

JPMORGAN GLOBAL MACRO OPPORTUNITIES FUND - CLASS A UNITS

ARSN: 611 865 948 APIR: PER0758AU ISIN: AU60PER07584

Product Disclosure Statement ("PDS") dated 15 December 2023

CONTENTS

1. Key Details
2. ASIC Benchmarks and Disclosure Principles
3. How the Fund works
4. How the Fund invests
5. Benefits
6. Risks
7. Fees and other costs
8. Tax
9. Applications, withdrawals and distributions
10. Reporting
11. Additional Information
12. Glossary

CONTACT DETAILS

If you have any questions or would like more information about the Fund, you may contact the Manager or the Responsible Entity:

MANAGER

T: 1800 576 468
M: Level 31, 101 Collins Street,
Melbourne VIC 3000
W: <https://am.jpmorgan.com/au>
E: jpmorgan.funds.au@jpmorgan.com

RESPONSIBLE ENTITY

T: 02 9229 9000
M: Level 18, Angel Place, 123 Pitt Street,
Sydney, NSW, 2000
W: www.perpetual.com.au

This PDS is issued by Perpetual Trust Services Limited, ABN 48 000 142 049, AFSL 236648 ("**Responsible Entity**", "**we**", "**us**", "**our**"), as responsible entity of the JPMorgan Global Macro Opportunities Fund ARSN 611 865 948 ("**Fund**"). This PDS offers investment in the Class A Units of the Fund ("**Class**" or "**Class A**"). The investment manager of the Fund is JPMorgan Asset Management (Australia) Limited, ABN 55 143 832 080, AFSL 376919 ("**Manager**").

Important notes

About this PDS

The information provided in this PDS is for general information only and does not take into account the objectives, financial situation or needs of an investor. You should obtain financial advice tailored to your personal circumstances and consider the suitability of the Class in view of your personal financial circumstances, investment objectives and needs. This PDS is not intended to be a recommendation by the Responsible Entity, the Manager or any associate, employee, agent or officer thereof, or any other person, to invest in the Class.

Neither the JPMorgan Chase Group, nor Perpetual Group, guarantees that the Investment Objective will be achieved or that you will earn any return on your investment or that your investment will gain in value or retain its value. Neither JPMorgan Chase Group nor Perpetual Group guarantees any particular taxation consequences of investing. Investments in the Class are not deposits with, or liabilities of, JPMorgan Chase Bank, National Association, ABN 43 074 112 011, or any member of the JPMorgan Chase Group. You may lose all of your money on your investment. The laws affecting managed investment schemes may change over time. The value of your investment may vary. The level of returns will vary, and future returns may differ from past returns. Investment in the Class is subject to investment risk, including possible delays in repayment and loss of income and capital invested.

Any forward-looking statements included in this PDS involve subjective judgment and analysis and are subject to significant uncertainties, risks and contingencies, many of which are outside the control of, and are unknown to, the Responsible Entity, the Manager and their officers, employees, agents and associates. Actual future events may vary materially from the forward-looking statements and the assumptions on which those statements are based. As a result, you should not place undue reliance on such statements.

Past performance is not a reliable indicator of future performance.

In particular, in considering whether to invest in the Class, you should consider the risk factors that could affect the financial performance of the Class, some of which are set out in section 6 of the PDS. None of the JPMorgan Chase Group or Perpetual Group, or any of their related entities, directors, or officers gives any guarantee or assurance as to the performance of, or the repayment of capital or income invested in, the Class. The JPMorgan Chase Group and Perpetual Group and their related entities may invest in or provide other services to the Fund.

Updated information

Information in this PDS is subject to change from time to time and to the extent that the change is not materially adverse to investors, it may be updated with changes via disclosure on the Manager's website, at <https://am.jpmorgan.com/au>. Upon request, a paper copy of this information will be made available without charge by contacting the Manager. If you invest through a Service, updated information may also be obtained from your Service operator. If you invest through a financial adviser, you may also obtain updated information from your financial adviser. Where a change to this PDS is considered materially adverse, we will issue a supplementary PDS or a replacement PDS.

Following recent amendments to the Corporations Act, where Unitholders have provided us with their email addresses, we will now send notices of meetings, other meeting-related documents and annual financial reports electronically unless the Unitholders elect to receive these in physical form and notify us of this election. You, as a Unitholder, have the right to elect whether to receive some or all of these communications in electronic or physical form and the right to elect not to receive annual financial reports at all. You also have the right to elect to receive a single specified communication on an ad hoc basis, in an electronic or physical form.

This PDS may only be used by you where you have received it (electronically or otherwise) in Australia. Applications from outside Australia will not be accepted. In particular, this PDS does not constitute an offer or recommendation to sell Units in the United States or to any "**U.S. Person**", or in any jurisdiction, or to any person to whom it would be unlawful to make such an offer.

While the Fund is admitted on the mFund Settlement Service ("**mFund**"), investors will be able to make application and withdrawal requests through mFund with approved ASX brokers or a financial adviser who uses a stockbroking firm on your behalf.

The Target Market Determination ("**TMD**") for this Class can be found at <https://am.jpmorgan.com/au> and includes a description of who the Class is appropriate for.

Definitions

Certain capitalised terms used in this PDS are defined in the Glossary in section 12. All references to dollar amounts in this PDS are to Australian dollars unless otherwise stated. All times quoted are Sydney time (unless otherwise stated).

1. Key Details

| | |
|---|---|
| Fund | JPMorgan Global Macro Opportunities Fund, ARSN 611 865 948. |
| Class | Class A |
| Responsible Entity | Perpetual Trust Services Limited, ABN 48 000 142 049, AFSL 236648. |
| Manager | JPMorgan Asset Management (Australia) Limited, ABN 55 143 832 080, AFSL 376919. |
| Delegated Manager | JPMorgan Asset Management (UK) Limited. |
| Administrative Agent | JPMorgan Chase Bank, N.A. (Sydney Branch), ABN 43 074 112 011. |
| Custodian | JPMorgan Chase Bank, N.A. (Sydney Branch), ABN 43 074 112 011. |
| Registrar | Link Fund Solutions Pty Limited, ABN 44 114 914 215. |
| Investment Objective | The investment objective of the Fund is to achieve capital appreciation in excess of its Benchmark by investing primarily in securities, globally, using derivatives where appropriate. |
| Investment Strategy | The Fund aims to achieve capital appreciation in excess of its cash benchmark, by investing primarily either directly or through derivatives, in equities, commodity index instruments, convertible securities, debt securities, currencies and cash and cash equivalents. Issuers of these securities may be located in any country, including emerging markets. |
| Benchmark | Bloomberg AusBond Bank Bill Index. |
| Business Day | A day (other than a Saturday, Sunday, or public holiday, the day prior to Christmas Day or New Year's Eve) on which trading banks are open for general banking business in Sydney. |
| Minimum initial investment amount | \$25,000 |
| Minimum subsequent investment amount | \$5,000 |
| Minimum holding amount | \$1,000 |
| Minimum withdrawal amount | \$5,000 |
| Applications | Generally processed daily if the Registrar receives the application request before 12 noon (Sydney time) on a Business Day. |
| Withdrawals | Generally processed daily if the Registrar receives the withdrawal request before 12 noon (Sydney time) on a Business Day. |
| Distributions | Annually, as at 30 June or more regularly at the discretion of the Responsible Entity. |
| Fees and costs | Refer to the table in section 7 "Fees and other costs" which sets out the fees and costs in relation to the Class. |
| Risks of investing | Refer to section 6 "Risks" which sets out the risks of investing into the Fund. |
| Tax | A summary of the tax implications of an investment in the Class for Australian resident taxpayers is contained in section 8 "Tax" of this PDS. You should however seek independent tax advice. |
| Glossary | A glossary of terms used in this PDS and the meanings of those terms is set out in section 12 "Glossary" of this PDS. |

If you are investing through a Service, you should seek advice from your Service operator as the key details referred to above may vary due to the Service operator's requirements.

2. ASIC Benchmarks and Disclosure Principles

This section of the PDS addresses ASIC's benchmarks and disclosure principles for hedge funds and provides references to other sections of the PDS where you can find further information. This information is intended to assist you with analysing an investment in the Fund. You should read the entire PDS for full details before deciding whether to invest in the Fund. Please note that in this section, the reference to "benchmark" represents criteria set by ASIC and is not a reference to the Benchmark against which the Fund's performance will be measured which is set out in section 1 of this PDS.

Each of the below benchmarks addresses key areas which ASIC believes investors should understand before making an investment in the Fund. Where the Responsible Entity does not meet a particular benchmark, ASIC requires the Responsible Entity to explain why the benchmark is not met and what alternative measures have been put in place to mitigate the concern underlying the relevant benchmark.

Benchmarks

| | |
|-----------------------------------|---|
| <p>Valuation of assets</p> | <p>This benchmark addresses whether valuations of the Fund's non-exchange traded assets are provided by an independent administrator or independent valuation service provider.</p> <p>The Responsible Entity does not meet this benchmark as it outsources the valuation of the Fund's assets to the Administrative Agent of the Fund, which is a related party of the Manager.</p> <p>The Responsible Entity has appointed the Administrative Agent pursuant to a written service agreement. Under this agreement, the Administrative Agent has certain reporting obligations to the Responsible Entity in connection with Fund valuation.</p> <p>The Manager, on behalf of the Responsible Entity, limits the risk of any lack of independence and any related party conflicts in the valuation of non-exchange traded assets by monitoring the valuation of the Fund's assets.</p> <p>Refer to section 3 for more information in relation to the valuation of the assets of the Fund.</p> |
| <p>Periodic reporting</p> | <p>This benchmark addresses whether certain periodic disclosure of key information will be provided to Unitholders in the Fund on an annual and more regular basis.</p> <p>The Responsible Entity does not meet this benchmark as certain information is not available from the Fund.</p> <p>The following information will be made available to investors in the Fund.</p> <p>Daily reporting: the application, withdrawal and NAV of the Fund for each Business Day, are available on the Manager's website at https://am.jpmorgan.com/au on the following Business Day.</p> <p>Monthly reporting: information on the Fund's investments (such as sector and geographical breakdowns), any material information in relation to the risk profile, objective, or key individuals and annual investment returns over at least a five-year period or since inception (where the Fund has been operating for less than five years) will be disclosed in the Fund's factsheet, which is updated monthly and available on the Manager's website at https://am.jpmorgan.com/au.</p> <p>Annual reporting: financial information on the Fund and any changes to key service providers will be disclosed to investors in the Fund's annual financial report. The Fund's annual financial report will be prepared as at 30 June each year and published on the Manager's website at https://am.jpmorgan.com/au within 3 months after 30 June each year, or within any additional period permitted by regulatory relief.</p> <p>Refer to section 10 for information on reporting.</p> |

Disclosure Principles

The following table provides disclosure of certain matters ASIC believes investors should understand before making an investment in the Fund and where further information in relation to those matters is set out in this PDS.

| Disclosure Principle | Summary | Where to find more information |
|----------------------------|--|--|
| Investment Strategy | <p>Investment Process</p> <p>The Fund uses an investment process based on macroeconomic research to identify global investment themes and opportunities. It has a flexible and focused approach to take advantage of global trends and changes through traditional and non-traditional assets. It uses a fully integrated, risk management approach which provides detailed portfolio analysis.</p> <p>Investment Policy</p> <p>The Fund will primarily invest, either directly or through the use of derivatives, in equities, commodity index instruments, convertible securities, debt securities, currencies and cash and cash equivalents. Issuers of these securities may be located in any country, including emerging markets.</p> <p>The Fund may also invest in below investment grade and unrated debt securities.</p> <p>The Fund may invest up to 10% of its assets in onshore PRC securities including China A-Shares through the China-Hong Kong Stock Connect Programmes and onshore debt securities issued within the PRC through China-Hong Kong Bond Connect.</p> <p>Allocations may vary significantly and the Fund may be concentrated in, or have net long or net short exposure to, certain markets, sectors or currencies from time to time.</p> <p>The Fund may invest in derivatives to achieve its Investment Objective. Such instruments may also be used for hedging and efficient portfolio management. These instruments may include, but are not limited to, futures, options, contracts for difference, total return swaps, selected OTC derivatives and other financial derivative instruments.</p> <p>AUD is the reference currency of the Fund. The Fund may invest in assets denominated in any currency and uses a flexible hedging approach. Through currency hedging, the Fund seeks to minimise the effect of currency fluctuations.</p> <p>Please refer to the sections 3, 4 and 6 for further disclosure in relation to:</p> <ul style="list-style-type: none"> • detailed information on the investment strategy and the investment policy; • an explanation of how the strategy may produce returns; • diversification guidelines or limits; • specific risks associated with the investment strategy; • disclosure of the key aspects of the Fund's risk management strategy; • if and how the investment strategy can change and what notification would be provided to investors; and • information on the strategy for the Fund and the due diligence process in this selection. | <p>Refer to sections on leverage, derivatives and short selling in this Disclosure Principles table.</p> |

| | | |
|--|--|---|
| Investment manager(s) | <p>The Responsible Entity has appointed the Manager as the investment manager of the Fund pursuant to an investment management agreement.</p> <p>The Manager is part of JPMAM, a leading investment manager of choice for institutions, financial intermediaries and individual investors worldwide.</p> <p>The Manager acts as an agent to the Responsible Entity to manage the assets of the Fund in accordance with the Fund's investment policy and objectives. In turn, the Manager may delegate and sub-delegate any of its duties, responsibilities, functions or powers to manage the assets of the Fund to one or more entities within the JPMorgan Chase Group. The Manager has delegated day to day investment management responsibilities to the Delegated Manager.</p> | <p>Refer to section 4 for details on key individuals involved in the investment activities of the Fund and the terms of the investment management agreement(s).</p> |
| Fund structure | <p>The Fund is an Australian-domiciled managed investment scheme that is registered with ASIC and governed by the Constitution and the Act.</p> <p>The Responsible Entity is responsible for the operation of the Fund and has the power to delegate certain duties in accordance with the Act and the Constitution. Key service providers for the Fund include the Manager, the Delegated Manager, Administrative Agent, Custodian and Registrar. The Responsible Entity, at its discretion, may change the Custodian, Administrative Agent and Registrar from time to time or appoint additional service providers.</p> <p>All arrangements between the Fund, the Manager, the Delegated Manager, the Administrative Agent and Custodian have been entered into at arm's length terms, and include reasonable remuneration for the value provided by the relevant party.</p> | <p>Refer to section 3 for information on the flow of investment money through the structure and selection of the service providers, their role and how we ensure key service providers will comply with their service agreement obligations.</p> <p>Refer to section 4 and 6 for key risks of the structure with investing in the Fund.</p> <p>Refer to section 7 for fees and other costs of the Fund.</p> |
| Valuation, location and custody of assets | <p>The Administrative Agent is responsible for valuing Fund assets.</p> <p>There are no geographic limits (including emerging markets) on the market exposure of the Fund's assets. For further information on the location of Fund assets, see disclosure principle 'Investment Strategy' above.</p> <p>Fund assets are held by the Custodian. The role of the Custodian includes:</p> <ul style="list-style-type: none"> • taking custody of and holding assets of the Fund; and • performing standard custodial functions such as establishing bank accounts, administering the Fund's cash flow and performing various reconciliation procedures. | <p>Refer to section 3 for valuation policies of the Administrative Agent.</p> |
| Liquidity | <p>The Fund is a liquid scheme. Under normal market conditions, the Responsible Entity reasonably expects to be able to realise at least 80% of the Fund's assets at market value, within 10 days.</p> <p>A withdrawal of Units or decrease of all or part of an investment in the Fund can, subject to the suspension of withdrawals, be made at any time by completing the withdrawal form and sending it to the Registrar. The proceeds of a withdrawal request will generally be paid within 5 Business Days but may take longer in some circumstances (up to 21 days from when the withdrawal amount is calculated).</p> | <p>Refer to section 9 for Fund's ability to realise its assets in a timely manner and section 6 for the risks of illiquid classes of assets.</p> |

