



Product Disclosure Statement

ALLAN GRAY AUSTRALIA EQUITY FUND – CLASS B

10 OCTOBER 2022

WHAT IS THIS DOCUMENT?

This Product **Disclosure Statement** (PDS) dated 10 October 2022 is a summary of significant information regarding Class B units in the Allan Gray Australia Equity Fund (the Fund). It contains a number of references to important information in the Allan Gray Information Booklet that forms part of this PDS. You can access the Information Booklet on the Allan Gray website (allangray.com.au) or request a copy free of charge by calling us on 1300 604 604. You should consider these documents before making a decision about the Fund.

In this PDS, a reference to units in the Fund is a reference to Class B units in the Fund.

The information in these documents is of a general nature only and does not take into account a person's personal financial situation or needs. You should obtain financial advice tailored to your personal circumstances before investing in the Fund.

This PDS is intended for investors primarily residing in Australia. If you are not resident in Australia, it is your responsibility to comply with the laws of where you are from or living if you decide to invest in the Fund.

The Fund has been approved under section 65 of the Collective Investment Schemes Control Act 2002 and can be promoted in South Africa. The Fund may also be offered to New Zealand investors under Subpart 6 of Part 9 of the Financial Markets Conduct Act 2013. Before investing, South African and New Zealand investors must read the additional information document for their jurisdiction, available at, allangray.com.au/PDS-TMD-documents.

US persons are not generally permitted to invest in the Fund. However, we will accept applications from US persons who are genuine residents of Australia, New Zealand or South Africa. The Fund is not a recognised or authorised collective investment scheme for the purpose of the United Kingdom's Financial Services and Markets Act 2000 and is not marketed in the European Economic Area (EEA). Residents in the EEA can only invest under certain circumstances as determined by, and in compliance with, applicable law.

We may update this PDS with changes that are not materially adverse via disclosure on our website.

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1. ABOUT EQUITY TRUSTEES LIMITED

Equity Trustees Limited (Equity Trustees)

Equity Trustees is the Fund's responsible entity and issuer of this PDS. Equity Trustees was established in 1888 by an Act of Victorian Parliament to provide trustee and executor services. It has evolved into a diversified financial services provider offering a broad range of products and services to a large client base. Equity Trustees' responsibilities and obligations as the Fund's responsible entity are governed by the Fund's Constitution, the Corporations Act 2001 (Cth) and general trust law. Equity Trustees has appointed a custodian to hold the assets of the Fund. The custodian has no supervisory role in relation to the operation of the Fund.

Allan Gray Australia Pty Limited (Allan Gray)

Equity Trustees has appointed Allan Gray to invest and manage the Fund's assets according to the investment guidelines in this PDS.

The Allan Gray investment philosophy is to take a contrarian approach, apply it consistently and invest for the long term. This approach was started by Dr Allan Gray who founded Allan Gray Ltd in Cape Town in 1973. Allan Gray in Australia, and its related entities globally, are privately owned and share the same investment philosophy. In Australia, Allan Gray was established in 2005.

The Allan Gray investment approach

- Contrarian – we take a contrarian approach to investing by resisting popular trends and uncovering opportunities in areas where nobody else is looking.
- Long-term – we take a long-term view. We are willing to look through short-term noise and wait for an investment's value to be realised. In a competitive market, practicing patience can give you a distinct advantage.
- Fundamental – we concentrate on understanding an investment's intrinsic value, and the fundamentals that determine value, rather than trying to forecast the next price move.

Learn more at allangray.com.au

2. HOW THE ALLAN GRAY AUSTRALIA EQUITY FUND WORKS

The Fund is a managed investment scheme (also known as a unit trust) which allows you to pool your money with other investors. The Fund is registered with the Australian Securities and Investments Commission (ASIC). Allan Gray has been appointed to manage this pooled money in accordance with the investment guidelines set out in section 5 'How we invest your money'.

Interest that members acquire

When you invest, you buy Class B units in the Fund and become a member or unit holder. These units give you a beneficial

interest in the Fund. You do not, however, have any entitlement to any particular part of the Fund or its assets and you are not entitled to participate in the management or operation of the Fund (except through investor meetings). Your return will mirror the return of the Fund's underlying investments, after expenses.

You can invest in the Fund by completing the application form attached to this PDS or online (see section 8 'How to apply').

Pricing of the Fund

Units in the Fund are priced daily based on Class B's share of the Fund's net asset value. The price of the units will vary as the market value of the Fund's assets rise or fall.

When you invest in the Fund, you will be allocated units at the Class B application (entry) price for the Business day on which we process your application. When you redeem (withdraw), we will redeem your units at the Class B redemption (exit) price for the Business day on which we process your redemption request. At the date of this PDS, the application and redemption price each have a buy/sell spread of 0.20% of the cost of a unit built in. A buy/sell spread does not apply if you switch your investment between different classes of units within the Fund. The buy/sell spread is designed to protect existing investors by ensuring that those who invest in, or redeem from, the Fund cover the cost of buying or selling the Fund's underlying securities.

Income distribution frequency and calculation

The Fund intends to distribute its distributable income (if any) on 30 June each year. The Fund's Constitution allows the Fund to make additional distributions.

What is an income distribution?

An income distribution is the payment of the Fund's distributable income to investors. It may include interest, dividends, and realised capital gains. Your distribution is the sum of your proportional entitlement to the Fund's distributable income and will be different from year to year.

Distribution options

You can choose to have your distributions reinvested in the Fund or credited directly to your nominated Australian bank account. If you do not make an election or do not have an Australian bank account, your distributions will be automatically reinvested. Distribution payments to the nominated bank account are generally made within 10 Business days after the end of the distribution period. Unless otherwise agreed, no buy/sell spread applies on distributions that are reinvested.

Before investing in the Fund, New Zealand investors must read the 'Fund Information for New Zealand investors' document, which provides more information about how the Fund's distribution reinvestment terms apply to you.

Minimum investment and redemption amounts and the cut-off times for processing transactions

Initial investments	First time investors can either: <ul style="list-style-type: none">• Invest AUD 10,000 or more in one lump sum; or• Invest AUD 500 or more every month with a regular savings plan. See section 8 'How to apply'.
Additional investments	Minimum of AUD 1,000 and/or at least AUD 500 per month through the regular savings plan. See section 8 'How to apply'.
Redemption	There is no minimum ad-hoc redemption amount. If you are redeeming via a regular redemption plan, a minimum of AUD 500 per month applies. We normally pay redemption proceeds within seven Business days after receipt of a valid redemption request. Under some circumstances, such as if there is a freeze on redemptions, you may not be able to redeem from the Fund when you wish to.

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Processing applications or redemptions (cut-off times)

If we receive all required application or redemption documents before or at 2pm (Sydney time) on a Business day, we will process the transaction using that day's application or redemption price. Requests received after 2pm (Sydney time) on a Business day or non-Business day will generally be treated as having been received before the cut-off time on the next Business day. See section 8 'How to apply'.

You should read the important information about:

- (1) your general rights and obligations, the Fund's Constitution and our responsibilities, and
- (2) investing, managing and redeeming your investment,

in the Information Booklet before making a decision. Go to allangray.com.au/PDS-TMD-documents for a copy of the Information Booklet. The material relating to your rights and obligations dealing with the acquisition and disposal of units may change between the time when you read this PDS and the day when you acquire units in the Fund.

3. BENEFITS OF INVESTING IN THE ALLAN GRAY AUSTRALIA EQUITY FUND

Please consider whether the expected Fund characteristics below suit your investment needs and if you are comfortable with the risks of investing in the Fund. If you are in any doubt, please seek professional advice before investing.

Significant features of the Fund

Fully invested

The Fund aims to be fully invested in the Australian sharemarket so that there are no prolonged periods where the Fund will hold more than 10% of its assets in cash.

Access to a time-tested contrarian investment approach

The Fund adopts a contrarian investment approach which sees it going against current market trends, buying an investment that offers long-term value when it's undervalued in a less optimistic environment, then selling it when the market recognises the investment's potential and it reprices. By investing for the long term, we look past the short-term market noise and wait patiently for a security's value to improve.

Allan Gray believes bottom-up research is key to finding true value. We do not rely on macro forecasting or third parties. Rather, our team of analysts undertakes its own rigorous research into each individual company to find hidden value for the Fund.

