

VINVA INTERNATIONAL EQUITY FUND

ARSN 660 431 087

C Class Information Memorandum

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Glossary

Application Form means the application form included in the "Application and other forms" section of this Information Memorandum.

ASIC means the Australian Securities and Investments Commission.

Business Day means a day that is not a Saturday, Sunday or a public holiday or a bank holiday in Sydney, NSW.

Class means the C Class Units in the Fund offered under this Information Memorandum.

Constitution means the constitution for the Fund, as amended or replaced from time to time.

Corporations Act means the Corporations Act 2001.

Fund means Vinva International Equity Fund ARSN 660 431 087.

Liquid has the meaning given to it in the Corporations Act.

Offer means the offer of Units under this Information Memorandum.

Unit means a C Class Unit in the Fund.

Unitholder means a holder of Units.

Vinva means Vinva Investment Management Limited ABN 38 142 528 783.



Important notices

This Information Memorandum has been prepared by Vinva Investment Management Limited (ABN 38 142 528 783, AFS Licence No. 351058) in its capacity as responsible entity of the Vinva International Equity Fund ARSN 660 431 087. This Information Memorandum relates to an offer to subscribe for C Class Units in the Fund.

In this Information Memorandum, "we", "our" and "us" are references to Vinva and "you" and "your" are references to a potential investor in the Fund or a Unitholder.

An investment in the Fund does not represent a deposit with, or liability of, Vinva or any of its related bodies corporate and is subject to certain investment risks, including possible delays in repayment and loss of income and capital invested. None of Vinva or its related bodies corporate guarantees the performance of the Fund, the repayment of capital or any particular rate of return.

In preparing this document we have not taken into account the investment objectives, financial situation or particular needs of any particular investor. Before making an investment decision, investors should obtain their own investment advice, taking into account their own investment needs and financial circumstances.

This Information Memorandum has been prepared to the best knowledge of Vinva. However, to the maximum extent permitted by law, neither Vinva nor its related bodies corporate and their directors warrant the accuracy or completeness of this Information Memorandum or accept any responsibility or liability for any loss or damage, which results from an action or reliance, in whole or part, on such material. *Past performance is not indicative of future results.*

Investment in the Fund is governed by the Constitution. Nothing in this Information Memorandum limits or qualifies the powers or discretions conferred upon Vinva, except as otherwise provided under the Constitution. In the event of any inconsistency between the Constitution and this Information Memorandum, the Constitution prevails.

This Information Memorandum can only be used by investors receiving it (electronically or otherwise) in Australia and cannot be used by investors in any other jurisdiction (except

where permissible under the laws of that jurisdiction and our prior written approval).

This Information Memorandum is provided to recipients on a confidential basis for their sole and exclusive use in assessing an investment in the Fund and may not be used for any other purpose or provided to any other person.

This Information Memorandum is intended only for "wholesale client" investors (as defined under sections 761G and 761GA of the Corporations Act). This document is not a disclosure document or product disclosure statement for the purposes of the Corporations Act and has not been, and is not required to be, lodged with ASIC. This Information Memorandum has not been prepared to the same level of disclosure required for a product disclosure statement or prospectus.

Information in this Information Memorandum is subject to change from time to time and we will notify you of any changes where the changes are material. At any time, you may receive electronic or paper copies of the document and an explanation of any changes by contacting a Vinva client relationship executive on (02) 8298 4700.



About Vinva Investment Management

Vinva is a specialist global equities manager. The firm manages strategies and funds for institutional investors ranging from active Australian and global equities to long-short market neutral strategies globally.

Our vision is to be an asset management firm of institutional quality whilst remaining small enough to minimise distractions, and maintain a strong alignment of interest with our clients. We focus our efforts in three main areas that we believe are necessary for success: investment management, client relationships and risk management.

Vinva is 100% privately owned. Most employees have some form of equity ownership with the majority of the firm's equity being owned by senior members of the investment team.

We believe that markets are not perfectly efficient, and there is scope for skilled active managers to earn excess returns (alpha) over and above the returns achievable via a simple indexing strategy.

To generate outperformance (alpha) we first identify where market inefficiencies (alpha opportunities) exist. This occurs via our research process and by our investment professionals having a deep understanding of markets in which they operate. We research the underlying economic drivers causing a particular inefficiency to exist, examine why the inefficiency is likely to persist in the future, and assess how much risk capital from other investors is chasing that particular opportunity over time. We also examine in which market conditions and in which subset of stocks the alpha opportunity is strongest. Having skilled and experienced investment professionals who have strong relationships in the markets is a critical part of this process, as ultimately these people generate the ideas behind each of the alpha opportunities.

Implementing our ideas in a highly efficient manner is an important competitive advantage to our investment process. Without good risk and cost models and an efficient portfolio construction process, good "stock picking" alone will not lead to consistent outperformance. We believe we have a strong competitive advantage over other investors in equity investing via:

- Stable and experienced investment team – the team at Vinva are a highly focused, experienced and stable investment team, with an average of over 20 years' experience and have a wealth of experience and knowledge, both in Australia and globally.
- Proprietary dynamic portfolio construction technology - to optimally trade off alpha opportunities across multiple investment horizons (short/medium/long) against transaction and tax costs, and risk.
- Using the latest database, research and operating system technology – allowing us to process vast amounts of intraday and global data on a continuous basis allowing us to incorporate new information rapidly and efficiently into our portfolio holdings.
- The systematic use of investment breadth to maximise the number of independent active positions taken in a given period and the number of independent information sources used in the construction of the portfolios.
- Using advanced risk and transaction cost models that take into account changing market conditions, behaviour of other investors and liquidity opportunities on a continuous basis.

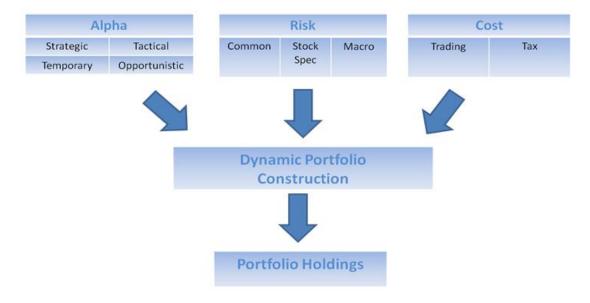
By combining skilled and experienced investment professionals who have a deep connection to the markets, with advanced technology allowing efficient processing of vast amounts of information in a disciplined systematic manner, our investment process is in a position to deliver highly consistent outperformance.



Investment Process

Our investment process begins with investment ideas which we consider are economically sound and have been validated by our research and approval process. These investment ideas form the basis for our stock ranking models which are aimed at allowing us to profitably exploit security mispricing that we have identified. We have a diversified and balanced group of investment insights - across both ideas and across time horizon.

Our portfolio construction process is a completely integrated process where our global stock ranking models, global risk models and stock transaction cost forecasts are simultaneously combined in a proprietary portfolio construction process. We aim to understand and quantify the complex (multi-dimensional) pricing relationships across securities in global equity markets and to identify which sources of return are mispriced by the market at any point in time. Our overall objective is to deliver value-add to our clients which meets, or exceeds, their expectations.



The universe of investible global securities includes any stock listed on any of the global stock exchanges. The resultant portfolio is highly diversified, holds a large number of positions globally and between long and short stock positions. The portfolio is constructed to have similar risk characteristics (country, sector, style etc.) to the benchmark with the aim of ensuring that the overall portfolio is highly risk-controlled.

Key characteristics of our investment approach:

- Insight-driven and disciplined investment process, with a premium given to investment sensibility
- Strong emphasis on risk management, consistent and incremental after-tax value added
- Detailed transaction cost forecasting and modelling embedded in the portfolio construction process
- State-of-the-art systems and technology ensure efficient and timely use of information



Fund features at a glance

Investment objective and timeframe	The Fund aims to outperform the return of the MSCI All Country World ex Australia ex Tobacco ex Controversial Weapons Index (AUD) with net dividends reinvested, or similar, measured over a three-year period or longer, with an expected active risk of up to 3% per annum. ¹
Investment strategy > International E	quity This strategy consists of investing in a core holding of long equities. We aim to have a net dollar value of the sum of all stock positions equal to or less than the net asset value of the Fund.
	The Fund may use derivatives (directly or indirectly) to: > increase exposure to specific investments, asset classes or markets > control or manage risks > reduce the cost of obtaining exposure to assets > exploit opportunities resulting from investments believed to be mispriced
Target securities	Global securities listed, or expected to be listed, on global stock exchanges or derivatives where the underlying securities are listed on global stock exchanges.
Fund information summary	
Date of Inception	of Fund November 2022
Date of Inception	of C Class December 2022
Minimum Initial I	nvestment \$500,000 per investor
Minimum additio	
Buy-Sell spread	0.25% each side
Unit pricing frequ	ency Daily
Cut-off times for	
and Redemptions	To receive the applicable Unit price for the Class for a particular Business Day, the relevant form needs to be received by 1pm on the relevant Business Day
Income distributi	on frequency Annual
Fees	Refer to 'Fees and Costs' section
Investment Mana	ger
and Responsible	Entity Vinva Investment Management Limited (ACN 142 528 783, AFSL No. 351058)
	or Link Fund Services Pty Limited (ABN 44 114 914 215)
Fund Administrat	

Structure

Vinva is the responsible entity of, and issuer of Units in, the Fund offered in this Information Memorandum and has prepared this Information Memorandum for the C Class Units. The Fund is a unit trust and a registered managed investment scheme

Taxation

The Fund is not intended to pay tax, as all income of the Fund will be attributed or distributed to investors at least annually. Refer to the 'Taxation considerations' section for more information.

¹ The investment objective is not intended to be a forecast. Vinva does not guarantee the repayment of equity or any rate of return. Investors must consider the target return in conjunction with the 'Understanding the risks of investing' section of this Information Memorandum.



Summary only

This Information Memorandum is intended to provide a guide to the principal features of the Fund. An investment in the Fund is subject to the terms of the Constitution. This Information Memorandum is not a comprehensive statement of the Constitution or of all of the terms applicable to an investment in the Fund. A copy of the Constitution may be obtained from Vinva upon request

About the Fund

The Fund

The Fund is structured as a unit trust established under the Constitution and is a managed investment scheme registered with ASIC under Chapter 5C of the Corporations Act.

The responsible entity of the Fund

Vinva is the responsible entity and investment manager of the Fund and is responsible for the management and investment of the Fund.

Minimum investment amount

The minimum initial investment in the Fund is \$500,000 per investor.

We have the discretion to accept an initial investment less than this minimum if the applicant satisfies the requirements for a "wholesale client" under the Corporations Act. We reserve the right to reject any application for Units.

Minimum balance

Investors in the Fund must normally retain a minimum balance of \$500,000. If, as a result of a redemption request, the balance of a Unitholder's investment falls below the minimum level, we may redeem the total holdings of the relevant Unitholder.

Applications

Initial applications may be faxed, however, the original must be received by the Administrator before the application cut-off time for the application to be accepted.

Applications can be made by completing the Application Form and mailing it to:

Link Fund Services Pty Limited (Registry Services) C/- LINK Market Services Limited Vinva International Equity Fund Unit Registry Locked Bag 5038, Parramatta NSW 2124

A copy may be faxed to:

(02) 9221 1194

Vinva has the absolute discretion to accept or reject (in whole or in part) any application

received. By sending a completed Application Form and application monies to Vinva, you are making an offer to become a Unitholder and you are agreeing to be legally bound by the Constitution.

