

WHOLESALE AUSTRALIAN EQUITY – VALUE FUND

Product Disclosure Statement

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Important information

This Product Disclosure Statement (PDS):

- provides a summary of significant information about the Wholesale Australian Equity – Value Fund (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/auwae/m.

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 131 737.

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AMP Capital has provided consent to the statements made by or about AMP Capital in this document and has not withdrawn that consent prior to the issue of this document.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

AllianceBernstein Australia Limited (AB) has consented to being named as investment manager of the Fund and to the inclusion of the statements made by or about AB in this document, in the form and context in which they appear. AB takes no responsibility for the preparation of, or statements made in, any other parts of the PDS. AB has not made or purported to make any statement contained in the PDS or caused its issue. As at the date of this document, AB had not withdrawn this consent.

WHOLESALE AUSTRALIAN EQUITY – VALUE FUND

Issued	18 December 2017
PDS version	Wholesale Australian Equity Value PDS_M20171218
Issuer and responsible entity	National Mutual Funds Management Ltd – referred to in this PDS as ‘the Responsible Entity’.
Investment manager	AllianceBernstein Australia Limited (ABN 53 095 022 718, AFSL 230698) – referred to in this PDS as ‘AB’.
Fund	Wholesale Australian Equity – Value Fund – also referred to in this PDS as ‘the Fund’ (ARSN 091 554 513, APIR code NML0061AU).

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

1. ABOUT NATIONAL MUTUAL FUNDS MANAGEMENT LTD

The Responsible Entity of the Fund and issuer of this PDS is National Mutual Funds Management Ltd, a member of the AMP Group. The AMP Group includes AMP Capital Investors Limited (ABN 59 001 777 591, AFSL 232497), referred to in this PDS as 'AMP Capital', 'we' or 'us'. As part of the AMP Group we share a heritage that spans over 160 years. The Responsible Entity can be contacted on 131 737.

The Responsible Entity is responsible for the Fund's operation including the determination of the investment objectives and policy. Subject to the *Corporations Act 2001* (Cth) (Corporations Act) and the Fund's constitution, National Mutual Funds Management Ltd may at any time voluntarily retire or be removed by unit holders at a unit holder meeting as Responsible Entity of the Fund.

AMP Capital has been appointed by the Responsible Entity, under a Fund Services Agreement, to provide fund services in respect of the Fund, including certain administrative services, responding to investor enquiries and the preparation of this PDS on behalf of the Responsible Entity. No company in the AMP Group other than the Responsible Entity and AMP Capital is responsible for the preparation and issue of this PDS or for any statements or representations made in this PDS.

AB

AllianceBernstein Australia Limited (AB) has been appointed by the Responsible Entity as the investment manager of the Fund. AB is a subsidiary of the AllianceBernstein L.P. group.

AB is a leading global investment management and research firm that offers high-quality and diversified investment services to institutional clients, retail investors and private clients in major markets around the world.

AB delivers a comprehensive range of investment strategies across the capital structure. From customised and multi-asset solutions to style-pure equity portfolios, index services to alternative and fixed income portfolios; its broad array of global and local investment services help to solve clients' increasingly complex investment challenges.

2. HOW THE WHOLESALE AUSTRALIAN EQUITY – VALUE FUND WORKS

The Fund invests predominantly in Australian shares and the Fund's investment philosophy is to purchase shares with the most promising long-term earnings for what AB views as the best price. AB believe that investors frequently overreact to short-term events and therefore overestimate the long-term impact of current negative trends. This causes securities to be mispriced relative to their objective long-term earnings prospects, creating compelling buying opportunities. AB rely on both quantitative and deep fundamental research capabilities to identify these opportunities.

Investing in a managed investment scheme

The Fund is a managed investment scheme structured as a unit trust and registered under the Corporations Act. A managed investment scheme is where investors' money is pooled together to purchase the Fund's assets, and it is the investment manager, not investors, who has day to day control of the Fund. 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 scheme are issued with 'units', each of which represents a share of the value of the scheme's assets.

The Fund has only one class of units. At its discretion the Responsible Entity may from time to time introduce new classes of 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 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

Who can invest?