Benchmark-unaware and high conviction

Allan Gray will not buy a security simply because it is in the S&P/ASX 300 Accumulation Index (Benchmark) – it has to offer value as an investment. Allan Gray will also buy significant positions in securities that it believes may offer outstanding value even if these securities are not in the Benchmark.

Defined investment restrictions

The Fund has detailed investment restrictions/limits, as outlined below in section 5 'How we invest your money'. The Fund is unable to purchase investments that are outside these restrictions unless Equity Trustees and Allan Gray agree that the investment is not a material departure from the investment restrictions.

Focused on the longer term

In a competitive market it is difficult to have an edge. Focusing on the long term and being patient is one of the few advantages that we believe will endure. Not many investors can be patient and wait for value to emerge, as they respond to pressure to generate 'instant' performance. The Fund seeks to look past the short-term noise and wait patiently for the value in Allan Gray's selected securities to be recognised by the market. In this way, the Fund's investments often have a long-term focus of five to ten years.

You should read the important information about other features of the Fund in the Information Booklet before making a decision.

Go to allangray.com.au/PDS-TMD-documents for a copy of the Information Booklet. The material relating to the Fund's other features may change between the time when you read this PDS and the day you acquire units in the Fund.

Significant benefits of the Fund

1. To increase long-term outperformance potential by investing differently

If you invest in the same securities as the majority of investors at the same time, it is by definition almost impossible to outperform the market. The Fund looks to buy Australian securities when others are selling, and sell when others are buying. This can give the Fund an edge, as it can face less competition and pay a lower price for securities that are out of favour with the broader investment community.

2. To improve the opportunity of upside

Taking a contrarian approach can improve the Fund's chance of paying a lower price and therefore achieving a better-than-average return. By looking in unpopular areas of the market, the Fund may uncover compelling opportunities.

3. To reduce the risk of permanent loss of capital

Conversely, speculative over-optimism can drive share prices way above fair value, increasing the risk of paying inflated prices and potential permanent loss of capital. By investing independently of popular market sentiment, a contrarian approach can potentially help the Fund reduce the risk of overpaying.

4. RISKS OF MANAGED INVESTMENT SCHEMES

All investments carry risk. Different investment strategies may carry different levels of risk, depending on the assets that make up the strategy. Assets with the highest long-term returns may also carry the highest level of short-term risks. This section highlights the significant risks you should consider when deciding whether to invest in the Fund. You may want to consider these risks in light of your risk profile, which will vary depending on a range of factors, including your age, the investment time frame (how long you wish to invest for), your other investments or assets, and your risk tolerance.

We do not guarantee the liquidity of the Fund's investments, an investment in the Fund, repayment of capital or any rate of return, or the Fund's investment performance. You may lose money by investing in the Fund or your investment in the Fund may not meet your objectives.

In addition, we do not offer advice that takes into account your personal financial situation, including advice about whether the

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Fund is suitable for your circumstances. If you require personal financial advice, you should contact a licensed financial adviser.

Sharemarket and individual investment risks

Sharemarkets and investments are generally volatile. As the Fund aims to be fully invested, the value of your investment in the Fund may fluctuate with the sharemarket. In addition, losses for the Fund may also not be linked to the sharemarket's overall returns. Such losses can arise for reasons specific to a company (e.g. a change in management) or if Allan Gray makes investment decisions resulting in poor returns.

Fund risk

The Fund could terminate, laws affecting registered managed investment schemes may change in the future, Equity Trustees or Allan Gray could become insolvent, and the fees and expenses could materially change. Investing in the Fund may give different results than investing directly in securities because of income or capital gains accrued in the Fund and because of investors redeeming from the Fund.

Liquidity risk

The Fund may, at times, buy securities which have limited levels of liquidity. Abnormal or difficult market conditions, inadequate market depth or disruptions to financial markets may result in normally liquid assets becoming illiquid or less liquid. As such, it may not be possible to sell the Fund's investments in time to pay unexpected large redemptions or there could be a significant delay before redemptions are paid. The ability to redeem may be suspended in the interests of all the investors in the Fund, even if other assets of the Fund may be readily sold.

Contractual risk

The Fund's counterparties may default on a transaction or the Fund's custodian may become insolvent. If this occurs, there may be additional costs or time delays associated with settling a transaction or appointing another custodian. This may have an effect on your ability to invest in, or redeem from, the Fund.

Derivatives risk

The Fund's derivatives exposure is predominantly limited to buying ASX-listed futures contracts to maintain the Fund's exposure to the ASX pending a decision on how to invest the Fund's cash. Trading in futures contracts does expose the Fund to the following risks:

- the loss of value because of a sudden price move
- potential illiquidity of the futures contract, and/or
- the inability of the Fund or the counterparty to meet margin payments.

Asset allocation

Allan Gray will implement the above strategy by adhering to the following investment restrictions. These restrictions are measured at a Fund level, and not at a Class level.

1. Weights	The Fund's weight for a specific share shall not exceed that share's weight in the Benchmark by more than 10 percentage points.
2. Holdings	The Fund will not hold more than 10% of a company's issued voting shares.
3. Listed securities	The Fund aims to be fully invested in the Australian sharemarket, and up to 100% of the Fund's net asset value will be invested in securities listed on the ASX.
4. Exposure	Allan Gray may not actively reduce the effective share exposure to below 90% of the Fund's net asset value.
5. No leverage	The effective share exposure shall not exceed 100% of the Fund's net asset value.
6. Options	No more than 5% of the Fund's net asset value may be invested in call options.
7. Derivatives	The Fund may invest no more than 10% of its net asset value in listed futures contracts for the primary purpose of managing liquidity and only if the underlying exposure is fully covered by cash or money market instruments.
8. Borrowing	The Fund has never borrowed and cannot borrow unless it is to meet unexpected large redemptions. Borrowing is limited to 10% of the Fund's net asset value and must be repaid within 90 days.
9. Investment grade	Any investment by the Fund in interest-bearing non-equity linked securities is restricted to Investment Grade Securities.

Key personnel risk

The Fund depends on the expertise of Allan Gray and its employees. The Fund's performance could be negatively affected if Allan Gray does not retain key employees.

5. HOW WE INVEST YOUR MONEY

Fund investment profile

Benchmark

S&P/ASX 300 Accumulation Index.

Investment objective

To seek long-term returns that are higher than the Benchmark.

Investment exposure

Predominantly Australian listed securities.

Investment approach

The Fund employs the Allan Gray contrarian investment philosophy to search for ASX investments based on defined investment restrictions (see Asset allocation below).

Consideration of labour standards or environmental, social or ethical factors

Allan Gray examines all factors relevant to an investment's long-term, sustainable earnings potential, including environmental, social and governance (ESG) considerations. The factors we consider relevant will differ between investments ideas.

Allan Gray assesses whether all identified risks (including ESG risks) are reflected in an investment's price. This is done on an ongoing basis and feeds into our continuous assessment of an investment's true value.

Allan Gray will only invest where we consider that the price of an investment is sufficiently discounted to reflect identified risks. Where we consider that there is not a sufficient discount to the price, we may (among other options):

- reject an investment idea,
- wait for the price to fall to a level that sufficiently reflects the identified risks, or
- wait to see if management adequately addresses those risks.

Allan Gray may use its platform of ownership to proactively engage with the board and management team to address ESG risks. We also seek to exercise the Fund's voting rights effectively.

We will incrementally realise an investment when we consider its price is more reflective of our assessment of its true value.

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Investor profile

Before you invest, you should consider the likely investment returns, the risk and your investment time frame.

Minimum suggested time frame

More than five years.

Risk level

High risk.

Investor suitability

The Fund may be suitable for investors:

- looking for a contrarian investment style exposure to the Australian sharemarket
- who are able to take a long-term view, and
- who can endure performance fluctuations.

Investment restrictions

Allan Gray is permitted to make an investment which is not consistent with the investment restrictions if Equity Trustees and Allan Gray agree that the investment is not a material departure from the investment restrictions.

6. FEES AND COSTS

Did you know?

Small differences in both investment performance and fees and costs can have a substantial impact on your long-term returns.

For example, total annual fees and costs of 2% of your fund balance rather than 1% could reduce your final return by up to 20% over a 30 year period (for example, reduce it from AUD 100,000 to AUD 80,000).

