.

Snapshot

Established in 2016, Ddraig Equity Fund aims to provide investors with exposure to the US equity market, targeting total risk adjusted returns (capital growth), after costs and before tax, in excess of the fund's performance benchmark on a rolling 5 year basis.

This fund primarily invests in a core exposure to the US Stock market.

This fund's strategy may include the use of leverage, long and short positions, derivative products and other capital protection investments.

- ⇒ **Long Equity Market** – the Ddraig Equity Fund maintains a core long equity position that approximates the benchmark exposure to the US equity markets that make up the Ddraig Equity Fund Benchmark, giving Ddraig Equity Fund investors exposure to the long-term total return potential there-in. In taking a long position (buying a share with the expectation that the share will rise in value or outperform) the Ddraig Equity Fund aims to gain from investing in a stock market that its investment manager believes will see an increase in value, as well as pay suitable dividend income that is re-invested.
- ⇒ **Leverage/Gearing** – the Ddraig Equity Fund employs leverage to enhance returns by selectively increasing the gross exposure to the underlying market. This fund can short sell up to 100% of the portfolio, and leverage the cash from these short positions to extend long positions up to 200% through an investment broker. The Ddraig Equity Fund may also increase leverage through the use of borrowing. Whilst the maximum gross exposure of the Fund is 300% (200% long and 100% short – net exposure 100%), in practice the fund is maintained using a gross exposure of between 160% and 200%

and net exposure of between 0% and 160%.

- ⇒ **Protection** – as part of the investment process, the Ddraig Equity Fund monitors the underlying levels of risk in the equity market, with the ability to reduce the net exposure of the fund at any given time in reaction to observed changes in risk appetite. The resulting changes in the target net exposure of the Ddraig Equity Fund are reflected in the Leverage/Gearing levels detailed above. The Ddraig Equity Fund applies an internally-researched systematic strategy, which has demonstrated significant out-performance during daily back-testing over more than twenty years, since January 2001.
- ⇒ **Derivatives** - the Ddraig Equity Fund may use derivatives such as options, futures, forwards and swaps with the aims of:
 - increasing or reducing exposure to markets, relative to the underlying physical holdings and subject to the Ddraig Equity Fund's investment guidelines,
 - protecting against risks such as un-favourable changes in an investment's price brought about by, for example, short selling, changes in interest rates, credit risk, equity prices, currencies or other factors,
 - enhancing returns by taking advantage of favourable mispricings within a market, as a cost-effective alternative to purchasing physical securities, and
 - implementing the Ddraig Equity Fund's investment objectives.

- ⇒ **Currency Hedging** - The fund invests only in assets which are denominated in USD.

The combination of these investment strategies is designed to enable the Ddraig Equity Fund's investment team to maintain a portfolio that has the aim of delivering positive returns relative to the Ddraig Equity Fund's performance benchmark, regardless of market conditions.

The Ddraig Equity Fund is managed by Chris Jones and Peter McDermott who are operating on the Swiss-Asia Financial Services Pte. Ltd Fund Platform (**SAFS**). Chris and Peter have expertise in all the key fields of fund management, namely opportunity identification and assessment, sophisticated hedging techniques, optimal portfolio construction, trading strategies, and risk management.

SAFS is a Singapore-registered fund management company which started its operations in 2004. SAFS is a leading independent provider of alternative investment solutions and advisory services based in Asia. Aside from its fund management, it offers institutional investors customised services including fund selection and research, middle and back office support and a comprehensive platform for independent and/or external advisors and fund managers. Its international investment team has a strong background in banking and fund management in Asia. SAFS holds a Capital Markets Services Licence under the Singapore Securities and Futures Act to conduct regulated activities in fund management and advisory for accredited investors.

Find out more at <http://www.ddraiguequityfund.com/>.

Valuation of assets

ASIC benchmark 1

This is a USD dollar denominated investment. The Ddraig Equity Fund values cash at value and exchange traded assets held at quotation, with the overriding ability to value itself if the directors consider that such valuation better reflects fair value.

Periodic reporting

ASIC benchmark 2

Ddraig Equity Fund prepares annual audited financial statements, and also provides unaudited monthly statements.

Investment strategy

ASIC disclosure principle 1

Although this Fund has the ability to invest in a very broad range of investments, the Ddraig Equity Fund primarily invests in a core portfolio of exchange traded instruments that provide exposure to the Ddraig Equity Fund Benchmark, which comprises US large capitalisation equities.

The combination of these instruments enables the investment team to maintain an exposure that has the aim of delivering positive returns relative to the Ddraig Equity Fund Benchmark, regardless of market conditions.

The Ddraig Equity Fund's strategy includes the use of leverage, long and short positions, derivative products and other capital protection investments. Security may be granted over the Ddraig Equity Fund's

assets. Counterparties are those considered reputable by the underlying fund manager. Collateral requirements are monitored.

The Ddraig Equity Fund primarily invests in assets which are denominated in USD.

If risks are realised, this will reduce returns and capital invested.

The investment strategy can be changed, but prior notice would be expected.

Investment manager

ASIC disclosure principle 2

We are not aware of any adverse findings (significant or otherwise) against this underlying fund manager or any of the senior investment professionals there.

Key people are:

- Mr Chris Jones: Chris has managed absolute return and enhanced equity hedge fund assets since 2004, prior to which he has served as both a long-only fund manager on the buy-side, and a research analyst on the sell-side of the industry. He has headed up two successful (both nominated for the Asian Multi-Strategy Fund of the year by AsiaHedge) hedge fund management teams based out of Singapore since 2006.
- Mr Peter McDermott: Peter is an experienced derivatives specialist, and brings a unique combination of relevant financial industry knowledge and business management experience, including the building and running of the Asian business arm of a global financial company. His experience in options runs from being an Options Market-maker on LIFFE through to risk management and product development since 1986.

Each is expected to devote the greater proportion of their time to fund matters.

Underlying fund structure

ASIC disclosure principle 3

This underlying fund is incorporated as an exempted company with limited liability in the Cayman Islands, structured as an open-ended investment company with limited liability. It is a regulated mutual fund for the purposes of the Mutual Funds Act of the Cayman Islands and registered with the Cayman Islands Monetary Authority under that Act. Its investment manager is Swiss-Asia Financial Services Pte. Ltd, a company incorporated in Singapore.

Valuation, location and custody of assets

ASIC disclosure principle 4

Valuation is discussed above. Asset exposure is discussed above. There are no specific allocation limits to asset classes or location. Asset location is global. Goldman Sachs International (UK) has been appointed as a prime broker and custodian to this underlying fund, with PriceWaterhouseCoopers (Cayman Islands) as auditor and Apex Fund Services Ltd (Bermuda) as administrator. The underlying fund manager monitors compliance with service providers.

Liquidity

ASIC disclosure principle 5

The Ddraig Equity Fund generally offers monthly liquidity, although there can be delays - see section 7 'How to withdraw' for details including because of illiquidity of investments and the ability of the underlying investment manager to restrict withdrawals in some circumstances.

Leverage

ASIC disclosure principle 6

The Ddraig Equity Fund can gear substantially.

It employs leverage to enhance returns by selectively increasing the gross exposure to the underlying markets. The Ddraig Equity Fund can short sell up to 100% of its portfolio, and leverage the cash from these short positions to extend long positions up to 200% through an investment broker.

The Ddraig Equity Fund may also increase leverage through the use of borrowing. Whilst the maximum gross exposure of this Fund is 300% (200% long and 100% short – net exposure 200%), in practice the Ddraig Equity Fund is maintained using a gross exposure of between 100% and 200% and net exposure of between 0% and 160%.

Derivatives

ASIC disclosure principle 7

This underlying fund uses derivatives for hedging and investment, including hedging of some currency risk. The Fund does not hedge currency risk.

Short selling

ASIC disclosure principle 8

The Ddraig Equity Fund can employ short selling as part of its overall investment and risk management strategy. There are limits on the extent of short selling, which are explained in 'Underlying funds' in section 5. Also see section 8 'Risk' for further details.

Withdrawals

ASIC disclosure principle 9

This underlying fund generally offers monthly liquidity, although there can be delays - see section 7 'How to withdraw' for details (of which we would be notified), including because of illiquidity of investments and the ability of the underlying investment manager to restrict withdrawals in some circumstances.

6. How to invest

What choice do I have as to classes of units?

There are two classes of units available in this Fund via this PDS:

- Class A, and
- Class B.

When choosing which might suit, it does not matter that the investor is a wholesale client or a retail client as the Corporations Act defines these terms. But there are different minimum investment amounts and different ongoing Management Fees. If you are investing more, it may be better to choose Class B. We also accept Administration Platforms into Class B irrespective of how much they invest.

The operators of Administration Platforms are also considered as Class B investors and so can access these more favourable fees. Check with your operator as to whether the Fund is available for investment through your platform. Investment amounts may be different for indirect investors. Remember, Administration Platforms also charge fees and expenses.

Who can invest?

Investors can be any type: individuals, family trusts, companies or super funds for example.

Monthly processing

Your properly completed application and cleared payment must be received and accepted before 4pm Sydney time on the last day of the month, or at such other times as determined by the Responsible Entity at its discretion, to receive that month's price.

Unit prices are determined as soon as relevant information is available, usually determined on or as soon as is practicable after the 15th of the following month in normal market conditions, but may be longer at June.

If it is received after this, we aim to process the application in the following month, however, the law requires us to return your application moneys to you if units are not issued before the end of one month starting on the day on which your money was received.

We do not pay you interest on application monies held prior to the time we issue units to you.

Initial applications

The minimum initial investment is:

- \$10,000 for Class A units, and
 - \$100,000 for Class B units,
- or any lesser amount we agree.

The easiest way to invest is online:

www.olivia123.com/applications/bateau-global-opportunities-fund.php

If you require a paper application form as an alternative to Olivia 123, please contact us.

Additional applications

The minimum additional investment is:

- \$5,000 for Class A units, and
 - \$25,000 for Class B units,
- or any lesser amount we agree.

The easiest way to invest more is online:

If you require a paper form as alternative to Olivia 123, please contact us.

How to pay

The easiest way is to transfer funds electronically.

