

NorthStar Impact Australian Equities Fund

Product Disclosure Statement

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Important information

This Product Disclosure Statement (**PDS**) has been prepared and issued by Equity Trustees Limited (**Equity Trustees, we or Responsible Entity**) and is a summary of the significant information relating to an investment in the NorthStar Impact Australian Equities Fund (the **Fund**).

This PDS contains several references to important information (including a glossary of terms) contained in the NorthStar Impact Australian Equities Fund Reference Guide ("Reference Guide"), which forms part of this PDS. You should carefully read and consider both the information in this PDS, and the information in the Reference Guide, before deciding to invest in the Fund.

The information provided in this PDS is general information only and does not take account of your personal objectives, financial situation or needs. You should obtain financial and taxation advice tailored to your personal circumstances and consider whether investing in the

Fund is appropriate for you considering those circumstances.

The offer to which this PDS relates is only available to persons receiving this PDS (electronically or otherwise) in Australia.

This PDS does not constitute a direct or indirect offer of securities in the US or to any US Person as defined in Regulation S under the Securities Act of 1933 as amended ("US Securities Act"). Equity Trustees may vary this position and offers may be accepted on merit at Equity Trustees' discretion. The units in the Fund have not been, and will not be, registered under the US Securities Act unless otherwise approved by Equity Trustees and may not be offered or sold in the US to, or for, the account of any US Person (as defined in the Reference Guide) except in a transaction that is exempt from the registration requirements of the US Securities Act and applicable US state securities laws.

The Reference Guide: Throughout the PDS, there are references to additional information contained in the Reference Guide. You can obtain a copy of the PDS and the Reference Guide, free of charge by emailing the Investment Manager at fundadmin@northstarimpact.com.au, visiting www.northstarimpact.com.au or calling +61 (0) 478 971 000 or by calling the Responsible Entity. The information contained in the Reference Guide may change between the day you receive this PDS and the day you acquire the product. You must therefore ensure that you have read the Reference Guide current as at the date of your application.

Updated information: Information in this PDS is subject to change from time to time. We will notify you of any changes that have a material adverse impact on you or other significant events that affect the information contained in this PDS. Any information that is not materially adverse information is subject to change from time to time and may be obtained by emailing the Investment Manager at fundadmin@northstarimpact.com.au, visiting www.northstarimpact.com.au or calling +61 (0)478 971 000. A paper copy of any updated information will be provided free of charge on request. We will otherwise notify you of any changes that have a material adverse impact on you.

Responsible Entity

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Investment Manager

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Registry

Mainstream Fund Services Pty Ltd
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1. About the Responsible Entity and Investment Manager

The Responsible Entity

Equity Trustees Limited ABN 46 004 031 298 AFSL 240975, a subsidiary of EQT Holdings Limited ABN 22 607 797 615, which is a public company listed on the Australian Securities Exchange (ASX: EQT), is the Fund's responsible entity and issuer of this PDS. Established as a trustee and executorial service provider by a special Act of the Victorian Parliament in 1888, today Equity Trustees is a dynamic financial services institution which continues to grow the breadth and quality of products and services on offer.

Equity Trustees' responsibilities and obligations as the Fund's responsible entity are governed by the Fund's constitution (Constitution), the Corporations Act and general trust law. Equity Trustees has appointed North Star Impact Australian Equities Pty

Ltd as the investment manager of the Fund. Equity Trustees has appointed a custodian to hold the assets of the Fund. The custodian has no supervisory role in relation to the operation of the Fund and is not responsible for protecting your interests.

The Investment Manager

North Star Impact Pty Ltd ABN 56 635 773 974 (NorthStar or Investment Manager) is the Investment Manager of the Fund and is a Corporate Authorised Representative of Longreach Alternatives Pty Ltd (AFSL 246 747).

NorthStar, formerly known as Inspire Australian Equities Pty Ltd, was established in 2018 and is a profit for purpose organisation seeking a social, environmental and financial return.

2. How the NorthStar Impact Australian Equities Fund works

The Fund is a registered managed investment scheme governed by a constitution. The Fund comprises assets which are acquired in accordance with the Fund's investment strategy. Direct investors receive units in the Fund when they invest. In general, each unit represents an equal interest in the assets of the Fund subject to liabilities; however, it does not give investors an interest in any particular asset of the Fund.

If you invest in the Fund through an IDPS (as defined in the Reference Guide) you will not become an investor in the Fund. The operator or custodian of the IDPS will be the investor entered in the Fund's register and will be the only person who is able to exercise the rights and receive the benefits of a direct investor. Your investment in the Fund through the IDPS will be governed by the terms of your IDPS. Please direct any queries and requests relating to your investment to your IDPS Operator. Unless otherwise stated, the information in the PDS applies to direct investors.