You should consider whether features such as superior investment performance or the provision of better member services justify higher fees and costs. You may be able to negotiate to pay lower contribution fees and management costs where applicable. Ask the Fund or your financial adviser.

To find out more

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

Fees and Costs Summary

The information in the following Fees and Costs Summary can be used to compare costs between different simple managed investment schemes. Fees and costs can be paid directly from an investor's account or deducted from investment returns. For information on tax please see section 7 'How managed investment schemes are taxed'.

ALLAN GRAY AUSTRALIA EQUITY FUND – CLASS B		
TYPE OF FEE OR COST	AMOUNT	HOW AND WHEN PAID
Ongoing annual fees and costs¹		
Management fees and costs² The fees and costs for managing your investment	Nil	Not applicable
Performance fees Amounts deducted from your investment in relation to the performance of the product	0.56% of the net asset value of the Class ³ . A performance fee accrues at a rate of 35.88% of the Fund's outperformance in comparison to its Benchmark. A performance fee is only payable where the Fund's outperformance exceeds the high water mark, which represents the highest level of outperformance since the Fund's inception.	Performance fees are calculated daily and paid monthly in arrears from the Class and are reflected in the unit price.
Transaction costs The costs incurred by the scheme when buying or selling assets	Nil	Transaction costs are variable and deducted from the Fund as they are incurred and reflected in the unit price. They are disclosed net of amounts recovered by the buy-sell spread.
Member activity related fees and costs (fees for services or when your money moves in or out of the scheme)		
Establishment fee The fee to open your investment	Not applicable	Not applicable
Contribution fee The fee on each amount contributed to your investment	Not applicable	Not applicable

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Buy-sell spread An amount deducted from your investment representing costs incurred in transactions by the scheme	0.20% upon entry and 0.20% upon exit	These costs are an additional cost to the investor but are incorporated into the unit price and arise when investing application monies and funding redemptions from the Fund and are not separately charged to the investor. The buy spread is paid into the Fund as part of an application and the sell spread is left in the Fund as part of a redemption.
Withdrawal fee The fee on each amount you take out of your investment	Not applicable	Not applicable
Exit fee The fee to close your investment	Not applicable	Not applicable
Switching fee The fee for changing investment options	Not applicable	Not applicable

1. All fees quoted are inclusive of Goods and Services Tax (GST) and net of any RITC. See below for more details as to how the relevant fees and costs are calculated.
2. The management fee component of management fees and costs can be negotiated. See 'Differential fees' in the 'Information Booklet.
3. The reasonable estimate of the performance fee is based on the average of the actual performance fees paid for the Class over the previous five financial years, which is payable as an expense of the Fund to Allan Gray as the investment manager.

Additional Explanation of Fees and Costs

Management fees and costs

Allan Gray has agreed to pay the management fees and costs including amounts payable for administering and operating the Class, investing the assets of the Fund, expenses and reimbursements in relation to the Fund and indirect costs if applicable from the performance fees it receives from the Class. In the event that Allan Gray does not earn a performance fee, it will bear these managements fees and costs itself.

Aside from the management costs as described above, investors may bear certain extraordinary and unusual expenses incurred on behalf of the Fund from time to time, such as the cost of litigation.

Performance fees

The performance fees include amounts that are calculated by reference to the performance of the Fund.

A performance fee accrues at a rate of 35.88% of the Fund's outperformance in comparison to the Fund's Benchmark. A performance fee is only payable where the Fund's outperformance exceeds the high water mark, which represents the highest level of outperformance, since the Fund's inception. Performance fees are calculated daily and paid monthly in arrears from the Fund and are reflected in the unit price.

The reasonable estimate of the performance fee is 0.56% and is based on the average of the actual performance fees paid for the Class over the previous five financial years, where each performance fee relevant to the Class is averaged and totaled to give the performance fees for that class, which is payable as an expense of the Fund to Allan Gray as the investment manager.

Please note that the performance fees disclosed in the Fees and Costs Summary are not a forecast as the actual performance fee for the current and future financial years may differ. Equity Trustees and Allan Gray cannot guarantee that performance fees

will remain at their previous level or that the performance of the Fund will exceed the Fund's Benchmark.

It is not possible to estimate the actual performance fee payable in any given year, as we cannot forecast what the performance of the Fund will be. Information on current performance fees will be updated from time to time and be made available at allangray.com.au/PDS-TMD-documents.

Financial adviser fees

You may elect to have the Fund pay your financial adviser a fee from your investment in the Fund. This may be:

- a contribution fee of up to 2% when you invest in the Fund, and/or
- an ongoing fee of up to 1% p.a.

NOTE: The financial adviser you consult may charge you additional fees. Please refer to the adviser's statement of advice.

Can the fees change?

Yes, all fees can change without investor consent, subject to the maximum fee amounts specified in the Constitution. The current total management fee (which does not include the performance fee) to which Equity Trustees and Allan Gray are entitled is 0.00% of the net asset value of the Class. We will generally provide investors with at least 30 days' notice of any proposed increase to the management fees component of management fees and costs.

You should read the important information in the information booklet about other fees and costs before making a decision.

Go to allangray.com.au/PDS-TMD-documents for a copy of the Information Booklet. The material relating to these matters may change between the time when you read this PDS and the day you acquire units in the Fund.

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Example of annual fees and costs

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

EXAMPLE		BALANCE OF AUD 50,000 WITH A CONTRIBUTION OF AUD 5,000 DURING THE YEAR
Contribution fee	Nil	For every additional AUD 5,000 you put in, you will be charged AUD 0.
PLUS Management fees and costs	0.00%	And for every AUD 50,000 you have in the Fund you will be charged or have deducted from your investment AUD 0 each year.
PLUS Performance fees	0.56%	And, you will be charged or have deducted from your investment AUD 280 in performance fees each year
PLUS Transaction costs	Nil	And, you will be charged or have deducted from your investment AUD 0 in transaction costs
EQUALS cost of fund		If you had an investment of AUD 50,000 at the beginning of the year and you put in an additional AUD 5,000 during that year, you would be charged fees and costs of: AUD 280* What it costs you will depend on the investment option you choose and the fees you negotiate.

* Additional fees may apply. Please note that this example does not capture all the fees and costs that may apply to you such as the buy/sell spread. These examples assume the AUD 5,000 additional contribution occurs at the end of the first year, therefore the fees and costs are calculated on the AUD 50,000 balance only.

Warning: If you have consulted a financial adviser, you may pay additional fees. You should refer to the Statement of Advice or Financial Services Guide provided by your financial adviser in which details of the fees are set out.

ASIC provides a fee calculator on www.moneysmart.gov.au, which you may use to calculate the effects of fees and costs on account balances. The performance fees stated in this table are based on the average performance fee for the Class, generally over the previous five financial years. The performance of the Fund or Class for this financial year, and the performance fees, may be higher or lower or not payable in the future. It is not a forecast of the performance of the Fund or Class or the amount of the performance fees in the future.

The other expenses component of management fees and costs and transaction costs may also be based on estimates. As a result, the total fees and costs that you are charged may differ from the figures shown in the table.

7. HOW MANAGED INVESTMENT SCHEMES ARE TAXED

Warning: Investing in a registered managed investment scheme (such as the Fund) is likely to have tax consequences. You are strongly advised to seek your own professional tax advice before investing in the Fund. The Fund is an Australian resident for tax purposes and does not pay tax on behalf of its investors. Australian resident investors are assessed for tax on any income and capital gains generated by the Fund.

The Fund has been treated as an Attribution Managed Investment Trust since the 2016/2017 income year. Investors receive a tax statement at the end of each income year specifying the nature of any amounts attributed. This statement also highlights any adjustments you should make to the cost base of the units you hold due to distributions from the Fund and income attributed.

8. HOW TO APPLY

How to make an initial investment

- Invest online: visit allangray.com.au/equityfund, click on 'Invest now' and follow the instructions, or
- Complete the application form accompanying this PDS, as well as the customer identification form. Identification documents are needed to comply with Australia's AML/ CTF laws

- Post the original application, identification forms and relevant identification documents to the Allan Gray Funds Unit Registry, GPO Box 804, Melbourne VIC 3001.
- Transfer the application money electronically to the Fund. The Fund only accepts application money in Australian dollars.

