

AMP CAPITAL INCOME GENERATOR

Product Disclosure Statement

ASX mFund investors
ASX code ACC01



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Important information

This Product Disclosure Statement (PDS):

- provides a summary of significant information about the AMP Capital Income Generator (the Fund) and your investment in the Fund, and
- incorporates a number of references to further important information, each of which forms part of this PDS. This 'incorporated information' is indicated by the symbol // and is available online at www.ampcapital.com.au/pds/iwig/r.

Before making a decision about investing or reinvesting in the Fund, all investors should consider the information in the PDS and all the incorporated information. A copy of the current PDS and incorporated information can be obtained free of charge, on request by contacting us on 1800 759 543.

Information in this PDS can help investors compare the Fund to other funds they may be considering. The information in this PDS is general information only and does not take into account any investor's personal objectives, financial situation or needs. All investors should obtain financial advice that is tailored to their circumstances.

No company in the AMP Group or any investment manager assumes any liability to investors in connection with investment in the Fund or guarantees the performance of the Responsible Entity's obligations to investors, the performance of the Fund or any particular rate of return. The repayment of capital is not guaranteed. Investments in the Fund are not deposits or liabilities of any company in the AMP Group.

AMP Capital has provided consent to the statements made by or about AMP Capital in this PDS and has not withdrawn that consent prior to the issue of this PDS. No company in the AMP Group other than the Responsible Entity is responsible for any statements or representations made in this PDS.

AMP CAPITAL INCOME GENERATOR

Issued	29 September 2017
PDS version	Income Generator PDS_R.3
Issuer and responsible entity	ipac asset management limited – referred to in this PDS as 'the Responsible Entity' or 'ipac'.
Portfolio manager	ipac portfolio management limited (ABN 51 071 315 618, AFSL 234658) – referred to in this PDS as 'the Portfolio Manager'.
Fund	AMP Capital Income Generator – also referred to in this PDS as 'the Fund' (APIR code IPA0174AU).
Registered name of Fund	ipac Income Generator (ARSN 140 154 981)
Unit class	mFund Class R

This PDS was prepared in accordance with Subdivision 4.2C of Division 4 of Part 7.9 of the Corporations Regulations 2001.

References in this PDS to 'AMP Capital', 'we', 'our' or 'us' are (unless otherwise indicated) references to AMP Capital Investors Limited (ABN 59 001 777 591, AFSL 232497), which has been appointed to provide Fund-related services to the Responsible Entity.

ASIC Class Order [CO 14/1252] applies to this PDS.

1. ABOUT IPAC ASSET MANAGEMENT LIMITED

ipac is one of Australia's largest operators of multi-manager portfolios and has been helping clients achieve their financial goals and chosen lifestyle since 1983. ipac is part of the AMP Group and is the Responsible Entity of the Fund.

As Responsible Entity of the Fund, ipac is responsible for the operation of the Fund under its constitution, the Corporations Act and general laws. The Responsible Entity has appointed ipac portfolio management limited (also part of the AMP Group) as the Portfolio Manager of the Fund.

The Portfolio Manager is responsible for the management and investment of the Fund's assets. It conducts extensive research into, and appoints specialist investment managers to undertake the ongoing investment of the underlying assets of the Fund. These managers range from large global firms to boutique managers. The Portfolio Manager blends these managers to construct a portfolio that aims to achieve the investment objectives. The Responsible Entity will pay the Portfolio Manager's fees from the fee it receives - it is not an additional cost to investors.

More information about ipac is available by contacting Client Services on 1800 759 543 or by email clientservices@ampcapital.com.

AMP Capital, also part of the AMP Group, has been appointed by the Responsible Entity, under an agreement, to provide other Fund related services, including responding to investor enquiries and the preparation of this PDS on behalf of the Responsible Entity. AMP Capital is also one of the range of investment managers which have been appointed by the Portfolio Manager to carry out the day-to-day investment of the Fund. AMP Capital is 85% owned (indirectly) by AMP Limited.

No company in the AMP Group other than the Responsible Entity is responsible for the preparation and issue of this PDS or for any statements or representations made in this PDS.

AMP Capital

AMP Capital is a global investment manager with a large presence in Australia. Our asset class specialists, investment strategists and economists work together with the aim of delivering strong investment outcomes for clients. That is why our clients trust us to invest over A\$178.9 billion (as at 30 June 2017) on their behalf, across a range of single sector and diversified funds.

