



Pengana Capital Limited
ABN: 30 103 800 568
AFSL No: 226566
Date Prepared: 10 May 2016

FINANCIAL SERVICES GUIDE

What is the purpose of this Financial Services Guide (“FSG”)?

This FSG is an important document that tells you about the services and products that Pengana Capital Limited (“**Pengana**”, “**we**”, “**us**”, or “**our**”) is authorised to provide to you under our Australian Financial Services Licence (“**AFSL**”).

This FSG contains important information about:

- the financial services we offer;
- the financial products to which those services relate;
- who we are;
- how we and others are paid in connection with those services;
- your privacy;
- how we deal with complaints;
- our compensation arrangements; and
- how we can be contacted.

This FSG should assist you in deciding whether to use any of the products and services we offer.

When someone gives you personal advice recommending one of our products or offers to sell or issue to you one of our products you will receive a Product Disclosure Statement (PDS) relating to that product before you acquire it. You should read the PDS carefully as it contains important information to assist you in making an informed decision about the product.

What Financial Services and products does Pengana offer?

Pengana is authorised under its AFSL to provide financial product advice and to deal in the following classes of financial products to retail and wholesale clients:

- deposit and payment products limited to basic deposit products;
- derivatives;

- foreign exchange contracts;
- debentures, stocks or bonds issued or proposed to be issued by a government;
- interests in managed investment schemes; and
- securities.

Pengana is also authorised by its AFSL to operate registered managed investment schemes and to operate and provide custodial services with respect to unregistered managed investment schemes (collectively known as "**Funds**").

Although we are authorised under our AFSL to do so, we do not provide personal financial product advice, i.e. advice that takes into account your personal financial situation, needs or objectives. If you would like personal advice, you should contact a licensed financial advisor. The advisor is obliged to provide you with a Statement of Advice in respect of any personal financial product advice given to you.

Pengana also acts as a licensed arranger for Pengana Structured Investments Pty Ltd (ACN 167 888 173) ("**PSI**") in respect of the issue of Deferred Purchase Agreements by PSI.

Who is Pengana?

Pengana acts on its own behalf as the holder of an AFSL when it gives financial product advice and issues interests in its Funds. Pengana acts as responsible entity and/or trustee of the Funds it operates and deals in financial products on behalf of these Funds. As noted above, Pengana also acts as a licensed arranger for PSI in respect of the issue of Deferred Purchase Agreements by PSI.

Pengana is responsible for the services we provide, and we are not an authorised representative of any other AFSL holder.

Pengana is a wholly owned subsidiary of Pengana Holdings Pty Ltd (ACN 103 765 082) ("**PHL**"). PSI is 99.9% owned by PHL with the remaining 0.1% of PSI owned by Russel Pillemer who is the Chief Executive Officer of PHL and Pengana. PHL is entitled to receive dividends from Pengana and PSI.

Apart from the associations and relationships described in this FSG there are no associations and relationships that might reasonably be expected to be capable of influencing Pengana in providing any of the financial services to you.

How you may instruct us

Pengana does not accept instructions from clients to deal in a financial product other than requests to issue or withdraw an investment in one of our Funds. The initial investment into a Fund must be done using the application form contained in the relevant PDS.

Should you wish to add to your existing investment in one of our Funds you should complete the application for additional investment form, a copy of which may be obtained by contacting us.

Should you wish to reduce your investment in one of our Funds you should complete a withdrawal request form, a copy of which may be obtained by contacting us.

Payments to Pengana and Others for the services provided

Management Costs received by Pengana

Pengana will receive remuneration in the form of management costs (which may include a performance fee) in return for the provision of investment management services, marketing and sales services, and where relevant, responsible entity and trustee services. The management costs are generally based on a percentage of the value of your investment and/or the return on your investment and are set out in the relevant PDS.

Payments in respect of PSI received by Pengana and PSI

Pengana will receive remuneration in the form of an arranger fee in return for the provision of arranger services to PSI. The amount of the arranger fee depends on the relevant product, and further details can be found in the PDS for the product. The amount of the arranger fee will generally be a fixed percentage of the issue price per unit. The arranger fees charged by Pengana range between 0% and 1.5%.