How to make an additional investment

- Visit allangray.com.au/equityfund, click on 'Investor top up' and follow the instructions, or
- Complete an additional investment form, available from allangray.com.au, and follow the instructions on the form.

Sending your application and redemption forms and any other forms or documents to us by post, email or over the internet means you agree to the Instruction Terms set out in section 3.6 of the Information Booklet.

Cooling-off rights and complaints

If you are a retail client (as defined in the Corporations Act) and invested directly in the Fund, you have up to 14 days from the day you receive the investment confirmation for your investment to be repaid. The amount you receive will reflect the movement (up or down) in the Fund's unit price and may have tax implications for you.

If you wish to make a complaint, please write to Equity Trustees' compliance team or call +61 3 8623 5000.

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Go to allangray.com.au/PDS-TMD-documents for a copy of the Information Booklet. The material relating to your rights and obligations dealing with the acquisition and disposal of units may change between the time when you read this PDS and the day when you acquire units in the Fund.

IMPORTANT NOTICES

In this document:

'AML/CTF' means Anti-Money Laundering and Counter-Terrorism Financing.

'ASX' means the Australian Securities Exchange operated by ASX Limited.

'Benchmark' means the S&P/ASX 300 Accumulation Index.

'Business day' means a day (other than Saturday, Sunday or a public holiday) on which banks are open for business in Sydney.

'Class' means the Class B units in the Fund.

'Fund' means the Allan Gray Australia Equity Fund, ARSN 117 746 666, and for Class B units in the Fund, APIR code ETLO349AU.

'Investment Grade Securities' means corporate debt (listed or to be listed within 12 months on the ASX), negotiable certificates of deposits, bank bills and other cash like instruments that have a credit rating determined by Allan Gray and Equity Trustees or as provided by a reputable credit ratings agency, such as Standard & Poors, Moody's or Fitch Ratings or their successors.

'RITC' means Reduced Input Tax Credits that, where claimed, reduce the GST cost borne by the Fund.

'US persons' is defined in the Information Booklet.

'We', 'us' or 'our' refers to Equity Trustees Limited ABN 46 004 031 298, AFSL No 240975, as the Fund's responsible entity and issuer of this PDS and Allan Gray Australia Pty Ltd, ABN 48 112 316 168, AFSL No 298487, as the Fund's investment manager, unless the context requires otherwise.

'You' or 'your' refers to investors in the Fund and where the context requires, prospective or new investors to the Fund.

CLIENT SERVICES

Tel (within Australia)
1300 604 604

Tel (outside Australia)
+61 2 8224 8604

INVESTMENT MANAGER

Allan Gray Australia Pty Ltd
Level 2, Challis House,
4 Martin Place
Sydney NSW 2000, Australia
Tel +61 2 8224 8600
allangray.com.au

RESPONSIBLE ENTITY AND ISSUER

Equity Trustees Ltd
Level 1, 575 Bourke Street
Melbourne VIC 3000,
Australia
GPO Box 2307, Melbourne
VIC 3001, Australia
Tel +61 3 8623 5000
eqt.com.au

Fund information for New Zealand investors

ALLAN GRAY AUSTRALIA EQUITY FUND - CLASS B
10 OCTOBER 2022



SHOULD YOU REQUIRE ANY ASSISTANCE PLEASE CONTACT US:



1300 604 604 (within Australia)



+61 2 8224 8604 (outside Australia)



clientservices@allangray.com.au



allangray.com.au

About this document

This document contains important information for New Zealand investors about the Allan Gray Australia Equity Fund – Class B units (the Fund). You should read this document and the accompanying Product Disclosure Statement (PDS) for the Fund before investing.

Warning statement

- This offer to New Zealand investors is a regulated offer made under Australian and New Zealand law. In Australia, this is Chapter 8 of the Corporations Act 2001 (Aust) and regulations made under that Act. In New Zealand, this is subpart 6 of Part 9 of the Financial Markets Conduct Act 2013 and Part 9 of the Financial Markets Conduct Regulations 2014.
- This offer and the content of the offer document are principally governed by Australian rather than New Zealand law. In the main, the Corporations Act 2001 (Aust) and the regulations made under that Act set out how the offer must be made.
- There are differences in how financial products are regulated under Australian law. For example, the disclosure of fees for managed investment schemes is different under the Australian regime.
- The rights, remedies, and compensation arrangements available to New Zealand investors in Australian financial products may differ from the rights, remedies, and compensation arrangements for New Zealand financial products.
- Both the Australian and New Zealand financial markets regulators have enforcement responsibilities in relation to this offer. If you need to make a complaint about this offer, please contact the Financial Markets Authority, New Zealand (fma.govt.nz). The Australian and New Zealand regulators will work together to settle your complaint.
- The taxation treatment of Australian financial products is not the same as for New Zealand financial products.
- If you are uncertain about whether this investment is appropriate for you, you should seek the advice of a financial advice provider.
- The offer may involve a currency exchange risk. The currency for the financial products is not New Zealand dollars. The value of the financial products will go up or down according to changes in the exchange rate between that currency and New Zealand dollars. These changes may be significant.
- If you expect the financial products to pay any amounts in a currency that is not New Zealand dollars, you may incur significant fees in having the funds credited to a bank account in New Zealand in New Zealand dollars.
- The dispute resolution process described in this offer document is available only in Australia and is not available in New Zealand.

Distributions

New Zealand investors can only have their distributions reinvested, except where they nominate an Australian bank account in their name to receive cash distributions. When a distribution is reinvested, New Zealand investors will be issued units in accordance with the terms and conditions set out in the PDS relating to Class B units in the Fund. Please see the PDS for a description of distributions and the terms and conditions of reinvestment.

The annual report and financial statements of the Fund contain information you may find useful in connection with your ongoing distribution reinvestment. You can obtain a copy of the most recent annual report and financial statements of the Fund, and the accompanying auditor's report, free of charge by contacting the Responsible Entity or the Allan Gray Client Services team. These documents may also be obtained electronically from eqt.com.au

CLIENT SERVICES

Tel (within Australia)
1300 604 604
Tel (outside Australia)
+61 2 8224 8604
clientservices@allangray.com.au
allangray.com.au

INVESTMENT MANAGER

Allan Gray Australia Pty Ltd
Level 2, Challis House,
4 Martin Place
Sydney NSW 2000, Australia
Tel +61 2 8224 8600
allangray.com.au

RESPONSIBLE ENTITY AND ISSUER

Equity Trustees Ltd
Level 1, 575 Bourke
Street
Melbourne VIC 3000,
Australia
GPO Box 2307,
Melbourne VIC 3001,
Australia
ABN 46 004 031 298,
AFSL No 240975
Tel +61 3 8623 5000
eqt.com.au

Application form

PLEASE USE THIS FORM IF YOU ARE A NEW INVESTOR AND WISH TO INVEST IN THE ALLAN GRAY AUSTRALIA FUNDS.



- 1. Read and ensure you understand the relevant Product Disclosure Statement (PDS) and Target Market Determination (TMD).**

The PDSs are available on our website at allangray.com.au or from your financial adviser. TMDs for the Allan Gray products can be found at allangray.com.au/PDS-TMD-documents.



- 2. Complete the relevant sections of the application form and identification form.**

Type of account	Sections of the application form to be completed	Identification form to be completed
Individuals	Sections 1, 2, 3 and 7 onwards	Individuals & Sole Traders ID form
Sole traders	Sections 1, 2, 3, 4 and 7 onwards	Individuals & Sole Traders ID form
Companies	Sections 1, 2, 5 and 7 onwards	Company ID form
Trusts/Superannuation Fund with individuals as trustees	Sections 1, 2, 3, 6 and 7 onwards	Trusts & Trustees ID form
Trusts/Superannuation Fund with a company as trustee	Sections 1, 2 and 5 onwards	Trusts & Trustees ID form

Identification forms can be found on our website allangray.com.au



- 3. Collect and certify the documents needed to identify and verify who you are.**

Please refer to the verification procedure section on your identification form.



- 4. Advisers must complete the 'Appointment of a financial adviser' section of this application form with their clients.**

If you are a new adviser to Allan Gray Australia, you must also complete a 'Financial adviser registration form' if you have not completed one previously. In addition and where applicable, your dealer group may also be required to complete a 'Dealer group registration form'. Both forms are available from our website allangray.com.au or by contacting our Client Service team.