For up to date details on the current cut-off times for applications, please refer to the "How to invest" section of the Application Form.

Application monies are held on trust until Units are issued in accordance with section 1017E of the Corporations Act. Units will be issued to successful applicants within 30 days of acceptance of a valid application. No interest will be paid on application monies held from the date of deposit until the date Units are issued to an investor. Any interest earned on those application monies will be for the benefit of the Fund.

Following acceptance of any application and the issue of Units, we will issue you with an investment confirmation advice that will detail:

- the valuation date:
- the issue date of Units and application price;
- the amount subscribed;
- the number of Units issued; and
- the balance of Units held.

Additional applications can also be made electronically by emailing to:
Vinva@linkmarketservices.com.au

Redemptions

Redemption requests must be made in the form included in the "Application and other forms" section of this Information Memorandum and either faxed, mailed or emailed to:

Link Fund Services Pty Limited (Registry Services) C/- LINK Market Services Limited Vinva International Equity Fund Unit Registry Locked Bag 5038, Parramatta NSW 2124

Fax: (02) 9221 1194

Email: Vinva@linkmarketservices.com.au

Vinva cannot guarantee the timely processing of redemptions if they are not received in accordance with the instructions set out in the "Application and other forms" section.



Subject to the Corporations Act, Vinva has ultimate discretion as to whether any redemption request is satisfied.

Under the Constitution, while the Fund is Liquid, if we accept a redemption request, we are required to pay your redemption amount no later than 21 days after receipt of your redemption request. However, where possible, we will aim to satisfy redemption requests within 5 days.

If, for any reason, the Fund is not Liquid, the Constitution provides that the ability to redeem Units is restricted, in accordance with the Corporations Act.

If the Fund is not Liquid, Unitholders may not redeem unless Vinva makes a withdrawal offer to investors in accordance with the Corporations Act and the Constitution.

Please note that for security reasons we do not provide a facility to pay redemptions by cheque. All redemption requests which are accepted by us will be paid by way of electronic funds transfer to the investor's nominated bank account.

Following a redemption of Units, we will issue you with a redemption confirmation advice that will detail:

- the valuation date;
- the redemption date and redemption price;
- the amount of the redemption;
- the number of Units redeemed;
- the balance of Units held; and
- an advice as to the direct crediting of the redemption proceeds (if applicable).

Unit Price

The application and redemption prices for Units are calculated in accordance with the Constitution and are based on the net asset value of the Class at the relevant time. The net asset value is the value of all assets of the Class, less all liabilities of the Class (as determined by Vinva). In certain circumstances, we may elect to apply an alternative valuation method set out in the Constitution. If we propose to apply a different valuation method we will give Unitholders reasonable prior notice.

Certain transaction costs are also paid from the Fund. When you invest or withdraw all or part of your investment, we use a 'buy/sell' spread to recover estimated transaction costs associated with buying and selling the Fund's assets. We use the buy/sell spread to direct transaction costs such as brokerage, bank

charges and market impact to transacting investors rather than investors remaining in the Fund. The buy/sell spreads are paid to the Fund and are not paid to Vinva.

The buy-sell spreads for applications and redemptions are outlined in the "Fees and Costs" section of this Information Memorandum.

Should we need to revise the buy/sell spreads we will notify Unitholders. It is Vinva's policy to apply the buy/sell spread when calculating application and redemption prices. Where we determine that the spread is not a reasonable representation of the actual cost to transact into or out of the Fund, Vinva may, for example, exercise its discretion to reduce the buy/sell spread where there is an unusually large same day purchase and redemption of Units of equivalent value, or an investor subscribes assets rather than cash on an application or receives assets rather than cash on a redemption (an in-specie transaction). There may also be circumstances in which Vinva may exercise its discretion (acting reasonably) to increase buy/sell spreads above those stated in this Information Memorandum. for example, where the costs associated with obtaining or disposing of the underlying assets of the Fund are likely to be materially above those typical in normal market conditions. Vinva will provide 30 days prior notice of any such increase.

Accrued income entitlement

When Units are redeemed, we may determine (in our discretion) that part of the redemption price comprises an amount being the relevant investor's share of the distributable income calculated as at the date on which the relevant Units are redeemed and any capital gains arising to the Fund from the redemption. Alternatively, Vinva as Responsible Entity of the Fund may attribute income and capital gains to the redeeming unitholder without a distribution of income, resulting in an uplift in the cost base of the units redeemed.

Transfers

A transfer of Units must be approved by Vinva. We reserve the right to refuse to register any transfer of Units to another person.

Valuation of the Fund

It is our intention that the investments of the Fund will be valued on each Business Day by close of the next business day.

Investments of the Fund



The types of investments undertaken by the Fund will be dependent upon the objective of the Fund and the investment strategy adopted. The investment objective and investment strategy for the Fund are set out in the 'Fund features at a glance' section of this Information Memorandum.

We have the discretion to vary the types of investments of the Fund set out in this Information Memorandum, but will give Unitholders prior notice of any significant alteration to the Fund's objectives.

Long positions

A long position occurs when the Fund has actual ownership of an investment (i.e. owns the security).

Use of derivatives

The Fund is permitted to invest in derivatives under the Constitution. Financial derivatives, such as futures and options, may be used to adjust or implement investment decisions, to help manage certain risk and to gain or avoid exposure to a particular market or security rather than purchasing physical assets.

There are certain risks involved in relation to the use of derivatives by the Fund. Please refer to 'Derivative risk' in the 'Understanding the risks of investing' section for more information.

For a copy of our Derivative Risk Statement, please contact a Vinva client relationship executive on (02) 8298 4700.

Borrowings

It is our intention that no commercial borrowings will be undertaken in a Fund other than temporary overdrafts which may be used as a means of managing certain cash flows. Should we wish to alter this policy, we will advise Unitholders.

Distributions

The Fund will make distributions annually as at the end of June (i.e. the distribution calculation date), or on such other day as we determine.

Distribution entitlements will usually be proportionate to the number of Units held by each Unitholder on each distribution calculation date and will be distributed via direct deposit or will be reinvested (see below).

Reinvestment of distributions

Unitholders may elect to have their distribution entitlements reinvested in additional Units in the Fund. To select this facility, please complete the Application Form accordingly.

Unitholders may cancel a reinvestment election at any time. However, the cancellation of the reinvestment election will only apply in respect of a distribution if the notice of cancellation is sent to us at least 30 days prior to the relevant distribution calculation date.

Where a Unitholder has elected to reinvest their distribution entitlements, Vinva is deemed to have received an application to reinvest the Unitholder's income entitlement on a date (after the distribution calculation date) determined by Vinva, and the price of the additional Units will be calculated on that basis (as described earlier under the heading "Unit price").

Reporting

Monthly reports will be provided to Unitholders detailing closing Units held, Unit price and Fund performance.

Distribution statements will be provided to Unitholders following each annual distribution.

Following the end of the financial year (30 June), Unitholders will receive access to an audited financial report for the Fund and have access to an annual tax statement. This information will be provided no later than 30 September of that year.

All reports and statements will be provided electronically. Unitholders may however elect to receive paper copies of the audited financial report instead of electronic copies.

Meetings of Unitholders

The Constitution sets out provisions governing the calling and holding of meetings, including the right of Vinva to convene a meeting of Unitholders at any time and the obligation to do so if required by the Corporations Act.

Unite

The rights and liabilities attaching to the Units are set out in the Constitution and the Corporations Act. The main rights and liabilities attaching to Units are summarised as follows:

- distributions each Unitholder is entitled to a share of the distributable income of the Fund in proportion to each Unitholder's holding of Units:
- voting rights under the Corporations Act, at a meeting, on a show of hands, each Unitholder present in person or by proxy will have one vote. On a poll, each Unitholder will be entitled to one vote for each dollar value of the total Units held in the Fund;
- rights on winding up on winding up, the net proceeds of realisation of the assets of the Fund, after discharging or providing for



liabilities of the Fund, will be distributed to the Unitholders with an amount equal to the withdrawal price of their Units;

- transfers of Units any transfer of Units must be in accordance with the provisions of the Constitution except to the extent otherwise approved by Vinva; and
- no right to withdrawal while the Fund is not Liquid, a Unitholder has no right to withdraw from the Fund.

The fees which Vinva is entitled to receive in respect of the Units are set out in the "Fees and Costs" section of this Information Memorandum.

Termination of the Fund

The Fund will terminate on the first to occur of the following dates:

- if wound up pursuant to the order of a court, the date of that order or such other date as the court determines;
- Vinva gives notice under section 601NC(2) of the Corporations Act and no meeting of the Unitholders is called in accordance with that section within 28 days of the notice;
- at the expiry of 2 months from the date Vinva gives notice of termination of the Fund to Unitholders; or
- as and when required by law or the Constitution.

Limitation of Unitholder liability

The Constitution seeks to limit the liability of Unitholders to the price paid or agreed to be paid for a Unit. The Constitution provides that a Unitholder need not indemnify us if there is a deficiency in the net assets of the Fund. Our right of recourse, and that of any creditor, is limited to the assets of the Fund.

Your liability is limited by the Constitution to the value of your Units (except where we incur a liability for tax as a result of your actions or inactions) but the courts are yet to finally determine the effectiveness of provisions like this.

Compliance Plan and Compliance Committee

As the responsible entity of the Fund, Vinva is required to operate and manage the Fund in accordance with the Constitution, the Compliance Plan of the Fund and the Corporations Act.

We have appointed JP Morgan Chase & Co. to be the custodian of the assets of the fund.

The Compliance Plan sets out the arrangements we have in place to ensure compliance with the Corporations Act and the Constitution. The compliance plan is audited at least annually.

Vinva has also established a Compliance Committee in accordance with the Corporations Act.

The functions of the Compliance Committee are set out in the Corporations Act and include (among other things) monitoring the extent to which we comply with the Compliance Plan and reporting the Compliance Committee's findings to the Vinva board (and, in some circumstances, to ASIC).

The majority of the Compliance Committee members are "external members" as defined in the Corporations Act.

Privacy Policy

The privacy of your personal information is important to us. We and the Administrator collect personal information so that we may provide you with the products and services offered by us including assessing your application and issuing Units in the Fund, and managing and administering your investment in the Fund. Certain laws may require us and the Administrator to collect personal information, including the Anti-Money Laundering and Counter Terrorism Financing Act 2006 (Cth). We and the Administrator collect personal information from the individual, unless it is unreasonable or impractical to do so. We and the Administrator may disclose and collect personal information from each other for the purposes referred to in this paragraph. Where an applicant is a company or a trust, we and the Administrator may collect personal information from the company or trust, including name and contact details of a contact person, and names and addresses of major shareholders and directors. We and the Administrator may also collect from applicants the names, addresses and contact details of their accountants. If we and the Administrator do not collect your personal information, we and the Administrator will not be able to provide you with Units in the Fund or manage or administer your investment. We and the Administrator may take steps to verify information collected which may involve disclosure to and collection from third parties of personal information. Additionally, your information may be disclosed to third parties for certain purposes that we outsource, in which case confidentiality arrangements apply. Your personal information will not be disclosed to overseas recipients. We aim to ensure that the



personal information we retain about you is accurate, complete and up-to-date. If you provide us with incomplete or inaccurate information, we may not be able to provide you with the products and services you are seeking.

