



INVESTMENT MANAGER:

Paradice Investment Management Pty Ltd ('Paradice')
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RESPONSIBLE ENTITY:

Equity Trustees Limited ('Equity Trustees')
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About this Reference Guide

This Paradise Reference Guide ('Reference Guide') has been prepared and issued by Equity Trustees. The information in this document forms part of the Paradise Large Cap Fund Product Disclosure Statement dated 14 June 2017, issued by Equity Trustees. The Product Disclosure Statements (each a 'PDS') and this Reference Guide are available at www.eqt.com.au/insto or you may request a copy by calling Equity Trustees on 03 8623 5000 or Paradise on (02) 8227 7400.

Updated information

Information in the PDS and this Reference Guide is subject to change. Before making an investment in a Fund, you should ensure that you read the PDS and Reference Guide current as at the date of your investment.

An up-to-date Reference Guide is available at www.eqt.com.au/insto. You can also request a copy by calling Equity Trustees on 03 8623 5000. A paper copy of the updated information can also be provided free of charge, on request.

1. Investing in a Paradise Fund

How to invest

To invest in a Fund, please complete the Application Form attached to the PDS and make payment via electronic bank transfer (see details in the Application Form).

Completed Application Forms should be sent along with your identification documents (if applicable) to:

Registry Services
GPO Box 1406, Melbourne VIC 3001
Fax: 1300 365 601

Units will not be issued until original forms are received by post.

Please note that cash cannot be accepted.

You should read the PDS, as it contains important information about each Fund. Each Fund is only open in Australia to Wholesale Clients and in New Zealand to Wholesale Investors.

No interest is earned on application monies.

Application cut-off times

If we receive a correctly completed Application Form, identification documents (if applicable) and cleared application money:

- by 3 pm Sydney time on any Business Day, your application will generally be processed on that Business Day. This means you will receive the application price calculated for that Business Day; and
- after 3 pm Sydney time on a Business Day, your application will generally be processed on the next Business Day. This means you will receive the application price calculated for the next Business Day.

1. Investing in a Paradise Fund (continued)

We will only start processing an application if:

- we consider that you have correctly completed the Application Form;
- you have provided us with the relevant identification documents; and
- we have received the application money (in cleared funds) stated in your Application Form. The time it takes for application money to clear varies depending on how you transfer the money and your bank (it may take up to four Business Days).

We reserve the right to accept or reject applications in whole or in part at our discretion. We have the discretion to delay processing applications where we believe this to be in the best interest of a Fund's investors.

Cooling-off rights

As each Fund is only available in Australia to Wholesale Clients and in New Zealand to Wholesale Investors, no cooling-off rights apply.

Indirect Investors should seek advice from their IDPS Operator as to whether cooling-off rights apply to an investment in a Fund by the IDPS. The right to cool off in relation to a Fund is not directly available to an Indirect Investor. This is because an Indirect Investor does not acquire the rights of a unit holder in a Fund. Rather, an Indirect Investor directs the IDPS Operator

to arrange for their monies to be invested in a Fund on their behalf.

The terms and conditions of the IDPS guide or similar type document will govern an Indirect Investor's investment in relation to a Fund and any rights an Indirect Investor may have in this regard.

Unit price and valuations

Your investment is represented by the number of units you are allocated at the time of investment.

The net asset value ('NAV') of units in a Fund is calculated on each Business Day and is calculated by deducting the value of the liabilities of a Fund from the value of its gross assets in accordance with each Fund's Constitution. The unit price may rise or fall.

The Application Price of a unit in a Fund is based on the NAV divided by the number of units on issue.

