

LCP Insurance Linked Securities Fund - AUD Class

Product Disclosure Statement

APIR: BFL9371AU | ARSN: 677 991 098

25 May 2026



Contents

Section	Page
Disclaimers and important notices	2
1 The Fund at a glance	4
2 Disclosure benchmarks and principles	6
- Disclosure benchmarks	6
- Disclosure principles	7
3 The LCP Insurance Linked Securities Fund - AUD Class	10
4 Who is managing the Fund?	14
5 Investment risks	16
6 Constitution of the Fund	18
7 Operational information	19
8 Fees and other costs	22
9 Taxation considerations	25
10 Client information and complaints resolution	27
11 Other information	27
12 Glossary	29
13 Directory	30

Disclaimers and important notices

This Product Disclosure Statement ('PDS') is dated 25 May 2026 and was lodged with ASIC on that date. This PDS relates to the offer to subscribe for Units in the LCP Insurance Linked Securities Fund - AUD Class ARSN 677 991 098 ('the Fund') and is issued by Bennelong Funds Management Ltd (ABN 39 111 214 085, Australian Financial Services Licence No. 296806), the Responsible Entity of the Fund ('the Responsible Entity' or 'BFM'). The Fund is a registered managed investment scheme under the Corporations Act. BFM is responsible for the management of the Fund. The investment manager of the Master Fund (as defined in the Glossary) is Leadenhall Capital Partners LLP ('LCP').

References in this PDS to 'we', 'us', 'our', 'the Responsible Entity' and 'BFM' are to Bennelong Funds Management Ltd, the Responsible Entity and investment manager of the Fund. References to 'you' or 'your' are to investors (and, when the context requires, prospective investors) as Unitholders in the Fund. References to the 'investment manager of the Master Fund' are to LCP as investment manager of the Master Fund, unless expressed otherwise.

This PDS is intended solely for the use of the person to whom it has been delivered for the purpose of evaluation of a possible investment in the Units described and is not to be reproduced or distributed to any other person (other than professional advisers of the prospective investors). The offer under this PDS is available to the following clients ('Wholesale Clients') only, by which we mean:

1. 'Wholesale clients' (as defined in section 761G of the Corporations Act 2001 (Cth) ('Corporations Act'); or
2. 'Wholesale investors' within the meaning of clause 3(2) of Schedule 1 of the Financial Markets Conduct Act 2013 (NZ) ('FMCA') in New Zealand who have completed a Wholesale Investor Certificate; or
3. either of the above investors investing through an investor directed portfolio service, master trust, wrap account, managed discretionary account or an investor directed portfolio service-like scheme (each, 'IDPS') where BFM has notified the IDPS as being eligible to participate in the offer and who have received this PDS (electronically or otherwise) within Australia and New Zealand.

In addition to those investing directly into the Fund, the Responsible Entity has authorised the use of this PDS as disclosure to Wholesale Investors and prospective Wholesale Investors through an IDPS. The operator of an IDPS is referred to in this PDS as an 'IDPS Operator' and the disclosure document for an IDPS is referred to as the 'IDPS Guide'.

Indirect investors who are Wholesale Clients investing through an IDPS may rely on the information contained in this PDS in instructing IDPS Operators to invest in the Fund on their behalf. The Responsible Entity, however, accepts no responsibility where the IDPS Operator does not provide indirect investors investing through an IDPS with a current version of this PDS or any supplementary or replacement PDS. Indirect investors investing through an IDPS do not acquire the rights of a Unitholder in the Fund. The rights of indirect investors are set out in the IDPS Guide or other offer document for the relevant IDPS.

No person is authorised to give any information or to make any representation in connection with the investment opportunities described in this PDS, which is not contained in this PDS. Any

information or representation in connection with this investment not so contained may not be relied upon as having been authorised by the Responsible Entity.

This PDS is prepared for your general information only. You should consider it in deciding whether to apply for Units in the Fund. It is not intended to be a recommendation by the Responsible Entity or the investment manager of the Master Fund, any associate of the Responsible Entity or the investment manager of the Master Fund or any other person to invest in the Fund. This PDS has been prepared without taking into account the investment objectives, financial situation or needs of any particular investor.

As such, before acting on the information in this PDS, prospective investors should consider the appropriateness of the information in this PDS having regard to their own objectives, financial situation and needs. Prospective investors should rely upon their own enquiries and analysis as to the merits and risks in relation to the offer and in deciding whether to invest in the Fund. The Responsible Entity and the investment manager of the Master Fund strongly recommend that potential investors read and consider this PDS in its entirety and seek independent professional advice as to the financial, taxation and other implications of investing in the Fund and the material contained in this PDS before making any decision whether to acquire Units in the Fund.

The Responsible Entity reserves the right to evaluate any applications for Units and to reject any or all applications submitted by investors, without giving reasons for rejection. The Responsible Entity is not liable to compensate any recipient of this PDS or any intending investor for any costs or expenses incurred in reviewing, investigating or analysing any information in relation to the Fund, in making an application for Units or otherwise.

Neither BFM nor LCP or any of their related bodies corporate, associates, officers or affiliates guarantees the performance of the Fund or the repayment of capital from the Fund. You should read this PDS in its entirety and consider the information contained in the associated Target Market Determination ('TMD') for the Fund before making a decision to invest in the Fund.

The investment manager of the Master Fund has discretion over the investment strategy and processes for the Master Fund. With the consent of the Responsible Entity, the investment strategy and processes of the Fund may be varied from time to time to achieve the Fund's objectives, subject to appropriate risk management controls and guidelines and the law. See Section 5 for further information about the risks involved in making an investment in the Fund.

Unless otherwise stated, all amounts are in Australian dollars, and all fees are quoted on a Goods and Services Tax ('GST') inclusive basis net of Reduced Input Tax Credits ('RITCs') available to the Fund.

This PDS should be read in conjunction with the Constitution of the Fund, which is available from BFM Client Experience (details below). This PDS can only be used by investors receiving it (electronically or otherwise) in Australia or New Zealand. No action has been taken to register or qualify the Fund or otherwise to permit a public offering of the Units in any jurisdiction. The distribution of this PDS in jurisdictions outside Australia and New Zealand is limited and may be restricted by law. Persons wishing

to invest who are not in Australia should familiarise themselves with and observe any such restrictions when deciding whether or not to invest in the Fund. New Zealand investors must read the New Zealand Investors' Information Sheet before investing in the Fund and should be aware that there may be differing tax implications of investing in the Fund. All references to dollars or '\$' in this PDS are to Australian dollars.

This PDS has not been, and will not be, lodged with the Registrar of Financial Services Providers in New Zealand, and is not a Product Disclosure Statement under the Financial Markets Conduct Act 2013 (NZ).

This offer does not constitute an offer in any jurisdiction in which, or to any person to whom, it would be unlawful to make such an offer. 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 US Securities Act of 1933 (as amended). The Responsible Entity may vary this position. The Units in the Fund have not been and will not be registered under the US Securities Act of 1933 unless otherwise determined by the Responsible Entity and may not be offered or sold in the US to, or for the account of, any US Person so defined except in a transaction that is exempt from the registration requirements of the US Securities Act of 1933 and applicable US law.

This PDS is available at bennelongfunds.com or you can request a copy free of charge by contacting BFM Client Experience.

Certain information in this PDS is subject to change. Certain information that is not materially adverse may be obtained by contacting BFM Client Experience. A paper copy of any updated information may be provided free of charge, upon request.

Contact details:



Client Experience
Bennelong Funds Management Ltd
Bennelong House
Level 2, 9 Queen Street
Melbourne Vic 3000



1800 895 388



client.experience@bennelongfunds.com

1 The Fund at a glance

Feature	Summary (Where capitalised terms are used, these are generally defined in the Glossary)	Reference
Fund name	LCP Insurance Linked Securities Fund - AUD Class	
Master Fund	Leadenhall UCITS ILS Fund PLC ('Master Fund'), an investment company with variable capital under the laws of Ireland and authorised by the Central Bank of Ireland pursuant to the European Communities (Undertakings for Collective Investment in Transferable Securities or 'UCITS') Regulations 2011 (as amended).	
Responsible Entity	Bennelong Funds Management Ltd ABN 39 111 214 085 AFSL 296806 ('BFM', or 'Responsible Entity')	Section 4
Investment manager of the Master Fund	Leadenhall Capital Partners LLP ('LCP') serves as the named investment manager of the Master Fund.	Section 4
Investment objective	The Fund is a 'feeder fund' meaning it indirectly gains exposure to an underlying asset class by aiming to be wholly invested into a master fund. The Fund's objective, via its investment into the Master Fund, is to seek to deliver risk adjusted absolute returns by investing in a global portfolio of insurance linked securities. The Master Fund invests into insurance linked bonds (being catastrophe bonds) and other permitted insurance linked investments, being preferred shares, closed-ended fund shares and exchange-based derivatives (together, 'ILS').	Section 3
Investment strategy	At the Master Fund level, LCP's team aims to achieve its investment objective by investing in a global portfolio of ILS. ILS are primarily debt securities with an expected life between 1-5 years that transfer the risk of insurance event from issuers (e.g. reinsurance companies, corporations, governments or other special purpose vehicles) to the holders of the ILS. The ILS investments of the Master Fund may be exposed to all types of insurance related risk within the property and casualty sector with the exclusion of credit and mortgage insurance risk. Holders of ILS receive a risk premium in the form of a yield in exchange for bearing the risk of losses from pre-defined natural and non-natural catastrophic and insurance linked events for a specified time period. ILS returns are not highly correlated with non-insurance linked events adversely affecting equity markets.	Section 3
Investment guidelines	The Master Fund's investments guidelines include a framework of portfolio construction rules, exposure limits and risk management procedures.	Section 3
Risks	Through its investment into the Master Fund, the Fund invests predominantly in a portfolio of insurance linked securities (primarily catastrophe bonds and other securities), payments on which are linked to insurance payouts as a result of natural or non-natural catastrophic events. As a consequence, the Fund should be regarded as high risk with high volatility. Relevant risks associated with a fund of this nature are outlined in Section 5.	Section 5
Fund base currency	Australian dollars ('AUD')	Section 3
Master Fund base currency	US dollars ('USD')	Section 3
Currency hedging	The Fund intends to invest into an AUD denominated class of the Master Fund. The currency exposure of the Fund is intended to be hedged, with hedging into AUD managed by LCP at the Master Fund level.	Section 3
Unit pricing	Generally, Unit prices are calculated by the Fund on a fortnightly basis, being the first and third Friday of each month ('Valuation Day').	Section 7
Minimum suggested investment timeframe	Longer term (five to seven years)	Section 3
Minimum initial investment	\$400,000	Section 7
Minimum additional investment	\$150,000	Section 7

Feature	Summary	Reference
Minimum investment balance	\$400,000	Section 7
Minimum redemption amount	\$400,000	Section 7
Management fees and costs	<p>The management fees and costs of the Fund are estimated to be 1.43% per annum (including GST net of RITC) of the Net Asset Value ('NAV') of the Fund, which comprises the following components:</p> <ul style="list-style-type: none"> • A management fee of 1.10% p.a. of the NAV of the Fund ('Management Fee'). • A capped administration fee of 0.10% p.a. of the NAV of the Fund. • Estimated indirect costs of 0.23% p.a. of the NAV of the Master Fund. 	Section 8
Performance fees	Although entitled to do so under the Constitution, the Fund does not charge a performance fee.	
Applications and withdrawals	In order to align with the application and redemption cycle of the Master Fund, the Fund will accept application and redemption requests one (1) Business Day prior to a Valuation Day, before 2:00p.m. Melbourne time on that Business Day ('Deadline').	Section 7
Income Distributions	Income distributions are intended to be paid quarterly and are paid into your nominated Australian bank account or reinvested back into the Fund.	Section 6
Wholesale Clients	The Fund is only available to Wholesale Clients, and is not available to Retail Clients.	Section 7

