

WITHDRAWAL OFFER

2 December 2015



Australian Unity Pooled Mortgage Fund

ARSN 121 895 690

We strongly recommend that before making a decision to withdraw, you consider the information provided, taking into account your investment objectives, financial situation and needs. We also suggest discussing your options with a licensed financial adviser.

No recourse can be made against the Responsible Entity for your decision to participate, or not participate, in this Withdrawal Offer.

Offer opens: 2 December 2015

Offer closes: 23 December 2015 (3:00pm Australian Eastern Standard Time)

Withdrawing from the Fund

Australian Unity Funds Management Limited ABN 60 071 497 115 AFS Licence No. 234454 (AUFM) is the Responsible Entity of the Fund.

We are offering investors in the Fund the opportunity to make a withdrawal request from their investment within the terms of the offer set out in this Withdrawal Offer.

Your options:

1. Retain your investment. For the latest information regarding the Fund, please visit australianunityinvestments.com.au/pmf.

If you choose to retain your investment, you do not need to do anything at all.

or

2. Lodge a request to withdraw part or all of your investment.

If you wish to withdraw your investment, please read the following information carefully.

About this Withdrawal Offer

The Withdrawal Offer will be open from 2 December 2015 (Opening Date) and will close at 3:00pm (Australian Eastern Standard Time) on 23 December 2015 (Closing Date) or at a later date if the Withdrawal Offer is extended. Withdrawal requests received after the Closing Date will not be accepted unless the date is extended.

We have the right to cancel the Withdrawal Offer at any time before the Closing Date.

The amount made available to meet withdrawal requests will be funded through cash resources available to the Fund.

The amount made available for the Withdrawal Offer is forecast to be \$2.2 million. However, we may change the amount of the Withdrawal Offer should we consider it to be appropriate.

If the total amount of withdrawal requests for the Fund exceeds the amount available, requests will be met on a pro rata basis. This means that we calculate the percentage of the amount available to the total withdrawal requests received, and then apply this to each individual investor request.

The price applied in meeting the withdrawal requests will be the withdrawal unit price effective for 23 December 2015. To check the current unit price, please contact our Investor Services team on 13 29 39.

Important information

If you wish to withdraw some, or all, of your investment please note the following points.

- You can only lodge a withdrawal request after the Opening Date and it must be received no later than 3.00pm (Australian Eastern Standard Time) on the Closing Date.
- Your request will only be processed if we receive a completed Withdrawal Request Form, which is included in this booklet.
- If we receive a completed Withdrawal Request Form after the Closing Date, we are not bound to process the request.
- Do not submit a Withdrawal Request Form unless you are absolutely certain you wish to withdraw your investment, as the request will not be able to be withdrawn from the Withdrawal Offer once accepted.
- We may not be able to redeem the full amount of units you request. The Withdrawal Offer made to investors is capped in the amount allocated to meet all withdrawal requests.
- The amount will only be paid via direct credit to your nominated Australian financial institution account within 21 days of the Closing Date. **Cheque payments and third party deposits are not available.**

Where you have specified a withdrawal amount in dollars instead of in number of units, we will determine the value of the units you have requested to withdraw by dividing the amount in dollars by the withdrawal price and rounding down to four decimal places.

- We recommend that you obtain professional tax advice before making a decision to withdraw. When you fully or partially withdraw your investment in the Fund, you are treated as having disposed of your investment. As a result, any net gain derived on disposal may be included in your assessable income. An investor holding their investment on capital account will make a capital gain (or capital loss) to the extent

that the capital proceeds attributable to the disposal exceed (or are less than) the investor's cost base (or reduced cost base). In determining the cost base or reduced cost base of your investment in the Fund, an investor will need to take into account any returns of capital and tax deferred distributions received in respect of your investment, as these amounts may have the effect of increasing your capital gain or decreasing your capital loss. Amounts that represent the capital gains tax concession amount will have no impact on the cost base of the investment in the Fund.

How to take up the Withdrawal Offer

Please complete the attached Withdrawal Request Form and mail it together with an original certified copy of identification (see below for where original certified copy of identification is required) to:

Australian Unity Investments
Reply Paid 64466
South Melbourne, VIC 3205

(No stamp required if mailed in Australia)

You should allow sufficient time to ensure your Withdrawal Request Form is received at the above address before the Closing Date.

A faxed or emailed Withdrawal Request Form will also be accepted, however the Withdrawal Request Form must be completed and signed. A Withdrawal Request Form sent by facsimile or email should be marked to the attention of 'Withdrawal Offer, Australian Unity Investments' and sent to:

Fax: 03 8682 5057
Email: investments@australianunity.com.au

If you fax or email your request and you are required to provide certified identification documentation, the original Withdrawal Request Form and certified copy of identification must also be sent to the address above. If we do not receive the original Withdrawal Request Form and original certified copy of identification, the withdrawal request will not be processed.