Distributions

In May 2016, the Australian Federal Government enacted legislation establishing a new tax system for Attribution Managed Investment Trusts ('AMITs'). Managed funds that meet the eligibility criteria to be an AMIT may elect into the AMIT rules. Equity Trustees is intending that the Funds elect into AMIT from 1 July 2017 or as soon as practicable thereafter. Once this election is made, the following will apply:

Fair and reasonable attribution	Each year, a Fund's determined trust components of assessable income, exempt income, non-assessable non-exempt income and tax offsets (i.e. credits) will be allocated to investors on a "fair and reasonable" attribution basis, rather than being allocated proportionally based on each investor's present entitlement to the income of the trust.
Unders or Overs adjustments	Where a Fund's determined trust components for a year are revised in a subsequent year (e.g. due to actual amounts differing to the estimates of income, gains / losses or expenses), then unders and overs may arise. Unders and overs will generally be carried forward and adjusted in the year of discovery.
Cost base adjustments	Where the distribution made is less than (or more than) certain components attributed to investors, then the cost base of an investor's units may be increased (or decreased). Details of cost base adjustment will be included on an investor's annual tax statement, referred to as an AMIT Member Annual Statement ('AMMA').
Large redemptions	In certain circumstances, gains may be attributed to a specific investor, for example, gains on disposal of assets to fund a large redemption being attributed to the redeeming investor.
Multi-class AMITs	A choice is available to elect to treat separate classes of units as separate AMITs. Equity Trustees is intending that the AMIT multi-class election be made in respect of each Fund.
Penalties	In certain circumstances (e.g. failure to comply with certain AMIT rules), specific penalties may be imposed).

Prior to the AMIT multi-class election being made (as described above), a Fund is treated as a single taxpayer. As the classes are not treated as separate taxpayers, it is possible under the current taxation regime that the tax character of distributions made to a particular class may be impacted by transactions associated with another class. The Constitution will provide a mechanism to seek to minimise this outcome. Insofar as possible, the Constitution seeks to quarantine the income associated with a particular class to that class.

2. Managing your investment

Authorised signatories

You can appoint a person, partnership or company as your authorised signatory. To do so, please nominate them on the Application Form and have them sign the relevant sections. If a company is appointed, the powers extend to any director and officer of the company. If a partnership is appointed, the powers extend to all partners. Such appointments will only be cancelled or changed once we receive written instructions from you to do so.

Once appointed, your authorised signatory has full access to operate your investment account for and on your behalf. This includes the following:

- making additional investments;
- requesting income distribution instructions to be changed;
- withdrawing all or part of your investment;
- changing bank account details; and
- enquiring and obtaining copies of the status of your investment.

If you do appoint an authorised signatory:

- you are bound by their acts;

- you release, discharge and indemnify us from and against any losses, liabilities, actions, proceedings, claims and demands arising from instructions received from your authorised signatory; and
- you agree that our compliance with any instructions received from your authorised signatory shall amount to complete satisfaction of our obligations, even if these instructions were made without your knowledge or authority.

Reports

We will make the following statements available to all investors in a Fund:

- A transaction confirmation statement, showing a change in the investor's holding. Such statement shall be provided when a transaction occurs, other than on a reinvestment of distributions.
- A Fund's half-yearly financial accounts (if applicable).
- A Fund's annual audited accounts for the relevant financial year.
- Annual distribution, tax and confirmation of holdings statements for the relevant financial year.

3. Withdrawing your investment

Withdrawal cut-off times

A withdrawal request should be received by 3 pm Sydney time on a Business Day for processing that day. Any withdrawal request received after that time will generally be treated as having been received the following Business Day.

Please see the PDS for information regarding how to request a withdrawal.

Payment of withdrawals

Generally, we will instruct that your withdrawal proceeds be transferred to your nominated bank account within seven days from the time we receive your withdrawal request. However, the Constitution allows Equity Trustees to delay payment up to 21 days after receipt of a withdrawal request (which may be extended in certain circumstances).

We may contact you to check your details before processing your withdrawal request. This may cause a delay in finalising payment of your withdrawal proceeds. No interest is payable for any delay in finalising payment of your withdrawal proceeds.

We are not responsible or liable if you do not receive or are late in receiving, any withdrawal proceeds paid according to your instructions.

At Equity Trustees' discretion, withdrawals may be paid via a transfer of assets instead of a cash payment.

Withdrawal request terms

Once we receive your withdrawal request, we may act on your instruction without further enquiry, if the instruction bears your account number or investor details and your (apparent) signature(s) or your authorised signatory's (apparent) signature(s).

