

AMPCAPITAL GLOBAL INFRASTRUCTURE SECURITIES FUND (UNHEDGED)

Product Disclosure Statement

Personal investors

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Important information

This Product Disclosure Statement (PDS):

- provides a summary of significant information about the AMP Capital Global Infrastructure Securities Fund (Unhedged) (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/wglsf/h.

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 658 404.

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AMP Capital has provided consent to the statements made by or about AMP Capital in this PDS and has not withdrawn that consent prior to the issue of this PDS.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 GLOBAL INFRASTRUCTURE SECURITIES FUND (UNHEDGED)

Issued	18 December 2017
PDS version	Global Infrastructure Securities (Unhedged) PDS_H.3
Issuer and responsible entity	AMP Capital Funds Management Limited – referred to in this PDS as 'the Responsible Entity'.
Investment manager	AMP Capital Investors Limited (ABN 59 001 777 591, AFSL 232497) – referred to in this PDS as 'AMP Capital', 'we', 'our' or 'us'.
Fund	AMP Capital Global Infrastructure Securities Fund (Unhedged) – also referred to in this PDS as 'the Fund' (ARSN 142 416 386, APIR code AMP1592AU).
Unit class	Off-platform Class H

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

1. ABOUT AMP CAPITAL FUNDS MANAGEMENT LIMITED

The Responsible Entity of the Fund and issuer of this PDS is AMP Capital Funds Management Limited, a member of the AMP Group, which includes AMP Capital. AMP Capital is 85% owned (indirectly) by AMP Limited. As part of the AMP Group we share a heritage that spans over 160 years. The Responsible Entity is responsible for the overall operation of the Fund and can be contacted on 1800 658 404.

AMP Capital has been appointed by the Responsible Entity to provide investment management and associated services in respect of the Fund. This includes being responsible for selecting and managing the Fund's investments. AMP Capital has also 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. 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 GLOBAL INFRASTRUCTURE SECURITIES FUND (UNHEDGED) WORKS

Through investment in infrastructure securities, the Fund provides investors with the opportunity to benefit from the expected long term global growth in infrastructure, and the return potential associated with infrastructure assets.

Infrastructure (essential services such as transport and communication) is a diverse and growing asset class, both in developed countries and emerging markets, and is fundamental to any country's economic development.

The Fund focuses on companies that own and operate infrastructure assets, derive most of their cash flow from those assets, and have liquid market listings on major global stock exchanges.

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) (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 Fund are issued with 'units', each of which represents a share of the value of the Fund's assets. The Fund may have a number of classes of units. Investments made through this PDS relate to Off-platform Class H 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 Off-platform Class H 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 only be made by individual and joint investors 18 years of age or over, or by partnerships, companies, trusts or superannuation funds, who receive the PDS (including electronically) within Australia. We can only accept applications signed and submitted from within Australia. The Responsible Entity reserves the right to refuse or reject an application.

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).

Initial investment

An initial investment amount of at least \$10,000 is required to open your account.

You can make investments via direct deposit, direct debit or cheque. Follow the instructions when completing your application **online**, or the payment instructions on the application form.

Additional and regular investments

You can make additional investments of at least \$5,000 at any time. You can also set up a regular investment plan, investing at least \$500 each month into your investment account.

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

Accessing your money

You can submit a withdrawal request in writing, at any time. A minimum withdrawal amount of \$5,000 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. A Business Day for us is any day other than Saturday, Sunday or a bank or public holiday in Sydney, NSW. However, under the Fund's constitution, payment and processing of withdrawal requests may take up to 30 days, or longer in some circumstances, such as if there is insufficient cash available in the Fund to meet withdrawal requests within the 30 day period.