PSI receives fees in respect of the issue of the Deferred Purchase Agreements as set out in the PDS for the relevant product.

Payments to Pengana's employees

Pengana's employees, directors, and other staff are paid a salary but do not receive any commissions. However they may be eligible for bonus payments from us based on their performance in meeting or exceeding individual, team, or company performance objectives (which may include the level of product sales revenue generated). It is not possible to determine the absolute value of a bonus and whether an employee will receive such a payment until the end of the performance cycle.

Fund manager payments and product access payments

From the fees that Pengana receives, we may pay amounts to any wrap platform, master trust or other investment administration service (“**Platform**”) through which various products are made available.

We may make two types of payments to Platform operators for a product:

- product access payments (as a flat dollar amount each year) for the administration and investment related services which may be an amount of up to \$30,000 per annum (GST inclusive) per Platform; and / or
- fund manager payments (based on volumes of business generated), which may be an amount of up to 100% of the management costs we receive.

Fund manager payments are only paid by us where such payments are permitted under an arrangement entered into with the relevant Platform before 1 July 2013. Volume based fund manager payments are not paid by Pengana under new arrangements entered into with Platform operators after 1 July 2013.

The amount of these payments may change during the life of the FSG. As these amounts are paid by Pengana out of its own resources, they are not an additional cost to you.

Fees paid to financial advisers and other persons

Any financial product advice provided by Pengana is free of charge.

Pengana does not pay commissions to financial advisers who provide financial product advice to retail clients unless these commissions are paid under an arrangement entered into before 1 July 2013 and are otherwise permitted under the law.

Pengana may make alternative forms of payments or benefits (including sponsorship, gifts and entertainment) to financial advisers, dealer groups and platform providers who provide financial product advice to retail clients where those payments are less than \$300 per annum or are given in relation to providing information technology support or software used for professional development, or for genuine educational and training purposes. If these amount or benefits are provided, they are payable out of Pengana's own resources and are not an additional cost to you. We maintain a register that outlines all of the alternative forms of payments or benefits that we make to financial advisers, dealer groups and platform providers or receive from them. The register is publicly available and you can obtain a copy by contacting us.

The Privacy of your personal information

At Pengana, the privacy of your personal information is important to us. Any personal information collected will be handled in accordance with our Privacy Policy and our obligations under relevant privacy laws.

Our Privacy Policy sets out details of how we comply with our legal obligations in the handling of your personal information. A copy of our Privacy Policy is available upon request, or via our website www.pengana.com.

Complaints Handling

We have established procedures to properly consider and address any complaint you may have. A copy of the "Summary of Complaints Handling Procedures – Information for Clients" is available on request. If you wish to make a

complaint about any of our products or services, please contact our Complaints Officer using the following contact information:

Complaints Officer
Level 12, 167 Macquarie Street
Sydney NSW 2000

Telephone: +61 2 8524 9900
Fax: +61 2 8524 9911
Email: clientservice@pengana.com

If you are not satisfied with our response to your complaint, you may lodge a written complaint with the Financial Ombudsman Service for an independent review of your matter.

Financial Ombudsman Service
GPO Box 3
Melbourne VIC 3001

Telephone: 1300 780 808
Facsimile: (03) 9613 6399
Email: info@fos.org.au
Web site: www.fos.org.au

This 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 is important that you contact us in the first instance so we can address your concerns.

You can also contact the Australian Securities and Investments Commission on their free call line 1300 300 630 in order to make a complaint and to obtain information about your rights.

Compensation Arrangements

We hold professional indemnity insurance which, in our opinion, complies with the requirements of section 912B of the Corporations Act (Cth) 2001. The professional indemnity insurance that we have in place covers claims in relation to the conduct of staff and employees who no longer work for us (but who did at the time of the relevant conduct).

How you can contact Pengana

Mail: Level 12, 167 Macquarie Street
Sydney, NSW 2000

Telephone: (02) 8524 9900
Facsimile: (02) 8524 9901
Website: www.pengana.com