You acknowledge that any personal information you provide to us or the Administrator will be collected and handled in accordance with Vinva's and the Administrator's privacy policies. Those privacy policies respectively contain further information about how an individual may access their personal information held by us and the Administrator and seek the correction of such information, how an individual may complain about a breach of the Australian Privacy Principles, and how we and the Administrator respectively will deal with such a complaint. A copy of each policy can be found at the following website:

www.vinva.com

https://www.linkmarketservices.com.au/services/custody-and-fund-administration.html

In addition, a copy may be posted/emailed to you if you contact Vinva on (02) 8298 4700. By submitting any form or any other paperwork relating to your investment you consent to your personal information being collected and handled by Vinva or the Administrator in in accordance with those policies.

The Constitution

The Constitution should be read by prospective investors. The following is a brief list of some of the key provisions:

- procedures for application and withdrawal of Units;
- issue and withdrawal price;
- valuation of assets;
- distributions;
- retirement and removal of the responsible entity;
- responsible entity fees;

- powers, rights and duties of the responsible entity:
- limitation of liability and indemnity of the responsible entity; and
- winding up and termination of the Fund.

We are prohibited from amending the constitution unless we reasonably consider that the amendment will not adversely affect the rights of Unitholders.

If the amendment may adversely affect the rights of Unitholders, we will call a meeting of Unitholders who may, by special resolution, approve the amendment.

Updated Information

For up-to-date information regarding the Fund, including the most recent Fund performance, please contact Vinva on (02) 8298 4700.

Information in this Information Memorandum is subject to change from time to time and where the changes are material, we will notify Unitholders.

If you have a complaint

An investor who is dissatisfied with any service or product provided by us may lodge a complaint with us. We will aim to supply a confirmation letter to you within three Business Days of receiving the complaint, and aim to have the complaint resolved as soon as practicably possible.

No Cooling Off Rights

Investors entitled to invest in the Fund are not entitled to cooling off rights under the Corporations Act.

Service providers

Corrs Chambers Westgarth's (the 'Australian Legal Advisor') representation of Vinva Investment Management Limited is limited to the specific matters with respect to which it has been retained and consulted by the firm as its sole client and has no responsibility to any investor.



Understanding the risks of investing

A degree of risk applies to all types of investments, including investments in this Fund. As investing in the Fund involves exposing your investment to a range of risks, it is important that you understand:

- the risks involved in investing in the Fund;
- how these risks compare with the risks of other investments;
- how comfortable you are in exposing your investment to risk; and
- the extent to which the Fund fits into your overall investment strategy.

Risk can mean different things to different people. It can mean the risk that your investment may fail to achieve the returns that you expect. This includes situations in which your investment may suffer substantial declines in value. It also includes situations in which your investment goals will not be met because the type of investments you chose did not provide the potential for adequate returns.

Risk is also often defined to mean investment volatility. That means the extent to which an investment varies in value over a given period. Often, investments offering higher levels of return also exhibit higher levels of short-term volatility.

Types of risk

Investments are subject to many risks, not all of which can be predicted or foreseen. Below we have listed the ones we believe to be most relevant to this investment and have broadly explained each risk. The risks set out in this section are not intended to be exhaustive. Many risks are outside the control of Vinva. Before making an investment decision, you should obtain your own investment advice, taking into account your own investment needs and financial circumstances.

Risks relating to the Fund and investment manager

Fund risk

Fund risk refers to specific risks associated with the Fund, such as termination and changes to fees and expenses. We may close the Fund to further investments if, for example, we consider it appropriate given the investment

objective and investment strategy of the Fund. We may also terminate the Fund by notice to Unitholders.

Your investment in the Fund is governed by the terms of the Constitution for the Fund, as amended from time to time. There is also a risk that investing in the Fund may give different results from holding the underlying assets of the Fund directly because of:

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

We aim to manage these risks by monitoring the Fund and acting in investors' best interests. Winding up the Fund will result in realisation of tax positions (both income and capital) at that time.

Investment manager risk

The investment style of an investment manager can have a substantial impact on the investment returns of the Fund. No single investment style performs better than all other investment styles in all market conditions. Investment performance will also depend on the skill of the investment manager in selecting, combining and implementing investment decisions. Changes in the personnel of the investment manager may also have an impact on investment returns of the Fund.

Risks relating to the Investment Program

Volatility risk

The Fund's investment program may involve the purchase and sale of relatively volatile securities and other instruments. Fluctuations or prolonged changes in the volatility of such instruments can adversely affect the value of investments held by the Fund.

Liquidity risk

Under certain market conditions, such as during volatile markets when trading in a security or market is otherwise impaired, or due to economic, market, legal, political or other factors, the liquidity of the Fund's investment may be reduced. If a security is not actively



traded it may not be readily bought or sold without some adverse impact on the price paid or obtained. If an investor or a group of investors in the Fund seek to make large withdrawals, then selling assets to meet those withdrawals may result in a detrimental impact on the price we receive for those assets. In certain circumstances we may be required to suspend withdrawals (refer to 'Withdrawal' risk below) to allow sufficient time for a more orderly liquidation of assets to meet the withdrawals.

Withdrawal risk

In certain circumstances (including where assets in which the Fund invests cannot be readily bought and sold, or market events reduce the liquidity of a security or asset class), there is a risk that the anticipated timeframe for meeting withdrawal requests may not be able to be met. This is because it may take longer to sell these types of investments at an acceptable price. In this case, withdrawals from the Fund may take significantly longer than the anticipated timeframe.

Counterparty risk

The Fund may enter into many transactions, including derivatives and over-the-counter instruments, securities, options, futures, foreign exchange and securities lending transactions, with or through third parties. Generally, the Fund will not be restricted from dealing with any particular counterparty. The Fund is always subject to the risk that a counterparty may not timely settle a transaction, perform its obligations in accordance with contractual terms and conditions, or otherwise not perform its obligations to make due payment or delivery (thus causing the Fund to suffer a loss which may be material).

In the event that a counterparty defaults on its obligations for any reason, the Fund may incur replacement costs of transactions, losses associated with other assets which the failed transaction was intended to hedge, and fees and expenses in seeking redress (which may be uncertain in outcome). Such "counterparty risk" may be accentuated for contracts with longer maturities where events may intervene to preclude settlement or performance, or where the Fund has concentrated its transactions with a single or small group of counterparties. Failure of counterparties to settle transactions or perform their obligations to make due payment and delivery could have a material adverse effect on the Fund. Furthermore, any misconduct on behalf of counterparties, including, without limitation,

fraudulent activities, will increase the Fund's exposure to risk of loss.

Credit risk

There is a risk that an issuer of a security in which the Fund has invested will default on its obligations due to insolvency or financial distress, resulting in an adverse effect on the value of the Fund's investments and hence the net asset value per Unit.

Regulatory risk

Regulatory actions by governments and government agencies could materially affect the global markets, including the pricing of securities, and may limit the Fund's activities or investment opportunities. The Fund may seek to establish a position in certain securities. In the event such position exceeds certain percentage or value limits, the Fund may be required to file a notification with a governmental agency or comply with other regulatory requirements. Certain notice filings are subject to review that require a delay in the transaction relating to the security. Compliance with such filing and other requirements may result in additional costs to the Fund, and may delay the Fund's ability to respond in a timely manner to changes in the markets with respect to such securities.

Systemic risk

The Fund is actively involved in global financial markets and is subject to risk arising from a default by one or several large institutions that engage in substantial transactions and other activities with each other, and are dependent on one another to meet their liquidity or operational needs, so that a default by one institution creates the risk of a series of defaults by the other institutions. This risk is separate from the risk of dealing directly with a counterparty that fails and can impact participants in markets even if they do not have direct relationships or exposure to the defaulted financial institution. This is sometimes referred to as "systemic risk" and may adversely affect financial intermediaries, such as clearing agencies, clearing houses, banks, securities firms and exchanges, with which the Fund interacts on a daily basis.

Market risk

Generally, the investment return on a particular asset is correlated to the return on other assets from the same market, region or asset class. Market risk is impacted by broad factors such as interest rates, availability of credit, economic



uncertainty, changes in laws and regulations (including government responses to financial crises and laws relating to taxation of the Fund's investment), trade barriers, currency exchange controls, political environment, investor sentiment and significant external events (e.g. natural disasters). These factors may affect the level and volatility of the prices of securities or other financial instruments and the liquidity of the Fund's investments. Volatility or illiquidity could impair the Fund's profitability or result in losses. The Fund may maintain substantial trading positions that can be adversely affected by the level of volatility in the financial markets; the larger the positions, the greater the potential for loss.

Derivative risk

The value of derivative instruments is linked to the value of an underlying asset (or an interest rate, share index or some other reference point) and can be highly volatile. While derivatives offer the opportunity for higher gains for a smaller initial cash outlay, they can also result in significant losses, sometimes significantly in excess of the amount invested to obtain the derivative.

Risks associated with using derivatives might include the value of the derivative failing to move in line with that of the underlying asset, potential illiquidity of the derivative, the Fund not being able to meet payment obligations as they arise, and counterparty risk (where the counterparty to the derivative contract cannot meet its obligations under the derivatives contract).

Derivative holdings may result in notional exposures that are greater than the underlying assets in the Fund. Where the Fund uses derivatives we aim to ensure that there are sufficient liquid assets available in the Fund to meet costs and other liabilities under derivatives (that is, while a derivative may turn out to be loss making, we aim to keep sufficient liquid assets in the Fund to meet such losses).

Futures Contracts

The use of futures is a specialised activity that involves investment strategies and risks different from those associated with ordinary portfolio securities transactions, and there can be no guarantee that their use will increase the Fund's return or not cause the Fund to sustain large losses. While the use of these instruments by the Fund may reduce certain risks associated with portfolio positions, these techniques themselves entail certain other risks. There is no assurance that a liquid

secondary market will exist for futures contracts or options purchased or sold, and the Fund may be required to maintain a position until exercise or expiration, which could result in losses. Many futures exchanges limit the amount of fluctuation permitted in contract prices during a single trading day. Once the daily limit has been reached in a particular contract, no trades may be made that day at a price beyond that limit. Contract prices could move to the daily limit for several consecutive trading days permitting little or no trading, thereby preventing prompt liquidation of futures and options positions and potentially subjecting the Fund to substantial losses.

Options

The purchase or sale of an option involves the payment or receipt of a premium by the investor and the corresponding right or obligation, as the case may be, to either purchase or sell the underlying security, commodity or other instrument for a specific price at a certain time or during a certain period. Purchasing options involves the risk that the underlying instrument will not change price in the manner expected, so that the investor loses its premium. Selling options involves potentially greater risk because the investor is exposed to the extent of the actual price movement in the underlying security rather than only the premium payment received (which could result in a potentially unlimited loss). Over-the-counter options also involve counterparty solvency risk and operational risk.

Currency risk

The Fund's investments that are denominated in foreign currency are subject to risk that the value of the particular currency will change in relation to one or more other currencies. Among the factors that may affect currency values are trade balances, the level of shortterm interest rates, differences in relative values of similar assets in different currencies. long-term opportunities for investment and capital appreciation and political developments. The Fund may attempt to hedge such risks. The currency hedging employed by Vinva will not completely remove the risk of foreign currency exposure causing an adverse impact on an investor's investment return. Note that the Fund also issues a class of units under a separate information memorandum which are intended to be hedged against the main currency exposure in the MSCI All Country World ex Australia ex Tobacco ex Controversial Weapons Index (AUD).