Use the applicant's name as a reference when transferring money. Any interest on your application is retained by OMIFL and is not credited to the Fund.

We do not accept cash, BPAY®, credit card or crypto currencies. Nor do we accept cheques.

Details are found online and in the Application Form.

When you invest

Prospective investors should rely only on information in this Product Disclosure Statement. No person is authorised to provide any information or to make any representation in connection with this offer that is not contained in this Product Disclosure Statement. Any information or representation not contained in this Product Disclosure Statement may not be relied upon as having been authorised by the Responsible Entity.

When you apply to invest, you (the applicant) are telling us:

- you have received, read and understood the current PDS and TMD,
- you believe yourself within the Fund's target market,
- monies deposited are not associated with crime, terrorism, money laundering or terrorism financing (nor will monies received from your account have any such association),
- you are not bankrupt or a minor,
- you agree to be bound by the constitution (or trust deed) of the Fund (the **Constitution**) (as amended from time to time),
- you also agree to be bound by the Fund's Product Disclosure Statement (as supplemented, replaced or re-issued from time to time), and
- you have accepted this offer in Australia.

Processing

You will receive confirmation when your application is accepted and units issued.

Applications must be complete. An application is generally considered complete when the Registrar has received your application money in cleared funds, a properly completed and signed form and all information and documents referred to in that form.

The Registrar will generally contact you if your application is not complete.

We have a discretion whether to accept or reject an application, wholly or in part. If rejected, the Registrar will notify you in writing and arrange for the full return of your application money to you and the unaccepted balance, as relevant.

Processing your application also involves establishing your identity and meeting other legal requirements. These can occasionally cause processing delays.

Interest is not paid to applicants on application money – any interest accrues to the Responsible Entity.

If you invest with any other person, each of you must sign the Application Form. You will be assumed to be "joint tenants" unless you specify otherwise. Only the address of the first named investor need be recorded for the purposes of correspondence.

Changing your mind

Once lodged, applications cannot generally be withdrawn.

However, once your application is processed and your units are issued, if you are a retail client (within the meaning of the Corporations Act) and the Fund is liquid then the law provides for you can change your mind. This is called 'cooling off'.

You have 14 days to change your mind, 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 units to you.

If this applies, your money will be repaid to you, although adjustments are made for market movements up or down, as well as any tax and reasonable transaction costs (for example, if you invest \$10,000 and the value of the units falls by 1% between the time you invest and the time we act on your request that you wish to withdraw your investment, we may charge you \$100 on account of the reduced unit value).

The right to cool off will not apply if you are an indirect investor (through an Administration Platform), even if you are a retail client.

7. How to withdraw

Monthly processing

The Fund aims to provide monthly access to your invested money.

Your properly completed withdrawal request must be received and accepted before 4pm Sydney time on the 15th of the month (or if that day is not a Sydney Business Day, by 4pm on the next Sydney Business Day), or at such other times as determined by the Responsible Entity at its discretion, to receive that month's unit price.

Unit prices are determined as soon as relevant information is available, usually determined on or as soon as is practicable after the 15th of the following month in normal market conditions, but may be longer at June.

We then usually pay you within 21 days of this, although there can be delays – see below for details.

How to withdraw

At any time you can request to withdraw your money from the Fund.

The minimum withdrawal is:

- \$5,000 for Class A units, and
- \$25,000 for Class B units,

or any lesser remaining balance you hold in the Fund.

There is a withdrawal form available at www.oneregistryservices.com.au. Or contact us or the Registrar.

Post or email your completed form to the Registrar

How we pay

We pay by transfer to your nominated account in your name. You may notify the Registrar if you change your nominated account.

Timing

The Fund aims to provide monthly access to your invested money.

Your properly completed withdrawal request must be received and accepted before 4pm Sydney time on the 15th of the month (or if that day is not a Sydney Business Day, by 4pm on the next Sydney Business Day), or at such other times as determined by the Responsible Entity at its discretion, to receive that month's unit price.

Unit prices are determined as soon as relevant information is available, usually determined on or as soon as is practicable after the 15th of the following month in normal market conditions.

We then usually pay you within 21 days of this, although there can be delays. Note that the Constitution sets the period for satisfying a withdrawal request as being up to 60 Sydney Business Days (around 12 weeks) after the relevant time that the unit price was calculated, extended by any time during which relevant withdrawals have been delayed by us.

We can delay the redemption of units if we consider it in the best interests of investors and otherwise consistent with our duties, including if we cannot properly, accurately or fairly calculate a unit price or we have received redemption requests which represent more than 5% of the value of the net assets of the Fund or class as relevant on any particular month. If there is such a delay, this will be made known on the Investment Manager's website and/or investors will be contacted.

Additionally, the law says that we must cease usual withdrawal processing if the Fund becomes illiquid – the law and the Fund's Constitution dictate this. When the Fund is not liquid, an investor can only

withdraw when we make a withdrawal offer to investors in accordance with the Corporations Act. We are not obliged to make such offers. The Fund will cease to be liquid if less than 80% of its assets are liquid assets. Broadly, liquid assets are money in an account or on deposit with a financial institution, bank accepted bills, marketable securities, other prescribed property and other assets that the Responsible Entity reasonably expects can be realised for their market value within 60 Sydney Business Days (around 12 weeks) of the relevant time that the unit price was calculated (extended by any time during which relevant withdrawals have been delayed).

Underlying funds are also generally managed to provide monthly processing: both applications as well as access to invested money. There can be delays at underlying fund level and this can mean delays for investors in accessing their investment. For example, underlying funds may not be able to realise investments in a timely way, or not at a price they consider appropriate, and so delay and/or suspend withdrawals. See section 7 'How to withdraw' for details.

If there is such a delay, this will be made known on the Investment Manager's website and/or affected investors will be contacted.

We can give you back your invested money without you asking

In certain circumstances we can, or may be required to, also redeem some or all of your units without you asking. These circumstances include:

- if you breach your obligations to us (for example, you provide misleading information in your application),
- to satisfy any amount of money due to us (as responsible entity or in any other capacity relevant to the Fund) by you,
- to satisfy any amount of money we (as responsible entity or in any other capacity relevant to the Fund) owe someone else relating to you (for example, to the ATO),
- where we suspect that law prohibits you from legally being an investor, or
- minimum Fund balances are not held with us.

What else you should know?

Once lodged, withdrawal requests cannot generally be withdrawn.

Units in the Fund are not listed on any stock exchange like the ASX, so you cannot sell your units through a stockbroker.

We can withhold from amounts we pay to you any amount you owe us, or we owe someone else relating to you (for example, the ATO).

8. Risk

Risk is a part of investing

All investments are subject to varying risks, and the value of your investment will rise and fall over time. Changes in value can be significant and they can happen quickly – the greater and faster the changes the greater the volatility. Volatility refers to the degree to which returns may fluctuate around their long-term average.

As a general rule, the higher the potential returns, the higher the level of risk.

Different strategies and types of investments have different risk characteristics which will affect investment performance.

Investment in the Fund and the underlying funds in which it invests are generally subject to risks, including possible delays in the payment of withdrawal proceeds, and loss of income and/or capital.

As a stand-alone investment, investors should consider the Fund as a high risk investment.

As risk cannot be entirely avoided when investing, the philosophy employed for the Fund is to identify and manage risk as far as is practicable. Neither we nor the Investment Manager can promise that the ways in which risks are aimed to be managed will always be successful.

Your professional financial adviser can identify the impact of an investment in this Fund upon your overall portfolio and investment objectives.

Neither returns nor the money you invest in the Fund is guaranteed.

The significant risks of the Fund include the following:

Investment risk

Economic, environmental, technological, political, health and legal conditions, and market sentiment can (and do) change, and this can have an impact on the investments of the Fund. Recent times have shown that changes can be global, substantial and can happen quickly. Changes can be irreversible, and the future is uncertain.

Market risk

This is the risk that an entire market, country or economy changes in value or becomes more volatile, including the risk that the country's credit rating is downgraded, which reduces the nation's perceived creditworthiness, the purchasing power of currency changes (either through inflation or deflation), and/or other market-wide factors, like economic growth or the unemployment rate, deteriorate, which can cause a reduction in the value of the Fund's assets and increase its volatility. This may be because, amongst many other things, there are adverse changes in economic, financial, technological, political or legal conditions, natural and man-made disasters, conflicts and shifts in market sentiment.

International risk

Investors have exposure to global markets, with a bias to sophisticated markets and selected developing markets (including China and India) and less emphasis on emerging economies.

Investing internationally in one of the major asset categories will include all the risks

associated with that asset class, but will also include risks not associated with holding Australian investments such as currency risk. For example, international investments may be more affected by political and economic uncertainties, lower regulatory supervision, movements in currency and interest rates and possibly more volatile, less liquid markets.

The Fund may be exposed to some emerging and developing economies. These markets are generally less sophisticated with poorer reporting, governance and regulatory frameworks, and greater political, legal and other risks.

Currency risk

An investment in global markets gives rise to foreign currency exposure. The value of investments will vary depending on changes to the exchange rate. Particularly, a substantial exposure to the Ddraig Equity Fund is expected to be continued over time, and that fund is denominated in USD.

The Fund itself does not use currently sophisticated financial instruments such as derivatives, but reserves the right to do so to manage currency risk, if so authorised. The underlying funds in which the Fund invests may use derivatives to manage currency risk and/or gain exposure to currencies.

Hedging is an investment made with the goal of reducing the risk of loss, but which might also reduce the potential gain from changes in the exchange rates. Unfortunately hedging is not perfect. It is not always successful, is not always used to offset all currency risk, and is sometimes not cost effective or practical to use.

Unhedged or partially hedged international investments are fully or partially (as the case may be) exposed to the impact of currency movements in the Australian dollar.

Some investment managers may vary the level of hedging of the Australian dollar to increase portfolio returns - known as active currency management. The Fund does not itself do this. Active currency management has the potential to add further value to an investment but consequently can also expose the investment to greater risk.

Interest rate risk

This is the risk that changes in interest rates can have a negative impact on certain investment values or returns. Reasons for interest rates changes are many and include variations in inflation, economic activity and central policies. Higher interest rates can result in declines in the value of leveraged investments, including equities products like those held by the Fund.