Applications to invest in the Fund through this PDS can be made by individual and joint investors who are 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 signed and delivered from within Australia, and we reserve the right to refuse or reject an application.

Applications can be made by direct and indirect investors (see below).

Direct investors

Apply online

You can complete your application quickly and simply online at apply.ampcapital.com.au. Alternatively, you can download a paper copy of the application form at www.ampcapital.com.au (go to the Fund page for which you are investing).

A minimum initial investment of \$25,000 must be made.

You can make initial or additional investments via direct deposit, direct debit or cheque. Just follow the instructions when completing your application online, or refer to the payment instructions on the application form.

No units will be issued on the basis of the PDS when it is no longer current.

Indirect investors

It is possible to gain exposure to the Fund through an investment or reporting service such as a master trust, wrap account, investor directed portfolio service or nominee or custody service. In this PDS, these services are referred to as master trusts or wrap accounts, and the people who invest through them are referred to as indirect investors. If you wish to invest through a master trust or wrap account, please refer to their terms and conditions.

Additional investments

Direct investors

To make additional investments, send us an authorised fax or letter detailing your investor number, the additional amount you wish to invest, together with confirmation that the investment monies have been deposited into our account. Alternatively you may use an additional deposit form which can be obtained by contacting us on 131 737.

Each additional investment must be at least \$1,000. Additional units are issued on the terms and conditions set out in the PDS current at the time the application is processed.

As soon as it's reasonably practical, after each investment we will send you a statement setting out details of your investment and your balance. The relevant fees and expenses will apply to all additional investments.

Indirect investors

If you wish to make additional investments, please contact your master trust or wrap account operator.

Accessing your money

You can submit a withdrawal or switch request in writing, at any time. If your investment is below our current minimum investment of \$25,000 and you wish to make a withdrawal, you may be asked to withdraw your entire investment.

Payment times

We generally take up to five (5) Melbourne Business Days to process a withdrawal (including a switch). A Business Day for us is any day other than Saturday, Sunday or a bank or public holiday in Melbourne, VIC. However, for this Fund the withdrawal period provided for in the Fund's constitution is up to 30 days or longer in certain circumstances. In some circumstances, such as when there is a freeze on withdrawals, investors may not be able to withdraw their funds within the usual period upon request.

Distributions

The distribution period is half-yearly ending 30 June and 31 December. Distributions will normally be made within one month after the end of a distribution period and must be made within 60 days, or as soon as possible after the Fund's audit (if any). The amount distributed to each unit holder will be based on the number of units held by the unit holder at the end of the distribution period. You should be aware that although the Fund aims to pay distributions half-yearly, the amount of each distribution may vary or no distribution may be payable at 30 June and 31 December.

// You should read the important information about how the Fund works before making a decision. Go to www.ampcapital.com.au/pds/auwae/m – 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 WHOLESALE AUSTRALIAN EQUITY – VALUE FUND

Significant features and benefits

Five things you should know about the Fund:

1. The Wholesale Australian Equity – Value Fund invests predominantly in Australian shares chosen for the potential to provide strong capital growth.
2. The investment strategy for the Fund is to buy shares in Australian companies whose share price appears undervalued relative to long term earnings potential.
3. In line with the Fund's investment objectives, it is recommended that investors remain in the Fund for at least five years.
4. The Fund suits investors prepared to accept a high level of volatility and risk as a trade-off for returns that might typically be expected to be above those returned by other asset classes over the longer term.
5. Neither your investment capital nor any income is guaranteed.

AB's Australian Value Equities investment team manages Australian Equities and employs a systematic and disciplined bottom-up investment process characterised by an integration of fundamental and quantitative research in a way that aims to capitalise on the best of both approaches.

// You should read the important information about the features of the Fund before making a decision. Go to www.ampcapital.com.au/pds/auwae/m – 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.
- **companies** – factors such as management changes may affect a company's performance.
- **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.
- **counterparty or default risk** – substantial losses can be incurred if a counterparty fails to deliver on its contractual obligations or experiences financial difficulties.
- **derivatives** – the use of derivatives may magnify any losses incurred.
- **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/auwae/m – 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 Wholesale Australian Equity – Value Fund holds a diversified portfolio of Australian stocks listed on the Australian Securities Exchange. These stocks will typically have the most promising long-term earnings for what AB views as the best price.