2 Disclosure benchmarks and principles

Disclosure benchmarks

Benchmark	Summary	Reference
<p>Benchmark 1: Valuation of Assets <i>The Responsible Entity implements a policy requiring valuations of the fund assets that are not exchange traded to be provided by independent third-party administrators or an independent valuation service provider.</i></p>	<p>The Fund: The Fund meets this benchmark.</p> <p>The Fund intends to be fully invested into the Master Fund, which is not an exchange traded asset. All assets of the Fund are valued by the Fund's Administrator, Citi, who are unrelated to both the Responsible Entity and the investment manager of the Master Fund. The investments of the Fund will either be valued at the market value, a value determined from an independent source or by the Administrator in consultation with the Responsible Entity and investment manager of the Master Fund and in accordance with industry standards.</p> <p>The Master Fund: The Master Fund meets this benchmark.</p> <p>The Master Fund appoints an independent administrator (U.S. Bank Global Fund Services (Ireland) Limited, as disclosed in its prospectus) to calculate its NAV. The NAV of the Master Fund is struck semi-monthly in accordance with UCITS rules and the valuation policies set out in the Master Fund's prospectus.</p> <p>Valuation methodologies include:</p> <ul style="list-style-type: none"> • mark-to-market pricing where observable market prices exist (e.g. listed catastrophe bonds); • independent broker/dealer quotes and third-party pricing models for less liquid or over-the-counter instruments; • specialist actuarial models for certain insurance-linked securities, sidecars, and private reinsurance contracts. <p>The administrator reviews and applies these methodologies under the oversight of the Master Fund's directors and in accordance with UCITS requirements.</p>	Section 3
<p>Benchmark 2: Periodic Reporting <i>The Responsible Entity of the fund will provide periodic (annual and monthly) disclosure of the current funds under management of the fund and the investment returns at the end of the period.</i></p>	<p>The Fund: The Fund meets this benchmark.</p> <p>The Master Fund: The Master Fund meets this benchmark.</p> <p>The Responsible Entity will provide monthly, half-yearly and annual reports of the Fund (and where relevant the Master Fund).</p> <p>See Section 7 'Reports and statements' for further information.</p>	Section 7

Disclosure principles

Principle	Summary	Further Information
Disclosure Principle 1: Investment strategy	<p>The Fund investment objective and strategy</p> <p>The Fund is a 'feeder fund' meaning that it indirectly gains exposure to an underlying asset class by aiming to be wholly invested into a master fund. The Fund's objective, via its investment into the Master Fund, is to seek to deliver risk-adjusted absolute returns by investing in a portfolio of insurance linked securities.</p> <p>The Master Fund investment objective and strategy</p> <p>The Master Fund invests in catastrophe bonds, collateralised reinsurance, industry loss warranties (ILWs), and other insurance-linked instruments that transfer insurance and reinsurance risk (primarily catastrophe risk) from insurers to capital markets. Exposures are predominantly to natural catastrophe risks such as U.S. hurricanes and earthquakes, Japanese typhoons and earthquakes, and European windstorms, but may also include other risks. The ILS market is heavily concentrated in North American perils. As a result, the Master Fund will have a higher concentration of exposure to natural catastrophe risks associated with the U.S. hurricanes and earthquakes. The Master Fund will invest in derivatives (see Disclosure Principle 7), generally does not use leverage (see Disclosure Principle 6) and does not engage in short selling (see Disclosure Principle 8).</p> <p>The strategy will produce investment returns dependent on the asset allocation and investment selection skills of the investment team. Holders of ILS, such as the Master Fund and via the Master Fund, the Fund, receive a risk premium in the form of a yield in exchange for bearing the risk of losses from pre-defined natural and non-natural catastrophic and insurance-linked events for a specified time period. The returns on ILS are impacted by payments linked to insurance payouts as a result of natural or non-natural catastrophic events. In the event of a pre-defined natural and non-natural and insurance-linked event occurring, yield receipts may be reduced or cease in their entirety depending on the terms of the ILS. The ILS principal will be partially or fully reduced. The success of the Fund and Master Fund's investment strategy will depend on market conditions and may be influenced by specific risk factors set out in Section 4.</p> <p>The Responsible Entity and the investment manager of the Master Fund may, by agreement, alter the investment objectives and strategy of the Fund or the Master Fund. Whilst there is no intention to change the investment strategy, you will be provided with written notice of any such changes.</p> <p>Please refer to Section 3 for more information on investment selection guidelines.</p>	Section 3 and Disclosure Principles below
Disclosure Principle 2: Investment manager	<p>The Fund</p> <p>BFM will act as the Responsible Entity and investment manager of the Fund.</p> <p>As at the date of this PDS, there have been no adverse regulatory findings against BFM or any of its key officers or employees. As the Fund's investment strategy is to be wholly invested into a master fund, the execution of the Fund's investment strategy does not rely on any particular key individuals within BFM. BFM, in its capacity as Responsible Entity of the Fund, is responsible for overseeing the investment in the Master Fund and ensuring compliance with Australian regulatory requirements, but it does not actively manage the Master Fund portfolio.</p> <p>The Master Fund</p> <p>Leadenhall Capital Partners LLP ('LCP') is the investment manager of the Master Fund, and is authorised and regulated by the UK Financial Conduct Authority (FCA) and the U.S. Securities and Exchange Commission (SEC). As at the date of this PDS, there have been no adverse regulatory findings against LCP or any of its key officers or employees. LCP was established in 2008 and manages a range of ILS strategies across catastrophe bonds, collateralised reinsurance, industry loss warranties, and life insurance-linked investments. LCP's investment team combines capital markets expertise with actuarial and reinsurance underwriting skills. The experience and skills of the LCP team are included in Section 4.</p> <p>LCP is responsible for making investment decisions for the Master Fund, including portfolio construction, trade selection, risk management, and ongoing monitoring. They also undertake due diligence on counterparties and manage diversification across perils, regions and instruments. The Master Fund's directors oversee the investment manager and ensure it acts in accordance with the Master Fund's prospectus and regulations.</p>	Section 3

Principle	Summary	Further Information
<p>Disclosure Principle 3: Fund structure</p>	<p>The Fund and Master Fund's investment structure</p> <p>The Fund is structured as a registered managed investment scheme and a unit trust. The Fund is a 'feeder fund' meaning that it indirectly gains exposure to an underlying asset class by aiming to be wholly invested into a master fund.</p> <p>The Master Fund is a public limited company authorised and regulated by the Central Bank of Ireland under the European Communities (Undertakings for Collective Investment in Transferable Securities, or 'UCITS') Regulations 2011. The Master Fund operates as an umbrella UCITS investment company with segregated liability between sub-funds.</p> <p>The key service providers involved in the operation of the Fund are named in 'The Fund at a glance' table in Section 1. All key service providers are based in Australia.</p> <p>Further information in relation to some of these service providers is set out in Section 4. A diagram showing the flow of investment money through the structure is included in Section 4.</p> <p>The Responsible Entity ensures compliance of service providers of the Fund with their obligations under the relevant service agreements and applicable laws by requiring completion of monthly questionnaires and quarterly assurance certifications and by conducting an annual onsite visit.</p> <p>A key service provider of the Master Fund is Waystone Management Company (IE) Limited, who provide governance and regulatory oversight services.</p> <p>Fees and costs in relation to the Master Fund</p> <p>There are various indirect fees and costs that are associated with the Fund's investment in the Master Fund, including administration and custody fees. Please refer to Section 8 'Fees and other costs' for more information on indirect fees and costs.</p> <p>There are no material related party service provider relationships which are likely to impact the Fund or the Master Fund, and neither are there any material arrangements which are not on arms-length commercial terms.</p>	<p>Sections 3 and 8</p>
<p>Disclosure Principle 4: Valuation, location and custody of assets</p>	<p>The Fund</p> <p>The investments of the Fund are generally valued on the first and third Friday of the month in accordance with the Constitution. The investments of the Fund are valued by the Administrator in consultation with the Responsible Entity and in accordance with industry standards. As the Fund seeks to invest all or substantially all of its assets into the Master Fund, the NAV of the Fund will generally be calculated with reference to the published NAV of the Master Fund, adjusted for applicable fees and expenses.</p> <p>The Responsible Entity has appointed Citigroup Pty Ltd ('Citi') as the Administrator and Custodian of the Fund. The services of Citi to the Fund include processing of applications and redemptions, Unit registry, clearing and settlement of transactions, valuation of assets and other services as agreed between the parties.</p> <p>The Master Fund</p> <p>The Master Fund's NAV is calculated by its appointed administrator, U.S. Bank Global Fund Services (Ireland) Limited, in accordance with UCITS regulations and the valuation policies set out in the Master Fund's prospectus. Valuation of portfolio assets within the Master Fund is generally based on:</p> <ul style="list-style-type: none"> • Observable market prices for listed catastrophe bonds and liquid ILS instruments; • Model-based valuations for less liquid instruments such as collateralised reinsurance contracts, industry loss warranties, or bespoke risk transfer contracts; • Independent third-party pricing sources, actuarial models, and risk analysis where no active market exists. <p>Valuations are reviewed and approved by the Master Fund's board and are subject to oversight by its depositary.</p> <p>The Master Fund invests globally in insurance-linked securities and reinsurance contracts. As the majority of the insurance-linked securities and reinsurance contracts' market share comes from North American perils, the majority of the Master Fund's assets are held in U.S. hurricane and earthquake ILS. Under UCITS rules, all assets must be held in accordance with European Union custody and safekeeping standards. The Master Fund's depositary is responsible for the safekeeping of assets, monitoring cash flows, and oversight of the Master Fund's operations in accordance with UCITS requirements. The Master Fund is domiciled in Ireland and is regulated by the Central Bank of Ireland.</p>	<p>Section 3</p>

Principle	Summary	Further Information
Disclosure Principle 5: Liquidity	The Responsible Entity reasonably expects that it will be able to realise at least 80% of the assets of the Fund, at the value ascribed to those assets in calculating the Fund's Net Asset Value, within 10 days. See 'Liquidity' in Section 3 for further details.	Section 3
Disclosure Principle 6: Leverage	<p>The Fund</p> <p>The Fund does not employ leverage. Its sole exposure to leverage arises indirectly through its investment in the Master Fund.</p> <p>The Master Fund</p> <p>As a UCITS vehicle, the Master Fund is subject to strict European Union regulations limiting the use of leverage and borrowing. The Master Fund may only borrow on a temporary basis (e.g. to meet short-term liquidity needs, facilitate settlement of transactions, or manage cash flows). Borrowings are capped by UCITS rules (up to 10% of NAV).</p> <p>LCP manages the Master Fund's portfolio within defined leverage and risk limits as set out in its prospectus. Independent oversight is provided by the Master Fund's board and its depositary, U.S. Bank Europe DAC.</p>	Section 3
Disclosure Principle 7: Derivatives	<p>The Fund</p> <p>The Fund itself does not use derivatives for investment purposes. Its only exposure to derivatives arises indirectly through its investment in the Master Fund.</p> <p>The Master Fund</p> <p>The Master Fund may enter into forward foreign exchange contracts and other currency derivatives to manage exchange rate risk between its base currency (USD), the currencies of its underlying assets, and the currencies of its share classes, including an AUD class. The Master Fund uses OTC derivatives for foreign exchange risk management. All foreign exchange contracts are executed by LCP via MillTech who act as the foreign exchange broker for the Master Fund.</p> <p>As noted in Section 3, certain insurance linked bonds structures (those that do not use indemnity triggers, where no evidence of actual net loss by the protection buyer is required) may include a derivative component as the actual losses incurred by the protection buyer can differ from the payout receivable from the issuing special purpose vehicle.</p> <p>The Master Fund operates under UCITS regulations, which impose strict limits on derivatives usage, counterparty exposures, and collateralisation. All derivative counterparties are required to be appropriately regulated and of acceptable credit quality. Collateral may be posted in line with UCITS rules to mitigate counterparty default risk. Typically, collateral posting is in the form of cash. Independent risk monitoring and valuation are performed by the Master Fund's administrator and overseen by its board and depositary.</p>	Sections 3 and 4
Disclosure Principle 8: Short selling	<p>The Fund</p> <p>The Fund will not engage in short selling.</p> <p>The Master Fund</p> <p>The Master Fund will not engage in short selling.</p>	
Disclosure Principle 9: Withdrawals	<p>The Fund generally processes withdrawals on a fortnightly basis. Withdrawal requests are required to be received by the Administrator by 2.00 p.m. Melbourne time at least one (1) Business Day prior to a Valuation Day.</p> <p>The process for making withdrawals and limitations in relation to withdrawals are set out in Section 7. In some circumstances, such as when the Fund is illiquid, investors will not be able to withdraw from the Fund. If the withdrawal requirements are altered you will be notified in writing.</p>	Section 7

3 The LCP Insurance Linked Securities Fund - AUD Class

How the Fund works

The Fund is a registered managed investment scheme. Investors' funds are pooled and managed in accordance with a set objective and strategy. When you invest in the Fund, you acquire Units. Each Unit entitles the Unitholder (i.e. investor) to a proportionate beneficial interest in the Fund's portfolio of assets but not to any specific assets of the Fund.