The Fund itself does not use sophisticated financial instruments to manage interest rate risk. The underlying funds in which the Fund invests may use derivatives to manage such risk or seek to benefit from interest rate movements.

Inflation risk

Higher inflation rates can result in declines in the relative value of an investment in the Fund.

Concentration risk

As the Fund grows and invests in more underlying funds, investors may increasingly benefit from further diversification. Note however that some underlying investment funds may invest in the same securities or similar market sectors or instruments and as such there may be times that the intended effects of diversification are less effective.

Before the Fund achieves the targeted mix of underlying funds, the Fund is subject to increased risk that a large loss in an individual fund will cause loss for the Fund. The fewer the underlying funds, the greater this risk.

At the date of this PDS, the Fund has a substantial – more than 79% - exposure to the Ddraig Equity Fund.

It is expected that as the Fund grows in size, the relative value of this investment will fall, and a mature sized fund, of say \$100m, is expected to have between 5 and 10 underlying funds with no one investment representing more than 30% of the portfolio. However, this may take some time to achieve and if the Fund does not grow sufficiently may never be achieved. A substantial exposure to the Ddraig Equity Fund is expected to be continued over time. The 'Underlying funds' in section 5 of this PDS has more information on the Ddraig Equity Fund.

The ability to invest into further underlying funds depends on a number of factors including fund inflows and the availability of appropriate investment opportunities, as well as ensuring that the mix of underlying funds is optimal having regard to the objectives of the Fund.

Derivatives risk

The Fund itself does not currently use sophisticated financial instruments such as derivatives but reserves the right to do so to manage currency risk, if it is so authorised. The underlying funds in which the Fund invests may use derivatives to manage risk and/or gain exposure to investments. As disclosed in 'Underlying funds' in section 5 of this PDS, the Ddraig Equity Fund uses derivatives.

Derivatives are contracts between two parties that usually derive their value from the price of a physical asset or market index. They can be used to manage certain risks in investment portfolios or as part of an investment strategy. However, they can also increase other risks in the Fund or expose the Fund to additional risks.

Risks include the possibility that the derivative position is difficult or costly to reverse, that there is an adverse movement in the asset or index underlying the derivative or that the parties do not perform their obligations under the contract.

Derivatives used in an underlying fund may result in leverage: the effective exposure to a particular asset, asset class or combination of asset classes exceeding the value of that portfolio. The effect of using derivatives to provide leverage may not only result in capital losses but also, an increase in the volatility and magnitude of the returns (both positive and negative) for the Fund.

As financial instruments, derivatives are valued regularly and movements in the value of the underlying asset or index should be reflected in the value of the derivative.

Derivatives types may include futures, options, forward currency contracts and swaps, and these may be exchange-traded or over-the-counter.

Borrowing or leverage risk

This is the risk associated with borrowing (often called leveraging or gearing). Direct leverage refers to borrowing money. Indirect leverage arises mostly from the use of sophisticated financial instruments such as derivatives.

Any borrowing by the Fund would be very limited. Particularly, from time to time amounts may be borrowed on a short-term basis to meet redemptions, distributions, or short-term Fund obligations, but only if the borrowing is considered to be prudent and in the best interests of all investors, and no more than 10% of net asset value. Such borrowing would only be from leading financial institutions. Security may be granted over Fund assets.

Both direct and indirect leverage magnifies returns and magnifies losses. By way of a simple example, assume the Fund's investments were \$10m and leverage represented a further \$10m. A 1% increase in the return on the assets of the Fund results in a 2% increase in return to investors. But a 1% decrease in the return on the assets of the Fund results in a 2% loss to investors.

The Fund itself does not use derivatives.

Underlying funds may borrow, and may also use derivatives to both manage risk and gain exposure to investments. This will increase leverage. Derivatives used may be futures (or listed) derivatives and 'over the counter' (or unlisted) derivatives.

Each underlying fund has different approaches to the way it uses leverage. Some underlying funds will be more leveraged than others. Underlying managers often do have their own leverage limit for their individual underlying funds. See section 5 'Underlying funds' for more details as to the use of leverage in the Ddraig Equity Fund.

Bateau Asset Management assesses underlying leverage management as an essential part of underlying fund selection.

Bateau Asset Management also assesses overall leverage in deciding the optimal mix of underlying funds from time to time.

It is not practicable to give investors the maximum anticipated level of direct and indirect leverage of the Fund because underlying levels vary, some funds use leverage whilst others do not, techniques can be used to offset the impact of leverage and the underlying fund mix changes from month to month.

Liquidity risk

This is the risk that your withdrawal requests cannot be met when you expect. Because cash is paid to your account when you withdraw, investments of the Fund may need to be sold to pay you. Depending on factors such as the state of the markets, selling investments is not always possible, practicable or consistent with the best interests of investors.

This is one of the reasons why the Constitution for the Fund specifies limited circumstances where there could be a delay in meeting your withdrawal request. The law sometimes restricts withdrawals.

Although you may sell your units privately, you may not find a buyer or a buyer at the price you want.

Fund structure risk

This is the risk associated with having someone invest for you.

Risks associated with investing in the Fund include that the Fund could be closed and your money returned to you at the prevailing valuations at that time, the Responsible Entity or the Investment Manager could be replaced or the manager of the underlying funds could change. Key people can also change (for example key individuals involved in managing the Fund or underlying funds).

There is also the risk that someone involved with your investment (even remotely) does not meet their obligations or perform as expected, assets may be lost, not recorded properly or misappropriated, laws may adversely change, insurers may not pay when expected, systems may fail or insurance may be inadequate.

Investment decisions by the Investment Manager or the managers of underlying funds, although taken carefully, are not always successful. Investing through an administration platform also brings some risks that the operator of the Administration Platform may not

perform its obligations properly.

Investing in the Fund may give different results compared to investing directly where, for example, you avoid the impact of others coming and going and may be able to manage your tax situation better.

Short sale risk

The Fund does not itself use the investment technique known as 'short selling'.

The Fund invests in underlying funds that use short-selling techniques. Refer to 'Underlying funds' in section 5 for more details on this.

Short selling means underlying funds sell a security they do not own to try and profit from a decrease in the value of the security. This is generally done by borrowing the security from another party to make the sale.

Short sales can be important as they can generate performance in declining markets or provide a hedge to long market exposure.

The short sale of a security can greatly increase the risk of loss, as losses on a short position are not limited to the purchased value of the security. They theoretically present unlimited risk on an individual stock basis, since the underlying fund may be required to buy back the security sold short at a time when the security has appreciated in value.

As part of the process in selecting managers of underlying funds, Bateau Asset Management looks for managers who carefully evaluate and monitor their short positions.

Securities lending risk

Some of the future investments of the Fund may either borrow or lend securities by entering into securities lending transactions as part of their investment. Under a securities lending transaction, securities are lent to a third party (borrower) by the securities' owner (lender) for a period of time in return for a fee.

Securities lending exposes both the lender and the borrower to additional risks. These may cause a loss to the affected investment. However, processes are in place to manage these risks where possible. These include requirements for borrowers to provide sufficient collateral as security and enforceable legal contracts between parties.

Information risk

The Responsible Entity is committed to ensuring that your information is kept secure and protected from misuse and loss and from unauthorised access, modification and disclosure.

The Internet is used in operating the Fund and records may be stored in a cloud system. If stored overseas, different privacy and other standards may apply there.

The Internet does not however, always result in a secure information environment and although steps are taken which are considered reasonable to protect your information, an absolute guarantee as to its security cannot be given.

Cyber-attacks could impact on the Investment Manager, the Responsible Entity, the Fund and its investments.

In addition, the continuing evolution of 'artificial intelligence' technologies is likely to have a significant impact on the way that economies, markets and businesses operate. Associated market disruption may provide opportunities for both the Fund as well as underlying investments, but could also pose challenges for Fund and underlying fund operations (such as creating difficulties in having high levels of confidence in Internet based research, as well as

valuation of assets) and also disrupt established business operations and market behaviours.

Digital

The world is shifting. The way we all interact – people and governments and institutions – is becoming forever changed by the digital economy and many believe that the ability to transact with trust with strangers, and without intermediaries, will have a fundamental impact. Underlying funds may be exposed to the digital economy. Values of assets in this economy can be extremely volatile. The digital infrastructure is less regulated than traditional financial markets. Substantial losses (including of all moneys invested), as well as gains, are possible.

Additionally, recent developments in quantum computing as well as 'artificial intelligence' are likely to have a profound impact on the way the world functions over the recommended investment timeframe.

Managing risk

As risk cannot be entirely avoided when investing, the Fund aims to identify and manage risk as far as is practicable. Whenever investments are made, the potential for returns in light of the likely risks involved are assessed.

Risk is considered throughout the investment process. As far as is practicable, risk is managed at the Fund level in careful selection and as far as is practicable monitoring of the underlying funds.

However, many risks are difficult or impracticable to manage effectively and some risks are beyond our, the Investment Manager's, and any underlying fund manager's control altogether.

Remember, investing involves risk, and you can lose as well as make money. Neither returns nor the money you invest in the Fund is guaranteed.

Risk generally

The significant risks of investing in managed investment schemes generally include the risks that:

- ☑ the value of investments will vary,
- ☑ the level of returns will vary, and future returns will differ from past returns,
- ☑ returns are not guaranteed and investors may lose some or all of their money, and
- ☑ laws change.

The level of risk for you particularly will vary depending on a range of other factors, including age, investment time frame, how other parts of your wealth are invested, and your risk tolerance. If you are unsure whether this investment is suitable for you, we recommend you consult a financial adviser.

Further information about the risks of investing in managed investment schemes can be found on ASIC's MoneySmart website at www.moneysmart.gov.au.

9. Fees and costs

You should read the important information about 'Fees and costs' before making a decision. The material relating to fees and costs may change between the time when you read this PDS and the day that you acquire the product.

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 investment 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 fees. 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 Fund as a whole. Taxes are set out in another part of this document. You should read all the information about fees and costs because it is important to understand their impact on your investment.

All fees are expressed as a percentage of net asset value of the relevant class and are inclusive of GST.