Non-Segregation Risk

The Fund issues separate classes of units which are offered under separate information memorandums. As a single registered scheme, the Fund will necessarily hold a single pool of assets and holders of different classes do not enjoy statutory segregation of liability. Each investor under this IM will be issued C Class Units. Given the absence of statutory segregation of liability, it is possible that assets referable to the C Class Units may be adversely affected by liabilities referable to another class of Units where there is a deficiency in assets of the pool of assets of the other class necessary to meet liabilities to third parties (and vice versa). The Responsible Entity considers this to be an unlikely event.

Foreign investment risk

This type of risk exists for investments which provide exposure to securities which are listed on foreign stock exchanges. This risk exposes the investments of the Fund to a range of macroeconomic factors which are unique to the country of investment, and may include factors such as political instability, differing tax or legal rulings and potentially rapid changes in asset prices (particularly for emerging economies).

Emerging market risk

This risk refers to the potential for the Fund to invest in securities which either provides exposure to emerging economies or to companies which are located or have operations within such markets. Emerging markets are typically more volatile than developed markets and may expose the Fund to issues such as heightened political unrest, securities whose valuations fluctuate widely and the potential for domestic economic management to impact on the viability of property-based operations within that market.



Fees and Costs

Fees

Under the constitution for the Fund, we are entitled to deduct from the Fund the following fees:

- application and redemption fee;
- base management fee; and
- performance management fee.

Pursuant to ASIC Class Order relief, we will individually negotiate fees with wholesale investors. The base and performance management fees paid by each investor in a Fund are documented in a fee agreement or a fee addendum that is approved by that particular investor. In the absence of an approved fee arrangement, we reserve the right to charge the default fee structure for the Fund.

The current default fee structure for the C Class of the Fund is as follows:

Total management fee – 1.00% p.a. of the net asset value of Fund assets, calculated daily and payable quarterly in arrears.

There are currently no application or redemption fees payable.

Other Fees and Expenses

Buy/Sell Spread

A buy/sell spread of **0.25%** is charged on all redemptions and subscriptions for Units. This is paid into the Fund to the benefit of other Unitholders. Please refer to the information under the heading 'Unit price' in the "About the Fund" section of this Information Memorandum for further information.

The Fund incurs other expenses, such as audit fees, legal fees, administrator fees, custody costs, compliance costs, Fund formation costs and other expenses allowable under the Constitution, including abnormal expenses (if any). An abnormal expense would, for example, be the cost of holding a Unit holder meeting. The Constitution allows for such expenses to be paid directly by the Fund, or paid by Vinva and reimbursed to Vinva from the Fund. However, it is Vinva's intention that such expenses will be met by Vinva out of the management fees received by it in respect of the Fund, unless otherwise notified to investors.

GST

Fees and costs stated in this section are expressed exclusive of GST. The Fund will claim all input tax credits or reduced input tax credits as applicable for any GST incurred by the Fund. If Vinva becomes liable to pay GST on any fees or costs, Vinva is entitled to be reimbursed from the Fund for the GST liability.



Taxation Considerations

The summary Australian taxation information contained in this document is a general guide in relation to the Australian taxation implications applicable to the Fund for Australian resident investors who hold their units in the Fund on capital account.

The summary reflects the income tax legislation in force, and the interpretation of the Australian Taxation Office and the Courts, as at the date of issue of this document. Further, as the Australian tax laws are subject to continual change, the summary should not be relied upon as a complete statement of all the potential tax considerations which may arise upon investing in the Fund.

Advice

We do not provide tax advice. As the tax treatment applicable to particular investors may differ, we strongly recommend that investors seek advice from a suitably qualified adviser as to the Australian taxation implications (including capital gains tax ("CGT") and Goods and Services Tax ("GST")) of their proposed investment in the Fund.

Fund taxation

The Fund is an Australian resident trust estate for tax purposes. The Fund has made an election to opt into the Attribution Managed Investment Trust (AMIT) regime from 1 July 2022. Vinva, as the Responsible Entity of the Fund, does not expect to be subject to Australian income tax (including CGT) in relation to the Fund. It is intended that all of the Fund's 'Determined Trust Components' will be attributed to investors on a fair and reasonable basis under the AMIT regime or, where the Fund is not eligible to be an AMIT, investors will be presently entitled to all of the distributable income of the Fund, in respect of each financial year.

Investors will be subject to tax on their attributed amounts under the AMIT regime, irrespective of the income distributions from the Fund. Where the Fund does not qualify as an AMIT, investors will be subject to tax on a share of the tax net income of the Fund, in proportion to their entitlement to the distributable income of the Fund, in the year in which their entitlement arises, irrespective of whether the income is distributed in cash after year end or is reinvested.

The Fund cannot attribute or distribute a loss to investors but losses may be carried forward in the Fund and offset against taxable income of

the Fund in subsequent years where certain conditions are met.

Details of the amounts attributed to an investor will be shown on the AMIT member annual (AMMA) statement issued after 30 June each year. The AMMA statement will also advise of any cost base increase or decrease adjustments which reflect, broadly, the difference between the amounts distributed to the investor and the amounts included in the assessable income of the investor, subject to adjustments for items such as tax offsets and the capital gain discount concession (refer below). Should the investor's tax cost base be reduced to zero, any excess amounts should be a capital gain that should be included in the determination of their net capital gain for the year.

AMIT multi-class election

It is expected that the Fund will make the AMIT multi-class election such that the Hedged class and Unhedged classes will be treated as separate AMITs for tax purposes.

All unit classes of the Fund share in the income, gains and losses from a pool of assets. The Hedged class of units will also hold FX forward hedging contracts to manage the FX exposure of the underlying assets. Gains/losses from the FX hedging contracts will be included in the calculation of determined trust components to be attributed to investors in the Hedged class only.

In a year of income, if either the Hedged class or Unhedged classes has a tax loss for a year, that tax loss may not be offset against the taxable income of the other class. Instead, it would be quarantined within that class (as each class is treated as a separate AMIT) and carried forward for offset against future income of that class, subject to satisfying certain conditions.

The AMIT multi-class election will continue to apply provided that the Fund continues to satisfy the relevant criteria to be an AMIT in any given year of income, which the Responsible Entity expects to be the case.

If the Fund is not an AMIT for a given income year (e.g., it does not qualify as a MIT for that year), the AMIT regime and the AMIT multiclass rules will not apply for that year of income. Instead, the general trust provisions of the tax law apply. In this case, the Fund will be treated as a single Fund and losses incurred by one class will be netted against income in the other class in determining the Fund's net (taxable) income.



Managed Investment Trust ("MIT") deemed CGT election

The Fund has made an election to apply deemed capital account treatment for gains and losses on disposal of certain eligible assets. Accordingly, subject to the Fund continuing to qualify as a MIT for a given income year, gains and losses on eligible assets (including equities, and units in other trusts, but excluding derivatives and foreign exchange contracts) realised in that year will be capital gains or capital losses.

Realised capital gains distributed by the Fund should be included with an investor's other capital gains and losses in determining the investor's net capital gain position for an income year. Capital gains distributed by the Fund should benefit from the 50% capital gains discount where the assets have been held by the Fund for 12 months or more (excluding the acquisition date and disposal date) and certain other conditions are satisfied. Discount capital gains distributed by the Fund must be grossed up to the nominal gain before offsetting capital losses, and investors should apply the relevant capital gains discount appropriate to them to the resulting capital gain. The amount of the discount is 50% for individuals and trusts, and 33.3% for complying superannuation entities. Companies are not eligible for the discount.

The former Australian Government announced a proposed amendment to the law to remove the 50% capital gains discount at the trust level for MITs and AMITs, although the discount will still be applicable at the investor level. The current Government has not confirmed whether the proposal will proceed. If it proceeds, it is expected to apply to income years commencing on or after three months after the date of Royal Assent of enabling legislation.

Foreign Income

The Fund may derive income from sources outside Australia. The trust components attributed to an investor may include foreign income and foreign income tax offsets (FITOs) which represent foreign taxes paid by the Fund on the foreign income. Broadly speaking, investors may be eligible to claim a tax offset in respect of the FITOs attributed by the Fund depending on the investor's own tax position.

Taxation of Financial Arrangements ("TOFA") regime

The TOFA rules may apply to certain "financial arrangements" held by the Fund, such as derivatives. In broad terms, in calculating the taxable income of the Fund, returns on certain financial arrangements may be recognised on an accruals basis rather than a realisation basis, and on revenue account. Gains/losses

from FX hedging contracts will generally be recognised on a realisation basis. The administrator of the Fund will assist the responsible entity with compliance with the TOFA rules, as required by the tax legislation.

Redemption of units

Where investors withdraw, switch or transfer any part of their investment in the Fund, the resulting disposal of units is a CGT event and investors may realise a capital gain or loss. Investors may be entitled to the capital gains discount on capital gains where the units in the Fund have been held for at least 12 months (excluding the acquisition date and disposal date) and certain other conditions are satisfied.

An investor's redemption proceeds may include a distribution or attribution of income or capital gains arising to the Fund as a result of the disposal of assets to fund the redemption, as well as a share of the taxable income of the Fund at the time of redemption. Any such income or gains distributed or attributed on redemption will be included in the AMMA statement issued to the investor and should be included in the investor's assessable income for that year.

Goods and Services Tax ("GST")

The Fund is registered for GST. The issue or withdrawal of units in the Fund and where applicable the receipt of any distributions are not subject to GST.

The Fund may be required to pay GST included in certain fees, charges, costs and expenses incurred by the Fund. However, to the extent permissible, the responsible entity will claim on behalf of the Fund a proportion of this GST as a reduced input tax credit.

To the extent that the Fund is investing in international securities, the Fund may be entitled to as yet undetermined additional input tax credit on the fees, charges or costs incurred. If the responsible entity is unable to claim input tax credits on and/or reduced input tax credits on behalf of the Fund, the responsible entity retains the ability to recover the entire GST component of all fees and charges.

Investors should seek professional advice with respect to the GST consequences arising from their investment in the Fund.

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

Australian investors may notify us of their TFN, ABN (provided they are investing in the course of conducting an enterprise) or their exemption status. In the event that we are not notified of the details, tax may be deducted from gross



payments including distributions of income at the highest marginal tax rate, including the Medicare Levy, until such time as the relevant TFN, ABN or exemption is provided. The collection, use and disclosure of your TFN will be in accordance with the tax laws and the Privacy Act. The investor may be able to claim a credit in the investor's tax return for any TFN/ABN tax withheld. By quoting their TFN or ABN, the investor authorises the responsible entity to apply it in respect of all the investor's investments with the responsible entity. If the investor does not want to quote their TFN or ABN for some investments, the responsible entity should be advised.

Non-resident investors

Non-resident investors may have tax deducted at relevant withholding tax rates from each distribution/reinvestment (or amounts attributed under the AMIT regime) where the amounts comprise of certain Australian sourced income and capital gains. Withholding tax should not apply to the franked dividend or foreign income components of distributions. Further, non-resident investors will not be subject to tax in respect of their share of net capital gains in respect of assets of the Fund that do not constitute taxable Australian property (as defined).