The potential for financial gain is made through investors receiving distributions, and any increase in capital value of their Units (if the Unit price is higher than the price at which the investor purchased them). Investors can increase or decrease their investment by acquiring or disposing of interests (Units).

Most managed investment schemes, including the Fund, are structured so that you buy Units in the Fund. The number of Units in the Fund you will receive is dependent on the amount of money invested and the Unit price at the date of application.

The value of your investment is calculated by multiplying the number of Units you hold in the Fund by the applicable Unit price for the Fund at that time.

Fund investment objective

The Fund is a 'feeder fund' meaning it indirectly gains exposure to an underlying asset class by aiming to be wholly invested into a master fund. The Fund's objective, via its investment into the Master Fund, is to seek to deliver risk adjusted absolute returns by investing in a global portfolio of insurance linked securities.

The Master Fund invests into insurance linked bonds (being catastrophe bonds) and other permitted insurance linked investments, being preferred shares, closed-ended fund shares and exchange-based derivatives (together, 'ILS').

Investment guidelines and policy

The Master Fund aims to achieve its investment objective by investing in a portfolio of ILS exposed to a range of risks and perils as set out below and by taking into account specific investment restrictions.

Key investment restrictions for the Master Fund are:

- The face value of the Master Fund's aggregate holding in each security cannot be more than 20% of the value of the securities issued in the relevant tranche.
- No single issuance may represent more than (i) 5% of the Master Fund's net asset value if exposed to U.S. hurricane risk or (ii) 10% of the Master Fund's net asset value if exposed to any other risk or peril, provided the sum of exposures to any risk or peril above 5% do not in aggregate exceed 40% of the Master Fund's net asset value.
- The Master Fund may invest in ILS primarily exposed to non-life insurance linked risks, however, the Master Fund will not make investments in non-insurance linked risks not expressly listed as allowed (e.g., no credit bonds, no equities and no loans).

In addition, and to the extent only that LCP deems consistent with the investment policies of the Master Fund, the Master Fund may utilise investment techniques and instruments which may include financial derivative instruments. Where the Master Fund intends to use financial derivative instruments for investment

purposes, a risk management process will, prior to same, be submitted to and cleared by the Central Bank of Ireland in accordance with the Central Bank UCITS Regulations.

Investment guidelines

In selecting investments, LCP's investment professionals will design a portfolio to represent a risk and return relationship within the market compatible with the risk and return appetite of the Master Fund's investors. In building such a portfolio that seeks to achieve risk adjusted absolute returns, LCP will consider, amongst other factors, the potential return on an ILS portfolio as well as the risks to which that ILS portfolio is exposed, the potential for losses (i.e., the potential that the principal of the ILS portfolio will be reduced upon the occurrence of an event to which it is exposed) and the liquidity profile of the Master Fund.

LCP will analyse the structural risks (whereby legal, corporate or counterparty credit issues could impact the value of an investment), the insurance linked risks (whereby the risk of losses from pre-defined natural and non-natural catastrophic events, which are analysed using proprietary and vendor models available to LCP, could impact the value of an investment), the underwriting risks (whereby the impact of sponsor underwriting and operational behaviour could affect the probability of loss) and the market risks to which the particular ILS may be exposed. In its selection of the investments which are suitable for meeting the Master Fund's investment objective, LCP will consider the outcome of its risk analysis relative to the expected return of the investment. As part of this process, LCP weighs whether any finding from its risk analysis would, in its opinion, make the investment unsuitable for the portfolio (due to elements such as the probability of a loss event, insufficient data for a proper risk assessment, the poor underwriting quality of the protection buyer, exposure to potential conflicts of interest on the part of the protection buyer, loose structural features potentially leading to potential disputes or an undesired exposure to one or more counterparty risks).

The ILS that the Master Fund may acquire fall into one of four categories of instrument: insurance linked bonds, preferred shares, closed-ended fund shares and exchange-based derivatives. These are each considered in turn below together with a note describing the insurance linked risks to which ILS may be exposed and how those risks relate to ILS.

Insurance linked bonds

The market for insurance linked bonds is relatively recent, and as such there is a high degree of innovation as structures embedding insurance linked risk are offered to the capital markets. The Master Fund will invest in insurance linked bonds whereby protection buyers have transferred to investors a range of risks associated with natural catastrophes and other non-life insurance risks.

The insurance linked bonds in which the Master Fund may invest are unleveraged structured bonds which do not embed derivatives and which are issued by special purpose vehicles (e.g., private limited companies) primarily domiciled in Bermuda, Delaware, Ireland, Singapore, Guernsey, Hong Kong or the Cayman Islands but which may be domiciled in other jurisdictions. The core business of such special purpose vehicles is to issue transferable securities which transfer the risk of the occurrence of an insurance linked event from a protection buyer to the holders of such insurance linked bonds. The protection

buyer only collects a pay out of the bond's proceeds if specified, pre-defined loss conditions or events occur (i.e., 'trigger') prior to the bond's maturity and, accordingly, the bond's principal is forgiven, either in part or in full, depending on the magnitude of the proceeds paid to the protection buyer. In the event of a trigger prior to the bond's maturity, receipt of yields may reduce or cease entirely.

Insurance linked bonds using indemnity triggers pay out and suffer principal forgiveness based on the actual losses experienced by the issuer and are only selected for sponsors with solid underwriting and acceptable reserving practices. Insurance linked bonds with indemnity triggers can take longer than non-indemnity bonds to determine any payout because of the time needed for the insurers to collect and assess all relevant loss claims.

Although the insurance linked bonds in which the Master Fund may invest directly do not embed derivatives, certain insurance linked bonds structures (those that do not use indemnity triggers, where no evidence of actual net loss by the protection buyer is required) may include a derivative component as the actual losses incurred by the protection buyer can differ from the payout receivable from the issuing special purpose vehicle.

The special purpose vehicles which issue the insurance linked bonds in which the Master Fund may invest may also deploy currency hedges to cover exposures across territories where claims could be in different currencies.

The insurance linked bonds in which the Master Fund may invest may or may not be rated by an independent rating agency. If rated, the rating of the insurance linked bond is based in part on its probability of attachment and of default (which is related to its attachment probability and expected loss) as modelled by an independent modelling agent. Ratings are influenced by a number of factors, including the number and types of perils covered and the mechanisms (or 'triggers') by which losses are defined.

There are no credit quality or maturity restrictions with respect to the insurance linked bonds that may form part of the Master Fund's portfolio and, for the avoidance of doubt, the Master Fund may have substantial holdings of non-investment grade securities. Insurance linked bonds may have fixed, floating or variable rates of interest. Most insurance linked bonds in which the Master Fund may invest have a remaining expected maturity between one and four years, however the Master Fund may invest in insurance linked bonds which mature over a shorter or longer period than this.

Preferred shares

In addition to insurance linked bonds, the Master Fund's ILS investments may include preferred shares that can, in the reasonable assessment of LCP, be transferred or liquidated within a fortnightly period. Preferred shares are shares of reinsurance entities, special purpose vehicles (e.g., private limited companies) or cell companies (i.e., companies which segregate the assets and liabilities between shares issued by separate cells within one company), generally domiciled in Bermuda, Guernsey, Ireland or the Cayman Islands which have insurance or reinsurance risk such as, for example, a risk of loss from pre-defined natural and non-natural catastrophic and insurance linked events.

Closed-ended fund shares

In addition to insurance linked bonds and preferred shares, the Master Fund's ILS investments may include closed-ended fund shares that can, in the reasonable assessment of LCP, be transferred or liquidated within a fortnightly period. Closed-ended

fund shares are shares of closed-ended funds that are listed on a Recognised Market and whose underlying investments are ILS instruments.

Exchange based derivatives

In addition to insurance linked bonds, preferred shares and closed-ended fund shares, the Master Fund's ILS investments may include exchange-based derivatives that can, in the reasonable assessment of the investment adviser, be transferred or liquidated within a fortnightly period. Exchange based derivatives include futures and options in respect of insurance linked and / or weather indices (which are approved by the Central Bank of Ireland from time to time) and which may be used to obtain exposure to insurance related risks (e.g., insurance losses and weather incidents). The indices in question may relate to industry losses (for example, in respect of a large hurricane or other event that may generate insured losses), parametric indicia (such as meteorological conditions that may have some correlation to insured losses) or temperatures (in cases where temperatures may have an effect on the price of commodities or other assets or a correlation with insured losses).

Cash and cash equivalents

While the intention of LCP is to invest, in normal circumstances, in ILS, in exceptional market conditions or where LCP is of the opinion that there are insufficient investment opportunities in such investments, LCP may retain a significant proportion of the Master Fund in cash and/or invest a significant proportion or all of the Master Fund in liquid assets which may comprise cash, fixed term deposits, fixed and floating rate instruments including (but not limited to) certificates of deposit, banker acceptances, freely transferable promissory notes, commercial paper, floating rate notes, debentures, asset backed commercial paper which do not embed derivatives, government bonds, corporate bonds, asset backed securities and money market funds which may be acquired for ancillary liquid asset purposes. This could prevent the Master Fund from achieving its investment objective.

Currency and hedging

The Fund's currency is in Australian dollars ('AUD'). The Fund invests into an AUD denominated class of the Master Fund. The base currency of the Master Fund is in US dollars ('USD'). The currency exposure of the Fund is intended to be hedged, with the hedging into AUD managed by LCP at the Master Fund level.

Liquidity

The Fund invests substantially all of its assets in the Master Fund, which offers redemptions on a periodic basis, typically fortnightly, subject to notice periods and the terms outlined in its prospectus. As a result, the liquidity of the Fund is directly dependent on the liquidity of the Master Fund. While the Responsible Entity intends to offer investors the ability to withdraw from the Fund on corresponding redemption dates, payment of withdrawal proceeds will occur only after redemption proceeds have been received from the Master Fund. The underlying investments of the Master Fund consist primarily of insurance-linked securities and reinsurance contracts, many of which are not traded on public markets and may be subject to delays in valuation or settlement following significant insured loss events. In certain circumstances, such as after a major catastrophe or during periods of valuation uncertainty, the Master Fund may defer, restrict, or suspend redemptions, which would in turn delay withdrawals from the Fund. Investors should

therefore be aware that redemptions are not guaranteed to occur within a fixed timeframe and that liquidity may be constrained during stressed market conditions.

At the date of this PDS, the Responsible Entity and the investment manager of the Master Fund reasonably expect that the Fund will be able to realise at least 100% of the Fund's assets within 14 days, under normal conditions, at the value ascribed to those assets in the most recent calculation of the Fund's NAV (subject to any relevant transaction costs).

Time horizon

The Fund is managed with the intention of generating returns over the long term. The minimum suggested timeframe for an investment in the Fund is five to seven years.

Fund suitability

The Fund is suitable for investors who are seeking medium- to long-term exposure to the performance of ILS and are prepared to accept the risks associated with an investment of this type.

Performance

Performance of the Fund can be volatile over the short term given the Fund invests predominantly in ILS, a higher risk asset class which is susceptible to short-term volatility.

The Fund's performance is available at bennelongfunds.com.