More information about AMP Capital is available online at www.ampcapital.com.au/about-us.

2. HOW THE AMP CAPITAL INCOME GENERATOR WORKS

The AMP Capital Income Generator aims to deliver regular income with some capital growth over the medium to long term through investment in a diversified mix of growth and defensive assets, with a focus on income generation.

Investing in a managed investment scheme

The Fund is a managed investment scheme structured as a unit trust and registered under the Corporations Act 2001 (Cth). A managed investment scheme is where investors' money is pooled together to purchase the scheme's assets, and it is the Responsible Entity (together with the Portfolio Manager and underlying investment managers), not investors, who has day to day control of the scheme. The Fund's constitution, along with the Fund's PDS, the Corporations Act and other relevant laws, sets out the relationship between the Responsible Entity and investors.

The value of your investment

Investors in a managed investment scheme are issued with 'units', each of which represents a share of the value of the scheme's assets. The Fund may have a number of classes of units. Investments made through this PDS relate to mFund units. As with the other classes of units in the Fund, mFund unit prices are based on the net asset value of the Fund. This is not the same as for a listed fund, where the listed market price determines the value of the units.

Unit prices can rise and fall on a daily basis depending on a number of factors, including the market value of the Fund's assets. Consequently, the value of your investment will vary from time to time.

The value of your investment at any point in time is calculated by multiplying the number of units you hold, by the mFund unit price current at that time. Unit prices are updated regularly online at www.ampcapital.com.au and can also be obtained by contacting us.

Investing in the Fund

mFund settlement service

The Fund has been admitted to mFund, a managed fund settlement service operated by the Australian Securities Exchange (ASX). The service uses CHESS, the ASX electronic settlement system for you to apply for or redeem units in the Fund via your broker (broker-sponsored units). Your holding of the broker-sponsored units is linked to your individual Holder Identification Number (HIN), which is used to hold your other investments transacted through the ASX. If you do not currently have a HIN, you will be issued with one. The mFund settlement service does not facilitate on-market buying and selling between investors. The mFund units settled through the mFund settlement service are issued and redeemed by us.

Who can invest?

Applications to invest in the Fund through this PDS can only be made by individual and joint investors 18 years of age or over, and by partnerships, companies, trusts and superannuation funds, who receive the PDS (including electronically) within Australia. We can only accept applications submitted from within Australia. The Responsible Entity reserves the right to refuse or reject an application.

Initial investment

To invest in the Fund you will need to apply for units via your broker with your initial investment amount of at least \$10,000.

Additional and regular investments

You can make additional investments of at least \$2,000 at any time. You can also set up a regular investment plan, investing at least \$500 each month into your investment account. Monies debited from your account to pay for your regular investment plan take three business days to clear. For this reason, units cannot be issued until three days after your bank account has been debited. If the debit is unsuccessful, no units will be issued.

Initial, additional and regular investments are made on the basis of the PDS current at the time of the investment.

Accessing your money

To redeem from the Fund, you can apply to withdraw your units via your broker. A minimum withdrawal amount of \$2,000 applies, and a balance of \$10,000 is generally required to keep your investment open.

Payment times

The proceeds of your withdrawal request will usually be available within five (5) business days. However, under the Fund's constitution, payment and processing of withdrawal requests may take up to 365 days, or longer in some circumstances, such as if there is insufficient cash available in the Fund to meet withdrawal requests within the 365 day period.

Distributions

The Fund will normally distribute income monthly in cash, but can make additional distributions at any time. The monthly distributions will be based on our estimate of the Fund's annual income in the current financial year. There may be two distributions made in June:

- a distribution representing a portion of the income of the Fund for the financial year, and
- a distribution representing realised capital gains and any other distributable income for the financial year.

You should be aware that although the Fund aims to pay distributions monthly, the amount of each distribution may vary or no distribution may be payable in a distribution period.

// You should read the important information about how the Fund works before making a decision. Go to www.ampcapital.com.au/pds/iwig/r – select 'Incorporated information' from the PDS information menu, and go to 'Distributions', 'Investing in the Fund', 'Accessing your money' and 'Other important information'. The material relating to how the Fund works may change between the time when you read this PDS and the day when you acquire the product.