Bateau Global Opportunities Fund		
Type of fee or cost	Amount	How and when paid
Ongoing annual fees and costs		
Management fees and costs the fees and costs for managing your investment	Class A: 5.48% pa estimate Class B: 4.53% pa estimate consisting of: ■ Management Fee: o Class A: 1.90% pa fixed, and o Class B: 0.95% pa fixed + ■ Usual Expenses nil% pa estimate + ■ Indirect costs: 3.58% pa estimate	Management fees and certain Usual Expenses such as the Responsible Entity's fees are calculated, accrued daily and payable monthly in arrears. Usual Expenses are paid from the Management fees. Other Usual Expenses are paid as incurred. Management fees are negotiable for certain investors
Performance Fee amounts deducted from your investment in relation to the performance of the Fund	■ Class A: 0.0999% pa estimate ■ Class B: 0.2460% pa estimate	Entitlement is calculated after Management Fees and Usual Expenses relevant to the class, as at the end of a calendar half year (June and December), but an allowance accrues in the unit price.
Transaction costs the costs incurred by the Fund when buying or selling assets	0.413% pa estimate	These costs are expressed net of the buy-sell spread, and are generally paid as incurred.

Member activity related fees and costs fees for services or when your money moves in or out of the Fund		
Establishment fee the fee to open your investment	nil	Not applicable
Contribution fee the fee on each amount contributed to your investment	nil	Not applicable
Buy-sell spread an amount deducted from your investment representing costs incurred in transactions by the Fund	+0.05% -0.05%	Calculated as a percentage of the unit price and paid from investors' money when you purchase or redeem units. Spreads are retained by the Fund.
Withdrawal fee the fee on each amount you take out of your investment	Nil	Not applicable
Exit fee the fee to close your investment	Nil	Not applicable
Switching fee the fee for changing investment options	Nil	Not applicable

Refer to our website for any updates which are not considered to be materially adverse from a retail investor's point of view.

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.

Class A

Example Bateau Global Opportunities Fund – Class A units		Balance of \$50,000 with a contribution of \$5,000 during the year
Contribution fees	nil	For every additional \$5,000 you put in, you will be charged \$0.
PLUS Management fees and costs	5.48% pa	And you will be charged or have deducted from your investment \$2,740.00 management fees and costs each year:
PLUS Performance Fee	0.0999 % pa estimate	And you will be charged or have deducted from your investment \$49.95 in Performance Fees
PLUS Transaction costs	0.413% pa estimate	And, you will be charged or have deducted from your investment \$206.50 in net transaction costs.
EQUALS Cost of the Fund		If you put in \$50,000 at the beginning of the year and you invested an additional \$5,000 during the year, then you would be charged fees of \$2,996.45. What it costs you will depend on the fees you negotiate.

Class B

Example Bateau Global Opportunities Fund – Class B units		Balance of \$50,000 with a contribution of \$5,000 during the year
Contribution fees	nil	For every additional \$5,000 you put in, you will be charged \$0.
PLUS Management fees and costs	4.53% pa	And you will be charged or have deducted from your investment \$2,265.00 management fees and costs each year.
PLUS Performance Fee	0.2460% pa estimate	And you will be charged or have deducted from your investment \$123.00 in Performance Fees
PLUS Transaction costs	0.413% pa estimate	And , you will be charged or have deducted from your investment \$206.50 in net transaction costs.
EQUALS Cost of the Fund		If you put in \$50,000 at the beginning of the year and you invested an additional \$5,000 during the year, then you would be charged fees of from \$2,594.50 What it costs you will depend on the fees you negotiate.

Remember, estimates may prove to be incorrect. They are often based on what happened in the past, and the future may be different. Actual fees and costs could be lower or higher than any estimate. Please refer to our website for any updates law requires.

This examples uses assumptions which law effectively makes us use: each assumes the \$5,000 contribution was made on the last day of the year, and no other investments or any withdrawals or distributions were made through the year and the investment value remained unchanged throughout the year.

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

Additional explanation of fees and costs

Management Fees and Costs

Generally

Management fees and costs are the fees and costs for managing your investment and include all direct and indirect costs for managing the Fund. The management fees and costs figures are estimates and include:

Class A units

- ☑ the Management Fee: 1.90% pa fixed,
- ☑ an Unusual Expenses estimate, being nil, and
- ☑ an indirect costs estimate, being 3.58% pa.

Class B units

- ☑ the Management Fee: 0.95% pa fixed,
- ☑ an Unusual Expenses estimate, being nil, and
- ☑ an indirect costs estimate, being 3.58 % pa.

From the Investment Management Fee is paid all Usual Expenses, discussed below.

The management fees and costs estimates do not include the estimate for performance fees which are:

- Class A: 0.0999 % pa estimate of Net Asset Value, and
- Class B: 0.2460 % pa estimate of Net Asset Value.

Management Fee

The Management Fee for Class A is 1.90% pa fixed including GST of the net asset value of the assets referable to the class, and is paid by investors for management of the Fund's assets. This is calculated, accrued and paid monthly in arrears out of the Fund.

The Management Fee for Class B is 0.95% pa fixed including GST of the net asset value of the assets referable to the class, and is paid by investors for management of the Fund's assets. This is calculated, accrued and paid monthly in arrears out of the Fund.

The Investment Manager's component is negotiable for wholesale clients but this is generally a function of investing large amounts in the Fund – speak to the Investment Manager direct.

Usual Expenses

Usual Expenses are costs associated with the Fund which we consider in the ordinary course of fund operations. They include, but not limited to, the fees and costs of the Registrar, the auditors' fees, and the fees and non portfolio trading costs of the Administrator. For the purposes of describing fees and costs to you, they also include the Responsible Entity's fees, discussed below.

All other expenses are Unusual Expenses.

Usual Expenses are paid from the fees payable to the Investment Manager. If those are not enough, the Investment Manager has agreed to pay them personally. If it does not, they may additionally be recovered from the Fund and the fees and costs estimates above may be exceeded.

There is no cap on Usual Expenses. They could be more or less than the estimate.

Usual Expenses are generally paid as incurred.

Unusual Expenses

Unusual Expenses are generally paid additionally from the Fund.

Examples include costs associated with professional assistance establishing, operating and managing the Fund and its portfolio, seeking and dealing with investor approvals and directions, fees and costs associated with platforms, exchanges and ratings, any tax liability the Fund may have, and change of responsible entity, investment manager or any service provider.

Occasionally, costs which might otherwise be considered usual are of such a nature that we may deem them to be unusual.

No Unusual Expenses have been incurred during the life of the Fund and the Investment Manager considers that at this time there is no reasonable basis for these to be estimated. If Unusual Expenses are incurred, then Management fees and costs will be higher than the estimates.

Unusual Expenses are generally paid as incurred.

Responsible Entity fees and minimums

The Constitution for this Fund provides that the Responsible Entity is entitled to a Trustee Fee and a Custody Fee. The total of these is subject to a minimum of \$4,000 per month, adjusted at the start of each financial year by the higher of 3% and the rate of inflation. However, the Investment Manager has agreed to cover these fees. If the Investment Manager does not meet this obligation and the Fund falls to a very small size, then the fees and costs estimates above could be exceeded.

Personal costs

We and the Investment Manager pay our respective personal costs. When expenses relate to related parties, these are always on at least arm's length terms. Many expenses have taxes and duties associated with them, such as GST and stamp duty, which are paid as part of the expense.

Indirect costs

Indirect costs are generally speaking the additional cost you are pay for not investing directly yourself, for example because the Fund invests in underlying managed funds which have their own costs. Indirect costs reduce overall returns. There is no cap on indirect costs. The indirect cost figures mentioned above are an estimate based on the last 5 years of the Fund's investing history. They could be more or less than this in the future. Indirect costs do not always include an estimate of underlying performance fees which may be payable to the managers of underlying funds where there is no reasonable basis for these to be estimated.

Performance Fee

A Performance Fee may be payable to the Investment Manager for successfully managing the Fund.

The Performance Fee for Class A is 15% of any performance of that class above the Performance Hurdle.

The Performance Fee for Class B is 15% of any performance of that class above the Performance Hurdle.

The Performance Fee is not negotiable.

The Performance Hurdle is the RBA cash rate + 1% at the relevant time. Performance for a class is calculated after the Management Fees for that class and also Usual Expenses referable to that class.

No Performance Fees are payable for a class unless the unit price at the time of calculation of the Performance Fee is higher than the highest unit price calculated at the end of all prior performance fee periods for that class. This feature is called a **high-water mark**. For both Class A and Class B units, the initial high-water mark is \$1.0000 per unit respectively.

The Performance Hurdle is not intended to be a forecast. It is only an indication of the minimum return the Investment Manager aims to achieve to earn a Performance Fee. The Fund may not perform as intended. Returns are not guaranteed.

Note that performance may exceed the Performance Hurdle (and so a Performance Fee is payable) even when some of the objectives for the Fund – for example target returns of 6-9% pa after Management Fees and Usual Expenses over rolling 5 year periods - are not met.

Entitlement is calculated as at the end of a calendar half year (June and December). If payable, the Performance Fee is paid as soon as calculations are finalised. The fee accrues in the unit price through the relevant period. When calculating any entitlement, adjustments are made for applications and redemptions and valuations are before any distributions for the period.

The Performance Fee estimate is based on assumptions as to future performance which the Investment Manager considers reasonable. However, this is not a forecast as the actual Performance Fee for the current and future financial years may differ. Future Performance Fees may be incurred. The Responsible Entity cannot guarantee that Performance Fees will remain at any particular level or that the performance of the Fund will outperform the Performance Hurdle. Information on current Performance Fees will be updated from time to time and available at the Investment Manager's website.

Transaction costs

Transaction costs are payable from the Fund and vary from year to year.

Transaction costs include administration transaction costs incurred by the Fund.

But as mentioned, they are in a way offset by the buy-sell spread and so the Investment Manager's estimate of these is 0.413% pa.

Transaction costs detail

Transaction costs are estimated as 0.413% pa net of the buy-sell spread (discussed below). The transaction cost figure used in this calculation is an estimate. If actual transaction costs are higher,

then they may not be offset in full by the buy-sell spread.

Buy-sell spread

To protect investors from the costs generated by the transaction activity of other investors, a buy-sell spread is included in the application or withdrawal price of the Fund. The entry and the exit price are made 0.05% higher and lower respectively.