| | | |
|---------------------------|--|--|
| <p>Leverage</p> | <p>The Fund uses leverage through the use of derivatives. The Fund's expected level of leverage (or currently expected maximum) is 800% of the NAV of the Fund although it is possible that leverage might significantly exceed this level from time to time. In this context leverage is a measure of total exposure of all derivatives and is calculated as the "sum of the notionals" without any netting of opposing positions. As the leverage calculation considers neither sensitivity to market movements nor whether it increases or decreases the overall Fund risk, it may not be representative of the actual investment risk level within the Fund. The provider of this leverage is the counterparty to the relevant derivative.</p> <p>The Fund uses the absolute value at risk ("VaR") approach to measure risk. It seeks to estimate the potential loss it could experience in a month (20 trading days) under normal market conditions. The estimate is based on the previous 36 months (750 business days) of the Fund's performance, and requires that 99% of the time, the Fund's worst outcome is no worse than a 20% decline in NAV.</p> <p>As part of the absolute VaR approach, the derivative notional is converted into absolute for all derivatives and summed to calculate the leverage percentage.</p> <p>The example below shows how leverage affects the value of an investment. Gross leverage of over 100% may magnify losses. The amounts used are for illustrative purposes only and the example refers to long only futures whose underlying assets decline in value by 1%.</p> <p>Value of investment into fund: \$100 Total value of assets bought (and/or sold short): \$800 Hence gross leverage: Exposure of \$800 / Investment value of \$100 = 800%</p> <p>Assets bought by fund: 80 futures contracts on notional value of \$10 each = total \$800 Losses on futures contracts: Asset value of \$800 x Loss of 1% = \$8 Value of investment: \$100 less losses of \$8 = \$92</p> <p>A loss of 1% on the assets underlying the futures causes an 8% loss in portfolio value because of the 800% leverage.</p> <p>In relation to the purchases and sale transaction that the brokers will settle for the Fund, the brokers may provide financing to the Fund and may hold assets and cash on behalf of the Fund in connection with such settlement and financing transactions. As security for the payment and performance of its obligations and liabilities to the brokers, the Fund will advance to the brokers, collateral in the form of securities or cash. In the event of insolvency (or other events of defaults), such securities or cash may be encumbered or subject to set-off rights and the Fund may not be able to recover its collateral in full.</p> | <p>Refer to the section below on derivatives for the purpose and types of derivatives used.</p> |
| <p>Derivatives</p> | <p>The Fund may invest in derivatives to achieve its Investment Objective and for the purposes of hedging and efficient portfolio management.</p> <p>These financial derivative instruments include, but are not limited to, financial futures contracts, options (on equities, interest rates, indices, bonds, currencies, commodity indices or other instruments), forward contracts (including foreign exchange contracts), swaps (including total return swaps, foreign exchange swaps, commodity index swaps, interest rate swaps, and swaps on baskets of equities, volatility swaps and variance swaps), contracts for different credit derivatives (including credit default derivatives, credit default swaps and credit spread derivatives), warrants and Mortgage TBAs. These derivatives may be OTC or exchange traded derivatives.</p> <p>The Fund will only enter into transactions with counterparties which the Delegated Manager believes to be creditworthy. Approved counterparties will typically have a public rating of A- or above. The</p> | <p>Refer to section 4 for details of limits on exposure</p> <p>Refer to section 6 for risks associated with derivatives.</p> |

counterparty does not have any control or approval over the composition or management of the Fund's investments or transactions or over the assets underlying a derivative.

Particular Risks of OTC Derivative Transactions

Investing in financial derivative instruments may expose the Fund to additional key risks in respect of collateral, which are as follows:

Absence of regulation; counterparty default

In general, there is less governmental regulation and supervision of transactions in the OTC markets (in which currencies, forward, spot and option contracts, credit default swaps, total return swaps and certain options on currencies are generally traded) than of transactions entered into on organised exchanges. In addition, many of the protections afforded to participants on some organised exchanges, such as the performance guarantee of an exchange clearinghouse, may not be available in connection with OTC transactions. Therefore, the Fund entering into OTC transactions will be subject to the risk that its direct counterparty will not perform its obligations under the transactions and that the Fund will sustain losses. The Fund will only enter into transactions with counterparties which the Delegated Manager believes to be creditworthy, and may reduce the exposure incurred in connection with such transactions through the receipt of letters of credit or collateral from certain counterparties. Regardless of the measures the Fund may seek to implement to reduce counterparty credit risk, however, there can be no assurance that counterparty will not default or that the Fund will not sustain losses as a result.

Liquidity; requirement to perform

From time to time, the counterparties with which the Fund effects transactions might cease making markets or quoting prices in certain of the instruments. In such instances, the Fund might be unable to enter into a desired transaction in currencies, credit default swaps or total return swaps or to enter into an offsetting transaction with respect to an open position, which might adversely affect its performance. Further, in contrast to exchange-traded instruments, forward, spot and option contracts on currencies do not provide the Delegated Manager with the possibility to offset the Fund's obligations through an equal and opposite transaction. For this reason, in entering into forward, spot or options contracts, the Fund may be required, and must be able, to perform its obligations under the contracts.

Necessity for counterparty trading relationships

As noted above, participants in the OTC market typically enter into transactions only with those counterparties which they believe to be sufficiently creditworthy, unless the counterparty provides margin, collateral, letters of credit or other credit enhancements. The Fund may, but does not currently intend to, enter into transactions on the basis of credit facilities established on behalf of any company within the JPMorgan Chase Group. While the Delegated Manager believes that the Fund will be able to establish multiple counterparty business relationships to permit the Fund to effect transactions in the OTC market and other counterparty markets (including credit default swaps, total return swaps and other swaps market as applicable), there can be no assurance that it will be able to do so. An inability to establish or maintain such relationships would potentially increase the Fund's counterparty credit risk, limit its operations and could require the Fund to cease investment operations or conduct a substantial portion of such operations in the futures markets. Moreover, the counterparties with which the Fund expects to establish such relationships will not be obligated to maintain the credit lines extended to the Fund, and such counterparties could decide to reduce or terminate such credit lines at their discretion.

Where the Fund enters into financial derivative positions, it will hold sufficient liquid assets (including, if applicable, sufficient liquid long positions) to cover at all times the Fund's obligations arising from its financial derivative positions (including short positions).

| | | |
|----------------------|--|---|
| Short selling | The Fund does not engage in physical short selling. However, the Fund may take short positions on a security through the use of financial derivative instruments in the expectation that their value will fall in the open market. The possible loss from taking a short position on a security differs from the loss that could be incurred from a cash investment in the security; the former may be unlimited as there is no restriction on the price to which a security may rise, whereas the latter cannot exceed the total amount of the cash investment. The short selling of investments through financial derivative instruments may also be subject to changes in regulations, which could impose restrictions that could adversely impact returns to investors. | Refer to the section on derivatives in this Disclosure Principle table. |
| Withdrawals | A withdrawal of Units or decrease in all or part of an investment in the Fund can, subject to any suspension, be made on any Business Day by completing the withdrawal form and sending it to the Registrar. Generally, if the Registrar receives the correctly completed withdrawal request before 12 noon (Sydney time) on a Business Day, it will be processed using the withdrawal price calculated for that day. Where the Registrar receives such information after 12 noon (Sydney time) on a Business Day, it will be processed using the withdrawal price determined for the following Business Day. If the Registrar receives a withdrawal request by 12 noon (Sydney time) on a Business Day, the proceeds of that request will generally be paid within 5 Business Days but may take longer in some circumstances (up to 21 days from when the withdrawal amount is calculated). Changes to withdrawal rights will be notified to you in accordance with applicable law. | Refer to section 6 and 9 for information on risks and withdrawal limitations, respectively. |

3. How the Fund works

When you invest in the Fund, your money is pooled with investments from other investors and used to buy assets for the Fund, which we manage on behalf of all investors. When you invest in the Fund, you acquire Units. Each Unit that you hold in the Fund represents an equal and undivided interest in the Fund, subject to the liabilities of the Fund. However, we, rather than you, have control over the Fund's assets, management and operation. This PDS relates to Class A Units in respect of the Fund and all rights and entitlements of a Unit relates to the rights, entitlements, obligations, assets, liabilities and other amounts referable to Class A Units. Your investment does not give you an entitlement or interest in any particular part of the Fund, any asset or any other class of Units. From time to time, we may, pursuant to the Constitution, at our discretion issue additional class(es) of Units in the Fund or quote the Fund or any additional class(es) of Units on a securities exchange.

About the Responsible Entity

Perpetual Trust Services Limited, the responsible entity of the Fund, is a wholly owned subsidiary of Perpetual Limited ABN 86 000 431 827, and part of the Perpetual Group which has been in operation for over 135 years. Perpetual Limited is an Australian public company that has been listed on the ASX for over 55 years.

The Responsible Entity holds Australian financial services licence number 236648 issued by ASIC, which authorises it to operate the Fund.

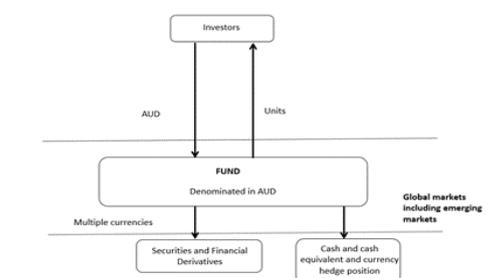
The Responsible Entity is bound by the Constitution and the Act. The Responsible Entity has lodged a compliance plan with ASIC which sets out the key measures which the Responsible Entity will apply to comply with the Constitution and the Act.

The Responsible Entity is responsible for the operation of the Fund and has the power to delegate certain aspects

of its duties in accordance with the Act and the Constitution. The Responsible Entity has appointed JPMorgan Asset Management (Australia) Limited as the investment manager of the Fund. There are no unusual or materially onerous terms in the agreement under which the Manager has been appointed. The Manager has further delegated day to day investment management responsibilities to JPMorgan Asset Management (UK) Limited ("**Delegated Manager**").

The Responsible Entity has appointed Link Fund Solutions Pty Limited as the Registrar of the Fund and JPMorgan Chase Bank, N.A. (Sydney Branch) as the Administrative Agent and Custodian for the Fund. The Responsible Entity, in its discretion, may change the Custodian, Registrar, and Administrative Agent from time to time or appoint additional service providers.

The Fund is domiciled in Australia. The diagram below shows the Fund structure and shows the flow of investment money through the structure.



Monitoring service providers

The Responsible Entity ensures that the Manager, Custodian, Administrative Agent and Registrar comply with the terms of their respective service agreements by regularly monitoring their performance pursuant to reporting obligations set out in these agreements. Frequency of reporting may be monthly, quarterly, semi-annually or annually and breaches are required to be reported in accordance with compliance arrangements put in place by the Responsible Entity. The Manager ensures that the Delegated Manager of the Fund complies with the terms of the investment management agreement by regularly monitoring the portfolio against the investment policy of the Fund.

Valuation of the Fund's assets & liabilities

The Administrative Agent, in calculating the NAV of the Fund and any relevant classes, is required to value the assets and liabilities of the relevant class, including to account for costs, charges and fees attributable to each class. In circumstances where the Administrative Agent of the Fund is required to value non-exchange traded assets, the Administrative Agent must use methods and policies consistent with ordinary commercial practices for valuing property of that type and produce a value that is reasonably current at the time of valuation. The methods and policies adopted by the Administrative Agent are consistent with industry standard.

The valuation of each class is generally calculated on each Business Day, however a valuation may be calculated at any time, in accordance with and when required by the Act or an ASIC instrument. The valuation methods and policies applied by us must be consistent with ordinary commercial practices for valuing property of the relevant kind.

Valuation is based on market value unless:

- a) there is no market for the relevant asset or liability; or
- b) we reasonably believe that the valuation does not represent the fair value of the relevant asset or liability,

in which case, we may use another valuation method or policies in respect of the asset or liability, provided that the method or policies for calculating the value must be consistent with ordinary commercial practice for valuing that type of Fund property and produce a value that is reasonably current at the time of valuation. Where an asset is in a currency other than the currency of the Fund, the asset or liability will be valued using the relevant exchange rate quoted by a bank or other recognised financial institution.

Unless we otherwise prescribe, the value of assets and liabilities of the Fund as at a specified day is to be determined using the values available at the close of that Business Day, unless the specified day is not a Business Day, in which case the value is determined using the values most reasonably current, which are typically as at the close of the preceding Business Day.

Our determination of such values are in the absence of fundamental error, final and binding on all investors of the Fund.

Key aspects of the risk management strategy

The Fund's risk management strategy is underpinned by a number of key components including:

- Policies and procedures: the Responsible Entity has extensive policies and procedures in place in relation to the operation of the Fund which are reviewed and updated regularly.
- Monitoring of service providers: the Responsible Entity operates a comprehensive risk-based service provider review program to ensure that performance is monitored independently and tested on an ongoing basis.
- Staff training: the Responsible Entity provides regular training to its staff to ensure that they have appropriate skills and knowledge to operate the Fund.

4. How the Fund invests

Investment Objective

The Investment Objective of the Fund is to achieve capital appreciation in excess of the Benchmark by investing primarily in securities, globally, using derivatives where appropriate. The Benchmark is a point of reference against which the performance of the Fund may be measured and compared and will not dictate the investment strategy of the Fund. The Fund will be managed without reference to the Benchmark.

Investment Process

The Fund uses an investment process based on macroeconomic research to identify global investment themes and opportunities. It has a flexible and focused approach to take advantage of global trends and changes through traditional and non-traditional assets. It uses a fully integrated, risk management approach which provides detailed portfolio analysis.

Benchmark

Bloomberg AusBond Bank Bill Index.

Bloomberg Finance L.P. and its affiliates (collectively, "Bloomberg") are not affiliated with the Manager or the Responsible Entity and do not approve, endorse, review, or recommend the Fund. Bloomberg and the Benchmark are trademarks or service marks of Bloomberg and have been licensed to the Manager. Bloomberg does not guarantee the timeliness, accurateness, or completeness of any data or information relating to the Benchmark.

Base/reference currency of the Fund

AUD.

Investment Policy of the Fund

The Fund will primarily invest, either directly or through the use of derivatives, in equities, commodity index instruments, convertible securities, debt securities, currencies and cash and cash equivalents. Issuers of these securities may be located in any country, including emerging markets.

The types of assets in which the Fund may invest include:

| Asset types by asset class | Allocation range | |
|------------------------------|------------------|-------|
| | Min | Max |
| OTC derivatives | -800% | +800% |
| Cash equivalent investments | 0 | 100% |
| Australian listed equities | 0 | 100% |
| Australian unlisted equities | 0 | 100% |

| | |
|---------------------------------|---------------|
| International listed equities | 0-100% |
| International unlisted equities | 0-100% |
| Australian government bonds | 0-100% |
| Australian corporate bonds | 0-100% |
| International government bonds | 0-100% |
| International corporate bonds | 0-100% |
| Structured products | 0% |
| Real property | 0% |
| Infrastructure | 0% |
| Exchange-traded derivatives | -800% - +800% |

There are no geographic limits (including emerging markets) on the market exposure of the Fund's assets.

The Fund may invest up to 10% of its assets in onshore PRC securities including China A-Shares through the China-Hong Kong Stock Connect Programmes and onshore debt securities issued within the PRC through China-Hong Kong Bond Connect. The Fund also may invest in below investment grade and unrated debt securities.

Allocations may vary significantly and the Fund may be concentrated in, or have net long or net short exposure to, certain markets, sectors or currencies from time to time.

The Fund may invest in derivatives to achieve its Investment Objective. Such instruments may also be used for hedging and efficient portfolio management. These instruments may include, but are not limited to, futures, options, contracts for difference, total return swaps, selected OTC derivatives and other financial derivative instruments.

AUD is the reference currency of the Fund and the Fund may invest in assets denominated in any currency and uses a flexible hedging approach. As a result, the Fund may experience currency fluctuations.

All of the above investments of the Fund will be made in accordance with the applicable limits and regulations under Australian law and the offering and constituent documents of the Fund. These diversification guidelines and limits include (but are not limited to):

- a) the Fund must ensure an adequate spread of investment risks by sufficient diversification;
- b) the risk exposure to a counterparty in an OTC derivative transaction may not exceed 10% of its assets;
- c) no more than 10% of the Fund's assets may be invested in the Units of UCITs and other UCI's;
- d) no more than 10% of the Fund's assets may be invested in transferable securities issued by the same issuing body; and
- e) notwithstanding the provisions outlined in (d), the Fund is authorised to invest up to 100% of the assets, in accordance with the principle of risk spreading, in transferable securities and money market instruments issued or guaranteed by an EU

Member State, by its local authorities or agencies, or by another member state of the OECD or by public international bodies of which one or more EU Member States are members, provided that the Fund must hold securities from at least six different issues and securities from one issue do not account for more than 30% of the total assets of the Fund.

Suitability

This Fund is likely to be appropriate for an investor seeking capital growth, to be used as a satellite allocation within a portfolio where the investor has a very high risk-return profile and is seeking daily access to capital.