Making initial and additional investments in the Fund

Application Cut-off Time ¹	Minimum initial investment amount	Minimum additional investment amount
2.00pm (Sydney time) on a Business Day	\$10,000	\$2,500

Notes: 1. Or as otherwise determined by the Responsible Entity

Applications

You can acquire units by completing the Application Form that accompanies this PDS. The minimum initial investment amount for the Fund is \$10,000.

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

**Mainstream Fund Services Pty Ltd
Client Services Registry Team
GPO Box 4968
Sydney, NSW, 2001**

Please note that cash and cheques cannot be accepted.

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

The price at which units are acquired is determined in accordance with the Constitution (Application Price). The Application Price on a Business Day is, in general terms, equal to the Net Asset Value (NAV) of the Fund, divided by the number of units on issue and adjusted for transaction costs (Buy Spread). At the date of this PDS, the Buy Spread is 0.40%.

The Application Price will vary as the market value of assets in the Fund rises or falls.

Making additional investments

You can make additional investments into the Fund at any time by sending us your additional investment amount together with a completed Additional Application Form. The minimum additional investment into the Fund is \$2,500.

Distributions

An investor's share of any distributable income is calculated in accordance with the Constitution and is generally based on the number of units held by the investor at the end of the distribution period.

The Fund usually distributes income annually at the end of June. Distributions are calculated effective the last day of each distribution period and are normally paid to investors as soon as practicable after the distribution calculation date.

Investors in the Fund can indicate a preference to have their distribution:

- reinvested back into the Fund; or
- directly credited to their AUD Australian domiciled bank account.

Investors who do not indicate a preference will have their distributions automatically reinvested. Applications for reinvestment will be taken to be received immediately prior to the next Business Day after the relevant distribution period. There is no Buy Spread on distributions that are reinvested.

In some circumstances, the Constitution may allow for an investor's withdrawal proceeds to be taken to include a component of distributable income.

Indirect Investors should review their IDPS Guide for information on how and when they receive any income distribution.

Access to your money

Withdrawal/Redemption Cut-off Time ^{1, 2}	Minimum withdrawal amount	Minimum account balance
12.00pm (Sydney time) on a Business Day	\$2,500	\$10,000

Notes: 1. Or as otherwise determined by the Responsible Entity. **2.** If acceptance of a withdrawal/redemption request results in a balance less than the minimum balance amount, the Responsible Entity may either reject the withdrawal/redemption request or treat the request as relating to your entire holding (notice will be given regarding compulsory redemption as set out in the Constitution).

Investors in the Fund can generally withdraw their investment by completing a written request to withdraw from the Fund and mailing it to:

**Mainstream Fund Services Pty Ltd
Client Services Registry Team
GPO Box 4968
Sydney, NSW, 2001**

or by sending a fax to +61 2 9221 1194

The minimum withdrawal amount is \$2,500. Once we receive and accept your withdrawal request, we may act on your instruction without further enquiry if the instruction bears your account number or investor details and your (apparent) signature(s), or your authorised signatory's (apparent) signature(s).

Equity Trustees will generally allow an investor to access their investment within 21 days of acceptance of a withdrawal request by transferring the withdrawal proceeds to such investor's nominated bank account. However, Equity Trustees is allowed to reject

withdrawal requests, and also to make payment up to 30 days after acceptance of a request (which may be extended in certain circumstances) as outlined in the Constitution and Reference Guide. We reserve the right to accept or reject withdrawal requests in whole or in part at our discretion.

The price at which units are withdrawn is determined in accordance with the Constitution (Withdrawal Price). The Withdrawal Price on a Business Day is, in general terms, equal to the NAV of the Fund, divided by the number of units on issue and adjusted for transaction costs (Sell Spread). At the date of this PDS, the Sell Spread is 0.40%. The Withdrawal Price will vary as the market value of assets in the Fund rises or falls.

Equity Trustees reserves the right to fully redeem your investment if your investment balance in the Fund falls below \$10,000 as a result of processing your withdrawal request. In certain circumstances, for example, when there is a freeze on withdrawals, where accepting a withdrawal is not in the best interests of investors in the Fund including due to one or more circumstances outside its control or where the Fund is not liquid (as defined in the Corporations Act), Equity Trustees can deny or suspend a withdrawal request and you may not be able to withdraw your funds in the usual processing times or at all. When the Fund is not liquid, an investor can only withdraw when Equity Trustees makes a withdrawal offer to investors in accordance with the Corporations Act. Equity Trustees is not obliged to make such offers.

If you are an Indirect Investor, you need to provide your withdrawal request directly to your IDPS Operator. The time to process a withdrawal request will depend on the particular IDPS Operator and the terms of the IDPS

Unit pricing discretions policy

Equity Trustees has developed a formal written policy in relation to the guidelines and relevant factors taken into account when exercising any discretion in calculating unit prices (including determining the value of the assets and liabilities). A copy of the policy and, where applicable and to the extent required, any other relevant documents in relation to the policy will be made available free of charge on request.