It is an adjustment to take account of certain transactional costs, such as brokerage and custody settlement, which the Fund must pay to both invest new money and to realise investments to pay those leaving.

In this Fund, if a person withdraws \$5,000 in the Fund then a sell spread \$2.50 would apply, in effect as an additional cost to them, and if a person invests \$5,000 in the Fund then a buy spread \$2.50 would apply, in effect as an additional cost to them.

This money is retained in the Fund and is not paid to us or to the Investment Manager.

Transaction costs are also incurred in any underlying funds in which the Fund may invest.

Other fees and costs

Financial advice fees

If you have consulted a professional adviser then fees may be payable. Ask them, and refer to any Statement of Advice they provide you.

Government and other charges

Government fees, taxes and duties, as well as charges made by your financial institution (including dishonour fees), may also apply to investments and withdrawals, and these are payable from your investment. Stamp duty may be payable if you transfer your units in the Fund to someone else.

Deductions

We may deduct from any money payable to you, or adjust the value of Assets to be transferred, for any money due to us (as responsible entity or in any other capacity) by you or any money we (as responsible entity or in any other capacity) owe someone else relating to your investment (for example, to the tax office or someone who has lent you money to invest like a margin lender). If the Fund is terminated and wound up, then any amount or value to be distributed to you may be reduced for moneys owed or unpaid.

Responsible Entity Fund retirement or removal fees

If the Responsible Entity is removed or retires prior to the 4th anniversary of the appointment (being 28 March 2027) then it is entitled to be paid from the assets of the Fund its Trustee Fees and if applicable its Custody Fees that would have received if it had been the trustee of the Fund until that 4th anniversary.

For example if the Responsible Entity was removed or retired on 31 December 2023, the Responsible Entity would be entitled to a fee of \$255,355.05 + GST, which would be in addition to the disclosed management fees and costs. The fee assumes the Responsible Entity is also performing Self-Custody at the time of the change.

Note that no retirement or removal fee is payable where the Corporations Act prohibits this, for example, the Corporations Act is to the effect that the Responsible Entity's rights to fees and to expense reimbursement are only available in the proper performance of its duties.

Tax

The Fund does not usually pay tax. You will usually pay tax in relation to your investment. See section 10 'Tax' for details.

Payments to others

Neither we nor the Investment Manager makes or receives payments to distribute the Fund unless law allows. The law restricts payments by us and the Investment Manager to other AFSL holders which are 'conflicted'. Subject to law, we and the Investment Manager may make payments to others associated with the Fund.

Negotiating fees and costs

The law regulates with whom we can negotiate fees. We do not negotiate fees with investors who are retail clients (as the Corporations Act defines this) but we can do so for our employees and those of a related body corporate. We may also negotiate fees on an individual basis with wholesale clients (as the Corporations Act defines this) but there is no obligation for us to do so. Enquiries can be made direct to us. Generally, only the Investment Manager's share of Management Fees would be negotiable: speak directly to the Investment Manager.

If the Fund invests on an institutional basis, the Investment Manager aims to secure fee reductions. Often paid by a rebate, these amounts are paid into the Fund for the benefit of all investors.

Note that the Fund may invest in funds that are managed by parties associated or affiliated with the Investment Manager. It is the Investment Manager's opinion that these funds will represent a superior offering to that generally available in the market. Accordingly, and as management fees and performance fees would be applied to an investment in an alternate product, there is no intention to rebate any fees that apply to the funds managed by the associated or affiliated parties.

Indirect investors

Fees and costs relating to the Fund which are borne by indirect investors – those who invest through their Administration Platform - may be less, or calculated differently. The operator of your Administration Platform may also charge you fees and expenses. It follows that your overall costs could be more or they could be less. Speak to the operator of your Administration Platform or to your professional adviser.

Changes

Other than the fees payable to the Responsible Entity, Unity Fund Services and One Registry Services, fees are not indexed. However, we may change the fees and costs without your consent. You will receive at least 30 days' notice of any increase (often we will send you a revised PDS). In any case, you cannot be charged more than the Fund's Constitution allows. Maximum fees are set out in the Constitution, available free from us. Increasing a maximum in the Constitution requires investor approval.

10. Tax

General information only

This information is a general guide only for Australian resident investors who hold their investment on capital account. It is not a complete statement of relevant tax laws.

You will probably need to pay tax in relation to your investment in the Fund, both on distributions and withdrawals.

The amount and type of tax you will need to pay, and when, depends on the tax character of any amounts paid to you, their timing and on your personal financial circumstances.

Neither the Responsible Entity nor the Investment Manager provides financial or tax advice, nor have they obtained taxation advice specific to the offer the subject of this Product Disclosure Statement. As such, this Product Disclosure Statement cannot address all of the taxation issues which may be relevant to the investor. The investor must take full and sole responsibility for their decision to invest in the Fund, the associated taxation implications arising from that investment and the impact on them of any changes in those taxation implications during the course of that investment.

Before investing in the Fund, you should obtain your own independent tax advice, which takes into account your own circumstances. In particular, you should seek advice on income and withholding tax liabilities arising out of the investment.

Summary

We strongly encourage you to seek timely professional advice before making investment decisions.

Our policy is to distribute all cash income of the Fund unless we consider it in the best interests of investors as a whole to do otherwise. Investors will usually incur an income tax liability on their distributions.

Under certain laws, we can attribute different tax results to different investors and classes, but we must make these decisions fairly, and you have rights in limited circumstances to object to any such decision. We expect that for the most part, all investors of each class will be treated the same.

Investors will usually incur capital gains tax consequences (gains or losses) when they make a withdrawal from the Fund, when ownership of their units changes and when they receive distribution. Sometimes discounts are available which reduce tax liability. Relevant factors include the kind of taxpayer you are, your tax residence and how long you have held your units.

The Fund's offshore investments may also be subject to foreign income, withholding and other taxes. This can reduce returns to investors.

You are requested to provide your Tax File Number (**TFN**), Australian Business Number (**ABN**) or exemption code, and failure to quote an ABN or TFN will result in tax being withheld by the Responsible Entity on distributions paid to the Investor at the highest marginal tax rate plus Medicare levy. It is not compulsory for you to quote your TFN or ABN.

Detail

Distributions

The Fund is structured for Australian tax purposes as a managed investment trust which means that the income and profit which is generated by the Fund will be distributed to you from the Fund by way of trust distributions and you will be responsible for reporting these trust distributions as taxable income when you submit your own tax return to the Australian Taxation Office and paying the income tax that is assessed by the Australian Taxation Office.

The Fund normally distributes its income and profit annually at the end of each financial year but the Responsible entity does have the discretion to make interim distributions at other times.

When the Fund distributes the income and profit that it generates it will be allocated to the holders of the units in proportion to their unitholding as at the date that the distribution is made. Therefore, if you acquire or sell units in the Fund between distributions, it will be your unitholding percentage as at the date of the distribution which determines how much income and profit will be allocated to you from that particular distribution.

The tax treatment of these distributions will depend upon two main factors, namely:

- whether the Fund elects to treat its gain and losses on eligible investments on revenue account or capital account, and
- whether the Fund remains as a non-Attribution Managed Investment Trust or elects to become an Attribution Managed Investment Trust.

Tax treatment of distributions - revenue account vs capital account

Unless the Fund makes an election to treat gains and losses on its eligible investments on capital account, all gains and losses will be on revenue account. This means that all gains and profits on the sale or realisation of the Fund's investments will be assessable as ordinary income. By the same token, all losses will be treated as revenue losses which means that these losses can be off-set as deductions against other forms of taxable income (eg dividends, interest).

If the Fund makes the election to treat gains and losses on capital account, then the gains and losses that it makes on its investments will be subject to the capital gains tax rules. This election, once made, is irrevocable and is applied Fund-wide – not on an investor-by-investor basis. If invoked, it would entitle the Fund to access any capital gains tax discounts or concessions which may apply to its investments, but it would mean that any capital losses from these types of investments could only be off-set against other capital gains and not other types of assessable income.

The effect of the election is also confined to specific classes of investments – principally shares, units and real property. Gains and losses on other assets will still be taxed on revenue account.

Tax treatment of distributions if the Fund is a non-attribution managed investment trust

Generally

If the Fund remains a non-Attribution Managed Investment Trust, investors in the Fund will be assessed for tax purposes on the “proportionate method” which involves assessing the investor on the percentage of the Fund's taxable income which equates to the percentage of the trust's income with which the investor has been distributed and made “presently entitled to”. In other words, the amount of taxable income that you are required to report to the Australian Taxation Office may differ from the amount of income and profits that the Fund distributes to you because the income and profit that the Fund distributes to the Investors is based primarily on accounting principles whereas taxable income must be adjusted to recognise:

- receipts that are not income for accounting purposes but which are taxable as income (eg rebates).

- receipts which are income for accounting purposes which are not assessable for tax purposes (eg tax exempt government grants).
- outgoings which are not expenses for accounting purposes but which are allowable as deductions for tax purposes (eg asset write-offs).
- outgoings which are expenses for accounting purposes but which are not allowable deductions for tax purposes (eg non-deductible entertainment expenses).

The Fund will provide you with a trust distribution statement which will detail the income that is being distributed to you for accounting purposes and the income that is being allocated to you for taxation purposes. It is your responsibility and the responsibility of your tax adviser to ensure that the correct figure is reported in your tax return.

Please note that the taxable income that the Fund distributes to you may consist of different classes of income which may have different tax characteristics such as:

- dividends which could have franking credits attached which entitles you to tax off-set for the tax already paid by the company that declared the dividend.
- foreign sourced income which could have tax credits attached which entitle you to a tax off-set for the tax that the Fund has already paid in the country where the income was earned.
- capital gains which could be subject to discounts under the capital gains tax rules which reduce the amount of the capital gain which is assessable.

You should consult with your tax advisers when you are preparing your tax returns on how this taxable income must be reported and the impacts that this may have on the amount of tax that you will have to pay.

What happens if the taxable income is greater than distributed income?

If your proportion of the taxable income that you are assessed on is greater than the accounting income that is distributed to you by the Fund, then you will have to pay tax based on the taxable income amount even though the cash amount you receive is less than that amount.