More information on investor suitability for this Class can be found in the Class's TMD available on the Manager's website at <https://am.jpmorgan.com/au>.

Risk level

The Fund has a risk band of 6 and is suitable for investors with a very high risk-return profile.

The risk band is determined in accordance with the Standard Risk Measure² and in consideration of other risks factors as set out in section 6 "Risks". The risk band ranges from 1 to 7, with 1 being the lowest risk band and 7 the highest.

² The Standard Risk Measure is jointly developed by the Financial Services Council and Association of Superannuation Funds of Australia in response to guidance from the Australian Prudential Regulation Authority.

Minimum suggested timeframe for holding the investment

Investors should have an investment horizon of at least 5 years. Please note that this is a guide only, not a recommendation.

Changes to the Fund

We have the discretion to terminate the Fund, or any class within the Fund, close the Fund to new investors (including to existing investors) and increase the fees and expenses. We will use our best endeavours to meet the Investment Objective and Investment Strategy of the Fund in performing our duties and obligations. However, the Investment Objective and/or Investment Strategy may change as a result of matters or changes beyond our control, including market conditions, changes in law or applications and withdrawals made by investors. We may change the Fund's Investment Objective and/or Investment Strategy where we believe it is in the best interests of investors as a whole. We may change the investment manager in accordance with the Constitution. We will duly notify investors of changes as required by the Act or the Constitution, as applicable. Such notices will also be made available on the Manager's website at <https://am.jpmorgan.com/au>.

Labour standards and environmental, social and ethical considerations

The Fund is not designed for investors who are looking for funds that meet specific environmental, social and governance ("ESG") goals. ESG Integration (as defined below) does not imply that the Fund is marketed or authorised as an ESG product in Australia.

The Responsible Entity does not take into account labour standards and environmental, social and ethical considerations for the purpose of selecting, retaining or realising investments of the Fund.

However, the Responsible Entity has delegated investment management decisions for the Fund to the Manager. The Manager has further delegated day to day investment management responsibilities to the Delegated Manager.

The Delegated Manager of the Fund does take these ESG considerations into account as described below.

The Delegated Manager assesses financially material¹ ESG factors as part of the Fund's investment process ("ESG Integration"). Environmental factors are factors related to the quality and function of the natural environment and natural systems. Some examples include greenhouse gas emissions, climate change resilience, pollution (air, water, noise, and light), biodiversity/habitat protection and waste management. Social factors are factors related to the rights, wellbeing and interests of people and communities. Some examples include workplace safety, cybersecurity and data privacy, human rights, local stakeholder relationships, and discrimination prevention. Governance factors are factors related to the way companies are managed and overseen. Some examples include independence of the chair/board, meeting fiduciary duties, board diversity, executive compensation and bribery and corruption. These examples of ESG factors are provided for illustrative purposes and are not exhaustive. In addition, as the Delegated Manager's of the Fund's approach to ESG Integration focuses on financial materiality, not all factors are relevant to a particular investment, asset class, or the Fund. ESG factors may not be considered for each and every investment decision. ESG Integration does not change the Fund's Investment Objective or constrain the Fund's investable universe.

The Delegated Manager evaluates and applies values-based negative screening to implement exclusions on the portfolio. Values-based negative screening involves screening against specified sectors or business activities such as involvement in controversial weapons.

In particular, the Delegated Manager has implemented a policy that does not permit the Fund to invest in:-

- securities classified as being in the tobacco industry according to the Global Industry Classification Standard (GICS); and
- securities classified as Controversial Weapons producers that have been identified by independent third-party providers.

If the Fund invests into a security that subsequently becomes classified as being in the tobacco industry according to GICS or is classified as a Controversial Weapons producer that has been identified by independent third-party providers, the Fund will sell its entire holdings in the security as soon as practically possible.

To support this negative screening, the Delegated Manager relies on third-party provider(s)² who identify an issuer's participation in or the revenue which they derive from activities that are inconsistent with the values screens.

The third parties providing research and data used in the Delegated Manager's ESG Integration and screening process may change from time to time at the discretion of the Delegated Manager. While the Delegated Manager has systems and controls in place to oversee and review information provided by third parties, there is a risk that errors or undisclosed changes from third parties may

result in inadvertent exposure to otherwise excluded investments.

Investors may have differing views, opinions and understanding of the meaning of ESG-related terminology used in this PDS, to the Delegated Manager.

¹ For purposes of the Fund, an ESG factor is material from a financial perspective if, in the opinion of the Delegated Manager, it generates risks or opportunities that affect (or could reasonably be expected to affect) the company/issuer's financial position, financial performance, cash flows, access to finance or cost of capital over the short, medium or long term.

² Third-party data provider(s) may include but are not limited to MSCI and ISS ESG.

Key individuals

The individuals noted below, from the JPMAM Macro Strategies team, whom have been appointed as the investment manager of the Fund, are ultimately responsible for the oversight of the investment activities for the Fund and will devote as much of their time as deemed necessary or appropriate in order to manage the investment activities of the Fund. However they are not required to devote any specific portion of their time to the Fund.

Shrenick Shah, managing director, is the head of the Macro Strategies team at J.P. Morgan Asset management, based in London. An employee since September 2010, Shrenick previously worked in the equity divisions at Deutsche Bank and Credit Suisse. Shrenick obtained a M.Sc. in Econometrics and Mathematical Economics from the London School of Economics.

Josh Berelowitz, executive director, is a portfolio manager in the Macro Strategies team, based in London. An employee since September 2011, Josh has been focused on the macro portfolios since inception of the strategy in November 2012. Josh obtained a B.Sc. in Economics from the University of Nottingham and is a CFA charterholder.

There are currently no relevant significant adverse regulatory findings against the manager of the Fund, or the key individuals named above.

Termination of the investment management agreement for the Fund

The Responsible Entity may at any time give notice in writing to the Manager to terminate the investment management agreement in respect of the Fund to take effect 6 months after the date of the notice.

The Responsible Entity may terminate the Manager's appointment immediately if:

- a receiver or liquidator is appointed to the Manager;
- the Manager ceases to carry on business in relation to its activities as an investment manager or materially and adversely breaches the terms of the Manager's appointment; or
- the Responsible Entity is required to do so by law.

The Manager has no right to receive any payments upon termination of the investment management agreement, excluding in respect of any accrued rights, existing commitments, accrued management fees and expenses and accrued additional expenses relating to the termination of the investment management agreement.

5. Benefits

| Feature | Benefit |
|--|--|
| Diversification by region and asset class | Capitalises on global macroeconomic trends to drive returns using a dynamic multi-asset approach |
| Risk-focused return | Benefits from enhanced diversification and sophisticated multi-dimensional risk management |

6. Risks

The risk management function of JPMAM provides oversight, coordination, support and a consolidated view of risks and controls to senior management and executive management of the Manager. The function harnesses the support of the various risk management groups of JPMAM, with assistance from regional JPMAM risk personnel, which supervises credit risk arising from counterparty activities conducted on behalf of clients.

All investments carry risk. Different strategies may carry different levels of risk, depending on the assets that make up the strategy. The value of your investment may fall for a number of reasons, including the risks set out below,

which means that you may lose some or all of your investment. Before making an investment decision, it is important to understand the risks that may affect the value of your investment. While it is not possible to identify every risk relevant to investing in the Fund, we have detailed in the following table significant risks that may affect your investment. Assets with the highest long-term returns may also carry the highest level of short-term risk due to their generally larger fluctuations in returns.

The level of risk for each person will vary depending on a range of factors including age, investment timeframe, other investments and risk tolerance. Your financial adviser may assist you in determining whether the Fund is suited to your objectives, financial situation and needs including the level of diversification you need. The following table outlines the key risks of the Fund.

Investment in the Fund is subject to investment risk, including possible delays in repayment and loss of income and capital invested. For information about conflicts of interest of the Perpetual Group and the JPMorgan Chase Group, please refer to section 11 of this PDS.

| Type of key risk | Description of risk |
|------------------------------|---|
| Concentration Risk | <p>To the extent that the Fund invests a large portion of its assets in a limited number of securities, industries, sectors, or within a limited geographical area, it is likely to be more volatile and carry a greater risk of loss than a fund that invests more broadly.</p> <p>When the Fund is concentrated in a particular country, region, or sector, its performance will be more strongly affected by any political, economic, environmental or market conditions within that area or affecting that economic sector.</p> |
| Counterparty Risk | <p>There is a risk that the Fund may incur a loss arising from failure of another party to a contract (the counterparty) to meet its obligations. Substantial losses can be incurred if a counterparty fails to deliver on its contractual arrangements.</p> |
| Third-party data risk | <p>While the Delegated Manager has systems and controls in place to oversee and review information provided by third parties, there is a risk that errors or undisclosed changes from third parties may result in advertent exposure to otherwise excluded investments.</p> |
| Derivatives Risk | <p>The value of derivatives can be volatile. This is because a small movement in the value of the underlying asset can cause a large movement in the value of the derivative and therefore, investment in such instruments may result in losses in excess of the amount invested by the Fund.</p> <p>The pricing and volatility of many derivatives sometimes diverges from strictly reflecting the pricing or volatility of their underlying reference asset(s). In difficult market conditions, it might be impossible or unfeasible to place orders that would limit or offset the market exposure or financial losses created by certain derivatives.</p> <p>Changes in tax, accounting, or securities laws could cause the value of a derivative to fall or could force the Fund to terminate a derivative position under disadvantageous circumstances.</p> <p>OTC derivatives</p> <p>As OTC derivatives are private agreements between the Fund and one or more counterparties, they are less regulated than market-traded derivatives. OTC derivatives carry greater counterparty risk and liquidity risk, and it could be more difficult to force a counterparty to meet its obligations to the Fund. If a counterparty ceases to offer a derivative that the Fund is using or is planning to use, the Fund might not be able to find a comparable derivative elsewhere. This in turn could cause the Fund to miss an opportunity for gain or find itself unexpectedly exposed to risks or losses, including losses from a derivative position for which it was unable to buy an offsetting derivative.</p> |

| | |
|----------------------------|--|
| | <p>It may not always be possible for the Fund to divide its OTC derivative transactions among a wide variety of counterparties and the inability to trade with any one counterparty could cause significant losses.</p> <p>Conversely, if the Fund experiences any financial weakness or fails to meet an obligation, counterparties might become unwilling to do business with the Fund, which could leave the Fund unable to operate efficiently and competitively.</p> <p>Exchange-traded derivatives</p> <p>While exchange-traded derivatives are generally considered lower-risk than OTC derivatives, there is still the risk that a suspension of trading in derivatives or in their underlying assets could make it impossible for the Fund to realise gains or avoid losses, which in turn could cause a delay in handling redemptions of Units. There is also a risk that settlement of exchange-traded derivatives through a transfer system might not happen when or as expected.</p> <p>Risks relating to specific derivative instruments:</p> <p>Warrants The value of warrants are likely to fluctuate more than the prices of the underlying securities. This is due to the effect of leverage within their structure so that a relatively small movement in the price of the underlying security typically results in a larger movement in the price of the warrant.</p> <p>Futures and options The amount of initial margin relative to the value of a futures contract is small so transactions may be "leveraged" or "geared" in terms of market exposure. A relatively small market movement will therefore have a proportionately larger impact which may work for or against the investor. The selling ("writing" or "granting") of an option by the Fund generally entails considerably greater risk than purchasing options. Although the premium received by the seller is fixed, the seller may sustain a loss well in excess of that amount. The seller will be exposed to the risk of the purchaser exercising the option and the seller will be obliged either to settle the option in cash or to acquire or deliver the underlying investment. If the option is "covered" by the seller holding a corresponding position in the underlying investment or a future on another option, the risk may be reduced.</p> <p>Credit default swap (CDS) The price at which a CDS trades may differ from the price of the CDS's referenced security. In adverse market conditions, the basis (difference between the spread on bonds and the spread of CDS) can be significantly more volatile than the CDS's referenced securities.</p> <p>Credit default swap indices (CDX/iTraxx) If the Fund is a protection seller on the CDX or iTraxx and there is a default on the underlying constituent, the Fund will be required to pay its proportionate share of the default payment.</p> |
| Hedging Risk | <p>Any measures that the Fund takes that are designed to offset specific risks could work imperfectly, might not be feasible at times, or could fail completely. Hedging involves costs, which reduce investment performance.</p> |
| Short Position Risk | <p>Taking a short position (a position whose value moves in the opposite direction from the value of the security itself) through derivatives creates losses for the Fund when the underlying security's value rises. These losses are theoretically unlimited as there is no restriction on the price to which a security may rise, whereas the loss from a cash investment in the security cannot exceed the amount invested.</p> <p>Using short positions to achieve net short exposure to a particular market, sector or currency may increase the volatility of the Fund.</p> <p>The short selling of investments may be subject to changes in regulations, which could create losses or the inability to continue using short positions as intended or at all.</p> |
| China Risk | <p>Investing in the domestic (onshore) market of the PRC is subject to the risks of investing in emerging markets (see Emerging Markets Risk) and additionally risks that are specific to the PRC market.</p> <p><i>Risk of investing via China-Hong Kong Stock Connect Programmes</i></p> <p>Investments in domestic securities of the PRC denominated in CNY are made through the China-Hong Kong Stock Connect Programmes which are subject to daily and aggregate quotas. Investments in China A-Shares through the China-Hong Kong Stock Connect Programmes are also subject to regulatory change, quota limitations and operational constraints which may result in increased counterparty risk.</p> <p>The China-Hong Kong Stock Connect Programmes establish mutual trading links between the markets of mainland China and Hong Kong. These programmes allow foreign investors to</p> |

| | |
|---|--|
| | <p>trade certain China A-Shares through their Hong Kong based brokers. To the extent the Fund invests through China-Hong Kong Stock Connect Programmes, it will be subject to the following additional risks:</p> <p>Regulatory Risk Current rules and regulations may change and have potential retrospective effect which could adversely affect the Fund.</p> <p>Investor Compensation The Fund will not benefit from investor compensation schemes either in mainland China or Hong Kong.</p> <p>Legal/Beneficial Ownership China A-Shares purchased through the China-Hong Kong Stock Connect Programmes are held in an omnibus account by the Hong Kong Securities Clearing Company Limited (“HKSCC”). HKSCC, as the nominee holder, does not guarantee the title to securities held through it and is under no obligation to enforce title or other rights associated with ownership on behalf of beneficial owners. The rights of beneficial owners are not clear under PRC law and untested in PRC courts.</p> <p>Quota Limitations The programmes are subject to quota limitations which may restrict the Fund’s ability to invest in China A-Shares through the programmes on a timely basis.</p> <p>Operating Times Trading through China-Hong Kong Stock Connect Programmes can only be undertaken on days when both the PRC and Hong Kong markets are open and when banks in both markets are open on the corresponding settlement days. Accordingly the Fund may not be able to buy or sell at the desired time or price. Suspension Risk Each of the stock exchanges involved with the China-Hong Kong Stock Connect Programmes may suspend trading which could adversely affect the Fund’s ability to access the relevant market.</p> <p><i>Risk of investing via China-Hong Kong Bond Connect Programmes</i></p> <p>Investments in onshore debt securities issued within the PRC through China-Hong Kong Bond Connect are subject to regulatory change and operational constraints which may result in increased counterparty risk. China-Hong Kong Bond Connect establishes mutual trading links between the bond markets of mainland China and Hong Kong. This programme allows foreign investors to trade in the China Interbank Bond Market through their Hong Kong based brokers. To the extent the Fund invests through China-Hong Kong Bond Connect, it will be subject to the following additional risks:</p> <p>Regulatory Risk Current rules and regulations may change and have potential retrospective effect which could adversely affect the Fund.</p> <p>Investor Compensation The Fund will not benefit from investor compensation schemes either in mainland China or Hong Kong.</p> <p>Operating Times Trading through China-Hong Kong Bond Connect can only be undertaken on days when both the PRC and Hong Kong markets are open and when banks in both markets are open on the corresponding settlement days. Accordingly the Fund may not be able to buy or sell at the desired time or price.</p> |
| <p>Commodities Risk</p> | <p>The value of securities in which the Fund invests may be influenced by movements in commodity prices which can be very volatile.</p> <p>Commodities and other materials are often disproportionately affected by political, economic, weather and terrorist- related events, and by changes in energy and transportation costs. To the extent that the financial health of any company, industry, country or region is linked to commodity or materials prices, the value of its securities can be affected by trends in those prices.</p> |
| <p>Convertible Securities Risk</p> | <p>Convertible securities have characteristics of both debt and equity securities and carry credit, default, equity, interest rate, liquidity and market risks.</p> <p>A convertible security acts as a debt security and generally entitles the holder to receive interest paid or accrued until the convertible security matures or is redeemed, converted or exchanged. Before conversion, convertible securities generally have characteristics similar to both debt and equity securities. The value of convertible securities tends to decline as interest rates rise and, because of the conversion feature, tends to vary with fluctuations in the market value of the underlying securities.</p> <p>Convertible securities are usually subordinated to comparable nonconvertible securities. Convertible securities generally do not participate directly in any dividend increases or decreases of the underlying securities, although the market prices of convertible securities may be affected by any dividend changes or other changes in the underlying securities.</p> |