Distributions

The Fund aims to pay distributions quarterly. Distributions paid are based on the income earned by the Fund and the number of units you hold at the end of the distribution period. You should be aware that although the Fund aims to pay distributions quarterly, 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/wgisf/h – 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 GLOBAL INFRASTRUCTURE SECURITIES FUND (UNHEDGED)

Significant features

- **Income and capital growth potential** – global growth in infrastructure, combined with generally stable income from infrastructure assets with long term cash flows, provides the Fund with the potential to generate strong total returns (both income and capital growth) over the long term.
- **Diversification** – investments are diversified across geographic regions and infrastructure sectors, with a focus on energy, transportation, communications and water.
- **Regional expertise** – the investment team is made up of experienced specialists with a deep understanding of infrastructure assets and local dynamics, who can identify suitable investment opportunities at a regional level.
- **Focus on core and pure infrastructure** - investments are focused on companies within core infrastructure which exhibit strong monopolistic characteristics and more stable cash flows compared to a much broader infrastructure universe.

Benefits of investing

For investors seeking to benefit from the long term growth and return potential of the infrastructure asset class, the Fund provides:

- investment in companies that derive most of their cash flow from the ownership and operation of infrastructure assets
- the potential for strong total returns (both income and capital growth) over the long term
- diversification provided by exposure to a range of infrastructure sectors across geographic regions
- access to the expertise of the Fund's investment team, made up of experienced infrastructure specialists, and
- access to the broader infrastructure experience and resources of AMP Capital.

// You should read the important information about the features of the Fund before making a decision. Go to www.ampcapital.com.au/pds/wgisf/h – 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:

- **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.
- **share market investments** – the value of the Fund's investment in listed securities may decrease as a result of adverse share market movements.
- **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.
- **international investments** – including losses related to currency exchange rates and changes in the state of the Australian and world economies.
- **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.
- **interest rates** – including the risk of capital loss in a rising interest rate environment.
- **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/wgifs/h – 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 AMP Capital Global Infrastructure Securities Fund (Unhedged) is a registered managed investment scheme which invests primarily in listed infrastructure securities around the world, with a focus on infrastructure companies operating in developed markets. The Fund may also invest in infrastructure companies operating in growing, emerging markets.

The Fund may be suitable for investors seeking to benefit from the long term growth and return potential of the infrastructure asset class.

Asset allocation

The Fund may invest up to 100% in listed infrastructure securities and may hold up to 10% cash. The Fund may also invest in other financial products, such as managed funds, where this is consistent with the Fund's investment objective and approach.

Investment return objective

To provide total returns (income and capital growth) after costs and before tax, above the Fund's performance benchmark over the long term.

Performance benchmark Dow Jones Brookfield Global Infrastructure Index AUD

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/wgisf/h – 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	1.12% 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 financial adviser, these fees are additional to the fees noted in Table 1 (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 BALANCE OF \$50,000 WITH A CONTRIBUTION OF \$5,000 DURING THE YEAR		
GLOBAL INFRASTRUCTURE SECURITIES FUND (UNHEDGED)		
Contribution fees	Nil	For every additional \$5,000 you put in, you will be charged \$0.
Plus Management costs ¹	1.12% pa of the Fund's net assets	And , for every \$50,000 you have in the Fund you will be charged \$560 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: \$560² 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 1.10% pa, an estimated performance fee of 0.00% pa* and estimated indirect costs of 0.02% 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 \$56 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.

*The performance fee of 0.00% pa is an estimate of the prospective performance fee. This estimate considers a range of factors, including the actual performance fees payable for the year ended 30 June 2017 for this unit class. This estimate is inclusive of GST less reduced input tax credits. It is provided as an example only and is not a forecast. The actual performance fee may be higher, lower or not payable at all.

// You should read the important information about fees and other costs before making a decision. Go to www.ampcapital.com.au/pds/wgifs/h – 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/wgifs/h – 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 complete an application form accompanying a current PDS when you apply for an initial investment in the Fund, make an additional investment, or set up a regular investment plan.

This can be done simply and easily **online** at apply.ampcapital.com.au, or complete the application form accompanying a current PDS and submit it to us.

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 and an application form free of charge online at www.ampcapital.com.au/pds/wgifs/h or by contacting us on 1800 658 404.

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 658 404 or in writing to AMP Capital Investors Limited, Reply Paid 125, Parramatta NSW 2124.

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

For information about investing with AMP Capital, please contact us.

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