What happens if the taxable income is less than distributed income?

If your proportion of the taxable income that you are assessed on is less than the accounting income that is distributed to you by the Fund, then the excess amount will be treated as capital payment in your units and will reduce the cost base on your units. This amount is a tax-free return on capital but the reduction in the cost base of your units means that you will realise a greater capital gain when you sell or dispose of your units.

If your cost base has been reduced to nil, either by the capital payment or past capital payments, you will be subject to capital gains tax to the extent that the payment exceeds the cost base of your units (CGT Event E4).

It is your responsibility to keep track and proper records of the cost base of your units and the extent to which any capital payments have reduced the cost base of your units.

What happens if there is an understatement or overstatement of taxable income that is discovered afterwards?

The figures contained in the trust distribution statement that you receive from the Responsible Entity may be based on estimates or figures that may not be determined definitively until some time afterwards. When such a discrepancy is discovered, the Responsible Entity will issue a revised trust distribution statement for the affected financial year and you will be responsible for applying to the Australian Taxation Office to amend your tax return for the affected financial year based on the revised figure and will be liable to pay additional income tax where the discovered taxable income is higher or be entitled to a tax refund/credit where the discovered taxable income is lower.

Tax treatment of distributions if the Fund is an attribution managed investment trust

Generally

If the Fund elects to become an Attribution Managed Investment Trust, then the taxable income will be distributed to the investors under the “attribution method” regulated by Div 276 of the Income Tax Assessment Act 1997.

The “attribution method” differs from the “proportionate method” in that the Fund has the ability to allocate particular classes of income to the investors where the tax characteristics of that specified class of income flow down to the investors. This is of particular importance in cases where investors only hold their units in the Fund for part of a financial year. Under the “proportionate rule”, the investor would be taxed as if they received a percentage share of all of the income generated by the Fund, including income from classes which may not have existed before they sold their units. Under the “attribution method” the Fund could seek to only allocate taxable income to the investor out of classes of income which existed while they held their units in the Fund.

The decision to allocate different classes of income is made by the Responsible Entity as regulated by the Fund’s constitution. Investors will have limited rights to object to such decisions. However, it is envisaged that, for the most part, all investors who hold the same class of units will be treated the same.

The Administrator will provide you with a trust distribution statement which will detail the income that is being distributed to you for accounting purposes and tax purposes together with the tax characteristics of the taxable income that is being allocated to you under the “attribution method”. It is your responsibility and the responsibility of your tax adviser to ensure that the correct figures are reported in your tax return.

What happens if the taxable income is greater than distributed income?

As was the case with the “proportionate method” there is still the possibility that the taxable income that is distributed to you under the “attribution method” is greater than the accounting income that is distributed to you by the Fund. Therefore, you will have to pay tax based on the taxable income amount even though the cash amount you receive is less than that amount.

What happens if the taxable income is less than distributed income?

If your proportion of the taxable income that is allocated to you under the “attribution method” is less than the accounting income that is distributed to you by the Fund, then the excess amount will be treated as capital payment in your units and will reduce the cost base on your units and be assessable for capital gains tax if your cost base is depleted (CGT Event E10).

While the capital gains tax rules for CGT Event E10 parallel the rules for CGT Event E4, there are technical differences between the two sets of rules. Whereas CGT Event E4 measures itself against the capital payment against your original cost base which can only go down, your cost base for units in an Attribution Managed Investment Trust are adjusted annually under the “attribution method” where they adjustment can go both up and down. CGT Event E10 only produces a taxable capital gain when you receive a capital payment over and above your annually adjusted cost base.

Estimates of the net increases or decreases in the cost base of your units which result from the application of the “attribution method” will be provided to investors through the AMIT Member Annual Statement.

What happens if there is an understatement or overstatement of taxable income that is discovered afterwards?

If there is a discrepancy discovered in the amount of taxable income that is distributed to you in a

particular financial year (the **base year**) which is discovered in a subsequent financial year (the **discovery year**), an Attribution Managed Investment Trust has the discretion to either:

- reconcile the discrepancy in the base year and issue a revised trust distribution statement for the base year and so that you can amend your tax return for the base year, or
- reconcile the discrepancy in the discovery year which will impact on the taxable income that you would otherwise have received in the discovery year but where you won't need to amend your tax return for the base year.

Offshore tax rules for income earned by the Fund from sources outside of Australia

The Fund makes investments offshore. The Australian tax treatment of offshore investments is complex.

Generally

The income that the Fund earns from overseas investments will be subject to tax laws in Australia. The Fund's offshore investments may also be subject to foreign income, withholding and other taxes. This can reduce returns to investors.

The type of investment held offshore by the Fund may impact the nature of the income and gains derived, as well as the timing of when these amounts are recognised. For example, gains in respect of certain offshore investments may be treated as deemed dividends for Australian tax purposes and capital account treatment not available.

The interaction between the tax laws of Australia and that other country will depend upon whether Australia has a tax treaty with that other country.

Funding liabilities

In addition, Australia has specific offshore tax rules where the ATO expects that tax be paid by investors on some gains made offshore even though those gains are not yet received by investors back in Australia. Therefore, these offshore gains might attract income tax despite the fact that those gains are not received by the investor in Australia. This can cause a cash flow issue for investors where the tax liability is not paired with a matching payment to fund the tax liability. In that case, the investor will need to pay the tax liability out of other sources.

Controlled foreign company provisions

There is a set of offshore tax rules known as the "Controlled Foreign Company" (**CFC**) rules which apply when an Australian resident taxpayer meets certain control or investment level thresholds in respect of an offshore investment. In circumstances where the CFC rules apply, the Australian investor – for example the Fund - must pay tax on its share of the offshore investment's income, even if the Fund does not receive any distributions from it. In the case of the Fund, the deemed dividend would form part of the taxable income that you receive from the Fund and you will need to pay the income tax on this component out of other sources.

Those thresholds are likely to be met, and to the CFC regime is likely to be attracted, in relation to the Fund's investment in the Draig Equity Fund for the foreseeable future.

Taxation of financial arrangements

There are also certain tax rules – called the taxation of financial arrangements (**TOFA**) rules - which can apply to certain 'financial arrangements' held by Australian investor who invest large amounts offshore. In broad terms, the TOFA rules seeks to recognise 'sufficiently certain' returns on certain financial arrangements on an accruals basis for tax purposes rather than on a realisation basis. It is less likely that the TOFA rules will be attracted to the Fund.

Reinvesting distributions

If you re-invest distributions back into the Fund, then you will remain liable to pay income tax on the re-invested distributions as if you had taken the distribution in cash and you will have to fund the payment of your tax liability out of other sources.

Tax file numbers and Australian business numbers

The Responsible Entity will request, as part of your investment application, details about your Tax File Number (TFN) and/or your Australian Business Number (ABN). You are not obliged to provide your TFN and ABN. However, if you do not supply your TFN or ABN, then the Fund will be required to withhold tax from amounts we pay to you at the highest marginal tax rate plus the Medicare levy and you will only receive the net amount in cash.

You will be entitled to a claim a tax off-set for the withholding tax amount in your tax return.

Investors using trusts, companies or SMSFs

The general tax information contained in this Product Disclosure Statement is tailored for investors who will be investing directly in the Fund in their personal names. Investors who are investing in the Fund indirectly through trusts, companies or self-managed superannuation funds should obtain independent tax advice on the tax compliance requirements and the tax outcomes which flow from the use of these structures before you make your investment decisions.

Foreign investors

The general tax information contained in this Product Disclosure Statement is focused on the Australian tax laws which apply to Australian tax residents. Tax outcomes can be different for investors who are not residents of Australia for tax purposes.

Generally speaking, Australia's tax laws seek to impose income tax on foreign investors on income that is derived from an Australian source. Australia does not seek to impose income tax on foreign investors where the income is derived from sources outside of Australia.

Under Australian law, a foreign investor is a taxpayer who is not an Australian resident taxpayer. You should obtain your own independent advice on what your tax resident status is under the Australian laws. The fact that you live in another country or are considered a tax resident of another country does not, by itself, guarantee that the Australian laws will not deem you to be an Australian resident for Australian tax law purposes. Different countries have different rules concerning tax residency and it is theoretically possible to qualify as a tax resident in more than one country.

If you are not an Australian resident taxpayer, then the Fund may need to deduct withholding tax from amounts we pay. The withholding tax rate will depend upon whether Australia has a tax treaty with that other country.

Additionally, certain laws focus on investors who are not Australian residents for tax purposes. These laws include the US based 'FATCA' laws, and also the 'Common Reporting Standard' which is designed to be a global standard for collection and reporting of tax information about non-residents. You must, in a timely way, give us such information concerning these matters as we may ask. Generally, we report this to the ATO, who then shares this with relevant foreign tax authorities.

Withdrawals

As a Managed Investment Trust, withdrawals of your investment constitute a disposal of your units in the Fund which are treated as a Capital Gains Tax event.

If the market value of your units exceeds the cost base of your units, the difference is treated as an

assessable capital gain which forms part of the taxable income that must be reported to the Australian Tax Office in your tax return.

If the market value of your units is less than the cost base of your units, the difference is treated as a capital loss which can be off-set against other capital gains in the same year or carried forward to be off-set against other capital gains which you make in subsequent years.

You should consult with your tax adviser on whether you are eligible to access any capital gains tax concessions (eg the general discount which applies to CGT assets held for 12 months more) which may reduce the amount of tax which you pay on the disposal of your units.

What else should you know?

We will send you information after the end of each financial year (June) to help you complete your tax return.

Investing through a trust can also mean some things are different for you from a tax viewpoint. Liabilities may be different and you may have less control. It is possible that a liability to pay tax arises on your investment even when we have not paid money to you and in this case you may need to fund this liability independently of your investment.

Sometimes when we are administering the Fund, we learn things new about past tax matters and need to make adjustments. If this happens, it is possible that we will ask you to adjust your own tax records, or the Fund may pay tax or receive a refund and it can be the investors at the time that are subject to this.

Tax outcomes can be different for indirect investors. We strongly encourage you to seek timely professional advice before making investment decisions.