3. BENEFITS OF INVESTING IN THE AMP CAPITAL INCOME GENERATOR

Significant features and benefits of investing

The AMP Capital Income Generator has the following key features and benefits:

1. Regular and reliable income

The Fund pays income monthly. The aim is to deliver regular income by investing in a diversified mix of income-producing assets:

- traditional income-generating investments like fixed interest, and
- growth assets like equities, particularly Australian shares that generally pay higher dividends and can provide franking credits.

2. Long term growth in your capital and income

By investing in growth assets the Fund aims to deliver some long term growth in your income and capital. In addition to regular monthly income payments, any capital gains the Fund makes will be paid in a separate distribution that will be automatically reinvested to help grow your capital base, and therefore the income it can deliver, over time.

3. Managed for low marginal tax investors

The Fund is designed for investors on a low marginal tax rate, such as retirees.

4. Daily liquidity

The Portfolio Manager and underlying investment managers combine different asset classes and strategies to construct a portfolio that generally has a high level of liquidity.

// You should read the important information about the features of the Fund before making a decision. Go to www.ampcapital.com.au/pds/iwig/r – select 'Incorporated information' from the PDS information menu, and go to 'Fund features' and 'Other important information'. The material relating to the Fund's features may change between the time when you read this PDS and the day when you acquire the product.

4. RISKS OF MANAGED INVESTMENT SCHEMES

All investments carry risk

Assets with the highest long term returns may also carry the highest level of short term risk, particularly if you do not hold your investment for the minimum suggested investment timeframe. Additionally, different investment strategies may carry different levels of risk, depending on the assets in which a fund invests.

When you invest in a Fund, you should be aware that:

- returns are not guaranteed – future returns may differ from past returns, and the level of returns may vary, and
- the value of your investment may vary, and there may be the risk of loss of invested capital.

The value of your investment may also be affected by the Fund-specific risks noted below and by other risks or external factors such as the state of the Australian and world economies, consumer confidence and changes in laws and regulations including tax laws and government policies relating to managed investment schemes.

Other factors such as your age, the length of time you intend to hold your investment, other investments you may hold, and your personal risk tolerance will affect the levels of risk for you as an investor. As the risks noted in this section do not take factors such as these into account, you should consider obtaining appropriate financial advice before making a decision about investing or reinvesting in the Fund.

Risks specific to the Fund

Risks specific to the Fund may include or be associated with:

- **share market investments** – the value of the Fund's investment in listed securities may decrease as a result of adverse share market movements.
- **interest rates** – including the risk of capital loss in a rising interest rate environment.
- **credit** – including the risk that a credit issuer or counterparty defaults on interest payments, the repayment of capital or both.
- **investment management** – there is a risk that the investment manager will not perform to expectation or factors such as changes to the investment team or a change of investment manager may affect the Fund's performance.
- **asset allocation** – the Fund's asset allocation strategy does not guarantee positive investment performance at all stages of the investment cycle.
- **convertible securities** – have the risk characteristics of derivatives, fixed income and share market investments, and may not be able to be readily exchanged for cash or for an equivalent asset value.
- **counterparty or default risk** – substantial losses can be incurred if a counterparty fails to deliver on its contractual obligations or experiences financial difficulties. Investing through the mFund settlement service brings some risk associated with ASX admission, the ASX's systems and brokers.
- **infrastructure investments** – factors affecting infrastructure assets (such as a company's ability to service debt in a rising interest rate environment) may negatively affect the value of the Fund's investments.

- **international investments** – including losses related to currency exchange rates, hedging, and changes in the state of the Australian and world economies.
- **liquidity** - Fund assets are subject to liquidity risk and may be difficult to trade. As such, it may take longer for their full value to be realised on the mFund settlement service.
- **listed hybrid securities** – as these are a combination of debt and equity, they carry the risks associated with interest rates, derivatives and share market investments.
- **property investments** – although we do not invest in property directly, factors such as the quality of underlying properties and geographic location may affect the Fund's performance through the investment in listed Real Estate Investment Trusts (REITs).
- **securities lending** – although engaging in securities lending may benefit the Fund by providing increased returns, there is a risk of capital loss.

// You should read the important information about risks before making a decision. Go to www.ampcapital.com.au/pds/iwig/r – select 'Incorporated information' from the PDS information menu, and go to 'Risks of investing'. The material relating to risks may change between the time when you read this PDS and the day when you acquire the product.