- 5. Please complete all relevant sections in capital letters and using a black pen.**

Before you submit your application form, please double check that you have:

- signed the application form
- included the identification form
- included the required identification documents.

Please post your original signed application form, your identification form and original certified copies of the relevant identification documents to us.

 **Allan Gray Funds Unit Registry**
GPO Box 804
Melbourne VIC 3001
Australia

Due to Australia's Anti-Money Laundering/Counter Terrorism Financing laws, email copies of these documents cannot be accepted. Your application form cannot be processed until all relevant identification documents are received.



6. Transfer your application money to us.


Please refer to section 11 'Payment of application amount'.

SHOULD YOU REQUIRE ANY ASSISTANCE PLEASE CONTACT US:

 **1300 604 604** (within Australia)

 **clientservices@allangray.com.au**

 **+61 2 8224 8604** (outside Australia)

 **allangray.com.au**

Legal notices

Equity Trustees Ltd AFSL No. 240975 (Equity Trustees) and referred to as Equity Trustees throughout the document, is the issuer of units in the Allan Gray Australia Equity Fund, Allan Gray Australia Balanced Fund and the Allan Gray Australia Stable Fund (together Funds).

Personal information is collected on this form by Equity Trustees and Allan Gray including their delegates, such as OneVue Fund Services Pty Ltd and Orbis, (together us), for the purposes of maintaining the register of unitholders, facilitating distribution payments and other unitholder communications required or permitted by the Corporations Act 2001 or other legislation. Your personal information may be disclosed to external service companies such as print or mail service providers, to Allan Gray, Orbis or to the Funds' custodian, or as otherwise required or permitted by law. If you would like details of your personal information held by us, or you would like to correct information that is inaccurate, incorrect or out of date, please contact Allan Gray. Our privacy policy is available on our website, allangray.com.au In accordance with the Corporations Act 2001, you may be sent material (including marketing material) approved by Equity Trustees, Allan Gray or Orbis in addition to general corporate communications. You may elect not to receive marketing material by contacting Allan Gray using the details on this form. Allan Gray means Allan Gray Australia Pty Ltd AFSL No. 298487 as manager for the Funds. Orbis means Orbis Investment Advisory Pty Ltd AFSL No. 237862 and its associates.

1. INFORMATION ABOUT YOU (THIS SECTION MUST BE COMPLETED)

We are required by law to ask you the following questions. Your answers will be kept confidential and only made available to the relevant Fund's responsible entity, investment manager and other organisations that require the information to assist in the administration of your investment in the Fund(s).

1. Please tell us what is your main reason for investing in the Fund(s). I/We are seeking (choose one):

- ☐ **Capital growth** – looking for capital returns above inflation by mainly investing in growth assets
- ☐ **Capital preservation** – looking to minimise loss in market down-turns by mainly investing in defensive assets
- ☐ **Capital guaranteed** – looking for a guarantee against loss and some potential for capital growth
- ☐ **Income distribution** – looking for regular and/or tax effective income distribution

2. Looking at your total investment portfolio, is the proposed investment in the Fund(s) going to be (choose one):

- ☐ **A large allocation** (more than 75% of your total investment portfolio)
- ☐ **A medium allocation** (25% – 75% of your total investment portfolio)
- ☐ **A small allocation** (less than 25% of your total investment portfolio)

3. I/ We are investing in the Fund(s) for the (choose one):

- ☐ **Long term** (> 8 years)
- ☐ **Medium term** (> 2 years)
- ☐ **Short term** (≤ 2 years)

4. Please select the statement that best describes your investment risk profile (choose one):

- ☐ **Very high** – I/we can tolerate more than 6 periods of negative return over 20 years.
- ☐ **High** – I/we can tolerate up to 6 periods of negative return over 20 years.
- ☐ **Medium** – I/we can tolerate up to 4 periods of negative return over 20 years.
- ☐ **Low** – I/we can tolerate up to 1 period of negative return over 20 years.

5. Have you received personal financial advice regarding investing in the Fund(s)?

- ☐ **Yes** – I/we have received financial advice that did consider my/our personal financial situation or needs (i.e. personal advice)
- ☐ **Yes** – I/we have received financial advice that did not consider my/our personal financial situation or needs (i.e. general advice)
- ☐ **No**

2. DO YOU HAVE AN EXISTING INVESTMENT WITH ALLAN GRAY AUSTRALIA?

☐ No

☐ Yes, the account number is

3. INDIVIDUALS

Please complete if you are investing as an individual, sole trader or an individual trustee.

Personal Details – Investor 1/Trustee 1

Title Full name(s)

Surname

Date of birth

/ /

Male ☐ Female ☐ Other ☐

Residential Address

A PO Box/RMB/Locked Bag is not acceptable.

Property/building name

Address

Suburb State

Postcode Country

Postal Address (if different to residential address)

A PO Box/RMB/Locked Bag is acceptable.

Property/building name

Address

Suburb State

Postcode Country

Contact Details (please provide at least one contact number)

Home number

Business number

Mobile number

Select preferred contact number

Home ☐ Business ☐ Mobile ☐

Email address

This email address is the default address for all investor correspondence (such as transaction confirmations, statements, reports and other material). By providing your email address you also agree to the terms for electronic communications outlined in the PDS. This also includes your registration for Allan Gray Online.

Alternatively, please indicate here if you prefer to receive all correspondence by post. ☐

Tax Details – Australian tax residents

If you are an Australian resident for tax purposes please provide your Tax File Number (TFN) or reason for exemption. If you are an Australian resident and do not provide your TFN, or reason for exemption, you will be taxed at the highest marginal tax rate plus the Medicare levy.

Are you ONLY resident in Australia for tax purposes? ☐ Y ☐ N

Tax File Number (TFN)

Reason for exemption

Tax Details – Foreign tax residents

If you are not an Australian resident for tax purposes, please indicate your country of residence for tax purposes:

AND complete the FATCA and CRS Self-Certification form at the end of this form.

Note: If you provide your TFN and also declare foreign tax residency, your TFN will be applied and your default tax status will be set as an Australian tax resident.

Public position

Do you hold a prominent public position or function in a government body (local, state, territory, national or foreign) or in an international organisation or are you an immediate family member or a business associate of such a person?

☐ N ☐ Y

If yes, please give details:

Personal Details – Investor 2/Trustee 2

Title Full name(s)

Surname

Date of birth

Male ☐ Female ☐ Other ☐

Residential Address

A PO Box/RMB/Locked Bag is not acceptable.

Property/building name

Address

Suburb

State

Postcode Country

Postal Address (if different to residential address)

A PO Box/RMB/Locked Bag is acceptable.

Property/building name

Address

Suburb

State

Postcode Country

Contact Details (please provide at least one contact number)

Home number

Business number

Mobile number

Select preferred contact number

Home ☐ Business ☐ Mobile ☐

Email address

Tax Details – Australian tax residents

If you are an Australian resident for tax purposes please provide your Tax File Number (TFN) or reason for exemption. If you are an Australian resident and do not provide your TFN, or reason for exemption, you will be taxed at the highest marginal tax rate plus the Medicare levy.

Are you ONLY resident in Australia for tax purposes?

☐ Y ☐ N

Tax File Number (TFN)

Reason for exemption

Tax Details – Foreign tax residents

If you are not an Australian resident for tax purposes, please indicate your country of residence for tax purposes:

AND complete the FATCA and CRS Self-Certification form at the end of this form.

Note: If you provide your TFN and also declare foreign tax residency, your TFN will be applied and your default tax status will be set as an Australian tax resident.

Public position

Do you hold a prominent public position or function in a government body (local, state, territory, national or foreign) or in an international organisation or are you an immediate family member or a business associate of such a person?

☐ N ☐ Y

If yes, please give details:

4. ADDITIONAL DETAILS FOR SOLE TRADERS

Full business name

Australian Business Number (ABN)

Place of business

A PO Box/RMB/Locked Bag is not acceptable.

Property/building name

Address

Suburb

State

Postcode Country

5. COMPANIES

Full company name

Registration number (for example ABN)

Registered office address

A PO Box/RMB/Locked Bag is not acceptable.

Property/building name

Address

Suburb

State

Postcode Country

Postal Address (if different to registered office address)

A PO Box/RMB/Locked Bag is acceptable.