The general tax information contained in this Product Disclosure Statement is based on the tax laws which apply at the time that the information was written. Since tax laws can change, often substantially, you should monitor all tax reforms, particularly those which relate to the taxation of trusts, and seek your own professional advice that is specific to your circumstances.

11. Keeping you informed

How to find out more

Contact us or Bateau Asset Management. Contact details are on the back cover.

The Investment Manager's website at www.bateauam.com.au has further information about the Fund, including the latest:

- ☒ unit prices,
- ☒ performance figures,
- ☒ investment reports, and
- ☒ press releases and media.

You can contact ASIC or the Investment Manager to obtain copies of any documents which have been lodged with ASIC, for example, the accounts of the Fund.

The Fund is subject to regular reporting and disclosure obligations. Copies of documents we may lodge with ASIC (such as any half-year and annual financial reports) may be obtained from or inspected at an ASIC office or from an authorised distributor of ASIC information. We will email you copies of any document which we lodge, on request.

The information in this PDS is subject to change from time to time. If a change is not of such a nature that you would be materially adversely affected by not receiving notice of it, the PDS may be updated by notice at www.bateauam.com.au and OIG's website www.oneinvesttent.com.au/bateau and you can request a paper copy free from us or your professional financial adviser. Otherwise, this PDS will be replaced or a supplementary PDS issued.

Keeping you informed

Reporting

To help keep you informed of your investment, the following information will be provided:

- ☒ every transaction you make is confirmed,
- ☒ reporting to you is at least each six months, and
- ☒ you are sent a tax report as soon as possible after the end of each financial year. This is generally within 3 months after the end of the financial year, subject to a distribution.

Information that we are required to disclose to satisfy any continuous disclosure obligations will be available on our website and you can request a paper copy free of charge from your professional adviser or by contacting us.

Usually around October each year, the Fund's annual audited accounts will also be available at the Responsible Entity's website (we will also email or mail them to you if you wish).

As a disclosing entity the Fund is also subject to additional regular reporting and disclosure obligations. Investors have access at the Responsible Entity's website to:

- ☒ any subsequent half yearly financial reports, and
- ☒ any continuous disclosure notices.

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

Monthly reporting

Enhanced reporting for this Fund also includes monthly reporting on:

- ☒ Fund value,
- ☒ the latest unit prices,

- ☑ investment return net of fees and costs since inception,
- ☑ any changes to key service providers,
- ☑ any material change in the Fund's risk profile, investment strategy or the individuals playing a key role in investment decisions for the Fund.

The monthly reporting will be available on the Investment Manager's website.

Annual reporting

Enhanced reporting for this Fund also includes an annual report, available from the Investment Manager's website after 30 June each year, detailing:

- ☑ allocation to asset type,
- ☑ liquidity profile of the Fund's assets,
- ☑ maturity profile of the Fund's liabilities,
- ☑ any derivative counterparties engaged – the Fund does not however currently use derivatives,
- ☑ the leverage ratio – the Fund does not however use leverage, and
- ☑ any changes to key service providers.

You will receive reports, at least annually, on key investment matters, including allocation and manager profile.

Remember, however, that if you are an indirect investor then reporting will come from the operator of that Administration Platform.

Neither the Responsible Entity nor the Investment Manager, and none of their employees, officers, agents, contractors or associates is responsible for any mis-delivery or non-receipt of any facsimile or email from or on behalf of any investor. Facsimiles or emails sent by or for investors are only effective when actually received.

If you received this PDS electronically, a paper copy will be provided free from us during the life of this PDS.

Large fund reporting

As at the date of this PDS the Fund has more than 100 direct investors and is considered a disclosing entity in accordance with the Corporations Act. As a disclosing entity the Fund will be subject to regular reporting and disclosure obligations. Investors would have a right to obtain a copy, free of charge, of any of the following documents:

- ☑ the most recent annual financial report lodged with ASIC,
- ☑ any subsequent half yearly financial report lodged with ASIC after the lodgement of the annual report, and
- ☑ any continuous disclosure notices issued by us.

Copies of these documents lodged with ASIC in relation to the Fund may be obtained through from or inspected at an ASIC office or from an authorised distributor of ASIC information. Copies of any disclosure notices will be available on OIG's website.

Unit pricing discretions policy

We have a policy in relation to the guidelines and relevant factors taken into account when exercising any discretion in calculating unit prices. A copy of the policy and, where applicable and to the extent required, any other relevant documents in relation to the policy (such as records of any discretions which are outside the scope of, or inconsistent with, the unit pricing policy) is available to investors free on request.

Indirect investors

Indirect Investors receive reports from their Administration Platform, not us. However, we provide or make available the reports described above to the platform. Indirect investors should refer to their platform guide for information on the reports they will receive or which are made available to them regarding the Fund.

Keep your details up to date

It's important to keep all your details with us (not just personal information) up to date.

If you think your records are incorrect or out of date — particularly your address, bank account, email address or any adviser you may have — it's important that you contact the Registrar, and it will be corrected free.

You must provide in a timely way all information regarding you and your investment which law requires, for example, regarding your identity or the source or use of invested monies.

Indirect investors do not need to update their details with us: we hold no personal information about them.

12. What else should you know?

Complaints

From time to time you may be unhappy with a product or service provided by a member of the One Investment Group (OIG). If you are unhappy, we would like you to tell us about it and let us know how you think we can fix it.

OIG aims to ensure that investors and other clients are treated fairly and consistently when handling complaints, and that complaints are handled in an efficient, timely and effective manner. We have a Complaints Handling Policy and a summary of our complaints handling process can be provided free of charge to investors and other clients.

You may make a complaint even where you have invested in an Administration Platform provided your complaint is in connection with your investment in the Fund. Any complaint received by OIG from a client of an Administration Platform operator in respect of the Fund will be handled in accordance with our Complaints Handling Policy.

If you have a complaint, contact OIG's Complaints Officer either in person at our registered office or by telephone, in writing, by email or in person using the details below:

- **By phone:** +61 2 8277 0000,
- **In writing:** Complaints Officer, PO Box R1471, Royal Exchange NSW 1225, or
- **By email:** complaints@oneasset.com.au

What happens next?

OIG will acknowledge your complaint immediately. OIG will aim to resolve your complaint as quickly as possible. While most matters can be resolved quickly, more complex issues may take longer. We must formally respond to your complaint within a maximum of 30 days informing you how we believe we have resolved the complaint or why we have not.

What happens if your complaint is not resolved?

If OIG has not resolved your complaint to your satisfaction within the time allowed, you may contact the external dispute resolution service OIG is a member of. This service is free of charge to you. You must complete OIG's internal dispute resolution procedure before contacting the external dispute resolution service.

If an issue has not been resolved to your satisfaction, you can lodge a complaint with the Australian Financial Complaints Authority, or AFCA. AFCA provides fair and independent financial services complaint resolution that is free to consumers.

- **Website:** www.afca.org.au
- **Email:** info@afca.org.au

- **Phone:** 1800 931 678 (freecall)
- **Write to:** GPO Box 3, Melbourne, VIC 3001

Time limits may apply to complain to AFCA and so you should act promptly or otherwise consult the AFCA website to find out if or when the time limit relevant to your circumstances expires.

OIG's subsidiaries' membership details can be found at <https://www.oneinvestment.com.au/complaints/>.

Privacy

The Privacy Act 1998 (Cth) regulates, among other things, the collection, disclosure and access to personal information.

Certain laws require us to collect, store and disclose information about you (including personal information), for example, the Anti-Money Laundering and Counter-Terrorism Financing Act 2006 (**AML/CTF Law**), the Corporations Act, the Foreign Account Tax Compliance Act (**FATCA**) and the Tax Laws Amendment (Implementation of the Common Reporting Standard) Act 2016 (**CRS**).

We may be required under the AML/CTF Law to provide information about you (including personal information) to the Australian Transaction Reports and Analysis Centre (**AUSTRAC**), the body responsible for regulating the AML/CTF Law.

In respect of investors who are ordinarily resident in a country other than Australia, both FATCA and CRS may require us to collect and disclose to the Australian Taxation Office information about you (including personal information) obtained from you.

If you do not provide the information requested in our application, we will not be able to process your application (including any application for additional units) and your application may be delayed or rejected. Where applications are delayed or refused, we are not liable for any loss you suffer (including consequential loss) as a result. Alternatively, if we accept your application to the Fund when you have not provided all of the requested information, we may provide information about you to the relevant regulator.

We will be required to share information about you (including personal information) with service providers to the Responsible Entity in respect of the Fund (including the Investment Manager) to ensure you receive the appropriate information and assistance in respect of your holding in the Fund.

By applying to invest in the Fund, you consent to your information (including your personal information) being collected, used and disclosed by the registry provider and by the Responsible Entity for the purposes disclosed above and in their respective Privacy Policies.

You are entitled to access correct and update all personal information we hold about you. You can contact us to find out what personal information we hold about you or if you have any concerns about the completeness or accuracy of the information we hold. If you want us to correct any personal information we hold, please contact us using the details in this Product Disclosure Statement.

A copy of our Privacy Policy is available on our website at www.oneinvestment.com.au and a paper copy will be sent to you free of charge on request.

Agreements

We have entered into an investment management agreement with the Investment Manager.

Under the Investment Management Agreement, the Responsible Entity appoints the Investment Manager to:

- manage and invest the Fund's assets, and
- promote the Fund.

The Investment Manager must perform its functions consistently with law and policies. Both parties have the ability to terminate the agreement in certain circumstances, including for material breach which is unremedied and for insolvency events.

We have also entered into:

- a fund accounting and administration agreement with the Administrator, Unity Fund Services Pty Ltd, and
- a unit registry agreement with the Registrar, One Registry Services Pty Limited.

These agreements contain provisions discussed elsewhere in this document as well as provisions usual for these types of agreements, such as:

- fees and expenses,
- confidentiality,
- dispute management, and
- limits on indirect loss and for matters beyond a party's control.

There are no unusual or materially onerous provisions in those agreements from an investor's perspective.

Related parties and conflicts

All dealings by us with other parties are on terms that are at least arms' length.

We may however face conflicts from time-to-time between our duties to investors as trustee, our duties as the trustee of other funds we operate and also our own interests. We manage conflicts in accordance with our conflicts of interest policy as well as relevant law.