| | |
|---|--|
| <p>Debt Securities Risk</p> | <p>All debt securities (bonds) including those issued or guaranteed by governments and their agencies carry credit risk and interest rate risk.</p> <p>Below investment grade debt Below investment grade debt securities are typically more volatile and less liquid than investment grade debt and have significantly greater risk of default. They are typically lower rated and will usually offer higher yields to compensate for the reduced creditworthiness of the issuer.</p> <p>Credit downgrades are more likely than for investment grade bonds, and can lead to more significant changes in value, for below investment grade bonds. Below investment grade bonds are sometimes less sensitive to interest rate risk, but are more sensitive to general economic news, as issuers of below investment grade bonds tend to be in weaker financial health and therefore are presumed to be more vulnerable in a deteriorating economy.</p> <p>Investment grade debt With investment grade debt securities, the likeliest form of credit risk is a credit downgrade, which typically will cause a security's value to fall. It is unlikely, though not unknown, for an investment grade bond to go into default. The downgrading of debt securities may affect the liquidity of investments in bonds. Other market participants may be attempting to sell debt securities at the same time as the Fund, causing downward pricing pressure and contributing to illiquidity. The ability and willingness of bond dealers to "make a market" in debt securities may be impacted by both regulatory changes as well as the growth of bond markets. This could potentially lead to decreased liquidity and increased volatility in the debt markets.</p> <p>Bonds are particularly susceptible to interest rate changes and may experience significant price volatility. If interest rates increase, the value of the Fund's investments typically declines. In a historically low interest environment, risks associated with rising interest rates are heightened. On the other hand, if interest rates fall, the value of the investments generally increases. Securities with greater interest rate sensitivity and longer maturities tend to produce higher yields, but are subject to greater fluctuations in value.</p> <p>Government debt Government debt securities are subject to market risk, interest rate risk and credit risk. Governments may default on their sovereign debt and holders of sovereign debt (including the Fund) may be requested to participate in the rescheduling of such debt and to extend further loans to the governmental entities. There is no bankruptcy proceeding by which sovereign debt on which a government has defaulted may be collected in whole or in part. Global economies are highly dependent on one another and the consequences of the default of any sovereign state may be severe and far reaching and could result in substantial losses to the Fund.</p> <p>Unrated debt The credit quality of bonds that have not been rated by an independent rating agency will be determined by the Delegated Manager at the time of the investment. Investments in unrated bonds are subject to those risks of a rated security of comparable quality.</p> |
| <p>Convertible Securities Risk</p> | <p>Convertible securities have characteristics of both debt and equity securities and carry credit, default, equity, interest rate, liquidity and market risks.</p> <p>A convertible security acts as a debt security and generally entitles the holder to receive interest paid or accrued until the convertible security matures or is redeemed, converted or exchanged. Before conversion, convertible securities generally have characteristics similar to both debt and equity securities. The value of convertible securities tends to decline as interest rates rise and, because of the conversion feature, tends to vary with fluctuations in the market value of the underlying securities.</p> <p>Convertible securities are usually subordinated to comparable non-convertible securities. Convertible securities generally do not participate directly in any dividend increases or decreases of the underlying securities, although the market prices of convertible securities may be affected by any dividend changes or other changes in the underlying securities.</p> |
| <p>Emerging Markets Risk</p> | <p>Investments in emerging markets involve higher risks than those of developed markets and can be subject to greater volatility and lower liquidity.</p> <ul style="list-style-type: none"> • Emerging market countries may experience political, economic and social instability which can lead to legal, fiscal and regulatory changes affecting returns to investors. These may include policies of expropriation and nationalisation, sanctions or other measures by governments and international bodies. • The legal environment in certain countries is uncertain. Legislation may be imposed retrospectively or may be issued in the form of non-public regulations. Judicial independence and political neutrality cannot be guaranteed and state bodies and judges may not adhere to the requirements of the law. |

| | |
|---------------------------|--|
| | <ul style="list-style-type: none"> Existing legislation may not yet be adequately developed to protect Unitholder rights and there may be no concept of fiduciary duty to Unitholders on the part of management. High interest rates and inflation rates can mean that businesses have difficulty in obtaining working capital and local management may be inexperienced in operating companies in free market conditions. Custody and settlement practices may be less developed and it may be difficult to prove beneficial ownership or to protect ownership rights. Investment may carry risks associated with delayed registration of securities and delayed or failed settlement. There may be no secure method of delivery against payment (meaning payment may have to be made prior to receipt of the security). The securities markets in some countries lack the liquidity, efficiency and regulatory or supervisory controls of more developed markets. The absence of reliable pricing information may make it difficult to assess reliably the market value of a security. Emerging market currencies can be extremely volatile and may become subject to exchange control regulations. It may not always be practical or economical to hedge the exposure of certain currencies. Many emerging market economies are heavily dependent on commodities or natural resources and are therefore vulnerable to market demand and world prices for these products. Tax laws in certain countries are not clearly established. Taxes may be imposed suddenly and may change with retrospective effect subjecting the Fund to additional charges. Accounting, auditing and financial reporting standards may be inconsistent or inadequate. <p>For purposes of risk, the category of emerging markets includes markets that are less developed, such as most countries in Asia, Latin America, Eastern Europe, the Middle East and Africa as well as countries that have successful economies but whose investor protections are questionable, such as Russia, Ukraine and China. Broadly developed markets are those of Western Europe, the US, Canada, Japan, Australia and New Zealand.</p> |
| Equities Risk | <p>The value of equities may go down as well as up in response to the performance of individual companies and general market conditions, sometimes rapidly or unpredictably.</p> <p>If a company goes through bankruptcy or a similar financial restructuring, its shares in issue typically lose most or all of their value.</p> <p>Equity exposure may also be obtained through equity related securities such as warrants, depositary receipts, convertible securities, index and participation notes and equity-linked notes, which may be subject to greater volatility than the underlying reference asset and are also exposed to the risk of counterparty default.</p> |
| Credit Risk | <p>A bond will generally lose value if the issuer's financial health deteriorates, or appears likely to. An issuer could go into default (become unwilling or unable to make payments on their bonds), which often will make the bond illiquid or worthless.</p> |
| Currency Risk | <p>Whilst the currency hedging seeks to minimise the effect of currency fluctuations between the currencies of the underlying assets and the base/reference currency of the Fund, the Fund may still invest in assets that have currency exposure. Movements or changes in currency exchange rates could adversely affect the value of the Fund's securities and the price of the Fund's Units. Exchange rates can change rapidly and unpredictably for a number of reasons including changes in interest rates or in exchange control regulations.</p> |
| Interest Rate Risk | <p>When interest rates rise, bond prices tend to fall. This risk is greater the longer the maturity or duration of the bond. It also can affect investment grade bonds more than below investment grade bonds.</p> |
| Liquidity Risk | <p>Certain securities, especially those that trade infrequently or on comparatively small markets, may be hard to buy or sell at a desired time and price, particularly in respect of larger transaction sizes.</p> <p>In extreme market situations, there may be few willing buyers and the investments cannot be readily sold at the desired time or price, and the Fund may have to accept a lower price to sell</p> |

| | |
|----------------------------------|---|
| | <p>the investments or may not be able to sell the investments at all. Trading in particular securities or other instruments may be suspended or restricted by the relevant exchange or by a governmental or supervisory authority and the Fund may incur a loss as a result. An inability to sell a portfolio position can adversely affect the Fund's value or prevent the Fund from being able to take advantage of other investment opportunities.</p> <p>Liquidity risk also includes the risk that the Fund will not be able to pay redemption proceeds within the allowable time period because of unusual market conditions, an unusually high volume of redemption requests, or other uncontrollable factors. To meet redemption requests, the Fund may be forced to sell investments, at an unfavourable time and/or conditions.</p> <p>Investment in debt securities, small and mid-capitalisation stocks and emerging market issuers will be especially subject to the risk that during certain periods, the liquidity of particular issuers or industries, or all securities within a particular investment category, will shrink or disappear suddenly and without warning as a result of adverse economic, market or political events, or adverse investor perceptions, whether or not accurate.</p> |
| Market and Economic Risk | <p>The value of the securities in which the Fund invests changes continually and can fall based on a wide variety of factors affecting financial markets generally or individual sectors.</p> <p>Economies and financial markets throughout the world are becoming increasingly interconnected, which increases the likelihood that events or conditions in one country or region will adversely impact markets or issuers in other countries or regions. Furthermore, global events such as war, terrorism, environmental disasters, natural disasters or events, country instability, and infectious disease epidemics or pandemics may also negatively affect the value of the Fund's investments. The duration and potential impacts of such events can be highly unpredictable, which may give rise to increased and/or prolonged market volatility.</p> <p>For example, an outbreak of COVID-19, has negatively affected economies, markets and individual companies throughout the world, including those in which the Fund may invest. The effects of this pandemic, and other epidemics and pandemics that may arise in the future, may presently and/or in the future have a significant negative impact on the value of the Fund's investments, increase the Fund's volatility, negatively impact the Fund's pricing, magnify pre-existing risks to the Fund, lead to temporary suspensions or deferrals on the calculation of NAVs and interrupt the Fund's operations. The duration and extent of COVID-19 and associated economic and market conditions and uncertainty over the long-term cannot be reasonably estimated at this time. The ultimate impact of COVID-19 and the extent to which the associated conditions impacts the Fund will also depend on future developments which are highly uncertain, difficult to accurately predict and subject to frequent changes.</p> |
| Accounting Practices Risk | <p>The accounting, auditing and financial reporting system may not accord with international standards in countries where the Fund may invest. Even when such reports have been brought into line with international standards, they may not always contain correct information. Obligations on companies to publish financial information may also be limited.</p> |
| Collateral Risk | <p>Collateral is received from counterparties in connection with transactions in OTC derivatives other than currency forwards. A counterparty may become unable or unwilling to meet its obligations to the Fund, resulting in losses to the Fund.</p> <p>In the event of default, the counterparty would forfeit its collateral on the transaction. However if a transaction is not fully collateralised, the collateral may not cover the credit exposure to the counterparty. Collateral may be held either by the depositary or by a third-party custodian and there is a risk of loss if the custodian or sub-custodian are negligent or become insolvent.</p> |
| Legal Risk | <p>There is a risk that legal agreements in respect of certain derivatives, instruments and techniques are terminated due, for instance, to bankruptcy, supervening illegality or change in tax or accounting laws. In such circumstances, the Fund may be required to cover any losses incurred. Furthermore, certain transactions are entered into on the basis of complex legal documents. Such documents may be difficult to enforce or may be the subject of a dispute as to interpretation in certain circumstances. Whilst the rights and obligations of the parties to a legal document may be governed by the agreed governing law of the document, in certain circumstances (for example insolvency proceedings) other legal systems other than the governing law of the document may take priority which may affect the enforceability of existing transactions.</p> <p>The Fund will not, and potentially none of the service providers, carry any insurance for losses for which the Fund may be ultimately subject to an indemnification obligation. Any indemnification payment with respect to the Fund would be borne by it and will result in a corresponding reduction in the price of the Units.</p> |

| | |
|--------------------------------|--|
| mFund Registration Risk | <p>While the Fund is an mFund product, if you invest via mFund then you may be exposed to some additional counterparty risks. Losses can be incurred if a counterparty fails to deliver on its contractual obligations, experiences financial difficulty or abandons the mFund settlement service. You may incur loss through exposure to a counterparty. In addition, there is some risk the ASX may suspend or revoke the Fund’s admission/ settlement status on the mFund settlement service as a result of the Fund failing to comply with the ASX admission requirements or otherwise, the ASX’s systems could fail, or there could be errors in connection with the system. As a result investors may experience delays in processing applications or redemptions.</p> |
| Political Risk | <p>The value of the Fund’s investments may be affected by uncertainties such as international political developments, civil conflicts and war, changes in government policies, changes in taxation, restrictions on foreign investment and currency repatriation, currency fluctuations and other developments in the laws and regulations of countries in which investment may be made. For example, assets could be compulsorily re-acquired without adequate compensation. Events and evolving conditions in certain economies or markets may alter the risks associated with investments in countries or regions that historically were perceived as comparatively stable becoming riskier and more volatile. These risks are magnified in emerging market countries.</p> |
| Regulatory Risk | <p>Laws affecting managed investment schemes may change in the future. Investing in foreign markets with different legal and regulatory systems means that foreign investments are exposed to more risk than Australian assets because of potential changes in legal and regulatory policies.</p> |
| Cyber-Security Risk | <p>With the increased use of technology to conduct business, the Responsible Entity, the Fund and their service providers can be susceptible to information security and related risks including cyber-security attacks or incidents.</p> <p>Cyber incidents can result from deliberate attacks or unintentional events, and include gaining unauthorised access to digital systems, networks or devices for purposes of misappropriating assets or sensitive information, corrupting data, or causing operational disruption. Cyber-attacks may also be carried out in a manner that does not require gaining unauthorised access, such as causing denial-of-service attacks on websites (i.e. efforts to make network services unavailable to intended users). Cyber-security breaches may cause disruptions to the Fund’s operations, potentially resulting in financial loss.</p> |
| Taxation Risk | <p>Proceeds from the sale of securities in some markets or the receipt of any dividends and other income may be or may become subject to tax, levies, duties or other fees or charges imposed by the authorities in that market, including taxation levied by withholding at source. Tax law and practice in certain countries into which the Fund invests or may invest in the future (in particular Russia, China and other emerging markets) is not clearly established. It is therefore possible that the current interpretation of the law or understanding of practice might change, or that the law might be changed with retrospective effect. As a result, the Fund could become subject to additional taxation in such countries that is not currently anticipated or when investments are made, valued or disposed of.</p> |
| Volcker Rule | <p>JPMorgan Chase & Co. and its affiliates (together, “J.P. Morgan”) are subject to certain U.S. federal banking laws and regulations which may be relevant to the Fund and its investors. On July 21, 2010, the “Dodd-Frank Wall Street Reform and Consumer Protection Act” (the “Dodd-Frank Act”) was signed into law. The Dodd-Frank Act includes certain provisions (known as the “Volcker Rule”) that restricts the ability of a banking entity, such as J.P. Morgan, from acquiring or retaining any equity, partnership or other ownership interest in, or sponsoring, a covered fund and prohibits certain transactions between such funds and J.P. Morgan. Although J.P. Morgan does not intend to treat the Fund as a covered fund, under the Volcker Rule, if J.P. Morgan, together with its senior executive officers and directors, owns 25% or more of the ownership interests of the Fund outside of the permitted seeding period, the Fund could be treated as a covered fund. Generally, the permitted seeding period is three years from the implementation of the Fund investment strategy. As a result, it may be required to reduce its ownership interests in the Fund at a time that is sooner than would otherwise be desirable. This may require the sale of portfolio securities, which may result in losses, increased transaction costs and adverse tax consequences. In addition, in cases where J.P. Morgan continues to hold a seed position representing a significant portion of the Fund’s assets at the end of the permitted seeding period, the anticipated or actual redemption of Units owned by J.P. Morgan could adversely impact the Fund and could result in such Fund’s liquidation.</p> |

7. 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 fees. 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)** Moneysmart website (www.moneysmart.gov.au) has a managed funds fee calculator to help you check out different fee options.

This section shows fees and other costs that you may be charged pertaining to your investments in the Class. 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.

Information on how managed investment schemes are taxed is set out in section 8 of this PDS.

You should read all the information about fees and costs because it is important to understand their impact on your investment.