When you are withdrawing, you should take note of the following:

- We reserve the right to fully withdraw your investment upon 30 days notice if, as a result of processing your request, your investment balance in a Fund falls below the minimum balance set out in the PDS.
- If we cannot satisfactorily identify you as the withdrawing investor, we may reject your withdrawal request or delay payment of your withdrawal proceeds. We are not responsible for any loss you consequently suffer.
- As an investor who is withdrawing, you agree that any payment made according to instructions received by post, courier or fax shall be a complete satisfaction of our obligations, despite any fact or circumstances such as the payment being made without your knowledge or authority.
- You agree that if the payment is made according to these terms you, and any person claiming on your behalf, shall have no claim against us with regards to such payment.

Withdrawal restrictions

Under the Corporations Act, you do not have a right to withdraw from a Fund if that Fund is illiquid. In such circumstances, you will only be able to withdraw your investment if Equity Trustees makes a withdrawal offer in accordance with the Corporations Act. Equity Trustees is not obliged to make such offers.

A Fund will be deemed liquid if at least 80% of its assets are liquid assets (generally cash and marketable securities). In addition, should Equity Trustees be unable to realise sufficient assets to meet withdrawal requests, it may suspend the calculation of the NAV and withhold withdrawal proceeds.

4. Enquiries and complaints

Keeping in touch

If you have an enquiry regarding the management of a Fund, please visit www.paradice.com.

Making a formal complaint

If you are not satisfied with any aspect of our services, please contact Equity Trustees. Equity Trustees seeks to resolve complaints to the satisfaction of investors. If an investor wishes to lodge a formal complaint please call 03 8623 5000 or write to:

Compliance Team Equity Trustees Limited
GPO Box 2307
Melbourne VIC 3001
Email: compliance@eqt.com.au

Equity Trustees will seek to respond as soon as possible and in any case will respond within 14 days of receiving your complaint. We will seek to resolve your complaint as soon as practicable, but not longer than 45 days after receiving the complaint.

If you are investing through an IDPS, then enquiries and complaints should be directed to the IDPS Operator, not Equity Trustees.

Financial Ombudsman Service (FOS)

If we are unable to resolve your complaint, you may be able to seek assistance from the Financial Ombudsman Service ('FOS').

Financial Ombudsman Service
GPO Box 3
Melbourne VIC 3001
Telephone: 1300 780 808
Email: info@fos.org.au

Please include the Equity Trustees FOS membership number with your enquiry. It is 10395.

FOS is an independent body that can assist you if Equity Trustees cannot. FOS may not consider a dispute where the value of a person's claim exceeds \$500,000. FOS is only able to make a determination of up to \$309,000 per managed investment claim (excluding compensation for costs and interest payments). These monetary limits and the FOS terms of reference do change from time to time. Current details can be obtained from the FOS website (www.fos.org.au).

If you are investing through an IDPS, any enquiries and complaints should be directed to the IDPS Operator, not Equity Trustees.

5. Other important information

Your privacy

When you provide instructions to Equity Trustees or its related bodies corporate, Equity Trustees will be collecting personal information about you. You must ensure that all personal information that you provide to Equity Trustees is true and correct in every detail, and should your personal details change, it is your responsibility to ensure that you promptly advise Equity Trustees of the changes in writing. This information is needed to facilitate, administer and manage your investment, and to comply with Australian taxation laws and other laws and regulations. Otherwise, your application may not be processed or Equity Trustees and its delegates will not be able to administer or manage your investment.

The information that you provide may be disclosed to certain organisations, including but not limited to:

- the ATO, AUSTRAC and other government or regulatory bodies;
- your broker, financial adviser or adviser dealer group, their service providers and/or any joint holder of an investment;
- organisations involved in providing, administering or managing a Fund, including the administrator, custodian, auditors or those that provide mailing or printing services; and
- those where you have consented to the disclosure or as required by law.

In some cases, the organisations to which Equity Trustees discloses your information may be located outside Australia (including New Zealand, UK, USA, India, the Philippines and Malaysia) though it is not practicable to list all of the countries in which such recipients are likely to be located.