A non-resident investor will generally not be subject to Australian CGT on disposal of their units in the Fund, unless they held a 10% or greater interest in the Fund and the majority of the Fund's assets comprise taxable Australian real property. It is not expected that the Fund will hold a majority of taxable Australian real property.

If a non-resident investor holds their units in the Fund on revenue account, any profit on disposal of the units may be subject to Australian tax as ordinary income, subject to any available treaty relief.

Tax reform

The comments noted above are based on the taxation legislation and administrative practice as at the issue date of this document, together with changes to the taxation legislation as announced by the Government. However, it should be noted that the Australian tax system is in a continuing state of reform. These reforms may impact on the tax position of the Fund and its investors. Accordingly, it will be necessary to closely monitor the progress of these reforms, and it is strongly recommended that investors seek their own professional advice, specific to their own circumstances, of the taxation implications of investing in the Fund.

FATCA & CRS

The US Foreign Account Tax Compliance Act ("FATCA") and the Common Reporting Standard ("CRS") are two ways in which a large number of governments are seeking to improve global tax compliance. Both regimes require financial institutions to capture relevant information on certain foreign tax residents.

FATCA enhances information reporting of US citizens or residents, by implementing an international standard for the automatic exchange of information. Australia has entered into an inter-governmental agreement ("IGA") with the US to implement FATCA in Australia, to be administered through the Australian Taxation Office ("ATO"). The IGA generally requires Australian financial institutions to obtain and report annually on certain account information of US citizens or residents to the ATO.

CRS is a global reporting standard developed by the OECD, for the automatic exchange of information. Its goal is to allow tax authorities to obtain a clearer understanding of financial assets held abroad by their residents. Many countries have agreed to share with other participating countries, relevant account holder information in accordance with defined reporting standards.

Under FATCA and CRS, Vinva as the Responsible Entity of the Fund is responsible for collecting and reporting financial account information on certain foreign tax residents to the ATO who will in turn exchange this information with tax authorities of the US (FATCA) and other foreign countries who have agreed to participate (CRS).

All investors will be required to self-certify their FATCA and CRS status including their tax residency status (Australian or overseas). An investor who self-certifies as an overseas tax resident will have to provide a Tax Identification Number (TIN) which is the equivalent of an Australian Tax File Number.

Accordingly, the application form now contains additional account holder identification questions for the purposes of FATCA and CRS.



Directory

Responsible entity

Vinva Investment Management Limited

Registered office:

Level 27 259 George Street Sydney NSW 2000

Postal address:

Level 27 259 George Street Sydney NSW 2000

Telephone: +61 2 8298 4700 Facsimile: +61 2 8298 4777 Website: www.vinva.com

Directors:

Morry Waked, Nicholas Burt, Robert Cochrane, Andrew Jackson

Administrator

Link Fund Services Pty Limited Level 12, 680 George Street Sydney NSW 2000

Auditor

PricewaterhouseCoopers Australia One International Towers Sydney Watermans Quay Barangaroo NSW 2000

Custodian

JP Morgan Chase & Co. Level 18, 85 Castlereagh Street Sydney NSW 2000

Legal Adviser to Vinva

Corrs Chambers Westgarth Quay Quarter Tower 50 Bridge Street Sydney NSW 2000



Application and other forms

How to Invest

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

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

The minimum initial investment in the Fund is \$500,000 per investor, unless otherwise approved by Vinva. Each investor will need to qualify as a Wholesale Investor. Vinva may vary these minimum investment amounts from time to time.

Application monies should be sent by electronic transfer to:

Account Name: Vinva International Equity Fund

Bank: JPMorgan Chase Bank. N.A. Sydney Branch

BSB: 212 200 Account number: 86020933

For funds transferred from outside Australia, use a Swift ID: CHASAU2X instead of a BSB code.

NB: Cash & cheques will not be accepted.

Application Forms received and monies received by 1pm on a Business Day will receive the next Unit price that is calculated for the next valuation date (for applications). Generally, it is expected that this Unit price will be available on the next Business Day.

Please send completed Application Forms to:

Link Fund Services Pty Limited Vinva International Equity Fund Unit Registry Locked Bag 5038, Parramatta NSW 2124

A copy may be faxed to:

(02) 9221 1194



How do you qualify as a Wholesale Investor?

If you are investing \$500,000 or more in the Fund you are automatically deemed to be a Wholesale Investor and no additional documentation is required. If you are investing less than \$500,000, additional documentation will be required to certify that you are a Wholesale Investor in the form of one of the following:

- A qualified accountant's certificate (issued within the last 2 years) certifying that the applicant has:
 - net assets of at least A\$2.5million (including the net assets of any company or trust controlled by the applicant), or
 - a gross income for each of the last two financial years of at least \$250,000 (including the gross income of any company or trust controlled by the applicant).

OR

- 2. A statutory declaration that the applicant:
 - is a trustee of a superannuation fund within the meaning of the Superannuation Industry (Supervision) Act 1993 with net assets of at least A\$10 million,
 - controls at least A\$10 million (including any amount held by an associate or under a trust that the applicant manages),
 - is a manufacturer and employs 100 or more people, or is not a manufacturer and employs 20 or more people,
 - · holds an Australian financial services licence, or
 - is a 'professional investor' as otherwise defined in the Corporations Act.

Please complete and provide the attached "Sophisticated or Professional Investor Certificate" with the Application Form if you are relying on one of the categories of Wholesale Investor listed in paragraph 1 or 2 above.

Please contact Vinva or the Administrator if you need assistance in providing the appropriate documentation to certify that you are a Wholesale Investor.

Regular Information

Following acceptance of your application, you will be sent an application advice. You should check the details on the advice carefully and contact the Administrator if you have any questions.

Additional Investment

Additional investments can be made using the Additional Application Form on page 43.

If You Have Any Questions...

If you have any questions about any matter relating to the Fund, please telephone Vinva on (02) 8298 4700.



Examples of correct names and required signatures

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



C CLASS APPLICATION FORM

Vinva International Equity Fund ARSN 660 431 087

This application form relates to the C Class Information Memorandum dated February 2024 (IM) issued by Vinva Investment Management Limited, ABN 38 142 528 783, AFSL No. 351058. Please read the IM in full before completing this Application Form. Unless otherwise specified, terms defined in the IM have the same meaning in this Application Form.

INDIVIDUALS, COMPANIES, TRUSTS & TRUSTEES

If you are a new investor, please complete PART A: Investor & Investment Details section and PART B: Investor Identification section of the Application Form, and send all documents to the Administrator at the address below. If your investor type does not fall into any of the three investor categories in sections 1-3 of this form please contact Link Fund Services to enquire about what information and documentation is required for identification purposes under Anti-Money Laundering/Counter Terrorism Financing legislation (AML/CTF Law). Our verification procedure and requirements (including certified identification evidence) is included for your reference. If you are an existing investor making an additional investment, you may fax your instruction to the Administrator to fax number (02) 9221 1194 or email to Vinva@linkmarketservices.com.au. Existing investors whose details have changed must also complete the Identification Documentation section and send all documents to the Administrator at the address below:

Link Fund Services Pty Limited (Registry Services) C/- LINK Market Services Limited Attention: Vinva International Equity Fund Unit Registry Locked Bag 5038, Parramatta NSW 2124

A copy may be faxed to: (02) 9221 1194

PART A: INVESTOR & INVESTMENT DETAILS (all investors must complete this section)

Is this an application from a new investor or an existing investor in this fund?										
New investor - please provide	the name of the holding (in a format that you want to appear on the unit holder register)									
New Investor Name										
Existing investor - If you are a Redemption Request Form on	an existing investor in this fund, please complete the Additional Application Form on page 43, or the page 44.									

Type of investor - please tick applicable box

Account Type	Section to Complete after Part A is completed	AML Identification Requirements Groups to Complete (Section 4)
Individual/Joint Investors	Sections 3	Group A
Trust/Superannuation Fund with individual trustee(s)	Sections 2	Group B or C, & D
Trust/Superannuation Fund with corporate trustee	Sections 1 & 2	Group B or C, & D
Company	Sections 1	Group E or F

Please refer to Section 4 page 32 for AML Identity Verification Requirements

You acknowledge that any personal information you provide to Vinva or the Administrator will be collected and handled in accordance with Vinva's and the Administrator's privacy policies. A copy of each policy can be found at the following websites:

 $www.vinva.com \ or \ https://www.linkmarketservices.com.au/services/custody-and-fund-administration.html$

In addition a copy may be posted/emailed to you if you contact Vinva on (02) 8298 4700. By submitting any form or any other paperwork relating to your investment you consent to your personal information being collected and handled by Vinva or the Administrator in accordance with that policy.



Vinva International Equity Fund

Contact I				Curnom										
Full given name(s) Surname														
Compar	Company name / Trustee Name / Account Name													
ACN or	ABN													
Contact addre	ess (PO Box is NOT acce	eptable)												
Street	·													
		1	[i i										
Suburb		State		Postcode				Cou	ntry					
Telephone		Facsimile		Email										
Investme	nt Details													
Amount	AUD \$													
Please note ti	ne minimum initial inve	estment amo	 unt is \$500,000.00 p	per investo	r, unle	ess ap	prove	ed by	Vinva	a.				
Source of fu	nds being invested:													
retirement inheritance	_	employment i	income/savings stments	_		s activ				sale		sets		
Payment	Details													
_	c Funds Transfer (EFT		Bank: BSB: Account Number: Account Name: Swift ID:	JPMorgar 212 200 86020933 Vinva Inte CHASAU	s ernatio				/dney	Bran	nch			
Use Swift ID i	nstead of BSB code if	funds are tra	ansferred to the acc	ount from o	utside	e Aus	tralia.							
Taxation	Details													
Are you a res	sident of Australia fo	r taxation p	urposes? (Select ☑	one of the fo	ollowin	g optic	ons)							
☐ Yes -	please complete below	w 🗆 N	lo – please provide	country of	reside	ence:								
Tax File Nu	mber (TFN) or Austra	alian Busine	ess Number (ABN):											
Exemption	Exemption Number:													
Please indica	ate to whom this TFN	or ABN bel	ongs:											
☐ Compan	_		☐ Individual	☐ Other	– nle	ase '	speci	fv:						
Disease notes Very	•	or your TEN or A		Ott 101	 ۱۳۸۱ م	ADNIA	مواديد الد	· · · · · ·		TEN a				

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



Vinva International Equity Fund

Distributions a	nd withdrawal p	proceeds									
Distributions	Please confirm how you would like to receive any distributions – either paid into an Australian bank account or automatically reinvested as additional units in the Fund.										
	Reinvestment	☐ Payment into bank account (please provide bank account details below)									
	If no election is ma	de, any distributions will be reinvested.									
Your bank account details	Distributions and withdrawal proceeds can only be paid to an Australian bank account and cannot be paid by cheque. By completing this section, you confirm that any distributions and withdrawal proceeds sent by EFT to a designated bank account are sent at your risk insofar as the onus to provide bank account details rests solely on you. Transfer charges will be levied.										
	. ,	tions and withdrawal proceeds to the following bank account:									
	Bank										
	Branch Name										
	BSB	Account Number									
	Account Name										



PART B: INVESTOR IDENTIFICATION

SECTION 1 - INVESTOR TYPE: AUSTRALIAN & FOREIGN COMPANY

Please note, if you are an Australian Company acting as trustee of a fund, please also complete Section 2.