We reserve the right to treat a Withdrawal Request Form as valid despite containing errors, or omissions. At our discretion, we may also appoint any other person to insert any missing information or to correct any information.

When are certified copies of identification documents required?

If you require the withdrawal payment to be made to a financial institution account that differs to the Australian financial institution account for distribution payments you have previously provided, or where you currently receive distribution payments by cheque, you will need to supply original certified copies of identification documents with your withdrawal request.

For the person(s) signing the Withdrawal Request Form you must provide an original certified copy of your:

- Driver Licence, or
- Passport containing photo identification.

In addition, if your investment is held in the name of a partnership, company, superannuation fund, trust, estate, or a minor, the following is also required:

Investor type	Additional certified documents required
Partnership	Copy or extract of partnership agreement, or extract of minutes of meeting. For corporate partners, please also provide the certificate of registration/incorporation of the company.
Company	Copy of certificate of registration/incorporation of the company.
Superannuation fund	Copy of first page and schedule of the trust deed. For corporate trustees, please also provide the certificate of registration/incorporation of the company.
Trust	Copy of first page and schedule of the trust deed. For corporate trustees, please also provide the certificate of registration/incorporation of the company.
Estate	Copy of grant of probate or letters of administration or death certificate.
Minor	Copy of minor's birth certificate or birth extract.

Where you are required to provide certified identification documents, we suggest that the person certifying the document(s) for you use the following statement on the copy being certified:

'I certify this to be a true copy of [name of document] of [name of investor], the original of which, was produced to me at the time of signing'.

The document must be dated, and have the signature, printed name, occupation, employer and address of the person certifying the document.

Persons who may certify copies of original identification documents include:

- Officer with (or authorised representative of) an Australian Financial Services licence holder with two or more years of continuous service with one or more licensees.
- Chartered Accountant, CPA or member of the National Institute of Accountants with two or more years of continuous membership.
- Officer of a financial institution or finance company with two or more years continuous service with one or more institutions or companies.
- Permanent employee of the Australian Postal Corporation with two or more years continuous service, or someone who operates as an agent of the Australian Postal Corporation.
- Police Officer.
- A person who, under the law in force in a state or territory, is currently licensed or registered to practice as a: chiropractor, dentist, legal practitioner, medical practitioner, nurse, optometrist, pharmacist, physiotherapist, psychologist, or veterinary surgeon.
- Lawyer, Magistrate, Registrar of a Court, Justice of the Peace.
- Notary Public (including persons authorised as a notary public in a foreign country).

A complete list of persons who may certify documents can be obtained from our website australianunityinvestments.com.au or by contacting our Investor Services team on 13 29 39.

4. Declarations

I/We:

- have read and understood the terms of the Withdrawal Offer dated 2 December 2015 and confirm acceptance of those terms;
- understand that AUFM may cancel this Withdrawal Offer before the Closing Date, or extend the Closing Date;
- acknowledge and agree that neither AUFM nor any other person will, to the extent the law allows, be liable to me/us and I/we will not bring any claim or action against AUFM nor any other person, by reason of, or in connection with this Withdrawal Offer; and
- have included original certified copies of identification documents where I/we have requested payment to an Australian financial institution account that differs to the Australian financial institution account for distribution payments or where I/we are currently receiving distribution payments by cheque.

All account signatories must sign below.

Signature of Investor 1 / Director

Surname

Given name(s)

Date / /

Signature of Investor 2 / Director / Company Secretary

Surname

Given name(s)

Date / /

Please note: All accountholders must sign for a joint account. If signed under a Power of Attorney, the Attorney verifies that no notice of revocation of that power has been received. An original or certified copy of the Power of Attorney must be provided if not provided previously. Company withdrawal requests must be signed in accordance with their constitution. Sole signatories signing on behalf of a company must confirm that they are signing as Sole Director and as Sole Secretary of the company.

Common seal (if applicable)

Please send this Withdrawal Request Form to:

Australian Unity Investments
Reply Paid 64466
South Melbourne, VIC 3205

(No stamp required if mailed in Australia)

OR

Fax or email your Withdrawal Request Form to:

03 8682 5057

investments@australianunity.com.au

and send the original Withdrawal Request Form and original certified copies of identification (where required) to the address indicated at left.

Contact us

Investor Services

T 13 29 39
F 03 8682 5057

Website australianunityinvestments.com.au/pmf

Email investments@australianunity.com.au

Responsible Entity

Australian Unity Funds Management Limited
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