Labour standards and environmental, social and ethical considerations

Sustainable finance

Environmental, social and governance ('ESG') considerations are embedded by LCP within the investment framework and asset management function of the Master Fund. The Master Fund is classified as Article 8 under the EU's Sustainable Finance Disclosure Regulation.

Sustainability risks are integrated into the investment process through ESG due diligence performed prior to the investment committee stage of the investment process of the Master Fund. However, in reference to Article 14(3) of the EU's Commission delegated regulation supplementing the Regulation 2019/2088 (the 'SFDR RTS'), the Master Fund does not make sustainable investments.

Integration of sustainability risks

Sustainability risk means an environmental, social or governance event or condition that, if it occurs, could cause an actual or a potential material negative impact on the value of the investment.

Before any investment decisions are made on behalf of the Master Fund and as part of the overall investment analysis, the material sustainability risks and opportunities associated with the proposed investment will be identified. Investment decisions will then be made by reference to the Master Fund's investment policy and objectives, taking into account these sustainability risks and opportunities.

The potential sustainability risk to which the Master Fund is exposed may cause a negative impact on the value of investments.

Environmental / social characteristics

The Master Fund promotes environmental / social characteristics.

The characteristics promoted by the Master Fund include that:

- a. The Master Fund supports improving the overall resilience of societies and businesses to natural catastrophes including the potential negative impacts of climate change.
- b. The Master Fund contributes to global ESG enhancement by promoting ESG within the insurance linked securities and (re) insurance industry.
- c. The Master Fund contributes to supporting social resilience and narrowing the protection gap by providing insurance linked protection to insurers, reinsurers, managing general agents ('MGAs'), managing general underwriters ('MGUs'), governments, state, regional and municipal agencies and aid agencies providing post-disaster relief.

The Master Fund will not guarantee to make any specifically labelled sustainable investments, but has the following sustainability indicators that are used to measure the attainment of each of the social characteristics mentioned above:

- a. The Master Fund aims to have 50%+ of its invested assets covering meteorological risks to ensure the protection of societies and businesses including against adverse risks related to climate. The Master Fund also aims to allocate 50%+ of its invested assets to natural catastrophe risks for residential and small commercial business to ensure their overall protection to adverse financial risks.
- b. The Master Fund aims to limit its exposure to insurance linked transactions explicitly covering the following risk profiles to a specific amount of invested assets from its investment universe as at the time the investment is made:
 - Marine transportation of fossil fuels (no greater than 10%); and
 - Mining extraction or coal (no greater than 10%).
- c. The Master Fund aims to commit 75%+ of its invested assets to exposure to insurance linked or reinsurance linked risks.

Risk level

Because of the Fund's exposure to a relatively concentrated number of investments, and the nature of the Fund's investment strategy the Fund has a high risk level.

Significant features and benefits

The significant features and benefits of investing in the Fund are:

- **Access to the investments of the Master Fund:** An investment into the Fund will provide investors indirect exposure to the Master Fund and therefore the features and benefits of the Master Fund.
- **Exposure to Insurance-Linked Securities ('ILS')/catastrophe bonds:** The Master Fund primarily invests in catastrophe bonds and other insurance-linked securities, which are tied to insurance payouts resulting from events like earthquakes or windstorms. This gives investors exposure to a niche asset class with unique return drivers.

- **Attractive yield potential:** ILS may offer a significant yield advantage, with premiums that may surpass those of traditional fixed-income assets.
- **Low correlation:** ILS have historically exhibited low correlation with traditional equity and bond markets, offering genuine diversification benefits from cyclical and macroeconomic risks.
- **Investing with a quality team of highly experienced investment professionals:** LCP is a specialist investment manager focused exclusively on ILS, with a team bringing extensive experience across insurance, reinsurance, capital markets, and risk management. Established in 2008, the firm has grown to manage approximately US\$6 billion in assets and is recognised as one of the leading global ILS managers. The senior team includes experienced leaders from organisations such as Swiss Re, Lloyd's of London, and major global banks, with deep expertise across catastrophe bonds, life insurance-linked strategies, and structured reinsurance

solutions. LCP's proven track record, robust underwriting capabilities, and innovative approach provide investors with access to a highly specialised asset class through a well-governed and institutional-grade investment platform.

Investing in a managed investment scheme can also offer a number of general benefits, including:

- **increased purchasing power:** The size of a managed investment scheme means it can generally buy and sell assets at a lower price than an individual investing directly.
- **investment opportunities:** Managed investment schemes give you the opportunity to access a range of assets that you may not normally access as an individual investor.
- **professional investment management:** Your money is managed by a team of professionals who use their resources, experience and specialist skills to make the investment decisions on behalf of all investors in the Fund.

4 Who is managing the Fund?

The Responsible Entity

BFM is the Responsible Entity of the Fund and is the Issuer of the Units in the Fund and this PDS. BFM holds an Australian Financial Services Licence which authorises it to operate and issue interests in registered managed investment schemes for Retail and Wholesale Clients. As Responsible Entity of the Fund, BFM is responsible for ensuring the Fund is operated in accordance with the Constitution, the Corporations Act and trust law.

The Responsible Entity has appointed a number of service providers to provide services in relation to the Fund. This includes a custodian who holds 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 Responsible Entity is ultimately responsible for monitoring the performance of services provided by these service providers.

BFM is a wholly owned subsidiary of Bennelong Funds Management Group Pty Ltd (ABN 95 144 676 344) ('BFMG'). BFMG provides operational support to its fully-owned subsidiary BFM.

The investment manager of the Fund

BFM is also the investment manager of the Fund. At the date of the PDS, the Fund is a 'feeder fund' meaning that it indirectly gains exposure to an underlying asset class by aiming to be wholly invested into a master fund.

The investment manager of the Master Fund

Leadenhall Capital Partners ('LCP') is the investment manager of the Leadenhall UCITS ILS Fund PLC ('Master Fund'), an investment company with variable capital under the laws of Ireland and authorised by the Central Bank of Ireland pursuant to the European Communities (Undertakings for Collective Investment in Transferable Securities or 'UCITS') Regulations 2011 (as amended).

LCP is a global asset management company that specialises in insurance-linked strategies, offering institutional and other sophisticated investors access to life, non-life, and alternative credit insurance-linked investments. Established in 2008, LCP has a highly experienced team with extensive experience in insurance and capital markets, earned at major financial institutions, reinsurance firms, broking houses, and the Lloyd's of London insurance market. The firm provides dedicated funds and tailored managed accounts, allowing investors to benefit from attractive returns while diversifying their risks away from traditional capital markets.

Key individuals implementing the investment strategy of the Master Fund

Luca Albertini, Chief Executive Officer (Founding Partner)

Luca Albertini co-founded Leadenhall in 2008. He has extensive experience in both banking and insurance having spent time at the securitisation units of Citicorp, GE Capital (including an assignment within GE's European reinsurance business) and Credit Suisse First Boston. From 2003, Luca headed the European Insurance Linked Securities team of Swiss Re Capital Markets, where he was responsible for developing one of the largest and most successful ILS teams in Europe.

John Wells, Chairman (Founding Partner)

John Wells co-founded Leadenhall in 2008. He has over 30 years of capital markets experience. He was one of the founding members of Swiss Re Financial Products from 2000 to 2005 which grew from two people to a very profitable organisation employing approximately 500 people over three years with a balance sheet of approximately USD 15 billion. John spent almost 20 years as an investment banker with the NatWest Group in London and Tokyo.

Ben Adolph, Chief Underwriting Officer (Non-Life)

Ben joined Leadenhall Capital Partners in August 2013 to work within the non-life investments underwriting team. He previously worked in the traditional property treaty market for seven years, most recently with the Antares syndicate for three and a half years. In addition, he holds a degree Business & Financial Services and is ACII qualified.

Phil Kane ACAS (Principal Trading, Senior Credit Officer (Partner))

Phil joined Leadenhall in 2019. He began his career as an actuary entering the global reinsurance industry at AIG in 1995 as a transactor. He then progressed through roles in the Credit and Insurance Solutions teams at Citigroup, Merrill Lynch and Deutsche Bank. At Deutsche Bank, Phil also worked in senior roles in risk functions, establishing the Valuation Risk Committee for complex assets. Phil has over 30 years of insurance and capital markets experience since graduating from Princeton University whilst also gaining actuarial qualification from the Casualty Actuarial Society (US) and an MSc in Finance from London Business School.

Lionel Daniele (Managing Director, Trading)

Lionel started his career as a credit quantitative analyst for the Global Credit Portfolio Management team at Société Générale, in New-York. He then joined the London credit trading desk and for the last 15 years has been trading Developed Markets and Emerging Markets. He most recently held senior Credit Default Swaps trader positions at Deutsche Bank and Credit Suisse and joined Leadenhall in November 2020. Lionel graduated from the French Grandes Écoles in both, Mechanical Engineering and Finance. He is now attending the Micromasters program from the MIT in Data science and Machine Learning.

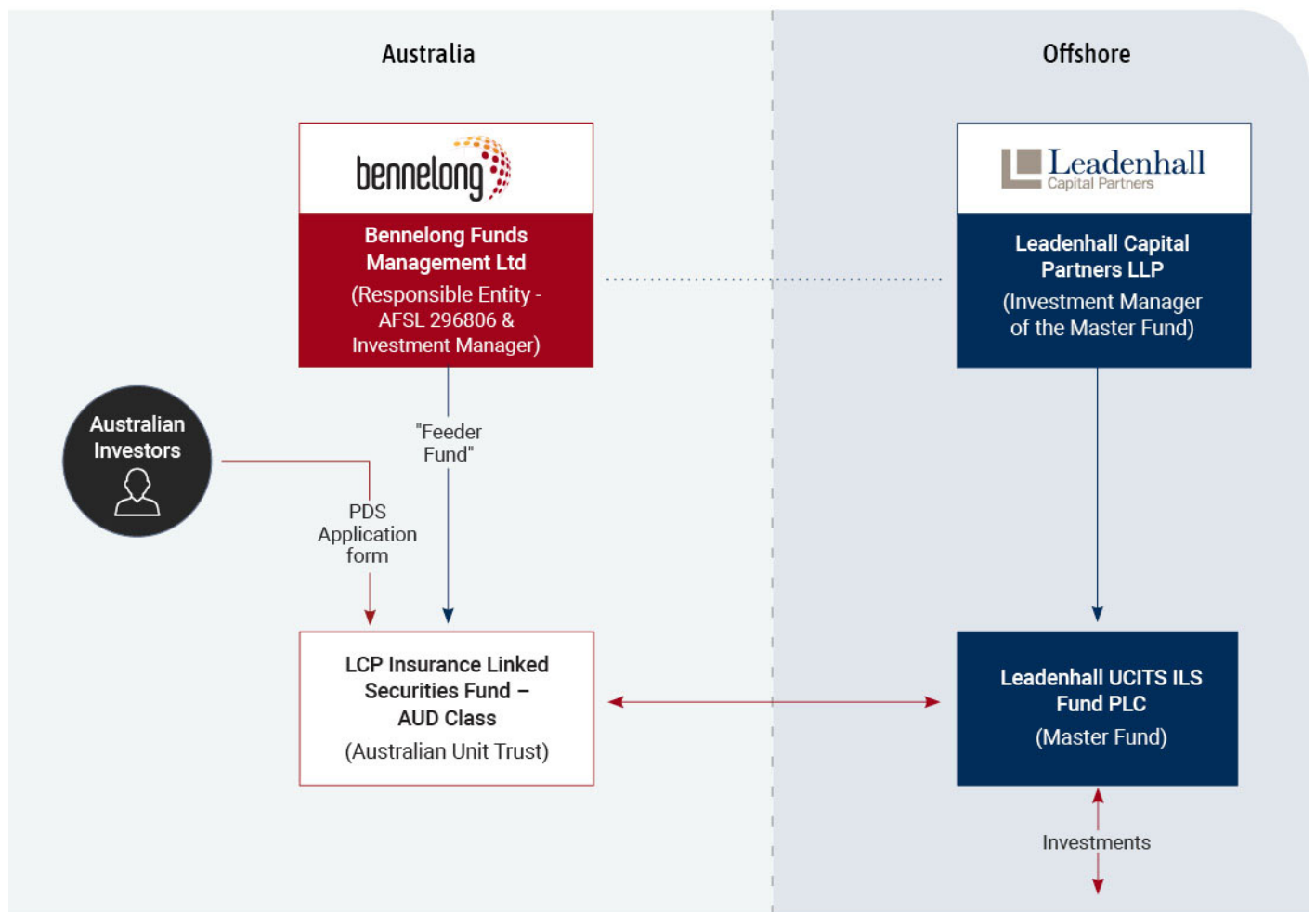
The Administrator, Custodian and Unit Registry

The Responsible Entity has appointed Citigroup Pty Ltd (ABN 88 004 325 080) ('Citi') as the Administrator, Custodian and Unit Registry of the Fund. Citi is an independently owned fund administration business providing fund managers with an integrated service solution.