Fees and costs summary

JPMorgan Global Macro Opportunities Fund – Class A Units

| Type of fee or cost ¹ | Amount | How and when paid |
|--|--|--|
| Ongoing annual fees and costs³ | | |
| Management fees and costs^{1,2} The fees and costs for managing your investment | Estimated to be <u>0.80% p.a.</u> of the NAV of the Class and comprised of: <ol style="list-style-type: none"> a management fee of 0.80% p.a. of the NAV of the Class;² estimated indirect costs of 0.00% p.a. of the NAV of the Class; and estimated Fund expenses of 0.00% p.a. of the NAV of the Class. | <ol style="list-style-type: none"> Management fees are calculated and accrued on a daily basis in the Unit price of the Class and payable monthly in arrears out of the assets of the Class generally within 30 days of the end of each month.² Indirect costs are paid out of the Class's assets as and when incurred and is reflected daily in the Unit price of the Class. Fund expenses which are unusual or extraordinary are paid out of the Class's assets as and when incurred. Fund expenses incurred in the ordinary course of operations are paid out of the management fee at no additional charge to you.⁴ |
| Performance fees Amounts deducted from your investment in relation to the performance of the product | Nil | Not applicable |
| Transaction costs The costs incurred by the scheme when buying or selling assets | Estimated transaction costs of 0.06% p.a. of the NAV of the Class. ^{4,5} | Paid directly out of the assets of the Class or indirectly out of the assets of an interposed vehicle as and when incurred and is reflected daily in the Unit price of the Class. |

Member activity related fees and costs (fees for services or when your money moves in or out of the product)³

| | | |
|---|--|---|
| Establishment fee The fee to open your investment | Nil | Not applicable |
| Contribution fee The fee on each amount contributed to your investment | Nil | Not applicable |
| Buy/sell spread⁵ An amount deducted from your investment representing costs incurred in transactions by the scheme | Estimated to be 0.15% of the application amount and 0.15% of the withdrawal amount | Buy/sell spreads apply to the Class and is charged on each application/withdrawal. The buy/sell spread is paid out of the assets of the Class as and when incurred and is reflected daily in the Unit price of the Class. |
| Withdrawal fee The fee on each amount you take out of your investment | Nil | Not applicable |
| Exit fee The fee to close your investment | Nil | Not applicable |
| Switching fee The fee for changing investment options | Nil | Not applicable |

¹ Management fees and costs are comprised of a management fee, indirect costs and Fund expenses. Unless otherwise stated, the fees and costs shown are inclusive of GST and net of any applicable input tax credits and reduced input tax credits, and are shown without any other adjustment in relation to any tax

deduction available to the Responsible Entity. For further information refer to "Management fees and costs" in the section "Additional explanation of fees and costs" below. Normal operating expenses are borne out of the management fee. There is no cap on indirect costs, unusual or extraordinary Fund expenses and such amounts are paid out of the Fund's assets referable to the Class.

² What it costs you will depend on the fees you negotiate with your financial adviser or your Service operator (as applicable) or in the limited circumstances set out in the "Differential fees" section. For further information refer to "Differential fees" and "Management fees and costs" in the section "Additional explanation of fees and costs" below.

³ All estimates of fees and costs in this section are based on information available as at the date of this PDS. All fees reflect the Responsible Entity's reasonable estimates of the fees for the current financial year. All costs reflect the actual amount incurred for the previous financial year and may include the Responsible Entity's reasonable estimates where information was not available as at the date of this PDS or where the Responsible Entity was unable to determine the exact amount. For further information refer to the section "Additional explanation of fees and costs" below. Management fees and costs may not equal the management fee plus indirect costs plus Fund expenses due to rounding.

⁴ Unusual or extraordinary Fund expenses, if and when incurred, are reflected in the Unit price of the Class.

⁵ The transaction costs disclosed in this section are shown net of any recovery received by the Fund from the buy/sell spread and contribution/withdrawal fee charged to transacting Unitholders. For more information on the meaning and calculation of transaction costs, see "Transaction costs" under the heading "Additional explanation of fees and costs". In estimating the buy/sell spread, the Responsible Entity has assumed that the applications or withdrawals are made during normal market conditions, as in times of stressed or dislocated market conditions (which are not possible for the Responsible Entity to predict) the buy/sell spread may increase significantly and it is not possible to reasonably estimate the buy/sell spread that may be applied in such situations. For more details refer to "Buy/sell spread" in the section "Additional explanation of fees and costs" below.

Example of annual fees and costs

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

| Example – JPMorgan Global Macro Opportunities Fund – Class A Units | | Balance of \$50,000 with a contribution of \$5,000 ² during year |
|--|---|--|
| Contribution fees | Nil | For every additional \$5,000 you put in, you will be charged \$0. |
| PLUS Management fees and costs ^{2,4,5} | 0.80% p.a. of the NAV of the Class ¹ | And, for every \$50,000 you have in the Class, you will be charged or have deducted from your investment \$400 each year. |
| PLUS Performance fees | Nil | And, you will be charged or have deducted from your investment \$0 in performance fees each year. |
| PLUS Transaction costs ^{3,4} | 0.06% p.a. of the NAV of the Class | And, you will be charged or have deducted from your investment \$30 in transaction costs. |
| EQUALS Cost of Fund – Class A | | 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 fees and costs of: \$400 ^{2,3,4,5} . What it costs you will depend on the fees you negotiate⁴. |

¹ The actual management fees and costs may vary from this estimate having regard to actual Fund expenses and indirect costs that are incurred.

² Please note that the Class has a minimum subsequent investment amount of \$5,000. The additional management fees and costs will be on a pro-rata basis and will vary depending on when you have made the additional investment during the year. This is an example only and is prescribed by the Act. It is based on the assumption that the \$5,000 contribution occurs on the last day of the year (and therefore, the management fees and costs are calculated using an investment balance of \$50,000 only) and that the value of your investment remains the same during the year. In practice your actual investment balance will vary daily and the actual management fees and costs charged are based on the value of the Fund which also fluctuates daily.

³ Additional fees may apply. A buy/sell spread may also apply to investments into and withdrawals from the Class, which is not taken into account in this example. This example does not include additional fees if you are an Indirect Investor. You may incur additional fees such as additional fees charged by your broker, financial adviser or Service operator (as applicable) for investing in the Class. Please refer to the 'Additional explanation of fees and costs' section below for further details.

⁴ Refer to footnotes 3 and 5 of the Fees and Costs Summary table above.

⁵ Refer to footnote 2 of the Fees and Costs Summary table above.

Additional explanation of fees and costs

Management fees and costs

The management fees and costs (fees and costs incurred by you investing in the Class) comprise of a management fee, Fund expenses and indirect costs that are deducted from the returns of the Fund. The management fees and costs do not include transaction costs i.e. costs associated with investing in underlying assets.

Management fee

A management fee of 0.80% p.a. of the NAV of the Class is payable to the Responsible Entity (including any fee payable to the Manager out of the management fee) for managing the Fund.

The management fee is calculated and accrued on a daily basis and payable in arrears on a monthly basis, within generally 30 days of the end of each month from the assets of the Class. If you are a wholesale client, the amount of this fee can be negotiated.

The Constitution sets out the maximum fees that can be charged by the Responsible Entity for an investment in the Fund. We are entitled to receive a management fee of up to 3% p.a. of the gross value of the assets of the Fund.

For providing the services under an investment management agreement, the Manager is also entitled to receive a fee. This amount is paid by us to the Manager out of the management fee we are entitled to receive and will not be a separate fund expense under the Constitution.

Fund expenses

Normal operating expenses

Under the Constitution, we are entitled to be reimbursed from the Fund in respect of expenses reasonably and properly incurred in the administration, management and operation of the Fund, and other incidental expenses. These include a range of costs and expenses which include, but are not limited to, costs associated with, preparation of marketing material and disclosure documents, transfer agency services, custody and administration of the Fund and the provision of audit, legal and tax services. To the extent any of these expenses are incurred by the Manager, the Manager is entitled to be reimbursed for these expenses by us (and we will, in turn, be entitled to be reimbursed this amount from the Fund). As at the date of this PDS, normal operating expenses are paid out of the management fee and are not an additional charge to you.

Unusual or extraordinary Fund expenses

Unusual or extraordinary Fund expenses such as the costs of calling and holding Unitholder meetings, are not generally incurred during the day-to-day operation of the Fund and are not necessarily incurred in any given year.

The estimated Fund expenses set out in the fees and costs summary include unusual or extraordinary expenses of 0.00% p.a. of the NAV of the Class. Such Fund expenses are based on information available as at the date of the PDS. All fees reflect the Responsible Entity's reasonable estimates of the fees for the current financial year. All costs reflect the actual amount incurred for the previous financial year and may include the Responsible Entity's reasonable estimates where information was not available as at the date of the PDS or where the Responsible Entity was unable to determine the exact amount.

Unusual or extraordinary expenses may vary from year to year including to the extent that they rely on estimates. This amount is not an indication or guarantee of the amount that may be charged in the future.

We are entitled to be indemnified out of the Fund for all expenses, losses and liabilities reasonably and properly incurred. This entitlement does not exist in relation to an expense, loss or liability attributable to a failure to properly perform the duties of a responsible entity.

Indirect costs

Indirect costs are any cost we know, or reasonably ought to know or, where this is not the case, may reasonably estimate has reduced or will reduce (as applicable), whether directly or indirectly, the return on the Fund, or the amount or value of the income of, or property attributable to the Fund, or an interposed vehicle other than the management fee and Fund expenses. Broadly, an interposed vehicle is a body, trust, or partnership through which the Fund invests.

The amount of indirect costs includes the costs of investing in derivatives that are not traded or listed on a recognised exchange and that are used by the Fund for the purposes of achieving its Investment Objective.

Indirect costs are included in the management fees and costs of the Class and will be borne indirectly by the Class and its investors.

The estimated indirect costs component set out in the fees and costs summary above includes indirect costs of 0.00% p.a. of the NAV of the Class which reflects the actual amount incurred by the Fund for the previous financial year and includes the Responsible Entity's reasonable estimates of such costs where information was not available as at the date of this PDS or where the Responsible Entity was unable to determine the exact amount.

Indirect costs are reflected in the Unit price of the Class as and when incurred. Indirect costs are not an additional fee paid to us. Indirect costs may vary from year to year, including to the extent that they rely on estimates. The amount described is not an indication or guarantee of the amount that may be charged in the future

Transaction costs

In managing the investments of the Fund, transaction costs such as charges, disbursements, expenses, outgoings, fees, taxes, commissions, brokerage, settlement costs, clearing costs and government charges may be incurred by the Fund ("**Transaction Costs**"). These costs may be incurred by investing directly in the underlying securities but may also include costs incurred by an interposed vehicle that would be transaction costs if they had been incurred by the Fund. For example, the costs of the Fund acquiring derivatives that are not traded

or listed on a recognised exchange for hedging purposes may also constitute Transaction Costs. Where these costs arise as a result of applications and withdrawals, these costs may be covered by the inclusion of a buy/sell spread in the application or withdrawal price. Please refer to the 'Buy/sell spread' section below for further details. Where these costs arise as a result of applications and withdrawals, these costs may be covered by the inclusion of a contribution/withdrawal fee and a buy/sell spread in the application or withdrawal price. Please refer to the 'Buy/sell spread' section below for further details. The Transaction Costs shown in the "Fees and costs summary" section are shown net of any amount recovered by the contribution/withdrawal fee and the buy/sell spread that is charged by the Responsible Entity. Transaction Costs are an additional cost to you when they are not already been recovered by the contribution/withdrawal fee and the buy/sell spread charged by the Responsible Entity.

Transaction Costs relevant to the Class are paid out of the Fund's assets and reflected in the Unit price of the Class. Transaction Costs associated with dealing with assets of the Fund may be recovered by us or the Manager. Transaction Costs are not a fee paid to us or the Manager.

The estimated Transaction Costs figure applicable to the Class as set out in the fees and costs summary above is shown net of any amount recovered by the contribution/withdrawal fee (if any) and the buy/sell spread (if any) charged by the Responsible Entity and is calculated using the Fund's actual Transaction Costs incurred for the previous financial year and the Responsible Entity's reasonable estimate of such costs where information was not available as at the date of this PDS or where the Responsible Entity is unable to determine the exact amount. The net Transaction Costs are borne by the Fund and are reflected in the Unit price of the Class. For example, on the basis of the approach described above for the Class, the estimated amount of the net Transaction Costs on an average account balance of \$50,000 in the Class is \$30.

As at the date of this PDS, the Fund charges a buy/sell spread. The total gross Transaction Costs incurred by the Fund and attributable to the Class is incurred for the previous financial year which includes the Responsible Entity's reasonable estimate of such costs where information was not available as at the date of this PDS or where the Responsible Entity was unable to determine the exact amount, was approximately 0.14% of the NAV of the Class. For example, the value of the gross Transaction Costs on an average account balance of \$50,000 in the Class was \$70.

The Fund's estimated and/or historical transaction costs may not be an accurate indicator of the actual transaction costs you may incur in the future. Actual costs may differ and will vary based on a number of factors including the volume of transactions undertaken and market conditions generally. Such drivers of market volatility (including the outbreak of hostilities in Ukraine) may impact the Fund's transaction costs and such costs may vary over time.

Buy/sell spread

Transaction Costs that are incurred because investors buy or sell Units of the Class are also paid from the assets of the Class, but may be offset by transaction cost allowances that are included in the calculation of the

application and/or withdrawal prices of the Class, which are commonly known as "buy/sell spreads".

Transaction Costs are estimated and allocated accordingly when an investor buys or sells Units by incorporating a buy/sell spread between the application or withdrawal prices of the Class, where appropriate. This aims to ensure that other investors of the Fund are not impacted by the Transaction Costs associated with a particular investor buying or selling Units of the Class. We have the discretion to waive the buy/sell spread on applications or withdrawals.

The buy/sell spread is based on our estimates of the average Transaction Costs incurred by the Fund. It is not a fee paid to us or the Manager and is retained in the Fund to cover the actual Transaction Costs as they are incurred.

The buy/sell spread is an additional cost to you and will impact the return on your investment.

Buy/sell spreads apply to the Class. As at the date of this PDS, the Fund charges +0.15% of the amount you invest (buy spread) and -0.15% of the amount you withdraw (sell spread) (for example, if you invested \$50,000, the cost of your buy spread would be \$75). These amounts may change if, for example, transaction costs change.

The Responsible Entity may vary the buy/sell spreads from time to time including increasing these without notice when it is necessary to protect the interests of existing investors and if permitted by law.

The most recent buy/sell spread for the Class is available on the Manager's website at <https://am.jpmorgan.com/au> or may be obtained free of charge by contacting the Manager.

GST is not applicable to any buy/sell spread when you buy or sell Units.

Differential fees

The Manager, on behalf of the Responsible Entity, may negotiate a rebate of all or part of our management fee with Wholesale Clients. The payment and terms of rebates are negotiated with Wholesale Clients but are ultimately at our discretion, subject to the Act and any relevant ASIC policies. There is no set manner or method for negotiating fees. The differential fee arrangement does not adversely affect the fees paid or to be paid by any investor who is not entitled to participate. Other than where fees are negotiated with Wholesale Clients, any differential fee arrangement will be applied without discrimination to all investors who satisfy the criteria necessary to receive the benefit of the arrangement. The contact details of the Manager are set out on page 1 of this PDS.

Alternative payments

We do not pay any commission or soft dollars to financial advisers or advisory firms but reserve the right to do so at any time subject to applicable laws. Your adviser may, however, charge you an advice fee for your investment into the Fund. The details of these fees and costs should be set out in the statement of advice provided by your adviser.

mFund warning

Additional fees may be payable to approved ASX brokers (or your financial adviser who uses a stockbroking service on your behalf) for accessing the Fund through mFund while the Fund is an mFund product. You should consider the Financial Services Guide provided by your ASX broker

or your adviser before accessing the Fund through mFund.

Fee changes

We may change the amount of any of the fees in this PDS (including increase fees up to the maximum set out in the Constitution) without your consent except if required by the Act. We will not increase our fees, or introduce new fees, without giving you or your Service operator (as applicable) at least 30 days' written notice when legally required to do so, except for government fees or charges. All estimates of fees and costs in this section 7 are based on information available as at the date of this PDS.

Indirect investors

If you are an Indirect Investor, additional fees may be charged by your financial adviser or Service operator (as applicable) for investing in the Fund as set out in their offer document.

In-specie transfers

On investing in the Fund, any costs associated with an 'in-specie' transfer will be paid by you.

Where a withdrawal is satisfied by an 'in-specie' transfer, you will bear all costs, including any applicable stamp duty, payable as a result of the transfer.

We reserve the right to accept 'in-specie' transfers for applications in our absolute discretion. We may, with your consent, transfer assets in lieu of payment in satisfaction of a withdrawal request.

Taxation

All taxes will be deducted from the Fund's assets as appropriate. Information on Tax is set out in section 8 of this PDS.