We do from time-to-time enter into arrangements and transactions with related as well as associated and affiliated entities. All investment transactions are at market rates. All other transactions are on terms that are at least arms' length.

Bateau Asset Management is not a related party of ours. Nor is any provider of accounting or audit services to the Fund, or any broker to the Fund. We have however appointed:

- as the Fund's Administrator, Unity Fund Services Pty Ltd, a company affiliated with us, to provide fund accounting and taxation services in respect of the Fund, and
- as the Fund's Registrar, One Registry Services Pty Limited, a related party of ours, to provide unit registry services in respect of the Fund.

We have a conflicts of interest policy and a register which we maintain in accordance with law. It seeks to manage any conflicts that may arise as part of our business which that relate to the Fund.

We require the Investment Manager to effectively manage any conflicts it may have in managing the assets of the Fund. We note that one of the Directors of the Investment Manager effectively controls its ownership.

Conflicts may arise in connection with decisions made by the Responsible Entity or the Investment Manager regarding an investment that may be more beneficial to one investor than another, especially with respect to tax matters. In structuring, acquiring and disposing of investments the Responsible Entity and the Investment Manager consider the investment and tax objectives of the Fund and its investors as a whole, not the investment, tax, or other objectives of any investor individually, and treats investors of the same class equally, and of different classes fairly, unless law allows otherwise.

The Fund may invest in funds that are managed by parties associated or affiliated with the Investment Manager. It is the Investment Manager's opinion that these funds will represent a superior offering to that generally available in the market. Accordingly, and as management fees and performance fees would be applied to an investment in an alternate product, there is no intention to rebate any fees that apply to the funds managed by the associated or affiliated

parties.

The Constitution

The Constitution (otherwise known as the trust deed) establishes the Fund and together with this PDS and certain laws, it governs our relationship with you as an investor in the Fund. Please contact us if you wish to receive a copy free.

The Constitution deals with a wide range of matters, including:

- the issue price of units,
- the nature of units of the Fund - all of the same class are identical,
- rights attaching to units - including that investors have a right to net income relating to their units and again, all units of the same class are identical,
- our powers and how and when we can exercise them,
- when the Fund terminates - we intend to operate the Fund over the recommended minimum investment term, however, we can terminate the Fund at any time and investors share net proceeds of asset realisation on a pro-rata basis,
- changing the Constitution - approval of 75% by value of units voted (in person or by proxy) is needed if the Responsible Entity considers an amendment would adversely affect investors' rights, and
- investor meetings.

Communications

Subject to relevant law, communications from (or for) us to you may be in any form we determine. We often use email. We use the last physical or electronic address we have as your contact details.

Subject to relevant law, communications from you to us must be in the form we determine. We can for example require this to be in writing, or for a document to be a certified copy.

The Fund's Constitution sets out the details of the rules for how and when communications are given and received.

You should check your mail, emails and other communications regularly. If you suspect we haven't received something you sent us (for example, an email), please check your junk or spam folders, or check with the Registrar.

Appointing someone else to operate your account

You can appoint someone to operate your account. They can do everything you can do, including withdrawing money and changing your bank account details.

We will act on their instructions unless and until you tell us to stop. If you no longer want them to be able to operate your account, it is **very important** that you let us know in writing in a timely way.

Transferring your units

To transfer units, complete a Transfer Form available from the Registrar.

Send the original to the Registrar. The transferee will be required to provide KYC details to the Registrar before the transfer will be processed.

You will receive confirmation when your transfer is processed. You may need to pay stamp duty on the transfer.

Changes in ownership affecting indirect investors should be directed to the operator of your Administration Platform.

Change of responsible entity

We may retire as responsible entity at any time, but must convene an investors' meeting at which we explain our reasons for wanting to retire and to allow investors to choose a replacement.

We must also retire if:

- required by law, or
- when required to do by extraordinary resolution of investors
being a resolution passed at a duly convened meeting of investors at which votes cast in favour of the resolution represent at least 50% by value of all eligible votes able to be cast, whether in person or by proxy.

When the responsible entity is to change, we usually will propose the replacement which the Investment Manager proposes. Ultimately, investors choose the replacement at a meeting.

Meetings

Investor meetings are uncommon. Investors can generally attend and vote and meetings are largely regulated by the Fund's Constitution and the Corporations Act.

The quorum is at least 2 investors present in person or by proxy together holding at least 10% of all units in the relevant class. The quorum is different for a meeting if there is any proposal (ie by investors) to remove the responsible entity or seek its retirement, then the quorum is at least 10 investors present in person or by proxy together holding at least 50% of all units.

Terminating the Fund

Generally, we can decide to terminate and wind up the Fund anytime, and if we do, we will generally sell all the investments, pay all monies owing (including expenses), and distribute the net proceeds to investors as soon as is practicable.

Our duties

Subject to any liability which the Corporations Act might impose on us which cannot be excluded, if we act in good faith and without gross negligence we are not liable to investors for any loss suffered in any way relating to the Fund.

Our liability to any person other than an investor in respect of properties of the Fund is limited to our actual indemnification from the assets for that liability.

Subject to any liability which the Corporations Act might impose on us which cannot be excluded, all obligations of ours which might otherwise be implied or imposed by law or equity are expressly excluded to the extent permitted by law.

Unless the Corporations Act prohibits this, we are entitled to be indemnified out of the Fund's assets for any liability incurred by us in relation to the Fund, including any liability incurred because of a delegate or agent.

We and our associates may hold units in the Fund in any capacity.

We may:

- ⊕ deal with ourselves (as responsible entity of the Fund or in any other capacity), any associate or any investor,
- ⊕ be interested in any contract or transaction with ourselves (as responsible entity of the Fund or in any other capacity), any associate or investor, and
- ⊕ act in the same or a similar capacity in relation to any other trust or managed investment scheme,

and retain any benefit or benefits from doing such dealing, interests or so acting.

We may take and may act (or not act, as relevant) on any advice, information and documents which we have no reason to doubt is authentic, accurate or genuine. Subject to any liability which the Corporations Act might impose on us which cannot be excluded, we are not liable for so acting or not acting.

Each investor indemnifies us for all liability incurred by us arising directly or indirectly from the investor's breach of its obligations to us. This indemnity is in addition to any indemnity under law and continues to apply after the investor ceases to be an investor.

We have in place a compliance plan for the Fund, with which we must comply.

Limits on your responsibility

The Constitution designed to protect investors. The Constitution limits each investor's liability to the value of their investment in the Fund and provides that they will not, by reason of being an investor alone, be personally liable to indemnify us and/or any creditor of ours in the event that the liabilities of the Fund exceed the assets of the Fund. However, an absolute assurance about these things cannot be given – the issue has not been finally determined by Australian courts.

Indirect investors

We authorise the use of this PDS by operators of Administration Platforms.

Indirect investors do not acquire the rights of an investor in the Fund, and their rights and liabilities will be governed by the terms of the disclosure documents for the relevant Administration Platform. The operator of the Administration Platform is the investor and acquires these rights and can exercise or decline to exercise, their rights according to the arrangements indirect investors have with them.

Indirect investors complete the application form for the Administration Platform. They do not receive confirmation of transactions, statements or reports directly from us, as these are provided to the operator of the Administration Platform. Indirect investors also forgo voting rights and generally do not receive notice of, or be able to attend, investor meetings. The tax information in this PDS does not specifically cater for indirect investors.

The disclosure documents for the Administration Platform should have further details. You should read these carefully and contact the operator of that service if you have any questions.

Legal structure

The Fund is an Australian unit trust regulated as a managed investment scheme under the Corporations Act.

It is available to both retail clients and wholesale clients as the Corporations Act defines these. Although it is registered by the ASIC under the Corporations Act and falls within ASIC's policy governing 'hedge funds', the ASIC takes no responsibility for the Fund or this PDS.

Legal matters

The offer made in this PDS is only available to persons receiving this PDS in Australia, electronically or otherwise. It is not an offer to issue, or a solicitation of an offer to issue, any units in any place where it is unlawful to do so or to any person to whom it is unlawful to make such an offer or solicitation. Neither we nor the Investment Manager conducts any business other than in Australia.

Unless otherwise stated, all figures in this PDS are in Australian dollars inclusive of GST after allowing for any reduced input tax credits. This document was written by humans.

Your investment in the Fund is governed by the terms and conditions described in the PDS as well as the Fund's Constitution, as those documents are supplemented, replaced or re-issued from time to time. Copies of those documents are available free from us.

Consents

Each of:

- ☒ the Investment Manager,
- ☒ the Registrar, and
- ☒ the Administrator,

has given and not withdrawn their consent to being named in this PDS, and to inclusion of statements concerning them and their roles and intentions, and for the Investment Manager, consent also to information about any specific underlying funds, in the form and context in which those references appear. None of them makes any other statements or representations in this PDS.

Contact

Applications

Go online:

www.olivia123.com/applications/bateau-global-opportunities-fund.php

or speak to your financial adviser.

Withdrawals

Complete the form available at:

www.oneregistryservices.com.au

or speak to your financial adviser.

Registry enquiries

Contact the Registrar

One Registry Services Pty Limited

ABN 69 141 757 360

Level 16 Governor Macquarie Tower | 1 Farrer Place Sydney NSW 2000

PO Box R1479 Royal Exchange | NSW 1225 Australia

E: info@oneregistryservices.com.au

T: +61 2 8188 1510

F: +61 2 8580 5790

W: www.oneregistryservices.com.au

Manager enquiries

Contact the Investment Manager:

Bateau Asset Management Pty Ltd

ABN 14 161 051 243

9/233 Berrigan Drive | Jandakot WA 6164

E: info@bateauam.com.au

T: +61 8 9417 4727

W: www.bateauam.com.au

Responsible Entity enquiries

Contact the Responsible Entity

One Managed Investment Funds Limited

ABN 47 117 400 987 AFSL 297042

Level 16 Governor Macquarie Tower | 1 Farrer Place Sydney NSW 2000

PO Box R1471 Royal Exchange | NSW 1225 Australia

E: bateau@oneinvestment.com.au

T: +61 2 8277 0000

W: www.oneinvestment.com.au