Property/building name

Address

Suburb

State

Postcode Country

Contact person at company (mandatory)

Title

Full name(s)

Surname

Business number

+

Mobile number

+

Email address

This email address is the default address for all investor correspondence (such as transaction confirmations, statements, reports and other material). By providing your email address you also agree to the terms for electronic communications outlined in the PDS. This also includes your registration for Allan Gray Online.

Alternatively, please indicate here if you prefer to receive all correspondence by post.

☐

6. TRUSTS OR SUPERANNUATION FUNDS

Please complete if you are investing as a trust or superannuation Fund. The Trustee(s) must complete section 3 or section 5. You will also need to complete the FATCA and CRS Self-Certification form at the back of this form. Australian regulated super Funds (Self-managed superannuation Funds, APRA regulated superannuation Funds, Australian Government or Semi-Government superannuation Funds or pooled superannuation trust) do not need to complete the FATCA and CRS Self-Certification form.

Trust or superannuation fund details

Name of trust or superannuation fund

Australian Business Number (ABN)

(applicable if you are a trust or a self-managed superannuation fund registered with the Australian Tax Office)

Australian Tax File Number (TFN)**Australian Registered Scheme Number (ARSN)**

(applicable if your trust is registered with ASIC)

7. INVESTMENT DETAILS**Initial application**

Minimum amount of AUD 10,000 per Fund.

Allan Gray Australia Equity Fund – Class A**Allan Gray Australia Equity Fund – Class B****Allan Gray Australia Balanced Fund****Allan Gray Australia Stable Fund****Regular savings plan**

Minimum amount of AUD 500 per month per Fund.

Allan Gray Australia Equity Fund – Class A**Allan Gray Australia Equity Fund – Class B****Allan Gray Australia Balanced Fund****Allan Gray Australia Stable Fund**

Note: Regular savings plans will be processed on the 1st business day of the month. To ensure your regular savings plan is set up in time we ask that you submit this form five business days before the end of the month. Please ensure you complete the direct debit authority in section 11.

8. SOURCE OF FUNDS

Please select one or more of the following to indicate where your application money is coming from.

Income ☐ Savings ☐ Gift/inheritance ☐Other ☐Please specify **9. DISTRIBUTION INSTRUCTIONS**

Distributions may be reinvested or paid to your Australian bank account. Please indicate your choice below.

Allan Gray Australia Equity Fund – Class AReinvest ☐ Pay to my bank account ☐**Allan Gray Australia Equity Fund – Class B**Reinvest ☐ Pay to my bank account ☐**Allan Gray Australia Balanced Fund**Reinvest ☐ Pay to my bank account ☐**Allan Gray Australia Stable Fund**Reinvest ☐ Pay to my bank account ☐

Note: If you do not have an Australian bank account, or do not make a choice, we will reinvest your distribution into the Fund.

10. REGULAR REDEMPTION PLAN DETAILS

Please indicate if you wish to redeem monthly from your account. ☐

Minimum amount of AUD 500 per Fund.

Allan Gray Australia Equity Fund – Class A**Allan Gray Australia Equity Fund – Class B****Allan Gray Australia Balanced Fund****Allan Gray Australia Stable Fund**

Note: To establish a regular redemption plan you must have a minimum balance of AUD 25,000 and maintain a balance of AUD 10,000 after each redemption is paid. A regular redemption plan can only be arranged if you have an Australian bank account.

Regular redemption plans will be processed on the 22nd of the month. If this is not a business day it will be processed on the preceding business day. We expect the payment to be made to your nominated bank account within three business days. To ensure your regular redemption plan is set up in time we ask that you submit your form five business days before the 22nd of the month.

11. PAYMENT OF APPLICATION AMOUNT

Please select your payment method and complete the relevant section if applicable. All payments must be made in AUD.

EFT ☐ BPAY® ☐ Direct debit ☐

Note: Direct debit payments take up to three business days to clear. The Fund can only process your application once it receives cleared money.

a) EFT – Electronic Funds Transfer

You will need to transfer funds to the appropriate bank account for your relevant investment.

Allan Gray Australia Equity Fund – Class A and B

Account name: OFS ATF Allan Gray AEF Applications Account
BSB: 242-000
Account number: 233123013
Bank name: Citigroup Pty Ltd
SWIFT/BIC: CITIAU2X
Reference: Name on application form

Allan Gray Australia Balanced Fund

Account name: OFS ATF Allan Gray ABF Applications Account
BSB: 242-000
Account number: 233123358
Bank name: Citigroup Pty Ltd
SWIFT/BIC: CITIAU2X
Reference: Name on application form

Allan Gray Australia Stable Fund

Account name: OFS ATF Allan Gray ASF Applications Account
BSB: 242-000
Account number: 233123129
Bank name: Citigroup Pty Ltd
SWIFT/BIC: CITIAU2X
Reference: Name on application form

b) BPAY®

You can make your payment using telephone or internet banking. You will need to quote the biller code and your account number when making your payment. Client Services will contact you to notify you of your account number.

Allan Gray Australia Equity Fund – Class A and B

Biller code: 49833
Reference: Your account number

Allan Gray Australia Balance Fund

Biller code: 266528
Reference: Your account number

Allan Gray Australia Stable Fund

Biller code: 49866
Reference: Your account number

Note: Contact your bank or financial institution to make this payment from your cheque, savings, debit or transaction account. More info: bpay.com.au

c) Direct debit authority

You can allow us to deduct your application amount directly from a bank account by setting up a direct debit authority. The direct debit will be made through the Bulk Electronic Clearing System (BECS) from the account below. Payments by direct debit take three business days to clear. Generally your investment will receive the Fund price three business days after the money has been debited from your account.

By completing and signing this section, the bank account holder(s) acknowledge the terms and conditions of the Direct Debit Request Service Agreement, a copy of which is available on allangray.com.au, under the 'Forms & Documents' section.

Australian dollar bank accounts only.

Bank name

Branch name

BSB number

Account number

Bank account name

I/We request and authorise the unit registrar, OneVue Fund Services Pty Ltd, ABN 18 107 333 308 (User ID 413306), until further notice in writing, to arrange for funds in connection with this initial application and/or regular savings plan to be debited from the above bank account.

Signature of primary bank account holder

Full name(s)

Date

Signature of joint bank account holder (if applicable)

Full name(s)

Date

12. BANK ACCOUNT DETAILS

Australian bank account

Please provide your bank account details if you have elected to take your distribution in cash, and/or to facilitate a smoother process for future redemptions. We will only pay cash proceeds to a bank account in the name(s) of the investor(s). We will not make any payments into third party bank accounts.

Use the same bank account details provided in section 11 (direct debit). ☐

Bank name

Branch name

BSB number

Account number

Account name

Foreign bank account

Please provide your foreign bank account details to facilitate payments of future redemption proceeds to a foreign bank account. Foreign bank accounts cannot be used for regular savings/redemption plan(s) or payments of distributions. We will only pay cash proceeds to a bank account in the name(s) of the investor(s). We are unable to make any payments into third party bank accounts.

Bank name

Bank address

Bank account name

Account number

SWIFT/BIC

ABA/FED (US)

IBAN (Europe)

Note: Due to the complexity of foreign bank accounts, we may need to contact you for more information.

13. COMMUNICATION

The easiest way to stay up-to-date on the latest news and views about Allan Gray, our Funds and services is to receive our general communications via email. This includes our latest Fund Fact Sheets, the Quarterly Commentary, company news and insights from our investment team. Please complete the check box below if you do not wish to receive these updates.

If you are a New Zealand retail investor, we cannot provide you with communications that constitute 'regulated financial advice' (as defined under New Zealand law) and you must tick the "I do not wish to receive" option.

I do not wish to receive Allan Gray updates and information. ☐

Fund annual financial report

Please indicate if you wish to receive the Fund's annual financial report. If no election is made, we will not send you a copy. You can access the latest report from eqt.com.au/allangrayfunds

I would like to receive the Fund annual financial report by email. ☐

I would like to receive the Fund annual financial report by post. ☐

Online account access

Allan Gray Online enables you to view details of your investments (account balance, investment details, transaction history and account statements) online. If you have elected to receive correspondence by email in earlier sections of this form, you will automatically be registered for Allan Gray Online.

14. IDENTIFICATION AND VERIFICATION

I will complete the relevant Allan Gray investor identification form, which is located under the 'Forms & Documents' section of the website, allangray.com.au and enclose this form with this application.