The Responsible Entity has entered into an agreement with Citi ('Administration Agreement'). Under the Administration Agreement, Citi will perform certain administrative, accounting and unit registry services and is responsible, under the ultimate supervision of the Responsible Entity, for matters pertaining to the administration of the Fund.

The Responsible Entity may replace Citi as the Administrator or Custodian of the Fund in the future without prior notice to investors.

Fund Structure



5 Investment risks

Risks

Investments in the Fund carry risk. 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 value of the Fund's investments will vary. The level of returns will vary, and future returns may differ from past returns.

There are risks involved in investing in Units in the Fund including the risk that the Fund may not earn a distribution return and the risk that the value of the capital invested could fall or be lost. No guarantee is provided on the performance of the Fund, that distributions will be made or that the capital value of an investment in the Fund will increase or be maintained.

The Responsible Entity also does not guarantee the liquidity of the Fund's investments or that you will be able to redeem your investment from the Fund within the timeframes specified in this PDS. This PDS is prepared for your general information only. It is not intended to be a recommendation by the Responsible Entity, the investment manager of the Master Fund, any associate of the Responsible Entity or the investment manager of the Master Fund or any other person to invest in the Fund. This PDS does not take into account the investment objectives, financial situation or needs of any particular investor.

The Fund is not a complete investment program. Prospective investors need to assess the risks and their own financial position in determining whether an investment in the Fund is suitable for them. Prospective investors should seek professional advice before investing. Prospective investors should rely upon their own enquiries and analysis as to the merits and risks in relation to the offer and in deciding whether to invest in the Fund.

Choosing the right fund for your risk level

Each investor's risk tolerance is different. Before investing in the Fund, the factors you should consider include:

- your investment goals;
- your expectations for returns;
- the length of time you can hold your investment; and
- how comfortable you are with fluctuations in the value of your investment.

It is recommended you obtain independent professional financial advice before investing in the Fund.

General risks

The key risks of investing in managed investment schemes include:

- the value of investments will vary;
- the level of returns will vary and future returns will differ from past returns;
- returns are not guaranteed and investors may lose some of their money;
- laws affecting registered managed investment schemes may change in the future; and
- the relevant level of risk for each investor will vary depending on a range of factors including their age, investment timeframe, other investments and individual risk tolerance.

For further information about risks associated with investing in managed investment schemes, please go to ASIC's MoneySmart website (moneysmart.gov.au).

Significant risks of investing in the Fund

The risks specific to the Fund are outlined below. These risks should be carefully evaluated before making an investment in the Fund. Consideration must also be given to the speculative nature of the Fund's investments. Please note that the following is not an exhaustive list of the risks of investing in the Fund.

Market risk

Negative movements that affect the price of all assets (including derivatives) within a particular market may cause losses to the Fund. Unit prices reflect the market value of the assets of the Fund and consequently may rise and fall in line with market variations.

Risk of catastrophic events

The Fund will be exposed through the Master Fund to catastrophe bonds and related insurance linked instruments, the investment returns of which are related to the severity and/or frequency of catastrophic weather or other natural or non-natural events. These instruments are subject to the risk of loss or reduction of principal and/or interest due to the occurrence of catastrophic or other events. The Master Fund's exposures are predominantly to natural catastrophe risks such as U.S. hurricanes and earthquakes, Japanese typhoons and earthquakes, and European windstorms, but may also include other risks such as speciality lines.

Risks of master/feeder structure

The Master Fund is subject to similar risks as the Fund, although it operates in a different jurisdiction and is subject to different regulations. The performance of the Fund and the Master Fund may therefore not be perfectly correlated over short or long periods of time due to various factors including, but not limited to, currency and hedging, cash flows and/or operational factors.

Macro-economic risks

The general state of the Australian and international economies as well as changes in taxation policy, monetary policy, interest rates, currency exchange rates and statutory requirements are some of the factors which may influence the progress of financial markets and individual companies.

Country and political risk

Having overseas investments opens the Fund to risk caused by political changes often stemming from a change in government, legislative bodies or military control. A country's political climate may result in unanticipated losses within the Fund. Instability in a country may lead to changes in foreign exchange controls and policies among other political, economic, legal and market conditions. These may in turn impact on an investment's return. The Fund will have exposure to both developed and emerging markets.

Currency risk

Investing in assets denominated in a currency other than the Fund's base currency may cause losses resulting from exchange rate fluctuations. The currency exposure of the Fund, however, is intended to be hedged and therefore currency risk is largely (but not completely) mitigated through the use of forward foreign exchange contracts at the Master Fund level.

Counterparty risk

The Master Fund conducts transactions such as derivatives through other market participants. There is a risk that these counterparties do not meet their contractual obligations, which may result in loss of collateral held with the counterparty, and/or loss of capital to the Fund or the Master Fund.

Credit risk

ILS are typically structured to minimise credit risk, however such risk with respect to ILS collateral and the cash holding of the Master Fund does exist and can potentially lead to losses.

Liquidity risk

Some investments in which the Fund will invest, especially those of companies which have a smaller total market capitalisation, or where the Fund has a large holding in the company, may be thinly traded or less liquid and therefore may have to be sold at a discount from current market prices, or sold in small lots over an extended period of time. As the Fund will invest in securities listed on securities exchanges in various countries, if there is an interruption of regular trading in a market, or for a particular asset of the Fund, there may be delays in processing withdrawal requests.

Operational risk

The Responsible Entity has appointed service providers for the custody and investment administration of the Fund. The Responsible Entity is satisfied that these service providers have in place adequate internal controls for its custody and investment administration operations. However, there still may be breakdowns in operations and procedures that cannot be prevented in all circumstances.

Interest rate risk

Interest rate movements may have a positive or negative impact on the investment values and/or returns. There is a risk that an increase in interest rates could lead to a fall in value of the Fund's investments.

Regulatory risk

All investments carry the risk that their value may be affected by changes in laws, especially taxation laws.

Conflicts of interest risk

The Responsible Entity, the investment manager of the Master Fund and third-party service providers may, in the course of their business, have potential conflicts of interest which may not be managed effectively and may be detrimental to the Fund and its investors. The Responsible Entity has established policies to manage its obligations to the Fund and to ensure that any perceived or actual conflict is managed appropriately.

Force majeure risks

Circumstances beyond the Responsible Entity's reasonable control may impact the operation, administration and performance of the Fund. Those include industrial disputes, disruption or failure of a securities exchange, fires, floods, hurricanes, earthquakes, wars, strikes and acts of terrorism, insurrection, pandemics and governmental pre-emption in connection with an emergency of state. The Master Fund's country exposures are predominantly the U.S., Japan and Europe.

Liquidity risk

Liquidity of the Master Fund's assets cannot be guaranteed, especially immediately prior or immediately after a catastrophe or potential catastrophe.

6 Constitution of the Fund

Constitution

The Fund was established under the Constitution dated 12 April 2024 (as amended from time to time) and BFM has acted as the Responsible Entity of the Fund since that date. The Fund was registered with ASIC on 17 June 2024.

The Constitution sets out provisions for the establishment of the Fund as a trust, the appointment of and powers of the Responsible Entity, the concept of Units and the rights of Unitholders, the application for and withdrawal of Units, the calculation of application and withdrawal prices, the entitlement to and calculation of distributions, the entitlement to fees and expenses, the custody and valuation of assets, and other matters including liability, audit, meetings, complaints and a Unit register.

BFM's responsibilities and obligations, as the Responsible Entity of the Fund, are governed by the Constitution of the Fund, the Corporations Act and general trust law. Copies of the Constitution of the Fund are available, free of charge, on request. Please contact Client Experience (see section 13 'Directory') to request a copy.

The Responsible Entity may amend the Constitution if it considers that the amendment will not adversely affect Unitholders' rights. Otherwise, the Constitution may be amended by way of a special resolution of Unitholders.

To the extent that any contract or obligation arises in connection with the acceptance by the Responsible Entity of an application or reliance on this PDS by a Unitholder, any amendment to the Constitution may vary or cancel that contract or obligation. Further, that contract or obligation may be varied or cancelled by

a deed executed by the Responsible Entity with the approval of a special resolution of Unitholders, or without that approval if the Responsible Entity considers the variation or cancellation will not adversely affect Unitholders' rights.

Changes to the Fund

Subject to the Fund's Constitution and the Corporations Act, the Responsible Entity may, at its discretion, close or terminate the Fund that is currently offered or change the rules that govern the Fund. The Responsible Entity may change the Fund's investment objectives and the investment strategy with the consent of the investment manager of the Master Fund. You will be provided with notice of any such changes.

Information that is not materially adverse is subject to change from time to time. Up-to-date information can be obtained by contacting Client Experience. A paper copy of the updated information will be provided to you without charge, on request.

Further information about the Fund or investing in the Fund, including a copy of the Constitution and information which has previously been made generally available to the public or might reasonably influence the decision whether to acquire this product, can also be obtained by contacting Client Experience.

Where the Fund is subject to the continuous disclosure requirements of the Corporations Act, we will satisfy our obligations by disclosing material information regarding the Fund on our website (bennelongfunds.com). This includes the annual report for the Fund and any ongoing disclosure notices. A paper copy of this material is available free of charge upon request.

7 Operational information

Unit prices

Unit prices are generally calculated by the Fund twice a month, namely on the first and third Friday of each month ('Valuation Day') and are equal to the Net Asset Value per Unit. The Unit price for the Fund will vary as the market value of assets in the Fund rises or falls and as liabilities change. The value of your investment is calculated by multiplying the number of Units you hold in the Fund by the applicable Unit price at that time.

The number of Units you will receive when you invest in the Fund is dependent on the amount of money invested and the application price at the date of application. If you withdraw your funds, we will withdraw your Units based on the withdrawal price for the Valuation Day for which we receive your withdrawal request. In order to align with the application and redemption cycle of the Master Fund, the Fund will accept application and redemption requests one (1) Business Day prior to a Valuation Day, before 2.00 p.m. Melbourne time on that Business Day ('Deadline').

Application and withdrawal prices for each Valuation Day are based on the Unit price for that Valuation Day adjusted for the buy/sell spread. Application prices are usually higher than withdrawal prices due to the buy/sell spread (refer to 'Buy/sell spread' in Section 7). The buy/sell spread is built into the Unit price and represents your contribution to the costs of buying and selling the underlying assets in the Fund. The current application and withdrawal price for the Fund may be obtained by visiting our website or by contacting our Client Experience Team.

A copy of the Responsible Entity's description of the formula and method it uses for determining Unit prices, the discretions exercised by the Responsible Entity and its nominees in respect of determining Unit prices, and the documented policy in respect of such discretions is available from the Responsible Entity free of charge.

Initial applications

The minimum initial investment amount is \$400,000.

Applications will only be accepted from clients whom the Responsible Entity is reasonably satisfied are Wholesale Clients. Applications from Retail Clients will be rejected.

Applications can be made by completing the attached Application Form and forwarding it to the Administrator at the address shown on the Application Form. Cleared funds must be electronically transferred from an Australian bank account which is in the name of the investor into the account shown on the Application Form.

The correctly completed Application Form and cleared funds are required to be received by the Deadline (2:00pm Melbourne time, one (1) Business Day prior to a Valuation Day) to ensure your application is processed for the Unit price effective for that Valuation Day (closing price). Any application or funds received after this time will be processed for the next Valuation Day.