Additional information

When the Fund has 100 or more direct investors, it will be classified by the Corporations Act as a 'disclosing entity'. As a disclosing entity, the Fund will be subject to regular reporting and disclosure obligations. Investors would then have a right to obtain a copy, free of charge, of any of the following documents:

- The most recent annual financial report lodged with ASIC (Annual Report);
- Any subsequent half yearly financial report lodged with ASIC after the lodgement of the Annual Report; and
- Any continuous disclosure notices lodged with ASIC after the Annual Report but before the date of this PDS.

Equity Trustees will comply with any continuous disclosure obligation by lodging documents with ASIC as and when required.

Copies of these documents lodged with ASIC in relation to the Fund may be obtained from ASIC through ASIC's website.

Further reading: You should read the important information in the Reference Guide about:

- Application cut-off times;
- Application terms;
- Authorised signatories;
- Reports;
- Withdrawal cut-off times;
- Withdrawal terms; and
- Withdrawal restrictions,

under the *Investing in the Inspire Australian Equities Fund, Managing your investment and Withdrawing your investment* sections before making a decision.

Go to the Reference Guide which is available at www.northstarimpact.com.au. The material relating to these matters may change between the time when you read this PDS and the day when you acquire the product.

3. Benefits of investing in the NorthStar Impact Australian Equities Fund

The key benefits and features of investing in the Fund include:

Positive social and/or environmental impact

The main business activities of the portfolio companies have a positive social and/or environmental impact (positive impact)

Measurement and reporting on positive impact

The Investment Manager seeks to measure and report on the positive impact

Providing new capital to increase the positive impact

The Fund can provide new capital to companies which may enable them to increase their positive impact footprint.

Active company engagement

The Portfolio Managers can actively engage with the management of companies to encourage them to increase their positive impact. Generally, daily processing is available for investors for applications and redemptions.

Specialist investment managers

The portfolio is selected by experienced stock market investors with a specialisation and track record in Australian listed companies.

4. Risks of managed investment schemes

All investments carry risks. Different investment strategies may carry different levels of risk, depending on the assets acquired under the strategy. Assets with the highest long-term returns may also carry the highest level of short-term risk. The significant risks below should be considered in light of your risk profile when deciding whether to invest in the Fund. Your risk profile will vary depending on a range of factors, including your age, the investment time frame (how long you wish to invest for), your other investments or assets and your risk tolerance.

The Responsible Entity and Investment Manager do not guarantee the liquidity of the Fund's investments, repayment of capital or any rate of return or the Fund's investment performance. The value of the Fund's investments will vary. Returns are not guaranteed, and you may lose money by investing in the Fund. The level of returns will vary, and future returns may differ from past returns. Laws affecting managed investment schemes may change in the future. The structure and administration of the Fund is also subject to change.

In addition, we do not offer advice that considers your personal financial situation, including advice about whether the Fund is

suitable for your circumstances. If you require personal financial or taxation advice, you should contact a licensed financial adviser and/or taxation adviser.

The significant risks associated with an investment in the Fund are:

Market risk: Investors should be aware that there are risks inherent in the holding of securities:

- An investment may fall in value due to changes in market sentiment or economic, technological, political or legal conditions.
- Past performance is no guide to the future. The value of units, and any income from them, can go down as well as up, particularly in the short term, meaning that an investment may not be returned in full.
- The tax treatment of the Fund may change, and such changes cannot be foreseen.
- Where regular investments are made with the intention of achieving a specific capital sum in the future, this will normally be subject to maintaining a specified level of investment.

Liquidity risk: the Fund is exposed to listed securities which are generally considered to be liquid investments. Under extreme market conditions, however, there is a risk that such securities cannot readily be converted into cash at an appropriate price. In such circumstances, the Fund may be unable to liquidate its assets to meet certain payment obligations (including but not limited to the payment of withdrawal proceeds) within required timeframes, or it may be required to sell assets at a substantial loss in order to do so.

Portfolio turnover risk: The Fund does not intend to trade, directly or indirectly, portfolio securities for the purpose of realising short-term profits. However, the Investment Manager will adjust the Fund's portfolio as considered advisable in view of prevailing or anticipated market conditions and the Fund's investment objective, and there is no limitation on the length of time securities must be held, directly or indirectly, by the Fund prior to being sold. Portfolio turnover rate will not be a limiting factor and will vary from year to year. Higher portfolio turnover rates involve correspondingly higher transaction costs, which are borne directly or indirectly by the Fund. In addition, the Fund may realise significant short term and long-term capital gains.