☐

15. FINANCIAL ADVISER DETAILS

Please complete and sign this section if you wish to appoint a financial adviser. Your financial adviser will have online access to your account and will receive copies of your account correspondence by email.

Are you a registered financial adviser with Allan Gray Australia?

☐

Yes – please complete your details below.

☐

No – please complete your details below. You will also need to complete a Financial Adviser Registration form available from the forms section of the website allangray.com.au

Financial adviser details

Adviser name

Business number

Mobile number

Email address

Financial adviser company/Trading name

Dealer group name/Registered name

AFSL number/FSP licence number

Financial adviser fees

Financial adviser fees may be deducted from your investment as explained in the PDS. Please complete the applicable fee in the boxes below.

☐

Contribution fee of up to 2% + GST

%

☐

Ongoing fee of up to 1% pa + GST

%

Signature of investor 1/trustee 1

Signature of investor 2/trustee 2

Financial Advice (financial adviser to complete if applicable)

☐

The investor has received personal financial product advice in relation to this investment from a licensed financial adviser and that advice is current.

Signature of financial adviser

Date

16. ACKNOWLEDGEMENTS AND SIGNATURES

IMPORTANT – you must read the following statements and sign this application form to confirm your acknowledgment.

Definitions that apply to this application form

Fund – Allan Gray Australia Equity Fund – Class A or Class B, as applicable, the Allan Gray Australia Balanced Fund and/or Allan Gray Australia Stable Fund

NZ Information – The current 'Fund Information for New Zealand investors' document for the relevant Fund (if applicable)

MDD – The current Minimum Disclosure Document for the relevant Fund (if applicable)

PDS – The latest Product Disclosure Statement for the relevant Fund, including the accompanying Information Booklet

I/We

- confirm all details in this application form are true and correct and am/are at least 18 years of age if I/we am/are an individual(s)
- consent to receive the PDS, MDD (if I/we reside in South Africa) and NZ Information (if I/we reside in New Zealand) electronically, including by viewing a website

- have personally received, read and understood the PDS and agree to appoint Equity Trustees to submit a redemption form on my behalf if I/we have provided misleading information or are ineligible to hold units in the relevant Fund
- you confirm that you have read and understood the Target Market Determination (TMD) for the relevant Allan Gray Fund, available at allangray.com.au/PDS-TMD-documents
- you have carefully considered the features of the relevant Allan Gray Fund as described in the PDS and TMD (including its investment objectives, minimum suggested investment timeframe, risk level, withdrawal arrangements and investor suitability) and you are satisfied that your proposed investment in the relevant Allan Gray Fund is consistent with your investment objectives, financial circumstances and needs
- you acknowledge and agree that an acceptance of this application form is not a representation or confirmation from EQT or Allan Gray that an investment in the relevant Allan Gray Fund is or is likely to be consistent with your objectives, financial situation and needs, as indicated in your responses to the questions in Section 1
- have personally received in full, read and understood the MDD (if I/we reside in South Africa) or the NZ Information (if I/we reside in New Zealand)
- have taken all actions that are necessary to authorise the application and agree to be bound by the Constitution (as it may be amended from time to time) and the PDS (including the 'Terms of Electronic Communication', the 'Instruction Terms' and the 'Direct Debit Request Service Agreement')
- authorise Equity Trustees, Allan Gray and their respective officers or agents, to do anything on my/our behalf necessary for units to be issued to me/us including without limitation to sign any documents necessary for units to be issued to me/us
- acknowledge that the information contained in the PDS, MDD (if I/we reside in South Africa) and NZ Information (if I/we reside in New Zealand) is not investment advice or a recommendation that units are suitable to me/us, given my/our investment objectives, financial situation or particular needs
- have received the PDS in full (even if the documents were received electronically), including the application form and made my/our own independent investigations and appraisals before investing in the relevant Fund
- in making an investment in the relevant Fund, have not relied in any way whatsoever on any statements made by Equity Trustees, Allan Gray or any of their related entities or their servants, agents, employees or representatives and acknowledge that Equity Trustees and Allan Gray have not made any representations to me/us regarding the suitability or appropriateness of the relevant Fund
- agree to indemnify Equity Trustees, Allan Gray and any other entity involved in this offering against any loss, liability, damage, claim, cost or expense incurred as a result of any information, representation, declaration, statement, acknowledgment or confirmation in this application form being untrue or incorrect; or as a result of or in connection with my direct debit request (if applicable)
- acknowledge that Equity Trustees, Allan Gray or any of their related entities or their servants, agents, employees or representatives are not responsible for any delays in receipt of this application form caused by the postal/courier service or receipt of the application money caused by my/our bank
- if investing as a trustee, on behalf of a trust or superannuation Fund confirm that I/we am/are acting in accordance with my/our designated powers and authority under the trust deed to apply for units
- acknowledge that Equity Trustees and Allan Gray does not guarantee the performance of any Allan Gray Fund or its assets, or the repayment of the capital invested in any Allan Gray Fund
- declare that any documents or information whatsoever used for verification purposes in support of my/our application is/are complete and correct
- agree to provide any additional information you may require for the purposes of AML/CTF laws, and
- acknowledge that where a transaction is delayed, blocked, frozen or refused, Equity Trustees or Allan Gray will not be liable for any loss (including consequential loss) as a result of its compliance with the AML/CTF laws.

Privacy Consent

Personal information collected and/or held in Australia is subject to and will be managed in accordance with the Australian Privacy Principles. Your personal information may be disclosed to other entities connected to the Fund/s, including entities located overseas. Information shared with entities located overseas is managed in accordance with the respective entity's privacy policy, which may differ from the Australian Privacy Principles. We are required to obtain your consent to the disclosure of your personal information in this manner in order to process your application.

By signing this form, you consent to the disclosure of your personal information to entities that are connected to the Fund/s, including entities located overseas, and consent to any information shared with entities located overseas being managed in accordance with the respective entity's privacy policy. Please contact us if you require further information about this consent.

FATCA and CRS

We are required by law under FATCA (US Foreign Account Tax Compliance Act) and CRS (Common Reporting Standard) to collect information about your tax status in jurisdictions other than Australia. I/We:

- confirm that all the details disclosed in the FATCA and CRS Self-Certification form are true and correct
- agree to inform EQT, Allan Gray and their delegates as soon as any information in this form is no longer true or correct within 30 days of any change in circumstances, and
- acknowledge and agree that EQT, Allan Gray and their delegates may be required by law to pass on the information contained in this form to relevant taxation authorities including the US Internal Revenue Service, HMRC and the Australian Tax Office.

Signing instructions

Individual/Sole Trader – where the investment is in one name, the account holder must sign.

Joint Holding – where the investment is in more than one name, all of the account holders must sign.

Companies – where the company has a sole director who is also the sole company secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a company secretary, a sole director can also sign alone. Otherwise this form must be signed by a director jointly with either another director or a company secretary. Please indicate the capacity in which this form is signed.

Trust – the trustee(s) must sign this form, as permitted by the trust deed (for example if the deed says two trustees must sign, then this form must be signed by two trustees). If the trustee is a company, then the signing instructions under 'Companies' apply. Trustee(s) signing on behalf of the trust confirm that the trustee(s) is/are acting in accordance with such designated powers and authority under the trust deed.

Power of Attorney – if you have not already lodged the Power of Attorney with us, please attach a copy of the Power of Attorney, certified on every page. You will also need to give us a certified copy of photo identification to satisfy Anti-Money Laundering requirements.

SIGNATURE OF INVESTOR 1

Director or authorised signatory

Full name(s)

Date

D	D	/	M	M	/	Y	Y	Y	Y
---	---	---	---	---	---	---	---	---	---

Company officer (please indicate company capacity)

- ☐ Director
- ☐ Sole director and company secretary/sole trader
- ☐ Authorised signatory

SIGNATURE OF INVESTOR 2

Director/company secretary or authorised signatory

Full name(s)

Date

D	D	/	M	M	/	Y	Y	Y	Y
---	---	---	---	---	---	---	---	---	---

Company officer (please indicate company capacity)

- ☐ Director
- ☐ Sole director and company secretary/sole trader
- ☐ Authorised signatory

FATCA and CRS Self-Certification Form

We are required by law under FATCA (US Foreign Account Tax Compliance Act) and CRS (Common Reporting Standard) to collect information about your tax status in jurisdictions other than Australia. Self-managed super funds (SMSFs) and other regulated super funds (e.g. APRA regulated superannuation funds, Australian Government or Semi Government superannuation funds or pooled superannuation trusts) are exempt and do not need to complete this form.