The Responsible Entity may accept or reject an application at their absolute discretion. Investors should note that the Responsible Entity accepts no responsibility for any loss caused as a result of non-receipt or delay of any application or cleared funds. Where an application from an investor is rejected, interest on rejected application monies is not payable to that investor.

Any interest earned on application monies received by the Responsible Entity will be retained in the application monies trust account, will be used to pay bank fees for that account and does not form part of the Fund's assets. However, the Responsible Entity may pay some of this interest into the Fund at its discretion.

When an application is accepted, an investment advice will be forwarded outlining:

- date of acceptance;
- amount invested in the Fund; and
- number of Units issued, the Unit application price and the holding balance.

Additional applications

Additional investments may be made at minimum increments of \$150,000.

Unitholders will be required to complete an Additional Investment form available from BFM's website at www.bennelongfunds.com and make payments according to the requirements and deadlines as set out for an Initial Application.

Investing through an IDPS

Investors investing in the Fund indirectly via an IDPS do not themselves become investors in the Fund, and accordingly have no direct rights as a Unitholder. The offer document for your IDPS should have further details. If you are an indirect investor, generally the relevant IDPS Operator acquires the rights of a Unitholder.

Unitholder rights include the right to attend Unitholder meetings, to make withdrawal requests, receive and reinvest distributions and participate in termination proceeds. Your rights and liabilities will be governed by the terms and conditions of the relevant IDPS, which you should read carefully prior to directing the relevant operator to invest in the Fund. Investors investing in the Fund indirectly via an IDPS are entitled to rely upon the complaints resolution procedures set out in section 10.

Indirect investors complete application forms for the IDPS, not the Fund, and receive reports from their IDPS Operator, not BFM. Enquiries should be directed to that IDPS Operator.

Minimum investment and withdrawal requirements may not always be relevant to indirect investors because the IDPS Operator may invest on behalf of a number of indirect investors. Indirect investors will also incur fees and expenses applicable to the IDPS, as well as the Fund's fees and expenses. The tax information in this PDS does not specifically cater for indirect investors.

How to withdraw

The minimum withdrawal amount is \$400,000 and is subject to maintaining a minimum balance in the Fund of \$150,000.

Investors may request the withdrawal of all or part of their investment at any time by lodging a withdrawal request with the Administrator.

Withdrawal requests received no later than the Deadline (2:00pm Melbourne time, one (1) Business Day prior to a Valuation Day) will be withdrawn at the withdrawal price applicable as at the close of that Valuation Day. Withdrawal requests received after the Deadline will be processed for the next Valuation Day.

The Responsible Entity intends that Units will be normally withdrawn and payment made within 14 days of receipt of the withdrawal request. However, under the Constitution, the Responsible Entity may make the withdrawal payment within 30 days of the last Business Day of the third month following the month in which the withdrawal request is received.

Withdrawals will be made by electronic funds transfer to the Australian bank account in the name of the investor from which the subscription funds derived. Note that normal bank charges apply.

In some circumstances, for example where an investor makes a large withdrawal request, their withdrawal proceeds may be taken to include a component of distributable income. Refer to the 'Income Distributions' paragraph for further information.

The Responsible Entity may, whilst the Fund is liquid, determine to withdraw Units without a withdrawal request in certain limited circumstances. For example, if the Unitholder has breached its obligations to the Responsible Entity.

In the unlikely event that the Fund becomes illiquid (i.e. liquid assets do not account for at least 80% of the value of the assets of the Fund), withdrawals may only be made in accordance with a withdrawal offer made under the Corporations Act. The Responsible Entity is not obliged to make withdrawal offers under the Corporations Act.

Under the Constitution, the Responsible Entity may also suspend or extend the period allowed for the payment of withdrawals if there are circumstances outside of its control which would prevent the realisation of assets of the Fund, or it is otherwise in the best interest of unitholders to do so. For example, this could include restricted or suspended trading in a market or where redemptions for more than 25% of the value of the Fund are received on any Business Day. Any taxes, duties or other applicable costs will be deducted by the Responsible Entity from the amount paid to you as required or permitted by legislation.

If there are any material changes to your withdrawal rights, you will be notified by the Responsible Entity.

Authorised agent

You may appoint an agent to act on your behalf in relation to your investment in the Fund.

Your agent will have the authority to act in exactly the same manner as you, except that your agent cannot:

- request a change in records held relating to your name, address or other particulars; or
- create and/or alter any other interest in your Units (for example, make a withdrawal).

Your agent's authority continues until the day written advice from you terminating that authority is received.

If you appoint a company as your agent, any director of that company, or any employee authorised by the agent, can act under your agent's authority. Likewise, if you appoint a partnership as your agent, any of the partners can act under that authority. The Responsible Entity may restrict the powers of your agent or cancel their authority at any time.

Income distributions

Income distributions are generally paid quarterly as at 30 September, 31 December, 31 March and 30 June. The amount of the income distribution may vary and will usually consist of interest, dividends and net realised capital gains. The amount of the income distribution for the Fund is generally calculated by reference to all income earned by the Fund for the period, taking into account taxable gains and losses, and then deducting all expenses incurred and any provisions that are considered appropriate to the Responsible Entity.

The income to be distributed is then divided by the total number of Units on issue at the end of the distribution period to determine the cents per Unit distribution rate. All income distributions are paid in Australian dollars. Income distributions must be paid to a nominated Australian bank account or reinvested. If no preference is indicated on your Application Form, income distributions will be reinvested.

Income payments

Income may be paid by either:

- direct transfer to a nominated Australian bank account; or
- reinvestment to purchase additional Units.

Investors need to complete the appropriate section in the Application Form to elect their choice. If there is no notification of method of payment on the Application Form (or subsequent notification), income distributions will be reinvested.

New Zealand investors can only have their income distribution paid out if an AUD-denominated Australian domiciled bank account is provided, otherwise it must be reinvested. New Zealand investors should refer to the New Zealand Investors' Information Sheet for further information.

There is no charge applied to income distributions which are reinvested. The application price that will apply to Units from such reinvestment will be the application price before application of the buy/sell spread after distribution.

Reinvestment will be effected on the first Business Day after the close of each distribution period.

Reports and statements

In addition to the periodic reporting requirements under section 1017D of the Corporations Act, the Responsible Entity has and implements a policy to report on the following information as soon as practicable after the relevant period end.

- Application and withdrawal confirmation statements.
- Monthly updates on Unitholder statements.
- Audited annual reports (and, if applicable, half-yearly financial reports and continuous disclosure notices) via our website.
- Income distribution statements, half yearly.
- Tax statements, annually.

The latest monthly performance report and annual report is available by contacting Client Experience.

Indirect investors

The IDPS Operator will provide indirect investors with reports on the progress of the Fund.

Cooling-off period

Cooling-off rights do not apply to Wholesale Clients who invest in the Fund. Additionally, no cooling-off rights apply in respect of any investment acquired through an IDPS. Indirect investors should contact their operator and read the operator's offer document for their cooling-off rights in relation to their investment in the IDPS.

8 Fees and other 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 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 the fees based on your own circumstances, the Australian Securities and Investments Commission ('ASIC') website (moneysmart.gov.au) has a managed funds fee calculator to help you check out different fee options.

Fees and other costs

The following table shows the fees and other costs that you may be charged. These fees and costs will be deducted from your investment, from the return on your investment or from the Fund's assets as a whole. Taxes are set out in Section 9. 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 – LCP Insurance Linked Securities Fund - AUD Class

Type of fee or cost	Amount	How and when paid
Ongoing annual fees and costs*		
Management fees and costs^{1,2} The fees and costs for managing your investment.	1.43% p.a. of the Net Asset Value of the Fund.	The management fee component of the management fees and costs is calculated and accrued daily and payable within 21 days of the end of the month from the Fund's assets. Indirect costs are paid out of the Master Fund as and when incurred, and comprise the Master Fund's estimated expenses of 0.23% p.a.
Performance fees Amounts deducted from your investment in relation to the performance of the product.	0.00% p.a. of the Net Asset Value of the Fund.	This fee is not payable by this Fund.
Transaction costs³ The costs incurred by the scheme when buying or selling assets.	0.01% p.a.	Transaction costs are deducted from the assets of the Fund. They are recovered as they are incurred and reflected in the Unit price. They are disclosed net of amounts recovered by the buy-sell spread.
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.	Nil	Not applicable.
Contribution fee The fee on each amount contributed to your investment.	Nil	Not applicable.
Buy-sell spread An amount deducted from your investment representing costs incurred in transactions by the scheme.	0.20% of the investment amount upon entry. 0.20% of the withdrawal amount upon exit.	Charged and paid into the Fund when you invest in, or withdraw from, the Fund. The spread is reflected in the application and withdrawal prices.
Withdrawal fee The fee on each amount to take out of your investment.	Nil	Not applicable.

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)		
Exit fee The fee to close your investment.	Nil	Not applicable.
Switching Fee The fee for changing investment option.	Nil	Not applicable.

- 1 Subject to the Corporations Act and the Constitution of the Fund, the Management Fee component of management fees and costs can be negotiated with Wholesale Clients.
- 2 All fees and costs in this section are calculated with reference to the relevant costs incurred during the financial year ended 30 June 2025. Management fees and costs of the Fund as set out in this PDS are the additional fees or costs that an investor incurs by investing in the Fund rather than by directly investing in the assets. This includes components such as Management Fees, expenses and indirect costs. The Management Fee component is 1.10% p.a. (including GST net of reduced input tax credits) of the Net Asset Value of the Fund. There is a cap on the expenses recoverable each year by the Fund, which is currently 0.10% (including GST net of reduced input tax credits) of the Net Asset Value of the Fund. This cap can be increased in the future by giving 30 days' notice.
- 3 The transaction costs amount reflects the actual transaction costs not recovered by the buy-sell spread for the last financial year, including the Responsible Entity's reasonable estimates where information was not available as at the date of this PDS.

Example of Annual Fees and Costs for the Fund

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

Example - LCP Insurance Linked Securities Fund - AUD Class	Amount	Balance of \$500,000 with a contribution of \$150,000 during the year
Contribution fees	Nil	For every additional \$150,000 you put in, you will be charged \$0.
PLUS Management fees and costs	1.43% p.a. of Net Asset Value	And , for every \$500,000 you have in the Fund you will be charged or have deducted from your investment \$7,150* in management fees and costs each year.
PLUS Performance fees	0.00% p.a.	And , you will be charged or have deducted from your investment \$0 in performance fees each year.
PLUS Transaction costs	0.01% p.a.	And , you will be charged or have deducted from your investment \$50 in transaction costs each year.
EQUALS Cost of LCP Insurance Linked Securities Fund - AUD Class		If you had an investment of \$500,000 at the beginning of the year and you put in an additional \$150,000 during that year, you would be charged fees of \$7,200*. What it costs you will depend on the fees you negotiate.

* Additional fees and costs may apply. Please note this example does not capture all the fees and costs that may apply to you such as the buy-sell spread which is disclosed in the 'Fees and costs summary' table above and the 'Additional explanation of fees and costs' section below. Also, this example assumes the additional \$150,000 was invested at the end of the year. If it is assumed the additional \$150,000 was invested at the beginning of the year, the management fees and costs would be \$9,295 (\$650,000 x 1.43%). This is an example only as the actual investment balance of your holding will vary on a daily basis.

Note that Government fees, duties and bank charges may also apply to investments and withdrawals.

Additional explanation of fees and costs

Management fees and costs

Management fees and costs of the Fund as set out in this PDS are the additional fees or costs that an investor incurs by investing in the Fund rather than by directly investing in the assets. This includes components such as Management Fees, expenses and reimbursements in relation to the Fund and indirect costs.

Management Fee

The Responsible Entity is entitled to receive a management fee of 1.10% (including GST net of reduced input tax credits) p.a. of the Net Asset Value of the Fund, which is included in the management fees and costs amount of 1.43% p.a. in the 'Fees and costs summary' ('Management Fee'). The Management Fee is calculated and accrued daily and payable within 21 days of the end of the month from the Fund's assets. As at the date of this PDS, the Management Fee component covers Responsible Entity fees and investment management fees.