Derivatives risk: The Fund may make use of exchange-traded derivatives, including, but not limited to, futures, options and contracts for differences, as part of its investment policy. Derivatives may be used to manage equity and foreign exchange risk, subject to the Investment Guidelines (see About the Fund Investments). Derivatives are highly specialised instruments that require investment techniques and risk analysis different from those associated with equities and debt securities. The use of a derivative requires an understanding not only of the underlying instrument but also of the derivative itself. In particular, the use and complexity of derivatives require the maintenance of adequate controls to monitor the transactions entered into and the ability to assess the risk that a derivative transaction adds to a portfolio. As such, there can be no guarantee or assurance that the use of derivatives will meet or assist in meeting the investment objectives of the Fund.

Derivatives can be highly volatile and expose investors to a high risk of loss. The low initial margin deposits normally required to establish a position in such instruments permit a high degree of leverage. As a result, depending on the type of instrument, a relatively small movement in the price of a contract may result in a profit or a loss which is high in proportion to the amount of funds actually placed as initial margin and may result in unquantifiable further loss exceeding any margin deposited. In addition, daily limits on price fluctuations and speculative position limits on exchanges may prevent prompt liquidation of positions resulting in potentially greater losses.

Foreign exchange risk: The Net Asset Value (NAV) of the Fund will be computed in the base currency (AUD) whereas the investments held for the account of the Fund may be acquired in other currencies. The Fund's NAV may change significantly when the currencies other than the base currency in which some of the Fund's investments are denominated strengthen or weaken against the base currency. Currency exchange rates generally are determined by supply and demand in the foreign exchange markets, and the perceived relative merits of investments in different countries. Currency exchange rates can also be affected in unpredictable ways by intervention by government or central banks, or by currency controls or political developments.

In addition, currency hedging transactions, while potentially reducing

the currency risks to which the Fund would otherwise be exposed, involve certain other risks, including the risk of a default by a counterparty. Additionally, where the Fund enters into cross-hedging transactions (e.g., utilising a currency different from the currency in which the security being hedged is denominated), the Fund will be exposed to the risk that changes in the value of the currency used to hedge will not correlate with changes in the value of the currency in which the securities are denominated, which could result in loss on both the hedging transaction and the value of the securities held by the Fund.

Forward currency contracts and currency futures involve the possibility that the market for them may be limited with respect to certain currencies and, upon a contract's maturity, the possible inability to negotiate with the dealer to enter into an offsetting transaction. There is no assurance that an active forward currency contract market will always exist. These factors restrict the ability to hedge against the risk of devaluation of currencies in which a substantial quantity of securities are being held for the Fund and are unrelated to the qualitative rating that may be assigned to any particular security.

Legal risk: There is a risk that laws, including tax laws, might change or become difficult to enforce.

Net Asset Value (NAV) risk: Whilst the Fund may use the latest available published price in respect of each investment in order to calculate the NAV, it reserves the right to use more recent valuations where this is considered appropriate. Such valuations may be based on an estimate of a more recent price of any unit or share in an underlying investment fund or other collective investment undertaking in which the Fund invests obtained from or calculated on the basis of more recent information received from the underlying fund or undertaking, or any of its service providers or agents.

International Investments risk: The Fund invests in international investments which may involve certain risks, including fluctuations in foreign exchange rates, future political and economic developments and the possible imposition of exchange controls or other governmental laws or restrictions. Security prices in different countries are subject to different economic, financial, political and social factors. In addition, investments may be subject to non-recoverable withholding taxes.

Regulatory risk: the value of some of the investments and, therefore the performance of the Fund, may be adversely affected by changes in government policies, government regulations and taxation laws in both Australia and in other countries in which the securities that the Fund invests in are regulated, the regulated company operates or is invested. The laws affecting registered managed investment schemes may also change in the future.

Pandemic and other unforeseen event risk: Health crises, such as pandemic and epidemic diseases, as well as other catastrophes that interrupt the expected course of events, such as natural disasters, war or civil disturbance, acts of terrorism, power outages and other unforeseeable and external events, and the public response to or fear of such diseases or events, have and may in the future have an adverse effect on the economies and financial markets either in specific countries or worldwide and consequently on the value of the Fund's investments. Further, under such circumstances the operations, including functions such as trading and valuation, of the Investment Manager and other service providers could be reduced, delayed, suspended or otherwise disrupted.

5. How we invest your money

Warning: When choosing to invest in the Fund or an option of the Fund, you should consider the likely investment returns, the risks of investing and your investment time frame.

Investment objective

The Fund's investment objectives are to invest in companies with a positive social or environmental impact, while seeking to generate an attractive investment return over the long term.

Benchmark

The portfolio is constructed with no regard to a benchmark

Minimum suggested time frame

The minimum suggested investment time frame for the Fund is 5 years

Risk level of the Fund

Low	Low to Medium	Medium	Medium to High	High
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Investor suitability

The Fund is generally suited for persons seeking long-term capital growth and those who can tolerate a high level of risk. You should speak with your financial adviser before investing in the Fund.