1. ACCOUNT DETAILS (IF KNOWN)

Account number

Account name

2. INDIVIDUAL AND JOINT INVESTORS ONLY

2a. Are you a US Person or Specified US Person?

Investor 1 – full name(s)

Investor 2 – full name(s)

2b. Are you a foreign tax resident?

- If NO, please skip to the signing page in section 6.
- If YES, please complete the table below and proceed to the signing page in section 6. If more space is needed, please provide details as an attachment.

	Investor 1	Investor 2
Name		
Country of Tax Residence		
Tax ID Number (TIN)		
If no TIN is available enter reason A, B, or C		

If you are unable to provide a TIN, please ensure you provide a reason A, B or C.

Reason A: The country in which the applicant is tax resident does not issue a TIN to its residents

Reason B: The applicant is unable to obtain a TIN. Please explain why the investor is unable to obtain a TIN in the following section if you have selected this reason.

Reason C: The authorities in the country that the applicant is resident in do not require disclosure of a TIN

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

Investor 1

Investor 2

3. COMPANY, TRUST AND OTHER ENTITIES ONLY

FATCA

3a. Are you a US Person or Specified US Person?

If YES, please provide us with your Tax ID Number (TIN)

3b. Are you a financial institution?

If YES, please provide us with your GIIN and select one option below.

If you do not have a GIIN, please provide your FATCA status below. If you are a sponsored entity, please provide your GIIN above and your sponsor's details on the following page.

☐ **Exempt beneficial owner**

☐ **Deemed-Compliant FFI (other than a sponsored FI or a Trustee Documented Trust)**

☐ **Non-participating FFI**

☐ **Sponsored Financial Institution. Please provide the sponsoring entity's name and GIIN.**

Name

GIIN

☐ **Trustee Documented Trust. Please provide your trustee's name and GIIN.**

Name

GIIN

☐ **Other (please specify details below)**

3c. Are you a resident, for tax purposes, in any country other than Australia and the US?

- If NO, please proceed to the next question.
- If YES, please complete the table below and then proceed to the next question. If more space is needed please provide details as an attachment.

	Investor 1	Investor 2
Country of Tax Residence	<input type="text"/>	<input type="text"/>
Tax ID Number (TIN)	<input type="text"/>	<input type="text"/>
If no TIN is available enter reason A, B, or C	<input type="text"/>	<input type="text"/>

If you are unable to provide a TIN, please ensure you provide a reason A, B or C.

Reason A: The country in which the applicant is tax resident does not issue a TIN to its residents

Reason B: The applicant is unable to obtain a TIN. Please explain why the investor is unable to obtain a TIN in the following section if you have selected this reason.

Reason C: The authorities in the country that the applicant is resident in do not require disclosure of a TIN

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

Investor 1

Investor 2

COMMON REPORTING STANDARD (CRS)

Please select only ONE option from either 3d, 3e or 3f below. Definitions are provided in section 5.

3d. ☐ Financial Institutions

Are you a 'Reporting Financial Institution'?

☐ Y ☐ N

If NO, please specify if you are a non-reporting:

☐ **Trustee documented trust**

☐ **Other, please specify**

Please proceed to the signing instructions in section 6.

If YES, are you an Investment Entity resident in a CRS participating jurisdiction and managed by another Financial Institution?

☐ Y ☐ N

If yes, please complete the Beneficial Owners or Controlling Persons table in section 4 and then proceed to the signing instructions in section 6. If no, proceed to the signing instructions in section 6.

3e. ☐ Active Non-Financial Entities (Active NFE)

Please select one option from the list below.

☐ **Corporation that is regularly traded or a related entity of a regularly traded corporation**

Name of listed entity

Name of exchange on which it is traded

☐ **Governmental Entity, International Organisation or Central Bank**

☐ **Less than 50% of the Active NFE's gross income from the preceding calendar year is passive income and less than 50% of its assets during the preceding calendar year are assets held for the production of passive income**

☐ **Other, please specify**

Please proceed to the signing instructions in section 6.

3f. ☐ Passive Non-Financial Entities (Passive NFE)

Please complete the Beneficial Owners or Controlling Persons table in section 4 and then proceed to the signing instructions in section 6.

4. BENEFICIAL OWNERS OR CONTROLLING PERSONS

If you indicated that you are a Financial Institution (3d.), Investment Entity (3d.) or Passive NFE (3f.) please complete the table below. If more space is needed please provide details as an attachment.

Please complete the following if one or more of the following applies to you:

- A natural person that exercises control over you (for corporations, this would include directors or a beneficial owner who ultimately owns 25% or more of the share capital) is a tax resident of any country other than Australia.
- If you are a trust and the trustee, protector, beneficiary, settlor, or any other person exercising ultimate effective control over the trust, is a natural person that is a tax resident of any country other than Australia.
- Where no natural person is identified as exercising control of the entity, the controlling person is the natural person(s) who holds the position of senior managing official.

Beneficial owner or controlling person 1	
Name	
Date of birth	
Residential address	
Country of Tax Residence	
Tax ID Number (TIN) OR enter reason A, B or C	

Beneficial owner or controlling person 2	
Name	
Date of birth	
Residential address	
Country of Tax Residence	
Tax ID Number (TIN) OR enter reason A, B or C	

If you are unable to provide a TIN, please ensure you provide a reason A, B or C.

Reason A: The country in which the person is tax resident does not issue a TIN to its residents. Please explain why the person is unable to obtain a TIN in the below section if you have selected this reason have selected this reason.

Reason B: The person is unable to obtain a TIN

Reason C: The authorities in the country that the person is resident in do not require disclosure of a TIN

If reason B has been selected, explain why the person is unable to obtain a TIN:

Beneficial owner or controlling person 1

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Beneficial owner or controlling person 2

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5. DEFINITIONS

Financial Institution: a custodial or depository institution, an Investment Entity or a specified insurance company.

Beneficial Owner or Controlling Person: an individual who directly or indirectly owns 25% or more of an entity and/or exercises control over that entity by way of determining decisions about financial or operating policy. If you are a trust, the settlor, beneficiaries and trustees are treated as controlling persons.

Active Non-Financial Entities: examples include nonfinancial publicly listed entities, charitable organisations and government bodies.

Investment Entity: conducts investment business for or on behalf of underlying clients, and/or receives more than 50% of its income from investing or trading in financial assets. This may include trusts or managed investment schemes.

Passive Non-Financial Entity: any entity that is not an Active Non-Financial Entity. This may include family trusts whose trustees are not financial institutions.

US person or Specified US person is:

- Anyone born in the US (who has not renounced their citizenship), living in the US, a green card holder or US passport holder
- US Companies, US Trusts or US Partnerships
- A trustee, settlor, partner or beneficial owner of a trust, company or partnership (as applicable) who is a US citizen, resident or green card holder, or
- A US trust established under the laws of the US or US taxpayer or a trust that has any of its trustees, beneficiaries or settlors as a US citizen, resident or green card holder.

6. ACKNOWLEDGEMENTS AND SIGNATURES

I/We

- confirm that all the details disclosed in this FATCA and CRS Self-Certification form are true and correct
- agree to inform Equity Trustees, Allan Gray and their delegates as soon as any information in this form is no longer true or correct within 30 days of any change in circumstances, and
- acknowledge and agree that Equity Trustees, Allan Gray and their delegates may be required by law to pass on the information contained in this form to relevant taxation authorities including the US Internal Revenue Service, HMRC and the Australian Tax Office. The information given in this form does not constitute legal or tax advice. Accordingly you should seek advice based on your circumstances from an independent tax adviser.

SIGNATURE OF INVESTOR 1

Director or authorised signatory

Full name(s)

Date

Company officer (please indicate company capacity)

- ☐ Director
- ☐ Sole director and company secretary/sole trader
- ☐ Authorised signatory

SIGNATURE OF INVESTOR 2

Director/company secretary or authorised signatory

Full name(s)

Date

Company officer (please indicate company capacity)

- ☐ Director
- ☐ Company secretary
- ☐ Authorised signatory