1 1 Gene	ral Informati	on	, ,			,	
Full name	d by ASIC or						
the company			body registration no provide name of the r	umber	y below		
Country of incorporation	formation / on / registratio	n					
Registered o	ffice address (PO Box is NOT a	acceptable)				
Street							
Suburb		State		Postcode		Country	
Telephone		Facsim	ile	Email			
Principal pla	ce of business	(if any) (PO Box	is NOT acceptable)	<u> </u>			
Street			. ,				
Suburb		State		Postcode		Country	
Telephone		Facsim	ile	Email			
1.2 Regul	latory/Listin information requ	g Details (if a	any) (select ☑ the fo	ollowing four ca	ategories whici	h apply to t	he company and
☐ Regulate	d company ¹						
Regulator na	ame						
Licence Nur (eg AFSL, A RSE)							
☐ Australia	ın listed compa	ny					
Name of ma exchange	rket /						
☐ Majority-	owned subsidi	ary of an Austra	ilian listed company	,			
Australian lis							
Name of ma or exchange							
☐ Foreign o	company						

¹ (subject to the supervision of a Commonwealth, State or Territory statutory regulator beyond that provided by ASIC as a company registration body. Examples include Australian Financial Services Licensees (AFSL); Australian Credit Licensees (ACL); or Registrable Superannuation Entity (RSE) Licensees).

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Country of for incorporation registration							VIII	va intern	ational Equity	runa
1.3 Comp	any Typ	e (select ☑ o	nly ONE of t	he fol	lowing catego	ries)				
☐ Australia	n Proprieta		ompany or N	lon-L	isted Public		complete secti			
1.4 Direct	Ors (only	needs to be co	ompleted for	propi	retary compai	nies as per 1	.3, NOT require	ed for Publ	ic Companies)	
How many dire										
Provide full na	me of each	director								
Full give	en name(s)			_	Surname					
1										
2										
3]						
4]						
	icial Ow	nership De					nttached it to yo		ation form.	nies
Provide details (through direct				ly, joi	ntly or benefic	ially at least	25% of the con	npany's iss	sued share capita	al
Shareholder/	Beneficial	Owner 1								
Full given na	ime(s)			Γ	Surname				Date of birth (dd/	mm/yyyy)
Residential ad	dross (BO)	Pov in NOT ages	ontoblo)					L	/ /	
Street	diess (FO	SOX IS IVOT ACCE	еріаріе)							
Sireet			-					-		
Suburb			State			Postcode		Country		
Shareholder/ Full given na		Owner 2		Г	Surname			[Date of birth (dd/	mm/yyyy)
									/ /	
Residential ad	ddress (PO	Box is NOT acce	eptable)							
Street										
Suburb			State			Postcode		Country		

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



SECTION 2 - INVESTOR TYPE: ALL TRUSTS (INCLUDING SUPERANNUATION FUNDS)

2.1 General Information	ation						
Full name of trust							
Full name of the Trustee of the trust							
Country where trust established							
2.2 Type of Trust (s	elect ☑ only one of the following trust types and provide the information requested)						
☐ Registered managed	investment scheme						
Provide Australian R	egistered Scheme Number (ARSN)						
☐ Regulated trust (e.g.	an SMSF)						
Provide name of the	regulator (e.g. ASIC, APRA, ATO)						
Provide the trust's Al	Provide the trust's ABN or registration / licensing details						
☐ Government superan	nuation fund						
Provide name of the	legislation establishing the fund						
☐ Other trust type							
Trust description (e.ç	g. unregistered, fixed, family, unit)						
Full name of settlor(s	3)1						
2.3 Trustee Details							
How many trustees are the	re?						
Type of Trustee (please s	elect)						
☐ Corporate Trustee							
Full name of Compa	ny (please then complete Section 1						
☐ Individual Trustee(s)							
Please fill out details	of individual trustee(s) below (individual's name must match provided ID exactly)						

¹ Provide name of settlor of the Trust where the initial asset contribution to the Trust was greater than \$10,000 (unless settlor is now deceased). Group A verification will also be required (refer to Section 4)



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Individua	l Trustee 1								
Full give	n name(s)		Surnam	ne			Date of I	oirth (dd/mm/	уууу)
							/	/	
Residentia	al address (PO Box is NOT acc	eptable)							
Street									
Suburb		State		Ро	stcode	Cou	ntry		
Individua	l Trustee 2								
Full give	n name(s)		Surnam	ne		,	Date of I	oirth (dd/mm/	уууу)
							/	/	
Residentia	al address (PO Box is NOT acc	eptable)							
Street									
Suburb		State		Po	stcode	Cou	ntry		
		J L							
If there a	re more trustees, provide d	etails on a se	parate shee	et of pape	r and attach it	to your appli	cation form	-	
2.4 Be	neficiary Details (only o	complete if "Otl	her trust typ	e" is selec	ted in section 2.	2 above)			
Do NOT co	emplete if the trust is a register	ed managed inv	estment sch	neme, regul	ated trust (e.g. S	MSF) or gover	nment supera	annuation fun	d.
Do the ter	ms of the trust identify the be	eneficiaries by	reference to	members	hip of a class?				
☐ Yes	Provide details of the mem	bership class/e	es						
	(e.g. unit holders, family me person, charitable purpose		ned						
]		(Go to Section	on 2.5)
□ No	How many beneficiaries are	e there?			provide full na	ime of each be	eneficiary be	low	
Full	given name(s)			Surr	name				
1									
2									
3									\exists
4				 					_

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



2.5 Beneficial ownership details (only complete if "Other trust type" is selected in section 2.2 above)

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

Provide the names and details of any beneficial owner of the trust. A beneficial owner of a trust is any individual who has a 25% or more interest in the trust or who directly or indirectly controls¹ the trust.

Beneficial Ov			Curnomo			Data of hirth	o (dd/mm/aaa)
Full given na	ame(s)		Surname			/	n (dd/mm/yyyy)
Residential ad	ddress (PO Box is NOT acc	eptable)					
Street							
Suburb		State		Postcode	Country	,	
Role (such a	as trustee or appointor)						
Beneficial Ov Full given na			Surname			Date of birth	n (dd/mm/yyyy) /
Residential ad	ddress (PO Box is NOT acc	eptable)					
Street							
Suburb		State		Postcode	Country	,	
Role (such a	as trustee or appointor)						

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

¹ Controls includes control by acting as trustee; or by means of trusts, agreements, arrangements, understandings and practices; or exercising control through the capacity to direct the trustees; or the ability to appoint or remove the trustees



SECTION 3 - INVESTOR TYPE: INDIVIDUAL

Full given name(s)	S	urname	Date	e of Birth (dd/mm/yyyy) / /
esidential a <u>ddress (PO Bo</u>	ox is NOT acceptable) Only p	rovide address details if not pr	rovided in Section 2.4 above	
Street				
Suburb	State	Postcode	Country	
OMPLETE THIS PART	IF INDIVIDUAL IS A	SOLE TRADER		
Full business name			ABN (if any)
rincipal Place of Busines	s (if any) (PO Box is NOT a	acceptable)		
Street				



SECTION 4: AML IDENTITY VERIFICATION REQUIREMENTS

Type of investor

Account Type	AML Identification Requirement Groups to Complete
Individual/Joint Investors	Group A
Trust/Superannuation Fund with individual trustee(s)	Group B or C, & D
Trust/Superannuation Fund with corporate trustee	Group B or C, & D
Company	Group E or F

- Identification documentation provided must be in the name of the Applicant
- Applications made without providing this information cannot be processed until all the necessary information has been provided
- If you are unable to provide the identification documents described please contact Vinva on (02) 8298 4700

These documents should be provided as an original or a CERTIFIED COPY of the original (see next page for more information on certified copies).

	GROUP A – Individuals				
Each	individual investor, individual trustee, a	nd beneficial owner must provide one of the following primary photographic ID:			
		foreign equivalent) that includes a photo and signature			
	· · · · · · · · · · · · · · · · · · ·				
If you Colun		ments, please provide one valid option from Column A and one valid option from			
Colu	ımn A	Column B			
	Australian birth certificate	A document issued by the government within the last 12 months which contains the individual's name and residential address.			
	Australian citizenship certificate	□ A document issued by the Australian Taxation Office within the last 12 months			
	Pension card issued by Department of Human Services (previously known as Centrelink)	which contains the individual's name and residential address. Block out the TFN before scanning, copying or storing this document.			
	Health care card issued by Department of Human Services	☐ A document issued by a local government body or utilities provider within the preceding 3 months which contains the individual's name and residential address.			
	(previously known as Centrelink)				
		stment Scheme, Regulated Superannuation Fund (including a self- managed tion Fund or a trust registered with the Australian Charities and Not-for-profit Commission (ACNC)			
Drovid	de one of the following:				
	ŭ	elevant regulator's website e.g. APRA, ASIC or the ATO			
		tition establishing the government superannuation fund sourced from a government			
	A copy from the ACNC of information r	egistered about the trust as a charity			
	e above must show the Trust's full name ding a self- managed super fund) or go	e and type (i.e. registered managed investment scheme, regulated superannuation fund vernment superannuation fund).			
		GROUP C - Other Trusts (unregulated)			
		or each beneficial owner of the trust who is directly or indirectly entitled to benefit from a rectly or indirectly controls the trust, and in relation to the Trust, the following:			
	A certified copy or certified extract* of t Beneficiaries, Settlor and Settled Sum	he Trust Deed. Extracts of Trust Deeds must include the name of the Trust, Trustees, and be executed.			
		GROUP D - Trustees			
	If you are a Corporate Trustee - pleas	ase provide the identification documents listed under Group A. se provide the identification documents listed under Group E or F. ase provide the identification documents for each investor type listed under Group A and			



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GROUP E – Regulated Australian Companies	
Provide one of the following:	
······································	
☐ If the company is listed on an Australian securities exchange, provide details of the exchange and the ticker (issuer) code	ıe
· · · · · · · · · · · · · · · · · · ·	
All of above must clearly show the company's full name, its type (i.e. public or proprietary) and ACN issued to the company.	
GROUP F - Other Australian Companies (unregulated)	
controls 25% or more of the issued capital, or who exerts control over the company), and in relation to the unregulated company, or	
□ A full company search issued in the previous 6 months	
F	Territory regulatory body e.g. AFSL, RSL, ACL etc. If the company is listed on an Australian securities exchange, provide details of the exchange and the ticker (issuer) code If the company is a majority owned subsidiary of a company listed on an Australian securities exchange, provide details of the exchange and the ticker (issuer) code for the holding company An Annual Statement from ASIC issued in the previous 12 months A full company search issued in the previous 3 months A certificate of Company Registration All of above must clearly show the company's full name, its type (i.e. public or proprietary) and ACN issued to the company. GROUP F - Other Australian Companies (unregulated)

CERTIFIED COPY OF AN ORIGINAL DOCUMENT

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

Certified extract means an extract that has been certified as a true copy of some of the information contained in a complete original document by one of the persons described in the sub-paragraphs below.