Investment style and approach

The NorthStar Impact Australian Equities Fund seeks to invest in companies listed primarily on an Australian securities exchange that have a positive social and/or environmental impact. The purpose of the Fund is “impact first”. This means each company in the portfolio is selected for the positive impact that is achieved by their main business activity (refer Figure 1 below).



Figure 1. NorthStar's 3 Pillars of Impact Investing

The portfolio mainly comprises companies with small or mid-market capitalisations (i.e., outside of the top 100 Australian listed companies). This reflects the investable universe of positive impact companies listed on the major Australian exchanges.

For each potential portfolio company, the NorthStar Impact investment team seeks to establish that the main business activity has a positive social and/or environmental impact and looks for indicators of that impact to measure over time. Companies that meet these criteria are included in the NorthStar Impact Universe

Asset allocation

The Fund will invest substantially all of its assets in securities of Australian and New Zealand companies but may invest internationally. The Fund may invest in trusts that in turn invest in eligible securities.

The target asset mix of the Fund is expected to be achieved within the following parameters:

Fund Parameters	Weight% ¹
Maximum exposure to securities listed on Australian or New Zealand exchanges	100%
Maximum to securities listed on recognised international exchanges	10%
Maximum exposure to securities related to any one entity at time of purchase	10%
Maximum cash weighting ²	20%
Maximum short exposure	0%
Maximum leverage (gearing) ³	0%

Notes: **1.** These parameters are targets only and the actual allocations may differ from time to time, as the value of assets change and opportunities for investment become available. **2.** This maximum may be exceeded from time to time. For example, a period where the Fund experiences strong inflows. **3.** Borrowing is generally prohibited except for any short-term operational needs.

Changing the investment strategy

The investment strategy and asset allocation parameters may be changed. If a change is to be made, investors in the Fund will be notified in accordance with the Corporations Act.

Labour, environmental, social and ethical considerations

The Investment Manager takes into account social and environmental considerations for the purposes of selecting, retaining or realising investments. In addition, animal cruelty, corruption, human rights and labour rights considerations are taken into account. A negative investment screen is applied to exclude industries that are controversial or may cause negative social and/or environmental impacts. A full list of exclusions can be obtained from www.northstarimpact.com.au.

Fund performance

Up to date information on the performance of the Fund can be obtained from www.northstarimpact.com.au. A free of charge paper copy of the information is also available on request.

6. Fees and costs

DID YOU KNOW?

Small differences in both investment performance and fees and costs can have a substantial impact on your long-term returns. For example, total annual fees and costs of 2% of your account balance rather than 1% could reduce your final return by up to 20% over a 30-year period (for example, reduce it from \$100,000 to \$80,000).

You should consider whether features such as superior investment performance or the provision of better member services justify higher fees and costs. You may be able to negotiate to pay lower contribution fees and management costs where applicable. Ask the fund or your financial adviser.

TO FIND OUT MORE

If you would like to find out more, or see the impact of the fees based on your own circumstances, the **Australian Securities and Investments Commission (ASIC)** website (www.moneySMART.gov.au) has a managed funds fee calculator to help you check out different fee options.

The information in the following Fees and Costs Summary can be used to compare costs between different simple managed investment schemes. Fees and costs can be paid directly from an investor's account or deducted from investment returns. For information on tax please see Section 7 of this PDS.

NorthStar Impact Australian Equities Fund		
Type of fee or cost	Amount	How and when paid
Ongoing annual fees and costs ¹		
Management fees and costs	1.39% of the NAV of the Fund ²	The management fees component of management fees and costs are accrued daily and paid from the Fund monthly in arrears and reflected in the unit price. Otherwise, the fees and costs are variable and deducted and reflected in the unit price of the Fund as they are incurred.
Performance fees	0.56% ³	Performance fees are calculated daily and paid semi-annually in arrears from the Fund and reflected in the unit price.
Transaction costs	0.00% of the NAV of the Fund ²	Transaction costs are variable and deducted from the Fund as they are incurred and reflected in the unit price. They are disclosed net of amounts recovered by the buy-sell spread.