Equity Trustees may from time to time provide you with direct marketing and/or educational material about products and services Equity Trustees believes may be of interest to you. Should you not wish to receive this information from EQT (including by email or electronic communication), you have the right to 'opt out' by advising Equity Trustees by telephoning 03 8623 5000, or alternatively by contacting us via email at privacy@eqt.com.au.

Subject to some exceptions allowed by law, you can ask for access to your personal information. We will give you reasons if we deny you access to this information. Equity Trustees' Privacy Statement outlines how you can request to access and seek the correction of your personal information. Equity Trustees' Privacy Statement is available at www.eqt.com.au and can be obtained by contacting Equity Trustees' Privacy Officer on 03 8623 5000, or alternatively by contacting us via email at privacy@eqt.com.au.

Equity Trustees' Privacy Statement contains information about how you can make a complaint if you think Equity Trustees has breached your privacy and about how Equity Trustees will deal with your complaint.

You should refer to Equity Trustees' Privacy Statement for more detail about the personal information that Equity Trustees collects and how Equity Trustees collects, uses and discloses your personal information.

5. Other important information (continued)

The Constitution

Each Fund is governed by a constitution that sets out the Fund's operation ('Constitution'). The Constitution, together with each Fund's PDS, this Reference Guide, the Corporations Act and other laws, regulate our legal relationship with investors in a Fund. If you invest in a Fund, you agree to be bound by the terms of that Fund's PDS, this Reference Guide and each Fund's Constitution. You can request a copy of the Constitution, free of charge by contacting Equity Trustees on 03 8623 5000. Please consider these documents before investing in a Fund.

We may amend the Constitution from time to time in accordance with the provisions in the Constitution and the Corporations Act.

Anti-Money Laundering and Counter-Terrorism Financing laws ('AML/CTF')

Australia's Anti-Money Laundering and Counter-Terrorism Financing ('AML/CTF') laws require Equity Trustees to adopt and maintain an AML/CTF compliance program. A fundamental part of the AML/CTF program is that Equity Trustees knows certain information about investors in a Fund.

To meet this legal requirement, we need to collect certain identification information and documentation ('KYC Documents') from new investors. Existing investors may also be asked to provide KYC Documents as part of a re-identification process to comply with the AML/CTF laws. Processing of applications or withdrawals will be delayed or refused if investors do not provide the applicable KYC Documents when requested.

Under the AML/CTF laws, Equity Trustees is required to submit regulatory reports to AUSTRAC. Those reports may include the disclosure of your personal information. Equity Trustees may not be able to tell you when this occurs and, as a result, AUSTRAC may require Equity Trustees to deny you (on a temporary or permanent basis) access to your investment. This could result in loss of the capital invested or you may experience significant delays when you wish to transact on your investment.

Equity Trustees shall not be liable for any loss you may suffer because of compliance with the AML/CTF laws.

Indirect Investors

You may be able to invest indirectly in a Fund via a master trust or wrap account (commonly known as an 'IDPS') by directing the IDPS Operator to acquire units on your behalf. If you do so, you will need to complete the relevant forms provided by the IDPS Operator. This will mean that you are an Indirect Investor in a Fund and not a unit holder or member of a Fund. Indirect Investors do not acquire the rights of a unit holder, as such rights are acquired by the IDPS Operator, who may exercise or decline to exercise these rights on your behalf.

Indirect Investors do not receive reports or statements from us. In addition, the IDPS Operator's application and redemption conditions determine when you can apply or redeem, as well as the minimum investment, balance and withdrawal amounts.

Enquiries and complaints should be directed to the IDPS Operator and not to EQT or Paradise. You should also take into account the fees and charges of the IDPS Operator, as these will be in addition to the fees paid in connection with an investment in a Fund.

Your rights as an Indirect Investor should be set out in the disclosure document issued by the IDPS Operator. However, you can still rely on the information in the PDS and Reference Guide.

Neither EQT nor Paradise is responsible for the operation of any IDPS through which you invest.

Information on underlying investments

Information regarding the underlying investments of a Fund will be provided to an investor of that Fund on request, to the extent Equity Trustees is satisfied that such information is required to enable the investor to comply with its statutory reporting obligations. This information will be supplied within a reasonable timeframe having regard to these obligations.