People who can certify documents or extracts are:

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

The eligible certifier must include the following information:

- Their full name Address
- Telephone number The date of certifying
- Capacity in which they are eligible to certify, and An official stamp/seal if applicable

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

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

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



SECTION 5 – FATCA & CRS SELF-CERTIFICATION DECLARATION

This certification must be completed <u>by all investors</u> to declare their FATCA & CRS status. Please refer to section 5.5 of this section for an explanation of terms before completing this form. Neither Vinva nor Link Fund Services is able to provide you with tax or professional advice in respect of FATCA & CRS and we strongly encourage you to seek the advice of an experienced tax professional in relation to completing this form.

What are FATCA & CRS? FATCA is the US Foreign Account Tax Compliance Act. CRS is the Common Reporting Standard developed by the OECD. Please refer to the Taxation Considerations section on page 16 for further information

5.1	Type of Investors						
☐ In	dividual or joint investor – please	complete section 5.2					
□ s	Superannuation fund – please complete sections 5.3						
□ с	ompany, Trust, Partnership or otl	ner – complete section 5.4					
5.2	Individual or Joint Investo	rs					
	int investors please provide details i letails on a separate page and attac		ninors). If there are n	nore than 2 individuals please provide			
1. Ar	re you a US citizen or US resident	for tax purposes?		ovide information requested below swer question 2 below			
2. Ar	e you a tax resident of any other o	country outside of Australia	? ☐ Yes Please pro ☐ No Section 5				
	dent of more than one jurisdiction plon a separate piece of paper).	ease include details for all juris	sdictions below (if m	ore than 2 jurisdictions please provide			
Inc	lividual 1						
	Country of Tax Residence	Tax Identification Number (ΓΙΝ) or equivalent	Reason Code if no TIN provided			
1.							
2.							
Inc	lividual 2						
	Country of Tax Residence	Tax Identification Number (ΓΙΝ) or equivalent	Reason Code if no TIN provided			
1.							
2.							
If F	If TIN or equivalent is not provided, please provide reason from the following options: Reason A: The country/jurisdiction where the entity is resident does not issue TINs to its residents Reason B: The entity is otherwise unable to obtain a TIN or equivalent number (Please explain why the entity is unable to obtain a TIN in the below table if you have selected this reason) Reason C: No TIN is required. (Note: Only select this reason if the domestic law of the relevant jurisdiction does not require the collection of the TIN issued by such jurisdiction) If Reason B has been selected above, explain why you are unable to obtain a TIN:						
5.2	Superannuation Funds						
	•						
Full le	gal name of the Superannuation Fu	nd					
	ou an Australian Retirement Funces Skip to Part C Continue to section 5.4	I (refer to FATCA definitions in	section 5.5)				



5.4 E	ntity Investors (Company, Trust, Partn	ership, Association etc	
Full lega	al name of the Entity		
FATO	CA (US Foreign Account Tax Complian	ce Act)	
	only ONE of the following three FATCA categories th	·	nd provide the information requested
	ction 5.5 for further explanation of FATCA terms	-	a provide tre internation requested.
_	-		
	J.S person as defined under FATCA and U.S. Into artnership that is established under the laws of the U		
(a)	U.S. federal tax classification ▶ Please confirm en	tity's U.S. federal tax classifica	ation below
	□ Single-member LLC □ C Corporation	☐ S Corporation ☐ I	Partnership ☐ Trust/estate
	☐ Limited liability company - C corporation	☐ Limited liability compar	ny - S corporation
	☐ Limited liability company – Partnership	☐ Other ▶ Please provide	e detail:
(b)	Are you exempt from FATCA reporting?		
	☐ Yes Please provide your FATCA exem	ption code	
	☐ No Please provide your U.S. Taxpaye	er Identification Number (TIN)	
□ 2. F	inancial Institution (FFI) (Select one of the options (a) Reporting IGA FFI or Participating FFI	s below to confirm which type	of FFI you are)
	Provide entity's GIIN		
	(b) Sponsored FFI or Trustee Documented Provide complete details of the Sponsoring		
	Name of Sponsoring Entity or Trustee		GIIN of Sponsoring Entity or Truste
	January State of the State of t		
	(c) FFI that does not need to register (eg N Provide complete details below	on-Reporting IGA FFI)	
	FATCA status		GIIN (if applicable)
	(d) Non-participating FFI (note that information	tion about you will be reported	to ATO and IRS).
	☐ (e) Exempt Beneficial Owner		
☐ 3. r	Non-Financial Foreign Entity (NFFE) (Select one of	of the options below to confirm	which type of NFFE you are)
	☐ (a) Active NFFE		
	☐ (b) Passive NFFE with no controlling U.S.	persons	
	(c) Passive NFFE with controlling persons		



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U.S. Person 1		U.S. Person 2	
□Controlling Person □Beneficiar	y □Trustee □Owner	□Controlling Person	□Beneficiary □Trustee □Owner
□Director □Other – please speci	fy	□Director □Other	– please specify
Full Name		Full Name	
Residential address (PO box is not	acceptable)	Residential address	(PO box is not acceptable)
U.S. Taxpayer Identification Number	er (TIN)	U.S. Taxpayer Identi	ification Number (TIN)
If there are more US persons, provid	de details on a separate si	heet of paper and attach	it to your application form
CRS (Common Reporting S	•		
1. Are you a tax resident of any o	•		
	d continue to question 2. If r ore than 2 jurisdictions plea		jurisdiction please include details for all arate piece of paper)
Country of Tax Residence	Tax Identification Numl		Reason Code if no TIN provided
1.			
2.			
<u> </u>			
 Reason B: The election is unable to obtain Reason C: No TII 	n a TIN in the below table if y N is required. (Note: Only se he collection of the TIN issu	obtain a TIN or equivalent you have selected this rea elect this reason if the dom ed by such jurisdiction)	number (Please explain why the entity
□ No Continue to question 2			
E NO Commune to question 2			
2. Are you a Financial Institution	for the purposes of CRS?	(definitions in section 5.5	5)
☐ Yes Continue to question 3			
□ No Skip to question 4			
3. Are you an Investment Entity (g Jurisdiction for CRS purposes
and managed by another Finar	icial institution? (definition	is in section 5.5)	
☐ Yes Continue to question 5☐ No Skip to Part C			
□ NO SKIP TO FAIT C			
4. Are you an Active Non-Financi	al Entity (Active NFE)? (N	IFFE as per definitions in	section 5.5)
☐ Yes Specify the type of Act	ive NFE below then skip to	Part C	,
☐ Less than 50% of the Acti	ive NFE's gross income from	n the preceding calendar y	year is passive income and less than
	e preceding calendar year a		
☐ Corporation that is regula	•		OraliOH
☐ Governmental Entity, Inte	•		2.5
□ No You are a Passive Non-I	-manciai ⊑nuty (Passive r	vr⊏j. Continue to question	10



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

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

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

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

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

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

	does not require the collection of the TIN issued by such jurisdiction)
If Rea	ason B has been selected above, explain why you are unable to obtain a TIN:
□ No	Continue to Part C



5.5 Explanations

Common Terms Foreign government; or Financial institution (also referred to as Foreign financial institution or International organisation; or "FFI" under FATCA) - an entity created or organised outside of the U.S. Foreign Central Bank of Issue; or a) Depository institution - entity that accepts deposits in the ordinary Any other specifically identified class of entities, including course of banking or similar business (banks, credit unions), or those posing a low risk of tax evasion, as determined by the IRS (e.g. start-up entities, entities in liquidation, not-for profit b) Custodial institution - entity that holds financial assets for the account of others as a substantial portion of its business (brokers, custodians), or c) Investments entity -means any entity that conducts as a business (or Passive NFFE with controlling U.S. persons - any NFFE that is is managed by an entity that conducts as a business) one or more of the not an Active NFFE or is not a withholding foreign partnership or following activities or operations for or on behalf of a customer: trust and has controlling U.S. persons. □ trading in money market instruments (cheques, bills, certificates of deposit, derivatives, etc.); foreign exchange; exchange; interest rate and Passive NFFE with no controlling U.S. persons - any NFFE that is not an Active NFFE or is not a withholding foreign partnership or index instruments; transferable securities; or commodity futures trading; $\hfill \square$ individual and collective portfolio management; or trust and where none of the entity's controlling persons are U.S. □ otherwise investing, administering, or managing funds or money on behalf of other persons. Participating FFI – an FFI that enters into an agreement with the IRS to undertake certain due diligence, withholding and reporting Non-Financial Foreign Entity ("NFFE") - any non-U.S. entity that is not a financial institution. NFFE can be either Active NFFE or Passive NFFE requirements for U.S. account holders in accordance with FATCA (refer below for more details). and is generally able to provide GIIN. U.S. citizen or U.S. resident for tax purposes - includes: anyone born in the U.S. (who hasn't renounced their citizenship) Exempt Beneficial Owner - this is non-reporting entity under anyone living in the U.S. FATCA and may include: the Australian Government, State and local governments and □ a green card holder local authorities and their wholly owned agencies or □ U.S. passport holder instrumentalities, including certain named entities; □ U.S. companies, trusts or partnerships International, intergovernmental and supranational organisations: Controlling Persons - means the natural persons who exercise control Reserve Bank of Australia and its subsidiaries: over an Entity. In the case of a trust, such term means the settlor, the trustees, the protector (if any), the beneficiaries or class of beneficiaries, Complying Australian superannuation funds (including selfand any other natural person exercising ultimate effective control over the managed super funds); trust, and in the case of a legal arrangement other than a trust, such term means persons in equivalent or similar positions. The term "Controlling Investment entity wholly owned by exempt beneficial owners; Persons" shall be interpreted in a manner consistent with the Financial Non-Reporting IGA FFI – this is non-reporting entity (certified or registered deemed-compliant FFI) under FATCA and may include: Action Task Force Recommendations. Financial institution with Australian client base (must satisfy GIIN - Global Intermediary Identification Number is an IRS registration all condition listed in paragraph III. A of Annex II of the IGA, number for financial institutions. including at least 98% of the U.S. dollar value of all account balances must be held by Australian residents); TIN - is U.S. Taxpayer Identification Number and may include Social Small local banks that meet criteria listed in the IGA: Security Number (SSN) or Employer Identification Number (EIN). Financial Institution that is not an Investment Entity with only IGA - Agreement between the Government of Australia and the Low-Value Accounts (i.e. with value of U.S.\$ 50,000 or less) Government of the United States of America to Improve International Tax and with total assets of no more than U.S.\$50 million; Compliance and to Implement FATCA. Qualified credit card issuer (with customer deposits of U.S.\$50.000 or less): Australian Retirement Fund Trustee-Documented Trust – A trust established under the 1. Any plan, scheme, fund, trust, or other arrangement operated laws of Australia to the extent that the trustee of the trust is a principally to administer or provide pension, retirement, Reporting U.S. Financial Institution, Reporting Model 1 FFI, or superannuation, or death benefits that is a superannuation entity or Participating FFI and reports all information required to be public sector superannuation scheme (including an exempt public reported pursuant to the Agreement with respect to all U.S. sector superannuation scheme) as defined in the Superannuation Reportable Accounts of the trust; Industry (Supervision) Act 1993, or a constitutionally protected fund as Sponsored investment entity - an investment entity defined in the Income Tax Assessment Act 1997. established in Australia that has a Sponsoring entity; 2. A pooled superannuation trust as defined in the Income Tax Assessment Act 1997. Certain Investment Manager and Investment Advisors; 3. Any Entity that is wholly owned by, and conducts investment activities, Certain Collective Investment Vehicles that meet criteria accepts deposits from, or holds financial assets exclusively for or on behalf of, one or more plans, schemes, funds, trusts, or other listed in the IGA. arrangements referred to in subparagraphs (1) or (2) of this paragraph. Non-Participating FFI - an entity that does not comply with FATCA and generally will not fall into any of the below categories:

Participating FFI; or **FATCA Status** Reporting FFI; or FATCA status refers to entity classification under FATCA and may **Exempt Beneficial Owner** include:

Active NFFE - any NFFE that meets following criteria: NFFE where less than 50% of income is passive income (i.e. dividends, interest, annuities etc.) and less than 50% of its assets produce passive income; or

Entity's stock is regularly traded on established securities market (e.g. entity listed on ASX) or affiliated group of such

Entity organised in U.S. Territory and owned by its residents;

Further information about FATCA & CRS can found at:

http://www.irs.gov/fatca

http://treasury.gov.au/Policy-Topics/Taxation/Tax-Treaties/HTML/Intergovernmental-Agreement

http://www.aph.gov.au/About_Parliament/Parliamentary_Departments/Pa rliamentary Library/pubs/rp/rp1314/QG/FATCA

http://www..oecd.org/tax/automatic-exchange/international-framework-

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



PART C - DECLARATION AND SIGNATURE

I acknowledge declare and agree that by signing this Application Form:

- I have received and read the IM to which this Application Form applies and have received and accepted the offer to invest in Australia.
- I have received and read the C Class IM Fee Addendum for the C Class and have accepted the fee structure set out in the IM Fee Addendum
- By applying for Units, I will not be in breach of any law of any jurisdiction.
- I am a wholesale client as defined in section 761G or section 761GA of the Corporations Act.
- If I have received the IM from the internet or other electronic means that I received it personally or a print out of it, accompanied by this Application Form.
- All details provided by me in this Application Form are true and correct and I understand that Vinva will rely on the information in this Application Form.
- I have asked and have been provided with a copy of, and have read, the Constitution.
- The information regarding my tax status for purposes of FATCA and CRS is correct and I will promptly notify Vinva Investment Management if any information changes.
- I will be bound by the provisions of the current IM and the Constitution, as amended from time to time, and I will become a Unitholder on and subject to the terms of the Constitution.
- Vinva is authorised to apply or use the TFN or ABN provided above for all future applications for Units, including reinvestments, unless I notify Vinva otherwise.
- None of Vinva or its related bodies corporate guarantees the repayment of capital invested in the Fund, the
 performance of the Fund or any particular return from the Fund.
- I understand the risks involved in investing in the Fund.
- Vinva may be required to pass on information about me or my investment to the relevant regulatory authority in
 compliance with the AML/CTF Law. I will provide such information and assistance that may be requested by Vinva to
 comply with its obligations under the AML/CTF Law and I indemnify it against any loss caused by my failure to
 provide such information or assistance.
- The monies used to fund my investment in the Fund are not derived from or related to any money laundering, terrorism financing or other illegal activities, whether prohibited under Australian law, international law or convention ('illegal activity') and the proceeds of my investment in the Fund will not be used to finance any illegal activities.
- I am not a 'politically exposed' person or organisation for the purpose of any AML Law and will notify the Administrator if I become a 'politically exposed' person or organisation for the purposes of the AML/CTF Law.
- I consent to details about my application and holdings being disclosed in accordance with the "Privacy Policy" section
 of the IM.
- If acting as a trustee on behalf of a superannuation fund or trust, I am acting in accordance with my designated
 powers and authority under the fund's trust deed and applicable legislation and I am the sole trustee (unless
 otherwise expressly stated), and in the case of a superannuation fund, I also confirm that it is a complying fund under
 the Superannuation Industry (Supervision) Act 1993.
- Vinva and the Administrator are authorised to accept and act upon any instructions in respect of this application and the Units to which it relates given by me by facsimile. If instructions are given by facsimile, the onus is on me to ensure that such instructions are received in legible form and I undertake to confirm them in writing. I indemnify Vinva and the Administrator against any loss arising as a result of any of them acting on facsimile instructions. Vinva and the Administrator may rely conclusively upon and shall incur no liability in respect of any action taken upon any notice, consent, request, instruction or other instrument believed, in good faith, to be genuine or to be signed by properly authorised persons.
- Vinva issues the IM solely in its capacity as responsible entity of the Fund, and (without limiting its rights under the Constitution) Vinva's liability is limited to the amount which Vinva is actually indemnified for out of the assets of the Fund in respect of such liability.
- I appoint Vinva as attorney to the extent reasonably necessary to enable Vinva to facilitate the registration of Units
 applied for by me.
- Vinva reserves the right to reject any application.

Account operating instructions (if no selection is made, all individuals to sign will be assumed)	
☐ Any individual to sign	
Any two individuals to sign	
☐ All individuals to sign	
Other (please specify):	



Vinva International Equity Fund

	Signature		Name and title (block letters please)	Date
1				
	Signature	ĺ	Name and title (block letters please)	Date
2				
	Signature		Name and title (block letters please)	Date
3				
	Signature	i	Name and title (block letters please)	Date
4				



SOPHISTICATED OR PROFESSIONAL INVESTOR CERTIFICATE

If you are investing less than \$500,000, additional documentation will be required to certify you are a professional investor. Please complete this Certificate. Further information can be found on page 20.

To: Vinva Investment N	Management Limited					
Please: ☐ Complete Section ☐ Complete Section ☐ Sign and Date Sec	2 - either complete Option B and ha	ve your accountant sign it OR complete <i>Option A</i>				
SECTION 1: INVES	STOR DETAILS					
Full given name	(s) or Company name	Surname				
Residential address if a	an investor or company registered offi	ce address (PO Box is NOT acceptable)				
Suburb	State	Postcode Country				
Telephone	Facsimile	Email				
SECTION 2: CERTIFICATION OPTION A: Professional Investor Category I certify that I am a "professional investor" as defined in section 9 of the Corporations Act 2001. Details of the Managed Fund or Superannuation Fund/Trust/Scheme (if applicable) (block letters please) Name Address						
Street						
Suburb	State	Postcode Country				
Telephone	Facsimile	Email				

NOTE: Vinva may require independent verification of your professional investor status.



Accountan	o Quan	fied Accountant*		. ,				
- CCOuntain	t's na	me						
Name of fi	rm							
ddress Street								
Suburb			State		Postcode		Country	
elephone			Facsimile		Email			
ertify that	the foll	owing is true and	correct in ev	ery particular:				
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	(b)	I belong to (nan			_	•		
	(c)	• ,	•	from this profess				
	(d)		_		-		of this cert	tificate ("Investor");
	(e)		-	e purpose of sect				
	(f)	The Investor ha			()(, ,		•
	(-)			least \$2 500 000	(including the	e net assets of a	iny compan	ny or trust controlled b
			Investor); or		(morading th	o not assets of c	iriy oompar	iy or trade dontrolled t
								a year (including the
C:	4	gro	oss income of	any company or		•	_	Na.4.2
Signa	ture			Name and title	(block letters	s piease)		Date
		means a member of a	professional bod	y that is approved by A	SIC in writing for	the purpose of the de	finition. ASIC h	as indicated that it will
rove any mer The Aust		ciety of Certified Practi	icing Accountants	("ASPCA"), who is ent	titled to use the po	ost-nominals "CPA" or	"FCPA", and i	s subject to and complies wi
the ICAA		uing professional devel			o use the post-no	minals of "CA" "ACA	or "FCA" and	I is subject to and complies
with the I	CAA's co	entinuing professional e	education requirer	nents; or				
		ation requirements.	ile NIA), WIIO IS E	entitied to use the post-	HOMINAIS IVIINIA I	or FINIA, and it subje	ect to and com	olies with NIA's continuing
	3. IV	IVESTOR'S S	IGNATUR)=				
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Locked Bag 5038, Parramatta NSW 2124

(02) 9221 1194



FAX:

C CLASS ADDITIONAL APPLICATION FORM

Vinva International Equity Fund							
Investor Number							
Investor Name							
AMOUNT OF A	DDITIONAL INVES	TMENT					
Please indicate how m	nuch you wish to invest	\$AUD					
	num additional investmer be invested in the Fund.	at amount is \$20,000.	Please make payment ne	t of all bank chai	rges. Only net		
PAYMENT DETA	ILS						
☐ Electronic Funds	Transfer (EFT) to:	Bank: JPMorgan Chase Bank, N.A. Sydney E BSB: 212 200 Account Number: 86020933 Account Name: Vinva International Equity Fund			nch		
IMPORTANT: All EFT pay the investor account is p CONTACT DET	properly credited. Only use	Swift ID: led by a notification eme Swift ID for transfers f	CHASAU2X nail to Vinva@linkmarketserv rom accounts outside Austr	vices.com.au in ord alia.	der to ensure that		
Contact Name			Contact Number				
DECLARATION	AND AUTHORISA	TION					
 In signing, I/we a 		uctions be made on mess it in accordance v	ny/our behalf and acknowle with the current IM for the Signatory (block letters pl	Fund.	plication Form is		
Signature		Name and title of	Signatory (block letters pl	ease)	Date		
POST, FAX OR	EMAIL THIS FORM	Λ		_			
MAIL:	Link Fund Services Pty Limited (Registry Services) C/- LINK Market Services Limited Attention: Vinva International Equity Fund Unit Registry Locked Bag 5038, Parramatta NSW 2124						
FAV.	(00) 0004 4404						

(02) 9221 1194

EMAIL: Vinva@linkmarketservices.com.au

Payment to be made by Electronic Funds Transfer (EFT) to:

JPMorgan Chase Bank, N.A. Sydney Branch 212 200 Bank:

BSB: Account Number: 86020933

Account Name: Vinva International Equity Fund

Swift ID: CHASAU2X

NOTE: No Units will be allocated to an investor until application monies and a valid Application Form (including identification documents, where applicable), have been received by the Administrator. Only use Swift ID for transfers of funds from outside Australia.



C CLASS REDEMPTION REQUEST FORM Vinva International Equity Fund

Investor Number						
Investor Name						
FULL OR PART	IAL WITHDRAWAL					j
Please indicate if you	would like to withdraw the total amount of you	ır invest	ment or a partial	amount.		
☐ Partial withdrawa	al, please state amount or units to be withdray	wn:	\$AUD			
			OR			
					UNITS	
CONTACT DET	AILS					j
Contact Name		Con	tact Number			
DECLARATION	AND AUTHORISATION					i
 In signing, I/we a 	have completed the 'Full or Partial Withdraw uthorise that these instructions be made on mova will process it in accordance with the current of the current	ny/our be	ehalf and acknow	wledge that this f	form is provided on	
Signature	Name and title of	Signato	ry (block letters	please)	Date	

Name and title of Signatory (block letters please) Signature Date

POST, FAX OR EMAIL THIS FORM

Link Fund Services Pty Limited (Registry Services) C/- LINK Market Services Limited MAIL:

Attention: Vinva International Equity Fund Unit Registry

Locked Bag 5038, Parramatta NSW 2124

FAX: (02) 9221 1194

EMAIL: Vinva@linkmarketservices.com.au