NorthStar Impact Australian Equities Fund		
Type of fee or cost	Amount	How and when paid
Member activity related fees and costs (fees for services or when your money moves in or out of the scheme)		
Establishment fee The fee to open your investment	Not applicable	Not applicable
Contribution fee The fee on each amount contributed to your investment	Not applicable	Not applicable
Buy-sell spread An amount deducted from your investment representing costs incurred in transactions by the scheme	0.40% upon entry and 0.40% upon exit	These costs are an additional cost to the investor but are incorporated into the unit price and arise when investing application monies and funding withdrawals from the Fund and are not separately charged to the investor. The Buy Spread is paid into the Fund as part of an application and the Sell Spread is left in the Fund as part of a redemption.
Withdrawal fee The fee on each amount you take out of your investment	Not applicable	Not applicable
Exit fee The fee to close your investment	Not applicable	Not applicable
Switching fee The fee for changing investment options	Not applicable	Not applicable

Notes: **1.** All fees quoted above are inclusive of Goods and Services Tax (GST) and net of any Reduced Input Tax Credits (RITC). See below for more details as to how the relevant fees and costs are calculated. **2.** The management fee component of management fees and costs can be negotiated. See "Differential fees" in the "Additional Explanation of Fees and Costs" below. **3.** This represents the performance fee of the Fund which is payable as an expense of the Fund to the Investment Manager. See "Performance fees" below for more information.

ADDITIONAL EXPLANATION OF FEES AND COSTS

Management fees and costs

The management fees and costs include amounts payable for administering and operating the Fund, investing the assets of the Fund, expenses and reimbursements in relation to the Fund and indirect costs if applicable.

Management fees and costs do not include performance fees or transaction costs, which are disclosed separately.

The management fees component of management fees and costs of 1.39% p.a. of the NAV of the Fund is payable to the Responsible Entity of the Fund for managing the assets and overseeing the operations of the Fund. The management fees component is accrued daily and paid from the Fund monthly in arrears and reflected in the unit price. As at the date of this PDS, the management fees component covers certain ordinary expenses such as Responsible Entity fees, investment management fees, custodian fees, and administration and audit fees.

The indirect costs and other expenses component of 0.00% p.a. of the NAV of the Fund may include other ordinary expenses of operating the Fund, as well as management fees and costs (if any) arising from interposed vehicles in or through which the Fund invests. The indirect costs and other expenses component is variable and reflected in the unit price of the Fund/Class as the relevant fees and costs are incurred. They are borne by investors, but they are not paid to the Responsible Entity or Investment Manager. The indirect

costs and other expenses component is based on the relevant costs incurred during the financial year ended 30 June 2021.

Actual indirect costs for the current and future years may differ. If in future there is an increase to indirect costs disclosed in this PDS, updates will be provided on Equity Trustees' website at www.eqt.com.au/insto where they are not otherwise required to be disclosed to investors under law.

Performance fees

Performance fees include amounts that are calculated by reference to the performance of the Fund. The performance fee figure that is disclosed in the Fees and Costs Summary is generally based on an average of the performance fees over the previous five financial years, where each performance fee relevant to the Fund is averaged and totaled to give the performance fees for the Fund. The performance fees for the Fund are 0.56% of the NAV of the Fund. The performance fee figure that is disclosed in the Fees and Costs Summary is generally based on an average of the performance fees over the previous five financial years, where each performance fee relevant to the Fund is averaged and totaled to give the performance fees for the Fund.

In terms of the performance fees payable to the Investment Manager, a performance fee is payable where the investment performance of the Fund exceeds the performance of the S&P/ASX All Ordinaries Index. The performance fees are 20.50% of this excess, calculated daily and paid for each six-month period ending 30 June and 31 December in arrears from the Fund. The daily performance fee is calculated based on start of day NAV of the Fund each day, adjusted for applications and redemptions, in the relevant six-month period. No performance fees are payable until any accrued underperformance relative to the index (in dollar terms and adjusted for applications, withdrawals and distributions) from prior periods has been made up (this feature is sometimes referred to as a high watermark).

Please note that the performance fees disclosed in the Fees and Costs Summary is not a forecast as the actual performance fee for the current and future financial years may differ. The Responsible Entity cannot guarantee that performance fees will remain at their previous level or that the performance of the Fund will outperform the Benchmark. It is not possible to estimate the actual performance fee payable in any given period, as we cannot forecast what the performance of the Fund/Class will be. Information on current performance fees will be updated from time to time and available at www.eqt.com.au/insto.

Transactional costs

In managing the assets of the Fund, the Fund may incur transaction costs such as brokerage, buy-sell spreads in respect of the underlying investments of the Fund, settlement costs, clearing costs and applicable stamp duty when assets are bought and sold. Transaction costs also include costs incurred by interposed vehicles in which the Fund invests (if any), that would have been transaction costs if they had been incurred by the Fund itself. Transaction costs are an additional cost to the investor where they are not recovered by the Buy/Sell Spread and are generally incurred when the assets of the Fund are changed in connection with day-to-day trading or when there are applications or withdrawals which cause net cash flows into or out of the Fund.