FATCA

Each Fund is required to comply with the US Foreign Account Tax Compliance Act ('FATCA') under Australian tax law. To comply with these requirements, we will collect certain additional information from you and will disclose such information to the ATO or the US Internal Revenue Service, where required.

Common Reporting Standard ("CRS")

The CRS is a standardised set of rules developed by the Organisation of Economic Co-operation and Development that requires certain financial institutions resident in a participating jurisdiction to document and identify reportable accounts and implement due diligence procedures. These financial institutions will also be required to report certain information on reportable accounts to their relevant local tax authorities.

Australia signed the CRS Multilateral Competent Authority Agreement and has enacted provisions within the domestic tax legislation to implement CRS in Australia. From 1 July 2017, Australian financial institutions will need to document and identify reportable accounts, implement due diligence procedures and report certain information with respect to reportable accounts to the ATO. The ATO may then exchange this information with foreign tax authorities in the relevant signatory countries.

In order to comply with the CRS obligations, we may request certain information from you. Unlike FATCA, there is no withholding tax that is applicable under CRS. However, penalties may apply for failing to comply with the CRS obligations.

6. Glossary

Application Form

The Application Form attached to the PDS.

AML/CTF

Anti-Money Laundering and Counter-Terrorism Financing.

ATO

Australian Taxation Office.

AUSTRAC

Australian Transaction Reports and Analysis Centre.

Business Day

A day other than a Saturday, Sunday or public holiday on which banks are open for general banking business in Sydney.

Constitution

The trust deed which governs a Fund, as amended from time to time.

Corporations Act

The Australian *Corporations Act 2001* (Cth), as amended from time to time.

IDPS

An Investor Directed Portfolio Service, Investor Direct Portfolio-like service offered through a registered managed investment scheme or a nominee or custodial service. An IDPS is generally the vehicle through which an investor purchases a range of underlying investment options from numerous investment managers, with the IDPS Operator providing the investor with consolidated and streamlined transaction statements and other reporting.

IDPS Operator

The operator of an IDPS.

Indirect Investors

Individuals who invest in a Fund through an IDPS.

KYC Documents

'Know Your Customer' Documents required under AML/CTF laws to identify a potential or existing investor in a Fund.

Net Asset Value (NAV)

The value of the assets of a Fund less the value of the liabilities of a Fund calculated in accordance with each Fund's Constitution.

RITC

Reduced input tax credit(s).

We, us

Refers to Equity Trustees.

Wholesale Client and Retail Client

Persons or entities defined as such under sections 761G and 761GA of the Corporations Act.

Wholesale Investor

In the case of a New Zealand investor, has the meaning given in clause 3(2) of Schedule 1 of the Financial Markets Conduct Act 2013 (New Zealand).

US Person

A person so classified under securities or tax law in the United States of America ('US') including, in broad terms, the following persons:

- (a) any citizen of, or natural person resident in, the US, its territories or possessions; or
- (b) any corporation or partnership organised or incorporated under any laws of or in the US or of any other jurisdiction if formed by a US Person (other than by accredited investors who are not natural persons, estates or trusts) principally for the purpose of investing in securities not registered under the US Securities Act of 1933; or
- (c) any agency or branch of a foreign entity located in the US; or
- (d) a pension plan primarily for US employees of a US Person; or
- (e) a US collective investment vehicle unless not offered to US Persons; or
- (f) any estate of which an executor or administrator is a US Person (unless an executor or administrator of the estate who is not a US Person has sole or substantial investment discretion over the assets of the estate and such estate is governed by non-US law) and all the estate income is non-US income not liable to US income tax; or
- (g) any trust of which any trustee is a US Person (unless a trustee who is a professional fiduciary is a US Person and a trustee who is not a US Person has sole or substantial investment discretion over the assets of the trust and no beneficiary (or settlor, if the trust is revocable) of the trust is a US Person); or
- (h) any discretionary account or similar account (other than an estate or trust) held by a dealer or other fiduciary for the benefit or account of a US Person; or
- (i) any non-discretionary account or similar account (other than an estate or trust) held by a dealer or other fiduciary organised, incorporated or (if an individual) resident in the US for the benefit or account of a US Person.