5. HOW WE INVEST YOUR MONEY

The Fund

The Fund is a registered managed investment scheme which invests in a diversified mix of growth and defensive assets, with a focus on income generation. The Fund invests using a range of specialist investment managers. While open to all investors, this Fund has been designed with low marginal tax payers in mind.

Asset allocation

ASSET CLASS	RANGE (%)
Australian equities	15-45
International equities	0-15
Listed real assets	0-15
Direct assets	0-10
Fixed income and credit	30-70
Cash	0-20

The Portfolio Manager aims to manage asset allocations within the asset allocation ranges. However, in certain circumstances the Portfolio Manager may manage actual allocations outside of the asset allocation ranges. Such circumstances would include where the AMP Capital Income Generator or underlying funds are closed for new applications or withdrawals, during changes to the product structure, asset allocation or manager line-up, or in certain market conditions. The Portfolio Manager will not deviate outside the asset allocation ranges to pursue investment opportunities based on short-term expectations.

Investment return objective

The Fund aims to provide regular income with some capital growth over rolling 5 year periods, whilst also maintaining moderate levels of capital stability.

Suggested minimum investment timeframe

5 years

Summary of risk level

Risk band

1	2	3	4	5	6	7
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Risk label

Very low	Low	Low to medium	Medium	Medium to high	High	Very high
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The Fund's risk band and risk label are based on an estimation that the number of negative annual returns over any 20 year period would be within the range of 2 to less than 3. Information about the methodology used for calculating the risk level can be obtained by contacting us. This summary is not a complete description of the risks of investing in the Fund.

Consequently, before choosing to invest or reinvest in the Fund, you should read the Fund's PDS and incorporated information, and consider factors such as the likely investment return, the risks of investing and your investment timeframe.

We may change the Fund's investment return objective or investment approach, from time to time, if we consider it to be in the best interests of investors. If we do so, we will advise investors.

In section 5 only, the term 'we' refers to the Responsible Entity.

// You should read the important information about how we invest your money before making a decision. Go to www.ampcapital.com.au/pds/iwig/r – select 'Incorporated information' from the PDS information menu, and go to 'Fund features'. The material relating to how we invest your money may change between the time when you read this PDS and the day when you acquire the product.

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 investment balance rather than 1% could reduce your final return by up to 20% over a 30 year period (for example, reduce it from \$100,000 to \$80,000).

You should consider whether features such as superior investment performance or the provision of better member services justify higher fees and costs. You may be able to negotiate to pay lower 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 fees based on your own circumstances, the **Australian Securities and Investments Commission (ASIC)** website (www.moneysmart.gov.au) has a managed funds fee calculator to help you check out different fee options.

Summary of fees

Overview of fees and costs

Table 1 provides an overview of the costs of acquiring units in the Fund, and the fees and costs charged in relation to your investment. These fees and costs may be deducted from your money, from the returns on your investment or from the assets of the managed investment scheme as a whole. For the Fund, these fees and costs are paid out of the Fund's assets, and are reflected in the unit price. You can use this information to compare the Fund's fees and costs with those of other funds.

Unless otherwise stated, the fees and costs shown in this section are inclusive of Goods and Services Tax (GST) and any applicable stamp duty, less Reduced Input Tax Credits (RITCs) or other input tax credits claimable.

Unless otherwise specified, all dollar amounts are Australian dollars.

Table 1

TYPE OF FEE OR COST	AMOUNT
Fees when your money moves in or out of the managed investment product	
Establishment fee	Nil
Contribution fee	Nil
Withdrawal fee	Nil
Exit fee	Nil
Management costs¹	
The fees and costs for managing your investment	0.80% pa of the Fund's net assets

- See Table 2 for an example of the calculation, and component parts, of the management costs.

Important

Fees may be payable to your broker for accessing the Fund through mFund and, if applicable, to your financial adviser (refer to the Statement of Advice provided by your adviser).

Changes to fees

The Responsible Entity may change the fees noted in this PDS at its discretion and without the consent of investors. For example, fees may be increased where increased charges are incurred due to changes to legislation, where increased costs are incurred, if there are significant changes to economic conditions, or if third parties impose or increase processing charges. However, we will give investors 30 days' written notice of any intention of the Responsible Entity to increase the existing fees or introduce performance fees or contribution or withdrawal fees.

Example of annual fees and costs

Table 2 gives an example of how the 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 managed investment products. The fees and costs shown in this table are an example only and are not additional to the fees and costs described in Table 1.