The Buy/Sell Spread that is disclosed in the Fees and Costs Summary is a reasonable estimate of transaction costs that the Fund will incur when buying or selling assets of the Fund. These costs are an additional cost to the investor but are incorporated into the unit price and arise when investing application monies and funding withdrawals from the Fund and are not separately charged to the investor. The Buy Spread is paid into the Fund as part of an application and the Sell Spread is left in the Fund as part of a redemption and not paid to Equity Trustees or the Investment Manager. The estimated Buy/Sell Spread is 0.40% upon entry and 0.40% upon exit. The dollar value of these costs based on an application or a withdrawal of \$10,000 is \$40 for each individual transaction. The Buy/Sell Spread can be altered by the Responsible Entity at any time and will be updated as soon as practicable to reflect any change. The Responsible Entity may also waive the Buy/Sell Spread in part or in full at its discretion. The transaction costs figure in the Fees and Costs Summary is shown net of any amount recovered by the Buy/Sell Spread charged by the Responsible Entity.

Transaction costs generally arise through the day-to-day trading of the Fund's assets and are reflected in the Fund's unit price as an additional cost to the investor, as and when they are incurred.

The gross transaction costs for the Fund are 0.21% p.a. of the NAV of the Fund, which is based on the relevant costs incurred during the financial year ended 30 June 2021.

However, actual transaction costs for future years may differ.

Can the fees change?

Yes, all fees can change without investor consent, subject to the maximum fee amounts specified in the Constitution. The current maximum management fee to which Equity Trustees is entitled is 2.00% of the GAV of the Fund. However, Equity Trustees does not intend to charge that amount and will generally provide investors with at least 30 days' notice of any proposed increase to the management fees component of management fees and costs. In most circumstances, the Constitution defines the maximum level that can be charged for fees described in this PDS. Equity Trustees also has the right to recover all reasonable expenses incurred in relation to the proper performance of its duties in managing the Fund and as such these expenses may increase or decrease accordingly, without notice.

Payments to IDPS Operators

Subject to the law, annual payments may be made to some IDPS Operators because they offer the Fund on their investment menus. Product access is paid by the Investment Manager out of its management fees and is not an additional cost to the investor. If the payment of annual fees to IDPS Operators is limited or prohibited by the law, Equity Trustees will ensure the payment of such fees is reduced or ceased.

Differential fees

The Investment Manager may from time to time negotiate a different fee arrangement (by way of a rebate or waiver of fees) with certain investors who are Australian Wholesale Clients. Please contact the Investment Manager on +61 (0) 478 971 000 for further information.

Example of annual fees and costs

This table gives an example of how the fees and costs for this managed investment product can affect your investment over a 1-year period. You should use this table to compare this product with other managed investment products.

Example - NorthStar Impact Australian Equities Fund		
Balance of \$50,000 with a contribution of \$5,000 during the year		
Contribution fees	Nil	For every additional \$5,000 you put in, you will be charged \$0.1
PLUS Management fees and costs	1.39% p.a.	And, for every \$50,000 you have in the NorthStar Impact Australian Equities Fund, you will be charged or have deducted from your investment \$695 each year

Example - NorthStar Impact Australian Equities Fund		
Balance of \$50,000 with a contribution of \$5,000 during the year		
PLUS Performance fees	0.56%	And, you will be charged or have deducted from your investment \$280 in performance fees each year
PLUS Performance fees	0.00% p.a.	And, you will be charged or have deducted from your investment \$0 each year in transaction costs
EQUALS Cost of Fund		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 \$975 ¹ .
What it costs you will depend on the fees you negotiate.		

Notes: 1. Additional fees may apply. Please note that this example does not capture all the fees and costs that may apply to you such as the Buy/Sell Spread. This example assumes the \$5,000 contribution occurs at the end of the first year, therefore the fees and costs are calculated using the \$50,000 balance only

Warning: If you have consulted a financial adviser, you may pay additional fees. You should refer to the Statement of Advice or Financial Services Guide provided by your financial adviser in which details of the fees are set out.

ASIC provides a fee calculator on www.moneySMART.gov.au, which you may use to calculate the effects of fees and costs on account balances. The performance fees stated in this table are based on the average performance fee for the Fund, generally over the previous five financial years. The performance of the Fund for this financial year, and the performance fees, may be higher or lower or not payable in the future. It is not a forecast of the performance of the Fund or the amount of the performance fees in the future.

The indirect costs and other expenses component of management fees and costs and transaction costs may also be based on estimates. As a result, the total fees and costs that you are charged may differ from the figures shown in the table.

You should read the important information in the Reference Guide about Performance fee example under the "Additional information on fees and costs" section before making a decision. Go to the Reference Guide which is available at www.northstarimpact.com.au. The material relating to these matters may change between the time when you read this PDS and the day when you acquire the product.

7. How managed investment schemes are taxed

Warning: investing in a registered managed investment scheme is likely to have tax consequences. You are strongly advised to seek professional tax advice about the applicable tax consequences which may apply to you based on your particular circumstances before investing in the Fund. The Fund does not pay tax on behalf of investors. You will be assessed for tax on any income and capital gains generated by the Fund.