The Fund may be suitable for investors prepared to accept a high level of volatility and risk as a trade-off for returns that might typically be expected to be above those returned over the longer term.

The portfolio may not suit your particular circumstances. You should speak to your financial adviser to determine which investment portfolio best meets your goals and objectives.

Asset allocation

ASSET CLASS	TARGET	RANGE
Australian equities	100%	95-100%
Cash	0%	0-5%

Investment return objective

To outperform the S&P/ASX 300 Accumulation Index (S&P/ASX 300) after costs and over rolling five year periods.

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 4 to less than 6. 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/auwae/m – 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 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 this Fund, these fees 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 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	0.84% pa of the Fund's net assets

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

Important

Fee amounts shown in this PDS are the fees direct investors are charged when investing through this PDS.

If you are an indirect investor, please contact your financial adviser or platform operator for details of the fee amounts relating to your investment in the Fund.

Payments to your financial adviser

Fees may be payable to your financial adviser, these fees are additional to the fees noted in Table 1 (refer to the Statement of Advice provided by your adviser).

Client advice fees are only available to direct investors. Indirect investors should contact their master trust or wrap account operator for information about the availability of this arrangement.

Your financial adviser is a valuable resource available to you as they can help you understand how investments work and how to get the most from your investment. Your adviser can also provide advice and guidance about other financial and insurance matters.

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 – WHOLESALE AUSTRALIAN EQUITY – VALUE FUND		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	0.84% pa of the Fund's net assets	And , for every \$50,000 you have in the Fund you will be charged \$420 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: \$420² What it costs you will depend on the fund you choose and the fees you negotiate.

1. Management costs are expressed as a percentage of the Fund's net assets. Management costs are made up of a management fee of 0.77% pa and estimated indirect costs of 0.07% pa. The sum of these figures may differ to the total management costs, due to rounding.
2. This cost does not include the management costs charged on the additional \$5,000 investment. The additional management costs would be \$42 if you had invested the \$5,000 for a full 12 months.
3. 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/auwae/m – 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/auwae/m – 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

Direct investors

- Apply easily online – [apply.ampcapital.com.au](https://www.ampcapital.com.au), or
- Complete the application form available online at www.ampcapital.com.au/pds/auwae/m and send it to us.

An initial investment of \$25,000 must be made.

Indirect investors

Please refer to the terms and conditions provided by your master trust or wrap account operator.

Cooling off rights

Direct investors

If you are a retail investor (as defined in the Corporations Act), you have a period of 14 days (the cooling off period) during which you can cancel your investment. To do this, you will need to contact us in writing. The 14 day period starts from the date you receive confirmation of your investment or five days after we process your application, whichever occurs first. If you cancel your investment during this period, the amount repaid to you is adjusted in accordance with the Corporations Act to reflect any increase or decrease in the value of your investment, any tax or duties payable by the Responsible Entity, and administrative expenses and transaction costs associated with the acquisition and termination of your investment.

The right to cooling off terminates immediately if you exercise a right or power under the terms of the product, such as selling part of your investment or switching it to another product. For any subsequent contributions made under the terms of an existing agreement, or investments made under a switching facility or distribution reinvestment plan, the right to cooling off does not apply to these subsequent contributions.

Indirect investors

Cooling off rights do not apply under this PDS. Your financial adviser or platform operator can provide you with the conditions, if any, that apply to returning your investment within the cooling off period set by the platform operator.

Complaints procedure

Direct investors

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 131 737 or in writing to AMP Capital Investors Limited, GPO Box 2780, Melbourne VIC 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.

Indirect investors

You should contact your financial adviser or platform operator if you have a complaint related to your investment in the Fund. If your issue remains unresolved, you can contact the external dispute resolution scheme of which the platform operator is a member.

CONTACTING AMP CAPITAL

Direct investors

Mailing address

AMP Capital Investors Limited
GPO Box 2780
MELBOURNE VIC 3001

Client Services

T: 131 737
F: 03 8688 5796
E: client.inquiry@ampcapital.com
W: www.ampcapital.com.au

Indirect investors

Contact your financial adviser, master trust or platform operator.