Expenses

All expenses properly incurred by the Responsible Entity in connection with the Fund (including the establishment of the Fund) or in performing the Responsible Entity's obligations under the Constitution are permitted to be reimbursed out of the Fund. These expenses include ordinary expenses such as administration, custodial, accounting, registry, production of offer documents, audit, legal, government charges, taxation advice, adviser, filing, postage, courier, faxing, photocopy, telephone and printing expenses. Extraordinary expenses such as litigation or Unitholder meetings (if applicable) are also included.

There is no limit in the Fund's Constitution on the amount of expenses that may be reimbursed out of the Fund. However, the Responsible Entity currently chooses to cap the amount of expenses recoverable in each year at 0.10% p.a. of the Net Asset Value of the Fund. This is the amount charged to the Fund during the last financial year and it is included in the 'Management fees and costs' figure in the 'Fees and costs' table.

The Responsible Entity reserves the right to recover expenses incurred in any income year above the cap in a later income year subject to the 0.10% p.a. of Net Asset Value expenses recovery cap being met.

The Responsible Entity also reserves the right to increase the capped amount of expenses, or remove the cap entirely, in future. In the case of an increase, the Responsible Entity will give 30 days' notice to Unitholders.

Indirect costs

In general, indirect costs are any amounts that directly or indirectly reduce the returns on the Units or the amount or value of the income or assets of the Fund (including an underlying investment of the Fund). Indirect costs are reflected in the Unit price of your investment in the Fund.

The indirect costs component of the management fees and costs amount in the 'Fees and costs summary' is 0.23% p.a. of the average Net Asset Value of the Fund.

The Responsible Entity has a policy in place that contains information on how indirect costs are estimated.

If you require more information on this policy, please contact the Responsible Entity.

Transaction costs

In addition to the expenses outlined on the previous page, the Fund may incur transaction costs such as brokerage, stock lending, settlement and clearing costs. Transaction costs incurred as a result of Unitholders coming into and out of the Fund may be accounted for in the buy-sell spread. Other transaction costs are additional costs to Unitholders that are deducted from the assets of the Fund. Such costs are recovered as they are incurred and reflected in the Unit price.

The total gross transaction costs incurred by the Fund for the financial year ending 30 June 2025 were approximately 0.11% p.a. as a percentage of the Fund's average Net Asset Value for that period.

The total net transaction costs incurred in the previous financial year as set out in the 'Fees and costs summary' are shown net of any amount recovered by the way of the buy-sell spread charged to investors and are expressed as a percentage of the Fund's average Net Asset Value in that period. These costs were approximately 0.01% p.a.

Transaction costs may vary as the turnover in the underlying assets can change substantially as investment and market conditions change which may affect the level of transactional and operational costs not covered in the buy-sell spread. Further, there are highly variable drivers upon which such transaction costs are dependent.

Buy-Sell spread

The buy-sell spread is an additional cost to you when you apply for or withdraw Units directly with the Responsible Entity and is an adjustment to the Unit price. It represents a contribution to the estimated transactional and operational costs (such as brokerage) incurred when assets are bought and sold by the Fund.

The current buy spread is 0.20% of the investment amount. The current sell spread is 0.20% of the withdrawal amount. This charge is levied to investors applying for Units or withdrawing Units directly with the Responsible Entity and is retained in the Fund.

For example, an investment of \$500,000 would incur a buy spread of \$1,000 and a withdrawal of \$500,000 would incur a sell spread of \$1,000.

The application of a buy-sell spread means transaction costs for investor-initiated transactions are allocated to the investor initiating the transaction, rather than being spread across the whole Fund.

The buy-sell spread is reviewed on an annual basis to ensure it reflects up-to-date costs of acting on investor-initiated transactions.

There is no buy-sell spread on distributions from the Fund that are re-invested as additional units.

We may vary the buy-sell spread from time to time and prior notice will not normally be provided to you. Updated information will be posted on our website (bennelongfunds.com).

If buy and sell spreads are charged and represent only a portion of the Fund's transaction costs incurred during a financial year, the balance of the Fund's transaction costs will be borne by the Fund from the Fund's assets without any recovery from individual investors. If buy and sell spreads charged exceed the Fund's transaction costs during a financial year, the balance of the buy and sell spreads will be retained by the Fund.

Goods and Services Tax ('GST')

All fees and expenses referred to in this PDS and this section are quoted on a GST inclusive basis less any reduced input tax credits available to the Fund. The benefits of any tax deductions are not passed on to Unitholders. For further information on tax, see Section 9.

Differential fees

Subject to the Corporations Act and the Constitution of the Fund, the Responsible Entity may negotiate lower or different fees with, or pay rebates to, certain investors who are Wholesale Clients as defined in the Corporations Act.

Administration fees

BFM may enter into arrangements to pay administration fees to IDPS Operators in connection with the listing of the Fund on their investment menus. This fee is paid by BFM and not by the Fund. It is not charged out of the assets of the Fund and is not a separate additional charge to investors.

Changes to fees

The Constitution of the Fund sets out the fees and costs payable by the Fund. The Constitution of the Fund permits higher management fees and performance fees to be charged. The Responsible Entity can change the amount of fees without your consent, as long as it does not exceed the amount of fees permitted under the Constitution of the Fund.

The actual performance fee, and expenses and indirect costs forming part of management fees and costs may be different to those in the fee table.

You will be given written notice of any variation of fees charged by the Fund in accordance with the Corporations Act (for example, where there is an increase in management fees, performance fees, or charges, you will be notified 30 days before the increase takes effect). Fund expenses are recoverable from the Fund subject to a current cap of 0.10% of the Net Asset Value of the Fund per annum. Changes to expenses within the cap, indirect costs, transaction costs and the buy-sell spread do not require prior notice to investors.

Other fees and costs

These may include additional fees and costs that apply to investors accessing the Fund through an IDPS. We may make payments to IDPS operators out of the fees we receive.

Alternative forms of remuneration

We may provide alternative forms of remuneration which include professional development and sponsorship to financial services licensees, authorised representatives, and master trust or IDPS Operators. Where such benefits are provided, they are payable by the Responsible Entity and are not an additional cost to you. We will not pay any remuneration to advisers if it is prohibited by law.

9 Taxation considerations

General

The following taxation information is of a general nature and should not be relied upon by investors. The information provided is based on applicable Australian tax laws as at the date of this PDS.

As taxation consequences can only be determined by reference to an investor's particular circumstances, investors should seek independent professional advice in relation to their own particular circumstances before investing in the Fund.

The taxation information below provides a guide for Australian resident investors only.

Tax position of the Fund

The Fund is a resident of Australia for taxation purposes and will determine its income annually at 30 June.

Generally, no Australian income tax will be payable by the Fund, on the basis that:

- where the Fund is an Attribution Managed Investment Trust ('AMIT'), all taxable income is intended to be attributed to investors for each income year (see below); or
- where the Fund is not an AMIT, investors are presently entitled to all of the Fund's distributable income.

The Fund may derive franking credits from the receipt of franked dividends. The eligibility of the Fund to distribute franking credits is subject to certain conditions such as the holding period rule.

An investor's individual circumstances will also be relevant in determining whether an entitlement to franking credits exists. In the case where the Fund makes a loss for tax purposes, this loss cannot be distributed to Unitholders. It may be available for recoupment by the Fund against net income in future years subject to certain conditions.

The Fund has made a capital account election for the purposes of the managed investment trust regime under Australian income tax law. This election means gains and losses on the disposal of certain assets (such as shares in companies and units in unit trusts, rights and options over such assets but excluding assets that are derivatives, foreign exchange or any other investments that are subject to the 'financial arrangement provisions') are subject to capital account treatment.

Tax position of Australian resident investors

Distributions

Taxable income earned by the Fund, whether attributed (for an AMIT), distributed, retained or reinvested, can form part of the assessable income for investors in the year of entitlement or

attribution. After the Fund's year-end, investors will be issued with an annual statement detailing the composition of the distributions they have received in respect of that year.

Generally, an investor's entitlement to net income for any year, including amounts reinvested by investors, will form part of an investor's assessable income and should be included in the investor's tax return for the year in which the entitlement or attribution arises.

Foreign income

Where the Fund pays foreign tax in respect of income or gains from a foreign investment, you may be entitled to receive a foreign income tax offset ('FITO'). You will usually include the foreign income and the FITO in your assessable income and you may be eligible for a tax offset for all or part of the FITO. The amount of FITO will be detailed in the tax report provided to you.

Disposal of Units

A taxable capital gain or loss may arise from the disposal of an investment in the Fund and may form part of an investor's assessable income. The taxable gain or loss may be treated as a capital gain or loss or as ordinary income, depending on the investor's particular circumstances.

If the taxable gain is treated as a capital gain, individuals, trusts and complying superannuation funds may be entitled to a capital gains tax discount in relation to the disposal of Units where the Units have been held continuously for 12 months and other requirements are met. Companies are not entitled to this discount. The Fund may distribute non-assessable amounts which are generally not subject to income tax. Broadly, the receipt of certain non-assessable amounts may reduce the cost base of the investor's investment in the Fund. If the investor has no cost base the amounts may trigger a taxable capital gain.

AMIT regime

The Responsible Entity has elected to apply the AMIT rules to the Fund.

Under the AMIT rules, the Fund is deemed to be a 'fixed trust' for taxation law purposes that can rely on specific legislative provisions to make yearly adjustment to reflect under-or-over distributions of income. As a result, the Fund's income will be 'attributed' to investors.

Australian resident investors will be subject to tax on the income of the Fund which is attributed to them under the AMIT rules. The tax payable (if any) depends on the investor's individual tax profile and applicable tax rate.

The amount attributed to investors will be advised in an AMIT Member Annual Statement ('AMMA Statement').

The AMMA Statement will set out the amount which has been attributed to an investor (and where relevant, its components) and other relevant tax information.

If an investor disagrees with the Responsible Entity's attribution of income, the investor can object to that attribution and substitute the Responsible Entity's determination with their own.

If as an investor you decide to take this course, it is important that you obtain professional tax and legal advice. You must contact the Responsible Entity before notifying the Commissioner of Taxation.

Tax File Number (TFN) and Australian Business Number (ABN)

It is not compulsory for you to quote your TFN or ABN.

If you are making an investment in the Fund in the course of a business or enterprise carried on by you, you may quote an ABN instead of a TFN. If you fail to quote an ABN or TFN or claim an exemption, the Responsible Entity may be obliged to withhold tax at the top marginal rate (including Medicare levy) on gross payments (including distributions of income) to you.

The Responsible Entity's reporting obligations

The Government has implemented the OECD Common Reporting Standard ('CRS') which requires the Responsible Entity to collect information from Unitholders and report information in relation to certain Unitholders with foreign residencies to the Australian Tax Office ('ATO'). That information may be provided by the ATO to foreign tax authorities in jurisdictions that have adopted the CRS.

Similar obligations relating to the collection and reporting of Unitholder information are imposed on the Responsible Entity as a result of Australia enacting legislation that relates to the Foreign Account Tax Compliance Act ('FATCA'). The FATCA is US tax law which was enacted for the purpose of improving tax information reporting regarding US persons in respect of their offshore investments to the United States Internal Revenue Service.

GST

The GST information provided in this section is of a general nature only.

GST will apply to Management Fees and Performance Fees. Fees and costs included in Section 8 are quoted on a GST inclusive basis less any reduced input tax credits available to the Fund. GST will also apply to most other Fund expenses.

Generally, the Fund cannot claim full input tax credits for GST incurred on expenses, but the Fund may be entitled to reduced input tax credits for any GST paid in respect of these expenses.

New Zealand resident taxation

If you are a New Zealand resident wishing to invest in Australia, please refer to the New Zealand resident taxation disclosure in the NZ Investors' Information Sheet. In brief, New Zealand resident investors will be taxed on their Units under the foreign investment fund rules or ordinary tax rules, depending on their circumstances. Australian tax will be withheld at prescribed rates from distributions to non-residents to the extent that the distributions comprise relevant Australian-sourced income or gains.