If the Responsible Entity becomes liable to pay GST on fees not described in this PDS as GST inclusive, it is entitled to be reimbursed out of the assets of the Fund for the amount of GST.

The Fund will pass on the benefit of any tax deduction that it may receive in the form of returns to investors.

8. Tax

WARNING: Investing in a registered managed investment scheme is likely to have tax consequences. Investors are strongly advised to seek professional tax advice prior to making any investment decisions.

How the Fund is taxed

The Fund is an Australian resident trust for Australian income tax purposes. On the basis that investors will be attributed/made presently entitled to the income of the Fund for each financial year, the Fund should generally not be subject to income tax.

Tax losses incurred by the Fund remain within the Fund and cannot be distributed to investors. Provided the Fund satisfies the relevant loss testing requirements, it may be able to offset its carry forward tax losses against the taxable income it derives in a future income year.

Where the Fund satisfies the requirements of a Managed Investment Trust ("MIT"), the Fund can make an irrevocable election ("MIT Capital Election") to apply a deemed "capital" treatment for gains and losses on

“covered assets” such as shares. The Responsible Entity has made the MIT Capital Election in respect of the Fund.

How resident investors are taxed

Registered managed investment schemes do not generally pay tax on behalf of investors. The taxable income of the Fund should be distributed to investors. Investors are assessed for tax on any income and capital gains generated by the registered managed investment scheme.

The taxable income distributed by the Fund should retain its character in the hands of the investors.

Australian resident investors will need to include their share of the Fund’s taxable income in their assessable income for the relevant income year regardless of whether the investor receives the distribution following the end of the income year or the distribution is reinvested. Amounts to be included in the investor’s tax return will be notified in the tax statement (or AMIT Member Annual Statement (“**AMMA statement**”) where the fund is an Attribution Managed Investment Trust (“**AMIT**”) for the income year.

In the event the Fund pays foreign tax, the distribution from the Fund may include a foreign income tax offset (“**FITO**”), which investors need to take into account in determining their taxable income. Furthermore, investors may be able to utilise the FITOs to reduce their tax liability. Any excess or unused FITOs, for a particular income year cannot be carried forward by investors and will be lost.

Where foreign taxes are paid on foreign capital gains, the Fund’s ability to pass a FITO on to investors in respect of these taxes may be restricted where the full amount of the capital gain is not included in the calculation of the Fund’s Australian taxable income due to the application of capital losses or the capital gains tax discount regime.

Where an investor has disposed of their Units in the Fund, the tax treatment will depend on whether the investor holds their Units on capital account or revenue account.

If the investor holds their Units on revenue account, the gain or loss on disposal or redemption will be a revenue gain or loss and included in the investor’s assessable income accordingly.

Where the investor holds their Units on capital account, the investor will be subject to capital gains tax (“**CGT**”), and consequently, the investor may realise a capital gain or a capital loss. Where investors realise a capital gain on Units that have been held for at least 12 months, certain investors may be able to apply the relevant CGT discount (after reducing the gross capital gains by realised capital losses including carry forward capital losses) to such gains. The applicable CGT discount is 50% for resident individuals and qualifying trusts and 33.33% for complying superannuation funds and pooled superannuation trusts.

Where the Fund has made a return of capital or has distributed a tax deferred amount, generally, these amounts are not included in the investor’s assessable income. However, these amounts will reduce the cost base and reduced cost base of the Units in the Fund and consequently the investor may realise a higher capital gain or a lower capital loss on the subsequent disposal of their Units. Where the cost base has been reduced to nil, the investor may realise an immediate capital gain.

How non-resident investors are taxed

The Responsible Entity may withhold tax on distributions made to non-residents. Material relating to “Tax” may change between the time when you read this PDS and the day when you acquire the product.

If you are investing through a Service, you should also refer to your Service operator for further information about the tax treatment of your investment.

Distributions to non-resident investors may be subject to withholding tax. The rate of withholding tax will depend on the income distributed by the Fund and the country in which the investor is a resident. As a general rule, distribution of foreign income to non-resident investors is not subject to tax in Australia. Also, unless the non-resident investor meets certain conditions, the non-resident investor should not be subject to Australian tax on the disposal of their Units in the Fund.

Tax file number (“TFN”)/Australian business number (“ABN”)

Providing your TFN is not compulsory but without it or the appropriate exemption information we have to withhold tax from your distributions at the highest marginal tax rate (plus Medicare levy) until your TFN or exemption is provided.

You may prefer to provide an ABN as an alternative to your TFN if your investment is made as part of an enterprise.

We are authorised under tax laws to collect TFNs and ABNs in connection with your investment in the Fund.

If you are investing through a Service, please refer to your Service operator for more information on the collection of TFNs and ABNs.

The summary above is general in nature and is intended as a guide only. As the tax rules in Australia are complex and are continuously changing, it is strongly recommended that investors obtain specific tax advice pertaining to their own circumstances prior to investing in the Fund.

Reporting relating to the Foreign Account Tax Compliance Act (“FATCA”)

Under the FATCA provisions of the US Hiring Incentives to Restore Employment Act, 30% US withholding may be levied on certain US sourced income (for the Fund, principally dividends and interest paid by US corporations and institutions including the US Government) unless the Fund is considered FATCA-compliant. The Fund is resident in Australia, which signed an Intergovernmental Agreement with the US in relation to FATCA. Under Australian-enacted local legislation and local guidance to implement FATCA (together with FATCA, “**Australian FATCA Rules**”), the Fund is an Australian Financial Institution and intends to comply with Australian FATCA Rules. Under the Australian FATCA Rules applicable to the Fund, due diligence would be conducted on investors in the Fund, and investors with reportable accounts under such rules would be reported to the Australian Taxation Office (“**ATO**”). Compliance with relevant requirements under the Australian FATCA Rules is expected to be undertaken by the Responsible Entity. Investors to be reported on include certain US investors and certain non-US entities owned by US persons. Information to be reported to the ATO includes their identifying information, their holdings in the Fund, and payments made by the Fund to them. The

ATO will transmit the reported information to the US Internal Revenue Service.

The Fund intends to comply with the Australian FATCA Rules and is not expected to be subject to a 30% FATCA withholding tax on US sourced income or other above-described amounts paid to the Fund. However, this cannot be assured given the complexity of the Australian FATCA Rules. The Responsible Entity, the Fund and/or their appointed parties, may request that investors and prospective investors provide certain information in order to comply with the requirements.

Prospective investors should consult their own advisors regarding the possible implications of FATCA on the Fund, on their investment in the Fund based on their particular circumstances and on the information that may be required to be provided and disclosed to the Fund, the Responsible Entity, the Manager and distributors, prior to, or after, a completed application or withdrawal request. The application of the Australian FATCA Rules to the Fund, and the application of US' legislation and guidance implementing FATCA to the Fund are subject to change.

Common Reporting Standard ("CRS")

The Common Reporting Standard as implemented under Australian law and guidance (such implementation, "CRS") generally requires financial institutions in Australia to collect information relating to their account holders' tax residence jurisdictions and report such information to the ATO, to enable the ATO to exchange such information with governmental authorities in other jurisdictions. Generally, under CRS, information is required to be collected (and other CRS due diligence performed) to seek to identify, and reporting to the ATO would be performed on, non-Australian tax residence jurisdictions of an Australian financial institution's account holders. This is the case even with respect to account holders that are tax residents of, among others, jurisdictions that do not have a competent authority agreement in place with Australia to exchange Common Reporting Standard information. Australia has signed the Multilateral Competent Authority Agreement to exchange information, along with a significant number of other jurisdictions.

The Fund is an Australian Financial Institution and intends to comply with CRS. Under CRS rules, due diligence would be conducted on investors in the Fund to identify whether they have reportable accounts for CRS purposes, and investors with reportable accounts would be reported to the ATO. Compliance with CRS requirements is expected to be undertaken by the Responsible Entity. The Responsible Entity, the Fund and/or their appointed parties may request that investors and prospective investors provide certain information in order to comply with CRS requirements. Investors to be reported on under CRS include certain investors that have one or more non-Australian tax residence jurisdictions and certain entities owned by persons with one or more non-Australian tax residence jurisdictions. Information to be reported to the ATO under CRS includes their identifying information, their tax residence jurisdictions and associated taxpayer identification numbers, their holdings in the Fund, and payments made by the Fund to them. The ATO will transmit the reported information to the governmental authorities of certain jurisdictions in which investors (or persons controlling certain entity investors) are tax resident.

The Common Reporting Standard as implemented by Australian legislation and guidance applies to the Fund.

By investing in the Fund and/or continuing to invest in the Fund, investors acknowledge that they may be required to provide information to the Fund, the Responsible Entity and/or their appointed parties, in order for the Fund to be treated as compliant with CRS and Australian FATCA Rules. The investors' information (and information on beneficial owners, beneficiaries, direct or indirect shareholders or other persons associated with certain entity investors) may be communicated by the ATO to governmental authorities in other jurisdictions.

Prospective investors should consult their own tax advisors regarding the possible implications of the Common Reporting Standard on the Fund, on their investment in the Fund based on their particular circumstances, and on the information that may be required to be provided and disclosed to the Fund, the Responsible Entity, the Manager and distributors prior to, or after, a completed application or withdrawal request. The application of Common Reporting Standard rules is subject to change.

AMIT election

The Fund has elected to be treated as an AMIT under the AMIT tax regime. Under the AMIT rules, qualifying funds that elect to be taxed under the regime are able to segment their income into components – for example, into certain types of income, gains, exempt amounts, offsets and credits – and allocate particular components to particular investors, provided the basis of allocation is fair and reasonable and in accordance with the Fund's constituent documents. The amounts so allocated will retain their tax character when passing through the Fund.

This attribution basis of taxation replaces the present entitlement basis of taxation for MITs. Where taxable income attributed by the Fund for an income year is either less than or greater than the cash distributed, this leads to decreases or increases (respectively) in the cost base of an investor's Units in the Fund. These cost base adjustments will be notified in the AMMA statement provided to the investor for an income year.

The attribution method of taxation can lead to differences between the cash distributions received and the amounts to be included in an investor's assessable income.

The AMIT regime also clarifies and amends the interaction between the tax liability on distributions payable to investors, and the tax liability on disposal of fund units. The AMIT rules alleviate double taxation that may otherwise arise where an amount has been taxed to an investor but not received by the time Units in the fund are sold, by increasing the cost base of the fund Units to reflect the taxed but undistributed amount. Other key features of the AMIT regime include deemed fixed trust status and the ability to make adjustments in respect of prior year errors in the year in which the errors are discovered, rather than requiring an amendment to the prior year tax return and distribution statements.

9. Applications, withdrawals and distributions

Applications and withdrawals

The minimum amounts with respect to investing in the Class are set out below. We may change or waive these amounts at our discretion. If you are investing through a Service, you should read your Service operator's offer

document for minimum initial investment, subsequent investment, holding and withdrawal amounts.

Please note that any application will be accepted only on a cleared-funds basis and that application and withdrawal requests are considered separate transactions, independent of one another. Should the minimum holding amount of your Units fall below \$1,000, you may be required to redeem your Units.

| | |
|---|----------|
| Minimum Initial Investment Amount | \$25,000 |
| Minimum Subsequent Investment Amount | \$5,000 |
| Minimum Holding Amount | \$1,000 |
| Minimum Withdrawal Amount | \$5,000 |

You may apply for Units or increase your investment at any time by completing the application form and sending it to the Registrar (please refer to "How to apply" under section 11 of this PDS).

You may make a withdrawal on your Units or decrease all or part of your investment in the Class at any time by completing the withdrawal form and sending it to the Registrar. These forms are available on the Manager's website, at <https://am.jpmorgan.com/au>. You may cancel withdrawal requests by notifying the Registrar at any time before they are accepted and processed. Your withdrawal proceeds are generally deposited into a nominated Australian bank, building society or credit union account. Withdrawal proceeds that are paid directly into your nominated account are subject to clearance by your bank, building society or credit union from the date of deposit into your account. We do not accept withdrawal requests in relation to withdrawals made payable to third parties. For investments made via mFund, please refer to "Investing through mFund" below for further information.

The Registrar will confirm all withdrawals in email or writing. For your protection, withdrawals will not be paid in cash.

If you withdraw your Units before the end of the distribution period, you may not receive a distribution for those Units in that period. Your withdrawal amount will generally include your share of distributable income accrued in the Class to the date of withdrawal as capital.

However, we may determine that part of your withdrawal amount represents a share of the distributable income including realised net capital gains for that distribution period. We will advise you if this happens.

If you are investing through a Service, you should follow the instructions of the Service operator when making an investment in, or withdrawing your investment from, the Class.

How we process applications and withdrawals

Generally, if the Registrar receives your correctly completed application or withdrawal request before 12 noon (Sydney time) on a Business Day, it will be processed using the application or withdrawal price calculated for that day. Where the Registrar receives such information after 12 noon (Sydney time) on a Business Day, it will be processed using the application or withdrawal price determined for the following Business Day. If the Registrar receives a withdrawal request by 12 noon (Sydney time) on a Business Day, the proceeds of that request will generally be paid within 5 Business Days but may take longer in some circumstances (up to 21 days from when the withdrawal amount is calculated). If the Registrar receives an incomplete application or withdrawal request, it will not

be processed until the Registrar is subsequently provided with the correct and complete document(s). Application or withdrawal requests are subject to client identification procedures that the Responsible Entity and/or Registrar considers necessary to satisfy its obligations under the relevant anti-money laundering and counter terrorism act, being completed. We are not bound to accept an application.

If you are investing through a Service, you should seek advice from your Service operator as cut-off times for transacting and processing applications and withdrawals may vary due to the Service operator's requirements.

Investing through mFund

While the Fund is admitted as an mFund product, you will be able to make application and withdrawal requests through mFund by placing a buy or sell order with approved ASX brokers or your financial adviser who uses a stockbroking service on your behalf. mFund uses ASX's CHES settlement system to automate and track the process of applying for and selling units in the Fund while it is an mFund. Application and withdrawal requests for the Fund through mFund are subject to a cut-off time which is 11am (Sydney time) on a Business Day. Cut-off times for certain ASX brokers may be earlier than this cut-off time. You may refer to the sections below for further information regarding transactions via mFunds.

Your ASX broker will process a completed application or withdrawal request for Units through CHES. CHES will confirm the order with your ASX broker once it is received and accepted by the Registrar. Correctly completed application or withdrawal requests for Units received by the Registrar will be forwarded by CHES to your ASX broker for your payment or to receive proceeds, respectively¹. For application or withdrawal requests made through mFund, the payment options will depend on the requirements of the ASX broker.

For application requests, you will need to provide your application money to your ASX broker. The Registrar will calculate and allot new Units in the Fund to your CHES Holder Identification Number ("**HIN**"). CHES will notify your ASX broker of the Unit price and Units allotted. If you are allotted Units (through transfer or certain corporate actions) which are not broker-sponsored, your holding will be issuer sponsored and you will be provided with a security reference number ("**SRN**"). Please refer to www.mfund.com.au for additional information. Note that mFund is not a trading facility and does not facilitate buying and selling between investors on the market.

Units will be issued to the nearest 3 decimal points.

¹When investing via mFund, any errors made on the application instruction may result in application or withdrawal requests being automatically rejected by the registry system. Any rejected requests will not be processed and will require resubmission.

How Unit prices are calculated

In accordance with the Constitution, the Unit application (or withdrawal) price of the Class is generally calculated by deducting from the aggregate value of the Fund's assets referable to the Class, all liabilities such as accrued fees and other costs, and provisions relating to the Class. Fees and other costs, including the Responsible Entity's fees, are normally accrued daily. The Fund's assets referable to the Class reflect its market value. The valuation methods applied by the Responsible Entity to value the Fund's assets and liabilities must be consistent with the range of ordinary commercial practice

for valuing them. Details of the daily NAV of the Fund will be made available on our website at <https://am.jpmorgan.com/au>.

At our discretion, we may accept an application payment in the form of property and we may, with your consent, transfer assets in lieu of payment in satisfaction of a withdrawal request.

Our Unit Pricing and Valuation Policy contains further detail about how the NAV per Unit is calculated. This policy is available on the Manager's website at <https://am.jpmorgan.com/au>. A copy of this policy may be obtained free of charge upon request.

How to find prices

The NAV, application and withdrawal prices for each Business Day, are available on the Manager's website at <https://am.jpmorgan.com/au> on the following Business Day. The application and withdrawal prices will generally vary as the market value of the assets of the Fund rises and falls.

