

Withdrawal Offer

29 May 2017



Australian Unity Pooled Mortgage Fund

ARSN 121 895 690

We recommend, before making a decision to withdraw, you consider the information provided in this booklet and also available online (australianunity.com.au/wealth), 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.

Opening Date: 29 May 2017

Closing Date: 20 June 2017 (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 Australian Unity Pooled Mortgage Fund (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 australianunity.com.au/wealth.

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 29 May 2017 (Opening Date) and will close at 3:00pm (Australian Eastern Standard Time) on 20 June 2017 (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 \$2.0 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 from the Fund exceeds the amount available, requests will be met on a pro rata basis. Effectively 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 20 June 2017. To check the current unit price, please contact our Investor Services team on 13 29 39 or access the information online at australianunity.com.au/wealth.

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 once accepted.
- We may not be able to redeem the full amount of units you request.
- 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 Wealth
Pooled Mortgage Fund
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. If you are not required to provide certified identification documentation you may send the Withdrawal Request Form by facsimile or email

A faxed or emailed Withdrawal Request Form will also be accepted, but only if the Withdrawal Request Form is fully completed and signed. A Withdrawal Request Form sent by facsimile or email should be marked to the attention of 'Withdrawal Offer, Australian Unity Wealth' 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 (if not previously provided):

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.

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 australianunity.com.au/wealth or by contacting our Investor Services team on 13 29 39.

Australian Unity Pooled Mortgage Fund

Withdrawal Request Form

Withdrawal Offer –29 May 2017

Australian Unity Funds Management Limited ABN 60 071 497 115 AFS Licence No. 234454 (AUFM)

Please use BLOCK letters and a black or blue pen to complete this Withdrawal Request Form.
Please indicate using an "X" where appropriate.

(office use only)

1. Investor details

Account name

Account number Phone (business hours)

2. Withdrawal request

I/We request a withdrawal in accordance with the Withdrawal Offer terms and conditions as indicated below.

Amount in dollars		Amount in units (number)		Full investment
\$ <input style="width: 100px; height: 20px;" type="text"/>	OR	<input style="width: 100px; height: 20px;" type="text"/>	OR	<input style="width: 40px; height: 20px;" type="text"/>

3. Details of your Australian financial institution account

All proceeds will be paid to the account you nominate below. Please note that cheque payments and third party deposits will not be made. The name of your Australian financial institution account must be in the same name as your investment.

Pay to the Australian financial institution account I/we have previously provided for distribution payments. Yes Please proceed to item 4.

No If No, please complete details below and provide original certified copies of identification documents.

Name and address of your Australian bank, building society, credit union or CMT account where account is held.

Name of Australian financial institution

Branch name

Name of account holder(s)

Branch number (BSB) - Account number

4. Declarations

I/We:

- have read and understood the terms of the Withdrawal Offer dated 29 May 2017 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 Wealth
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

Send the original Withdrawal Request Form only if an original certified copy of identification is required, to the address indicated at left. If you are not required to provide an original certified copy of identification you may send the Withdrawal Request Form by fax or email.

Contact us

Investor Services

T 13 29 39

F 03 8682 5057

Website australianunity.com.au/wealth

Email investments@australianunity.com.au

Responsible Entity

Australian Unity Funds Management Limited

ABN 60 071 497 115 AFS Licence No. 234454

114 Albert Road, South Melbourne, VIC 3205