10 Client information and complaints resolution

Your rights

Your rights as a Unitholder in the Fund are governed by the Constitution for the Fund and the law. They include the right to:

- receive distributions (where applicable);
- receive copies of accounts and other information for the Fund;
- attend and vote at Unitholder meetings;
- receive your share of distributions if the Fund is terminated;
- transfer Units to any other person, subject to the Responsible Entity's right to refuse such a transfer; and
- pass Units to any surviving joint holder by will or otherwise to your estate.

You do not have the right to participate in the management or operation of the Fund.

Complaints resolution

BFM has an established complaints handling process and aims to properly consider and resolve all complaints within 30 days. If you have a complaint about your investment, please contact us in writing or by telephone using the details below.

Complaints Officer

Bennelong Funds Management Ltd

Bennelong House
Level 2, 9 Queen Street
Melbourne Vic 3000

E: complaints.officer@bennelongfunds.com
T: 1800 895 388 (Australia) or 0800 442 304 (New Zealand)

If an issue has not been resolved to your satisfaction, you can lodge a complaint with the Australian Financial Complaints Authority ('AFCA'). AFCA provides fair and independent financial services complaint resolution that is free to consumers.

Australian Financial Complaints Authority

GPO Box 3
Melbourne VIC 3001

E: info@afca.org.au
T: 1800 931 678
W: afca.org.au

11 Other information

Privacy statement

The Application Form attached to this PDS requires you to provide personal information to BFM as the Responsible Entity. We collect this personal information so that we can process and administer any application for investment in the Fund you make. Additionally, we collect this information in order to administer, manage and generally service your investment in the Fund. We will normally collect personal information directly from you. However, in certain circumstances, we may collect personal information about you from third parties, such as your financial adviser, the Administrator or our third party service providers.

If you do not provide the personal information requested or provide incomplete or inaccurate information, we may not be able to accept or process your application for an investment in the Fund or may be limited in the services or assistance we can provide with respect to the administration of any investment you subsequently make in the Fund.

Such third parties may use and disclose your personal information for a purpose described in this Privacy Statement. The disclosure by us of personal information to such third parties may involve the transfer of your personal information to recipients located outside of Australia, including in (but not limited to) the United States of America, the United Kingdom, Germany, Malaysia, Singapore and India. Where this is the case

we will take reasonable steps to satisfy ourselves that the third party that we disclose the information to is compliant with the Australian Privacy Principles or a similar regime. In providing us with your personal information, you consent to the possibility that your personal information may be transferred outside of Australia for processing or the other purposes detailed above.

We may also collect certain personal information from you and/or disclose your personal information to government or regulatory bodies where permitted or required to do so by law. For example, we may be required to collect and disclose certain information in order to comply with the identification and verification requirements imposed under the AML/CTF Act. For certain investors, we may also be required to collect and disclose certain personal information to the Australian Taxation Office in order to comply with the *Foreign Account Tax Compliance Act* and/or *Common Reporting Standard*.

If you notify us that you have a financial adviser, either on your Application Form or in writing (at a later date), you consent to the Responsible Entity disclosing to that financial adviser details of your investment in the Fund or other related personal information.

We take reasonable steps to ensure that the personal information about an investor or other relevant person that we collect, use or disclose is accurate, complete and up to date.

You or another relevant person can request access to your personal information or a copy of our Privacy Policy by telephone or writing to the Privacy Officer at:

Privacy Officer, Bennelong Funds Management Ltd

Bennelong House
Level 2, 9 Queen Street
Melbourne Vic 3000

E: privacy.officer@bennelongfunds.com
T: 1800 895 388 (Australia) or 0800 442 304 (New Zealand)

Our Privacy Policy is also available on our website (bennelongfunds.com).

It sets out details of how we will collect, store, manage, use and disclose personal information we collect from you.

Our Privacy Policy also contains information about how you can access and seek correction of the personal information held by us, how you can complain to us about a breach of the Privacy Act 1988 (Cth) or any registered code under the Privacy Act that binds us and how we will respond to and deal with such a complaint.

Consents

LCP and its representatives named in this PDS have given and, at the date of this PDS, have not withdrawn their written consent:

- to be named in this PDS as the investment manager of the Master Fund; and
- to the inclusion of the statements made about it or the Master Fund, which are attributed to it.

Citi consents to being named in the PDS and any electronic version of the PDS in the form and context in which Citi is named in the PDS. Citi is not responsible for the preparation of, and has not authorised or caused the issue of, the PDS, and has not made or purported to make any statement included in or any statement on which a statement in the PDS is based.

To the maximum extent permitted by law, Citi expressly disclaims and takes no responsibility for any statements in, or omissions from, the PDS other than the statements made with its consent.

Citi is not responsible for the activities of the Fund, will not participate in the Fund's investment decision-making process and makes no representation in respect of the Fund or the Fund's investments.

LCP and Citi are service providers to the Fund and except as otherwise stated in this section have not been involved in the preparation of this PDS and do not accept any responsibility or liability for any information contained in this PDS.

AML/CTF obligations

As part of anti-money laundering and counter-terrorism financing responsibilities required by legislation, the Responsible Entity, the investment manager of the Master Fund and the Administrator may request that a potential investor or Unitholder provide any information it reasonably requires to verify the identity of the investor or Unitholder, the identity of any underlying beneficial owner of Units, or the source or destination of any payment to or from the Fund.

If an investor does not provide such information or delays in doing so, the Responsible Entity may not be able to accept an application for Units, refuse to accept an application for Units or suspend payment of withdrawal proceeds payable to a Unitholder. If an application for Units is not accepted for this reason, the Responsible Entity may hold application monies in an applications bank account until the required information is received. Application monies are held for a maximum period of one month commencing on the day the Responsible Entity receives the application monies and will be returned (without payment of interest) to the source of payment after this period.

By subscribing, an investor consents to the disclosure by the Fund and the Administrator of any information about them to regulators and other parties upon reasonable request, in connection with money laundering and other regulatory matters, in any jurisdiction.

Compliance plan

The Responsible Entity has prepared and lodged a compliance plan for the Fund with ASIC, setting out the procedures used by the Responsible Entity to comply with the Corporations Act and the Constitution of the Fund. The compliance plan is audited each year and the report for such audit is lodged with ASIC.

12 Glossary

Administration Agreement means the administration agreement between the Responsible Entity and Citi.

Administrator means the administrator of the Fund, being Citigroup Pty Limited (ABN 88 004 325 080).

AMMA Statement or Attribution Managed Investment Trust Member Annual statement, is a tax document that summarises income earned from investment in managed funds or trusts, detailing how much tax was paid on behalf of the investor.

AMIT means Attribution Managed Investment Trust, a taxation system established by the Australian Government for eligible managed funds.

ASIC means the Australian Securities and Investments Commission.

BFM means Bennelong Funds Management Ltd ABN 39 111 214 085 AFSL No. 296806.

BFMG means Bennelong Funds Management Group Pty Ltd ABN 95 144 676 344.

Business Day means any day (except any weekend or public holiday) on which trading banks are open for usual business in Melbourne, Australia.

Constitution means the Fund's constitution dated on or about 12 April 2024 as amended from time to time, in accordance with the Corporations Act that sets out the rights, duties and liabilities of the Responsible Entity in its operation of the Fund.

Corporations Act means the *Corporations Act 2001* (Cth) and any amendments.

Currency or **\$** means Australian dollars.

Custodian means the custodian of the Fund, being Citigroup Pty Limited ABN 88 004 325 080.

Deadline means 2.00 p.m. Melbourne time at least one (1) Business Day prior to a Valuation Day.

Fund means the LCP Insurance Linked Securities Fund - AUD Class ARSN 677 991 098, an Australian registered managed investment scheme established under the laws of Victoria, Australia.

GST means Goods and Services Tax and has the same meaning as contained in the *A New Tax System (Goods and Services Tax) Act 1999* (Commonwealth).

IDPS means an Investor Directed Portfolio Service, which includes master trusts, wrap accounts, investor directed portfolio services and investor directed portfolio like services. In New Zealand, the term includes (but is not limited to) a discretionary investment management service, provided the only investors accessing the Fund through such a service are Wholesale Clients.

IDPS Guide means the offer document for the relevant IDPS.

IDPS Operator means the operator of an IDPS.

ILS means Insurance Linked Securities, which can include insurance linked bonds (being catastrophe bonds) and other permitted insurance linked investments, being preferred shares, closed-ended fund shares and exchange-based derivatives.

Investment Manager means the investment manager of the Fund, being BFM.

LCP means Leadenhall Capital Partners LLP, the investment manager of the Master Fund.

Liquidity means the ability of an investment to be easily and quickly converted into cash with little loss of capital.

Management Fee means the management fees payable in respect of the Fund as set out in Section 8.

Master Fund means the Leadenhall UCITS ILS Fund PLC.

Net Asset Value or **NAV** means the aggregate net value of all assets in the Fund, determined by subtracting its liabilities from its assets.

Net Asset Value per Unit at any time means the amount calculated by dividing the Net Asset Value of the Fund less accrued Performance Fees by the number of Units on issue in the Fund.

Offer means the offer to subscribe for Units under this PDS.

NZ Investors Information Sheet means a summary of significant information for investors in New Zealand, particularly related to financial products. The NZ Investors Information Sheet does not form part of this PDS but is recommended to be read by a New Zealand investor before investing in the Fund.

PDS means Product Disclosure Statement.

Responsible Entity means the responsible entity of the Fund, being BFM.

Retail Client means a retail client within the meaning of section 761G of the Corporations Act.

RITC means Reduced Input Tax Credits.

Target Market Determination/TMD means the Target Market Determination as required under section 994B of the Corporations Act. The TMD sets out the class of consumers (Unitholders/investors) for whom the Fund would likely be consistent with their likely objectives, financial situation and needs (referred to as the 'Target Market') as determined by the issuer of the product (the Responsible Entity). The TMD does not form part of this PDS but is recommended to be read by an investor before investing in the Fund.

UCITS means the Undertakings for Collective Investment in Transferable Securities, a regulatory framework established by the European Union that governs investment funds.

Unit means a unit in the Fund.

Unitholder means the holder of a Unit in the Fund.

Valuation Day means any time Unit prices are calculated by the Fund. This is generally on a fortnightly basis, being the first and third Friday of the month.

Volatility means the extent of fluctuation in assets such as share prices, exchange rates and interest rates. The greater the volatility, the less certain an investor is of return, and hence volatility is one measure of risk.

Wholesale Client includes:

1. 'Wholesale clients' (as defined in section 761G of the Corporations Act 2001 (Cth) ('Corporations Act'); or
2. 'Wholesale investors' within the meaning of clause 3(2) of Schedule 1 of the Financial Markets Conduct Act 2013 (NZ) ('FMCA') in New Zealand; or
3. either of the above investors investing through an IDPS where BFM has notified the IDPS as being eligible to participate in the offer and who have received this PDS (electronically or otherwise) within Australia and New Zealand.

Wholesale Investor Certificate means a certificate completed by a New Zealand Wholesale Client in the form provided by the Responsible Entity.

13 Directory

Client Experience

Bennelong Funds Management Ltd

Bennelong House
9 Queen Street
Melbourne Vic 3000

T: 1800 895 388 (Australia) or
0800 442 304 (New Zealand)

E: client.experience@bennelongfunds.com

Custodian, Administrator, and Unit registry

Citigroup Pty Ltd **ABN 88 004 325 080**

Citigroup Centre
2 Park Street
Sydney NSW 2000

Responsible Entity and investment manager of the Fund

Bennelong Funds Management Ltd **ABN 39 111 214 085**

AFS Licence Number 296806

Bennelong House
9 Queen Street
Melbourne Vic 3000

T: +61 3 8611 6500

W: bennelongfunds.com

Investment manager of the Master Fund

Leadenhall Capital Partners, LLP **FRN 486112**

Level 15, 70 Mark Lane
London, EC3R 7NQ
United Kingdom