Restrictions on withdrawals

There are certain circumstances in which we are not obliged to offer investors the opportunity to make, or to give effect to a withdrawal request. The circumstances in which we may not give effect to all or part of the withdrawal request may include, but are not limited to, situations where:

- any relevant financial, stock, bond, note, derivative or foreign exchange market is closed;
- trading on any such market is restricted;
- an emergency exists as a result of which it is not reasonably practicable to acquire or dispose of assets of the Fund or to determine fairly the withdrawal price;
- any state of affairs exist as a result of which it is not reasonably practicable for us to acquire or dispose of the assets of the Fund or to determine fairly the withdrawal price;
- any moratorium declared by a government or the competent authority or regulator of any country in which a significant proportion of the Fund is invested exists;
- disposal would be prejudicial to other investors, such as where there is a large single redemption, a number of significant redemptions together or adverse market conditions; or
- it is not practicable to sell investments in the Fund in the usual timeframe.

If we refuse to give effect to all or part of a withdrawal request, we will advise you as soon as practicable of such refusal. We will use reasonable endeavours to give effect to the withdrawal request as soon as possible thereafter, and in an orderly manner.

In certain circumstances where there is a large withdrawal request, we may treat it as a series of smaller requests over a number of days/weeks or months.

If you are investing through a Service, you should follow the instructions of the Service operator when withdrawing your investment from the Fund.

Suspension of applications and withdrawals

We may suspend applications for, or withdrawals of, Units or the calculation of application or withdrawal prices in certain circumstances set out in the Constitution where we consider that it is desirable for the protection of the Fund, or in the interests of investors where:

- any relevant financial, stock, bond, note, derivative or foreign exchange market is closed;
- trading on any such market is restricted;
- an emergency exists as a result of which it is not reasonably practicable to acquire or dispose of assets of the Fund or to determine fairly the application price or withdrawal price;
- any state of affairs exist as a result of which it is not reasonably practicable for us to acquire or dispose of the assets of the Fund or to determine fairly the application price or withdrawal price; or
- any moratorium declared by a government or the competent authority or regulator of any country in which a significant proportion of the Fund is invested exists.

In some circumstances, including, but not limited to, a suspension of withdrawals of Units, you may not be able to make additional investments into the Class or withdraw your Units within the usual period upon request. We may, in certain circumstances, delay or stagger the settlement of large withdrawal requests. The Act also contains provisions that may restrict withdrawals from the Fund in the event that the Fund becomes "not liquid" as is defined in the Act, which we will provide you with notice of.

Distributions

A distribution is the payment of the Fund's distributable income to investors at predetermined intervals.

Distribution of the Fund's distributable income to investors generally occurs yearly as at 30 June or more regularly at the discretion of the Responsible Entity. Distributions (if any) are generally paid within 30 days, but in any event within 90 days, after the end of the distribution period. The distributable income may include dividends received from the Fund or interest from cash holdings of the Fund. The distributions you receive are generally assessable income and you may still have to pay tax on the distribution even if you choose to reinvest it. Your distribution may include capital gains.

The distribution amount (if any) depends on the Fund's distributable income and is calculated in accordance with the Constitution. The amount you receive will be the pro-rata proportion of the distributable income, calculated according to the number of Units in the Class you hold relative to the number of Units of the same Class in issue as at midnight on the last day of the distribution period. The amount will vary and sometimes there might not be any distribution.

Any distribution which is impractical to distribute in a distribution period becomes an asset of the Fund and is deemed to accrue to the next distribution period. You will be notified of the composition of your distribution and the types of income and capital. We may also make special distributions on an interim basis without prior notice to you. However, at 30 June each year, investors will generally be entitled to all distributable income (if any) that has not been distributed. In addition to any

distributions, you may, at any time, receive any amount (capital or income) by way of cash, in specie or bonus Units in the Class pro rata to the number of Units of the same Class you hold.

At the end of each distribution period, if there are any distributions, the Class's Unit price will typically fall as it is adjusted to reflect the amount of any distribution paid. As the distribution amount you may receive is based on the entire distribution period, the closer you invest before the end of a distribution period the greater the possibility is that you may receive back some of your capital as income in the distribution paid for that period.

If you are a direct investor, including an investor through mFund, you may choose to have your distributions reinvested in the Class or deposited into your Australian bank, building society or credit union account. If you do not make a choice, we will reinvest your distribution.

We do not accept directions to pay distributions to third parties. If an attempted deposit is rejected, the deposit may be cancelled.

If you are investing through a Service, you should seek advice from your Service operator as the timing of distributions may vary due to the Service operator's requirements.

10. Reporting

Latest performance, asset allocation and size of the Fund

Please refer to <https://am.jpmorgan.com/au> or contact the Manager directly for such details. Past performance is not a reliable indicator of future performance.

Transaction confirmations

The Registrar will provide written confirmation of each of your transactions promptly. This includes initial and additional investments and reinvestments. Confirmation will be made to you by email or post.

Annual financial report

The audited financial statements for the Fund will be prepared as at 30 June each year and published on the Manager's website at <https://am.jpmorgan.com/au> within 3 months after 30 June each year, or within any additional period permitted by regulatory relief.

Upon request, you may also receive, free of charge, a hard copy or electronic copy of the financial statements by contacting the Manager.

Tax statement

A year-end tax statement will be sent to you by the Registrar with tax information as soon as practical after the end of the financial year to help you include the information in your tax return.

Where the Fund is an AMIT for an income year, the tax statement provided will be an AMMA statement and will be provided within 3 months of the year end as required under the AMIT regime.

Indirect Investors

If you are investing as an Indirect Investor, your Service operator will report to you about your investment. Please refer to them about the frequency and nature of reporting on your investment.

Disclosing entity

If the Fund becomes a "disclosing entity" under the Act, the Fund will be subject to regular reporting and certain additional disclosure obligations. Copies of documents lodged with ASIC in relation to the Fund may be obtained from, or inspected at, an ASIC office.

If the Fund is a "disclosing entity" under the Act, you have a right to obtain a copy of the following documents at no charge to you:

- the annual financial report most recently lodged with ASIC by the Fund;
- any half-year financial report lodged with ASIC by the Fund after the lodgement of that annual financial report and before the date of the PDS; and
- any continuous disclosure notices given by the Fund after the lodgement of that annual report and before the date of the PDS.

If the Fund is a "disclosing entity", we will disclose information to investors which may have a material effect on the price or value of Units or would be likely to influence persons who commonly invest in deciding whether to acquire or dispose of Units. You have a right to obtain a copy of these documents at no charge. Please call the Manager and they will provide you with a copy of the requested document within 5 days. Any continuous disclosure obligations we have will be met by following ASIC's good practice guidance via website notices rather than lodging copies of these notices with ASIC. We will ensure that such material information will be made available as soon as practicable on the Manager's website at <https://am.jpmorgan.com/au>.

Even if the Fund is not a "disclosing entity", you have a right to obtain a copy of the above documents to the extent that they are available.

Markets announcement platform

We will make information required to be disclosed while the Fund is an mFund product on the Manager's website at <https://am.jpmorgan.com/au> and via the ASX website at www.mfund.com.au via the markets announcement platform on a periodic basis.

11. Additional information

Consents

The Manager, Administrative Agent, Custodian and Registrar have given consent which has not been withdrawn at the date of this PDS, to being named in the form and context in which they are being named in this PDS.

The Constitution

The Constitution, along with the Act and other relevant laws, governs the way in which the Fund operates and the rights and responsibilities and duties of the Responsible Entity and investors.

The Constitution contains the rules relating to a number of issues including:

- the rights and liability of investors;
- the process by which Units are issued and redeemed and the calculation of Unit prices;

- the calculation and distribution of the income of the Fund;
- the investment powers of the Responsible Entity, which are very broad;
- the Responsible Entity's right to claim an indemnity from the Fund for expenses incurred in relation to the Fund;
- the rules about investors' meetings;
- information about complaints' handling; and
- the duration and termination of the Fund.

The Constitution states that the liability of an investor is limited to the amount, if any, which remains unpaid on the investor's Units. An investor need not indemnify the Responsible Entity or any creditor of the Fund or Responsible Entity, if the Fund's assets are not sufficient to discharge the Fund's liabilities or meet the claim of any creditor of the Fund or the Responsible Entity in respect of the Fund.

The Constitution also provides that the Responsible Entity may deduct from any money payable to an investor any taxes which it is required or authorised to deduct or which it considers should be deducted. While the Constitution limits the liability of the investors in the manner described above, this position has not been fully tested in the courts of law.

The Responsible Entity may by deed modify, repeal or replace the Constitution if it reasonably considers the amendments will not adversely affect investors' rights. Otherwise, it must obtain investors approval of the amendments at a meeting of investors.

The Responsible Entity may retire or be required to retire as responsible entity if investors vote for its removal or when requested to do so by the Manager subject to the law and its duties.

The Fund will terminate two days before the 80th anniversary of the establishment of the Fund, but the Responsible Entity may terminate it earlier by notice to investors. On termination, the Responsible Entity will realise the Fund's assets and pay to investors their share of the net proceeds of realisation.

A copy of the Constitution is available at no charge from the Responsible Entity on request. The information set out in this PDS about the content of the Constitution is a summary only.

How to apply

To apply please complete the application form accompanying this PDS. Please note that any application will be accepted only on a cleared-funds basis and that cash cannot be accepted.

If you are investing through a Service, you may invest in the Fund by directing your Service operator to lodge an application with us. You should complete any relevant forms provided by your Service operator.

While the Fund is an mFund product, if you are investing through mFund you may apply via your approved ASX broker or through your financial adviser who uses a stock broking service on your behalf. Applications through mFund are subject to different cut-off times.

No interest earned on application and distribution accounts

No interest is earned on application money, proceeds of withdrawal requests and distribution amounts, which are held in trust accounts prior to being processed.

Who can invest

The Fund is publicly offered in Australia only. Applicants must be 18 years of age or over at the point of submitting the application form.

US persons generally cannot invest in the Fund (please refer to "**Restriction to sell to a US person**" below for details).

Restriction to sell to a US person

The Fund has not been registered under the United States ("**US**") Securities Act, as amended ("**US Securities Act**") or under any similar or analogous provision of law enacted by any jurisdiction in the US. The Units may not be offered or sold within the US or sold to any US person unless we and the Manager, at our absolute discretion, grant an exception. For this purpose, a US person is one falling under the definition of US person under the US Securities Act, under the guidelines set forth by the US Commodities Futures Trading Commission in its Interpretive Guidance and Policy Statement Regarding Compliance with Certain Swap Regulations, as amended, or under US Internal Revenue Code ("**IRC**") as specified below or under the US federal income tax law (as described below under paragraphs 1 through 5), or a non-US entity with certain US owners (as described below under paragraph 5):

1. An individual who is a citizen of the US or a resident alien for US federal income tax purposes. In general, the term "resident alien" is defined for this purpose to include any individual who (i) holds a US Permanent Resident Card (a "**green card**") issued by the US Citizenship and Immigration Services or (ii) meets a "substantial presence" test. The "substantial presence" test is generally met with respect to any calendar year if (a) the individual was present in the US on at least 31 days during such year and (b) the sum of the number of days in which such individual was present in the US during such year, 1/3 of the number of such days during the first preceding year, and 1/6 of the number of such days during the second preceding year, equals or exceeds 183 days;
2. A corporation, an entity taxable as a corporation or a partnership created or organised in or under the laws of the US or any state or political subdivision thereof or therein, including the District of Columbia (other than a partnership that is not treated as a US person under US Treasury Regulations);
3. An estate the income of which is subject to US federal income tax regardless of the source thereof;
4. A trust with respect to which a court within the US is able to exercise primary supervision over its administration and one or more US persons have the authority to control all of its substantial decisions, or certain electing trusts that were in existence on 20 August 1996 and were treated as domestic trusts on 19 August 1996; or
5. A Passive Non-Financial Foreign Entity ("**Passive NFFE**") with one or more "Controlling Persons" (within the meaning of any Intergovernmental Agreement relating to the Foreign Account Tax Compliance Act (as

set forth in Sections 1471 through 1474 of the IRC) that may be entered into by the US and any other jurisdiction ("**IGA**") that is a US Person (as described above under paragraph 1). A Passive NFFE is generally a non-US and non-financial institution entity that is neither a "publicly traded corporation" nor an "active NFFE" (within the meaning of the applicable IGA).

In addition, investors are required to notify us immediately in the event that they are or become US persons (or certain Passive NFFEs described above under paragraph 5) or hold Units for the account or benefit of US persons (or such Passive NFFEs) or hold Units in breach of any law or regulation or otherwise in circumstances having, or which may have, adverse regulatory, tax or fiscal consequences for the Fund or its investors or otherwise be detrimental to the interests of the Fund. If in our opinion an investor is holding Units in breach of any law or regulation or otherwise in circumstances having, or which may have, adverse regulatory, tax or fiscal consequences for the Fund or its investors or otherwise be detrimental to the interests of the Fund, or the investor has become or is a US person (or a Passive NFFE described above under paragraph 5), we may, in our sole discretion, redeem the Units of the investor in accordance with the provisions of the Constitution. Should an investor become a US person (or a Passive NFFE described above under paragraph 5), he or she may be subject to tax reporting.

Responsible Entity's Powers

Pursuant to the Constitution, the Responsible Entity has absolute power and discretion at any time to reject any application, prevent further transactions by any investor, delay or withhold processing and/or payout of redemption proceeds and/or effect forced redemption of Units. Without limiting the generality of the foregoing, the Responsible Entity may exercise such power:

- on any investor, who does not fulfil any "**Know Your Customer**", anti-money laundering and/or other regulatory or compliance requirements;
- on any investor, who is subject to either individual sanctions or a part of such entity or country which is subject to U.S. sanctions (Office of Foreign Assets Control or "**OFAC**") or other sanctions; and
- if the Responsible Entity determines in its sole discretion that the relevant transaction is suspicious in nature as regards money laundering.

We are not liable for any loss you may suffer as a result of our compliance with our legal or regulatory obligations.

Cooling-off period

If you are a Retail Client and invested directly in the Fund, you are entitled to a 14 day cooling-off period during which you may change your mind about your investment. During that time, you may exercise your cooling-off rights by requesting your money be returned. The cooling-off period begins when you receive your transaction confirmation or, if earlier, 5 Sydney business days after your Units are issued.

If you wish to cancel your investment during the cooling-off period, you need to inform the Responsible Entity in writing of your intention to exercise this right before the end of the cooling-off period (and before exercising any

rights or powers you have in respect of your investment in the Fund).

If you are a Wholesale Client or investing through a Service, no cooling-off rights apply in respect of any investment in the Fund acquired by you or your Service operator on your behalf. For information about any cooling-off rights that may apply to you in respect of the Service that you invest through, please contact your Service operator directly or refer to their offer document.

Enquiries and complaints

If you have any enquiries regarding the Fund, please contact the Manager for more information at:

Phone: 1800 576 468

Mail: Level 31, 101 Collins Street, Melbourne VIC 3000

Website: <https://am.jpmorgan.com/au>

Email: jpmorgan.funds.au@jpmorgan.com

The Responsible Entity has established procedures for dealing with complaints. If an investor has a complaint, they can contact the Responsible Entity and/or the Manager during business hours. The Responsible Entity's details are set out at the beginning of this PDS. The Manager can be contacted by phone on 1800 576 468 or by writing to:

Complaints Manager

J.P. Morgan Asset Management

Level 18, 85 Castlereagh Street

Sydney NSW 2000

Email: jpmorgan.funds.au@jpmorgan.com

We will endeavour to resolve your complaint fairly and as quickly as we can. We will respond to your complaint within the maximum response timeframe of 30 days. If we are unable to respond within the maximum response time because we have not had a reasonable opportunity to do so, we will write to you to let you know of the delay.

All investors (regardless of whether you hold Units in the Fund directly or hold Units indirectly via a Service) can access the Responsible Entity's complaints procedures outlined above. If investing via a Service and your complaint concerns the operation of the Service, then you should contact the Service operator directly.

If an investor is not satisfied with the final complaint outcome proposed, any aspect of the complaints handling process or a delay in responding by the maximum response time, the Australian Financial Complaints Authority ("**AFCA**") may be able to assist. AFCA operates the external complaints resolution scheme of which the Responsible Entity and the Manager are members. If you seek assistance from AFCA, their services are provided at no cost to you.

You can contact AFCA on 1800 931 678, or by writing to:

Australian Financial Complaints Authority

GPO Box 3

Melbourne VIC 3001

Email: info@afca.org.au

Website: www.afca.org.au

Privacy and personal information

Indirect Investors

If you are investing indirectly through a Service, we do not collect or hold your personal information in connection with your investment in the Fund. Please contact your

Service operator for more information about their privacy policy.