The Fund is an Australian resident for tax purposes and does not generally pay tax on behalf of its investors. Australian resident investors are assessed for tax on any income and capital gains generated by the Fund to which they become presently entitled or, where the Fund has made a choice to be an Attribution Managed Investment Trust ("AMIT") and the choice is effective for the income year, are attributed to them.

You should read the important information under the Other important information section in this PDS about Taxation before making a decision. Go to the Reference Guide which is available at www.northstarimpact.com.au. The material relating to these matters may change between the time when you read this PDS and the day when you acquire the product.

8. How to apply

How to invest

You should read this PDS together with the information contained in the Reference Guide, available at www.northstarimpact.com.

To invest please complete the Application Form accompanying this PDS, send funds (see details in the Application Form) and your correctly completed Application Form to:

Mainstream Fund Services Pty Ltd
Client Services Registry Team
GPO Box 4968
Sydney, NSW, 2001

Please note that cash and cheques cannot be accepted and all applications must be made in Australian dollars.

Who can invest?

Eligible persons (as detailed in the *About this PDS* section) can invest. However individual investors must be 18 years of age or over.

If you are investing through an IDPS, please contact your financial advisor or IDPS operator for details on how to invest in the Fund.

Cooling-off period

If you are a Retail Client who has invested directly in the Fund, you may have a right to a 'cooling off' period in relation to your investment in the Fund for 14 days from the earlier of:

- confirmation of the investment being received; and
- the end of the fifth business day after the units are issued.

A Retail Client may exercise this right by notifying Equity Trustees in writing. A Retail Client is entitled to a refund of their investment adjusted for any increase or decrease in the relevant Application Price between the time we process your application and the time we receive the notification from you, as well as any other tax and other reasonable administrative expenses and transaction costs associated with the acquisition and termination of the investment.

The right of a Retail Client to cool off does not apply in certain limited situations, such as if the issue is made under a distribution reinvestment plan, switching facility or represents additional contributions required under an existing agreement. Also, the right to cool off does not apply to you if you choose to exercise your rights or powers as a unit holder in the Fund during the 14-day period. This

could include selling part of your investment or switching it to another product.

Indirect Investors should seek advice from their IDPS Operator as to whether cooling off rights apply to an investment in the Fund by the IDPS. The right to cool off in relation to the Fund is not directly available to an Indirect Investor. This is because an Indirect Investor does not acquire the rights of a unit holder in the Fund. Rather, an Indirect Investor directs the IDPS Operator to arrange for their monies to be invested in the Fund on their behalf. The terms and conditions of the IDPS Guide or similar type document will govern an Indirect Investor's investment in relation to the Fund and any rights an Indirect Investor may have in this regard

Complaints resolution

Equity Trustees has an established complaints handling process and is committed to properly considering and resolving all complaints. If you have a complaint about your investment, please contact us on:

Phone: 1300 133 472
Post: Equity Trustees Limited
 GPO Box 2307
 Melbourne VIC 3001
Email: compliance@eqt.com.au

We will acknowledge receipt of the complaint as soon as possible and in any case within 3 days of receiving the complaint. We will seek to resolve your complaint as soon as practicable but not more than 30 calendar days after receiving the complaint.

If you are not satisfied with our response to your complaint, you may be able to lodge a complaint with the Australian Financial Complaints Authority (AFCA) using the following contact details:

Mail: GPO Box 3 Melbourne VIC 3001
Phone: 1800 931 678
Website: www.afca.org.au
Email: info@afca.org.au

The external dispute resolution body is established to assist you in resolving your complaint where you have been unable to do so with us. However, it's important that you contact us first

9. Other information

Consent

The Investment Manager has given and, as at the date of this PDS, has not withdrawn: its written consent to be named in this PDS as the investment manager of the Fund; and its written consent to the inclusion of the statements made about it which are specifically attributed to it, in the form and context in which they appear.

The Investment Manager has not otherwise been involved in the preparation of this PDS or caused or otherwise authorised the issue of this PDS. None of the Investment Manager nor their employees or officers accept any responsibility arising in any way for errors or omissions, other than those statements for which they have provided their written consent to Equity Trustees for inclusion in this PDS.

You should read the important information in the **Reference Guide** about:

- **Your privacy;**
- **The Constitution;**
- **Anti-Money Laundering and Counter Terrorism Financing (AML/CTF);**
- **Indirect Investors;**
- **Information on underlying investments;**
- **Foreign Account Tax Compliance Act (FATCA) and**
- **Common Reporting Standard (CRS),**

under the *Other important information* section before making a decision. Go to the Reference Guide which is available at www.northstarimpact.com.au. The material relating to these matters may change between the time when you read this PDS and the day when you acquire the product.