Table 2

EXAMPLE – AMP CAPITAL INCOME GENERATOR	BALANCE OF \$50,000 WITH A CONTRIBUTION OF \$5,000 DURING THE YEAR
Contribution fees	Nil For every additional \$5,000 you put in, you will be charged \$0.
Plus Management costs ¹	0.80% pa of the Fund's net assets And , for every \$50,000 you have in the Fund you will be charged \$400 ² each year.
Equals Cost of the Fund ³	If you had an investment of \$50,000 at the beginning of the year and you put in an additional \$5,000 during that year, you would be charged a fee of: \$400² What it costs you will depend on the fund you choose and the fees you negotiate.

- Management costs are expressed as a percentage of the Fund's net assets. Management costs are made up of a management fee of 0.79% pa and estimated indirect costs of 0.01% pa. The sum of these figures may differ to the total management costs, due to rounding.
- This cost does not include the management costs charged on the additional \$5,000 investment. The additional management costs would be \$40 if you had invested the \$5,000 for a full 12 months.
- This cost does not include any advice fees paid to your financial adviser.

// You should read the important information about fees and other costs before making a decision. Go to www.ampcapital.com.au/pds/iwig/r – select 'Incorporated information' from the PDS information menu, and go to 'Fees and costs'. The material relating to fees and other costs may change between the time when you read this PDS and the day when you acquire the product.

7. HOW MANAGED INVESTMENT SCHEMES ARE TAXED

Investing in a managed investment scheme is likely to have tax consequences for investors. Specifically, managed investment schemes do not pay tax on behalf of investors in the scheme, and investors are assessed for tax on the net income generated by their investment in the scheme.

You are strongly advised to seek professional taxation advice before you invest or deal with your investment, as the taxation treatment of your investment will be specific to your circumstances and to the nature of your investment.

// You should read the important information about taxation before making a decision. Go to www.ampcapital.com.au/pds/iwig/r – select 'Incorporated information' from the PDS information menu, and go to 'Taxation'. The material relating to taxation may change between the time when you read this PDS and the day when you acquire the product.

8. HOW TO APPLY

Investing in the Fund

You will need to apply via your broker using the ASX settlement system for broker-sponsored units when you apply for an initial investment in the Fund, make an additional investment, or set up a regular investment plan. Your holding of the broker-sponsored units will be linked to your individual HIN that is used to hold your other investments transacted through the ASX. If you do not currently have a HIN, you will be issued with one.

The offer to invest in the Fund is subject to the terms and conditions described in the PDS and the incorporated information current at the time of contributing your investment amount. You can obtain these documents, free of charge, at www.ampcapital.com.au/mfund or by contacting us on 1800 759 543.

We generally process applications and withdrawal requests each Business Day, using the close of business issue price for that day. A Business Day for us is any day other than Saturday, Sunday, or a bank or public holiday in Sydney, NSW. The cut-off time for mFund units is 11.15am. Any applications or withdrawal requests we receive after the cut-off time will be processed effective the next Business Day.

Cooling off rights

Where your application to invest or reinvest in the Fund has been accepted, you can request the return of your initial investment within a 14 day cooling-off period. The 14 day cooling-off period commences on the earlier of the fifth Business Day after we issue the units to you or from the date you receive confirmation of your transaction.

The amount returned to you may be less than the amount of your initial investment in the Fund due to adjustments to take into account such factors as changes in the unit price or any tax payable on the units. Your investment cannot be returned if you have exercised any rights or powers available under it.

Complaints procedure

AMP Capital and the Responsible Entity follow an established procedure to deal with complaints. We are committed to providing you with a high level of service, but sometimes things go wrong. If this happens, we will help you resolve the issue. If you have concerns relating to your investment in the Fund, please contact us by telephone on 1800 759 543 or in writing to AMP Capital Investors Limited, GPO Box 804, Melbourne VICTORIA 3001.

If the matter is not resolved to your satisfaction or is not resolved within 45 days, you may wish to contact the Financial Ombudsman Service, by telephone on 1800 367 287 or in writing to GPO Box 3, Melbourne VICTORIA 3001. The Financial Ombudsman Service is independent from us.

If the complaint is privacy related, please refer to the AMP Capital Privacy Policy for more details, which can be obtained online at www.ampcapital.com.au/common/privacy.

CONTACTING AMP CAPITAL

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