Direct investors (including investors through mFund)

We collect personal information from you in the application form and any other relevant forms to be able to process your application, administer your investment and comply with any relevant laws. If you do not provide us with your relevant personal information, we will not be able to do so. In some circumstances we may disclose your personal information to the Responsible Entity's related entities or service providers that perform a range of services on our behalf and which may be located overseas. Privacy laws apply to our handling of personal information and we will collect, use and disclose your personal information in accordance with our privacy policy, which includes details about the following matters:

- the kinds of personal information we collect and hold;
- how we collect and hold personal information;
- the purposes for which we collect, hold, use and disclose personal information;
- how you may access personal information that we hold about you and seek correction of such information (note that exceptions apply in some circumstances);
- how you may complain about a breach of the Australian Privacy Principles ("**APP**"), or a registered APP code (if any) that binds us, and how we will deal with such a complaint; and
- whether we are likely to disclose personal information to overseas recipients and, if so, the countries in which such recipients are likely to be located if it is practicable for us to specify those countries.

We may also give your personal information to service providers of the Fund, including the Manager, the Custodian, the Administrative Agent, the Registrar, and their related bodies corporate ("**Service Providers**") which may require transferring your personal information to entities located outside Australia where it may not receive the level of protection afforded under Australian law. We and the Service Providers may use personal information collected about you to notify you of other products.

Our privacy policy is available on our website at www.perpetual.com.au or you can obtain a copy free of charge by contacting us. Personal information will also be handled by the Manager in accordance with the Manager's privacy policy. A copy of the Manager's privacy policy is publicly available by visiting <https://am.jpmorgan.com/au>.

Anti-Money Laundering/Counter-Terrorism Financing Laws

The Anti-Money Laundering and Counter-Terrorism Financing Act 2006 ("**AML Act**") and other applicable anti-money laundering and counter terrorism laws, regulations, rules and policies which apply to the Responsible Entity ("**AML Requirements**"), regulate financial services and transactions in a way that is designed to detect and prevent money laundering and terrorism financing. The AML Act is enforced by the Australian Transaction Reports and Analysis Centre ("**AUSTRAC**"). In order to comply with the AML

Requirements, the Responsible Entity is required to, amongst other things:

- verify your identity and source of your application monies before providing services to you, and to re-identify you if we consider it necessary to do so; and
- where you supply documentation relating to the verification of your identity, keep a record of this documentation for 7 years.

The Responsible Entity and any agent acting on our behalf reserve the right to request such information as is necessary to verify your identity and the source of the payment. In the event of delay or failure by you to produce this information, the Responsible Entity may refuse to accept an application and the application monies relating to such application or may suspend the payment of withdrawal proceeds if necessary to comply with AML Requirements applicable to them. Neither the Responsible Entity nor its agents shall be liable to you for any loss suffered by you because of the rejection or delay of any subscription or payment of withdrawal proceeds.

The Responsible Entity has implemented several measures and controls to ensure we comply with our obligations under the AML Requirements, including carefully identifying and monitoring investors. Because of the implementation of these measures and controls:

- transactions may be delayed, blocked, frozen or refused where the Responsible Entity has reasonable grounds to believe that the transaction breaches the law or sanctions of Australia or any other country, including the AML Requirements;
- where transactions are delayed, blocked, frozen or refused the Responsible Entity or our agents are not liable for any loss you suffer (including consequential loss) caused by reason of any action taken or not taken by them as contemplated above, or because of their compliance with the AML Requirements as they apply to the Fund; and
- the Responsible Entity or any agents acting on our behalf may from time to time require additional information from you to assist it in this process.

The Responsible Entity has certain reporting obligations under the AML Requirements and is prevented from informing you that any such reporting has taken place. Where required by law, the Responsible Entity may disclose the information gathered to regulatory or law enforcement agencies, including AUSTRAC. Neither the Responsible Entity nor our agents are liable for any loss you may suffer because of their compliance with the AML Requirements.

Conflicts of interest of the Perpetual Group

Other entities within the 'Perpetual Group' (comprising Perpetual Limited and its subsidiaries, including the Responsible Entity) may act in various capacities (such as responsible entity, trustee and custodian) for other funds or accounts not described in this PDS. Perpetual Group have implemented policies and procedures to identify and where possible mitigate or avoid the conflict associated with the service providers of the Fund, including where Perpetual may act in various capacities

in a transaction. All agreements with related party service providers have been entered into on terms that are similar to those the Responsible Entity would have negotiated with an unrelated party and the Responsible Entity must still ensure that the appointment of the related party is in the best interests of the members of the Fund. Each business carries out the services on behalf of separate legal entities. All documents and agreements are separately reviewed and signed off by each business unit. Perpetual also has separate supervision protocols applicable to relevant persons or entities whose principal function involves carrying out activities on behalf of, or providing services to parties with potentially conflicting interests.

Conflicts of interest of the JPMorgan Chase Group

An investment in the Fund is subject to a number of actual or potential conflicts of interest. The JPMorgan Chase Group has adopted policies and procedures reasonably designed to appropriately prevent, limit or mitigate conflicts of interest. In addition, these policies and procedures are designed to comply with applicable law where the activities that give rise to conflicts of interest are limited and/or prohibited by law, unless an exception is available.

The Manager, the Delegated Manager, the Administrative Agent and the Custodian are not independent third parties. They are all part of the JPMorgan Chase Group, which provide a broad range of services and products to their clients and are major participants in the global currency, equity, commodity, fixed-income and other markets in which the Fund invests or will invest. In certain circumstances by providing services and products to their clients, JPMorgan Chase Group's activities may disadvantage or restrict the Fund and/or benefit these affiliates.

Potential conflicts of interest may arise between the Custodian and any delegates or sub-delegates it has appointed to perform safekeeping and related services. For example, potential conflicts of interest may arise where an appointed delegate is an affiliated group company of the Custodian and is providing a product or service to the Fund and has a financial or business interest in such product or service or where an appointed delegate is an affiliated group company of the Custodian which receives remuneration for other related custodial products or services it provides to the Fund, such as foreign exchange, pricing or valuation services. In the event of any potential conflict of interest which may arise during the normal course of business, the Custodian will at all times have regard to its obligations under applicable laws and regulations.

The description of conflicts of interests below is without prejudice to the laws and regulations which each specific entity of the JPMorgan Chase Group is subject to. In particular the Manager will try to avoid conflicts of interest and, when they cannot be avoided, ensure that its clients (including the Fund) are fairly treated. To manage these potential conflicts, all arrangements between the Fund, the Manager, the Delegated Manager, the Administrative Agent and Custodian have been entered into at arm's length terms.

Potential investors and Unitholders should carefully review the following, which describes potential and actual conflicts of interest that the JPMorgan Chase Group entities can face in their operations.

Acting for multiple clients. In general, the JPMorgan Chase Group faces conflicts of interest when it renders investment advisory services to several clients and, from time to time, provides dissimilar investment advice to different clients. In addition, a conflict could arise when one or more funds or accounts managed by the JPMorgan Chase Group Entities ("**Other Accounts**") invest in different instruments or classes of securities of the same issuer than those in which the Fund invests.

In certain circumstances, Other Accounts have different investment objectives or could pursue or enforce rights with respect to a particular issuer in which the Fund has also invested and these activities could have an adverse effect on the Fund.

It is possible that in connection with an insolvency, bankruptcy, reorganisation, or similar proceeding, the Fund will be limited (by applicable law, courts or otherwise) in the positions or actions it will be permitted to take due to other interests held or actions or positions taken by the JPMorgan Chase Group or Other Accounts.

Affiliated transactions. To the extent permitted by law, the Fund can enter into transactions in which the JPMorgan Chase Group acts as principal on its own behalf (principal transactions), or the JPMorgan Chase Group acts as broker for, and receives a commission from, the Fund (agency transactions). Agency transactions create the opportunity for the JPMorgan Chase Group to engage in self-dealing. The JPMorgan Chase Group entities face a conflict of interest when it engages in an agency transaction on behalf of the Fund, because such transactions result in additional compensation to the JPMorgan Chase Group. The JPMorgan Chase Group faces a potentially conflicting division of loyalties and responsibilities to the parties in these transactions.

Allocation and aggregation. Potential conflicts of interest also arise with both the aggregation of trade orders and allocation of securities transactions or investment opportunities. Allocations of aggregated trades, particularly trade orders that were only partially filled due to limited availability, and allocation of investment opportunities raise a potential conflict of interest because the JPMorgan Chase Group has an incentive to allocate trades or investment opportunities to Other Accounts. The JPMorgan Chase Group may face certain potential conflicts of interest when allocating the assets of a fund-of-funds among its Other Accounts.

Overall position limits. Potential conflicts of interest also exist when the JPMorgan Chase Group maintains certain overall investment limitations on positions in securities or other financial instruments due to, among other things, investment restrictions imposed upon the JPMorgan Chase Group by law, regulation, contract or internal policies. These limitations have precluded and, in the future could preclude, the Fund from purchasing particular securities or financial instruments, even if the securities or financial instruments would otherwise meet the Fund's objectives.

Redemptions. The JPMorgan Chase Group, as an investor, and Other Accounts may have significant ownership in the Fund. The JPMorgan Chase Group faces conflicts of interest when considering the effect of redemptions on the Fund and on other Unitholders in deciding whether and when to redeem its Units. A large redemption of Units by the JPMorgan Chase Group or Other Accounts could result in the Fund selling securities when it otherwise would not have done so, accelerating the realisation of

capital gains or losses, increasing transaction costs and potentially affecting the viability of the Fund. A large redemption could significantly reduce the assets of the Fund, causing decreased liquidity and, depending on any applicable expense caps, a higher expense ratio.

Investing in UCITS, UCIs and other investment vehicles. The Fund may invest its assets in, from time to time, UCITS, UCIs and other investment vehicles managed by the JPMorgan Chase Group. It is therefore possible that any of them may, in the due course of their business, have potential conflicts of interest with the Fund. When undertaking any investments where conflicts of interest may arise, each will respectively endeavour to ensure that such conflicts are resolved fairly.

Personal trading. The JPMorgan Chase Group and any of its directors, officers, agents or employees, face conflicts of interest when transacting in securities for their own accounts because they could benefit by trading in the same securities as the Fund, which could have an adverse effect on the Fund. The JPMorgan Chase Group may make different investment decisions and take other actions with respect to their own proprietary accounts than those made for client accounts, including the timing or nature of such investment decisions or actions.

Information access. As a result of the JPMorgan Chase Group's various other businesses, affiliates, from time to time, come into possession of information about certain markets and investments which, if known to the investment managers, could cause them to seek to dispose of, retain or increase interests in investments held by the Fund or acquire certain positions on behalf of the Fund. However, the JPMorgan Chase Group's internal information barriers restrict the Manager or Delegated Manager's ability to access such information even when it would be relevant to its management of the Fund. Such affiliates can trade differently from the Manager or Delegated Manager's for the Fund potentially based on information not available to the managers. If the Manager or Delegated Manager acquires, or is deemed to acquire, material non-public information regarding an issuer, it will be restricted from purchasing or selling securities of that issuer for its clients, including the Fund, until the information has been publicly disclosed or is no longer deemed material.

Commission sharing arrangements. The JPMorgan Chase Group pays certain broker-dealers with "**soft commission**" generated by client brokerage transactions in exchange for access to statistical information and other research services. The JPMorgan Chase Group faces conflicts of interest because the statistical information and other research services may benefit certain other clients of the JPMorgan Chase Group more than the Fund and can be used in connection with the management of accounts other than the accounts whose trades generated the commissions.

Additionally, when the JPMorgan Chase Group uses client brokerage commissions to obtain statistical information and other research services, the JPMorgan Chase Group receives a benefit because it does not have to produce or pay for the information or other research services itself. As a result, the JPMorgan Chase Group may have an incentive to select a particular broker-dealer in order to obtain such information and other research services from that broker-dealer, rather than to obtain the lowest price for execution.

The Responsible Entity will not enter into commission sharing arrangements with respect to the Fund.

Proxy voting. Potential conflicts of interest can arise when the Manager votes proxies for securities held by the Fund. A conflict is deemed to exist when the proxy is for the Fund, or when the proxy administrator has actual knowledge indicating that the JPMorgan Chase Group is an investment banker or rendered a fairness opinion with respect to the matter that is the subject of the proxy vote. Potential conflicts of interest can arise when the Manager or Delegated Manager invests the Fund's assets in securities of companies that are also clients of the JPMorgan Chase Group or that have material business relationships with the JPMorgan Chase Group.

Further information

We authorise the use of this PDS as disclosure to people who wish to access the Fund indirectly through a Service. In this circumstance, the Service operator becomes an investor in the Fund and acquires the rights of an investor and may exercise, or decline to exercise, these rights on your behalf.

12. Glossary

In this PDS the following words and phrases have the meanings set out below unless a contrary intention appears:

| | |
|--------------------------------|---|
| Act or Corporations Act | means the Corporations Act 2001 (Cth) as amended from time to time. |
| Administrative Agent | means JPMorgan Chase Bank, N.A. (Sydney Branch). |
| ASIC | means the Australian Securities and Investments Commission. |
| ASX | means ASX Limited or the Australian Securities Exchange, as the case requires. |
| AUD or \$ | means Australian dollars. |
| Benchmark | means the Bloomberg AusBond Bank Bill Index ¹ . |
| Business Day | means a day (other than a Saturday, Sunday, public holiday, the day prior to Christmas Day or New Year's Eve) on which trading banks are opened for general banking business in Sydney. |
| Class | means Class A. |
| Constitution | means the constitution of the Fund. |
| Custodian | means JPMorgan Chase Bank, N.A. (Sydney Branch). |
| Delegated Manager | means JPMorgan Asset Management (UK) Limited. |
| Fund | means JPMorgan Global Macro Opportunities Fund, ARSN 611 865 948. |
| GST | means Goods and Services Tax. |
| IDPS | means an investor directed portfolio service. |
| Indirect Investor | means a Unitholder who acquired Units through a Service. |
| Investment Objective | means the investment objective of the Fund, as defined in the Key Details Section of this PDS. |
| Investment Strategy | means the investment strategy of the Fund, as defined in the Key Details Section of this PDS. |
| JPMAM | means the J.P. Morgan Asset Management business within the JPMorgan Chase Group. |
| JPMorgan Chase Group | means the Manager, its associates and related bodies corporate. |
| Manager | means JPMorgan Asset Management (Australia) Limited, ABN 55 143 832 080, AFSL 376919. |
| Mortgage TBA | means Mortgage To-Be-Announced. Mortgage TBAs are mortgage-backed securities or asset-backed securities that are purchased sight unseen 48 hours before they are issued, can fall in value between the time the Fund commits to the purchase and the time of delivery. |
| NAV | means net asset value. |
| OTC derivatives | means over-the-counter derivatives. |
| Perpetual Group | means the Responsible Entity, its associates and related bodies corporate. |
| PRC | means People's Republic of China. |
| Registrar | means Link Fund Solutions Pty Limited, ABN 44 114 914 215. |
| Responsible Entity | means Perpetual Trust Services Limited, ABN 48 000 142 049, AFSL 236648. |
| Retail Client | means a person or entity which is a retail client as defined under section 761G of the Act. |
| Service | means an IDPS, IDPS-like scheme, a nominee or custody service or any other trading platform. |
| Transaction Costs | means all charges, disbursements, expenses, outgoings, fees, taxes, commissions, brokerage, settlement costs, clearing costs and government charges which may be incurred by changes in the Fund's investment portfolio, or when the Fund experiences cash flows in or out of it. |
| UCIs | means an Undertaking for Collective Investments. |
| UCITS | means an Undertaking for Collective Investments in Transferable Securities under the EC Directive 2009/65 of 13 July 2009. |
| Unit | means an undivided beneficial interest in the assets of the Fund. |
| Unitholder | means a holder of Units in the Fund. |
| US Person | is defined in section 11 " Additional Information " of this PDS under the heading " Restrictions to sell to a US person ". |
| Wholesale Client | means a person or entity that is not a Retail Client. |

¹ Bloomberg Finance L.P. and its affiliates (collectively, "**Bloomberg**") are not affiliated with the Manager or the Responsible Entity and do not approve, endorse, review, or recommend the Fund. Bloomberg and the Benchmark are trademarks or service marks of Bloomberg and have been licensed to the Manager. Bloomberg does not guarantee the timeliness, accurateness, or completeness of any data or information relating to the Benchmark.