YARRA
CAPITAL MANAGEMENT

# Important Additional Information

23 November 2026

This document is issued by Yarra Funds Management Limited ('YFM') ABN 63 005 885 567, AFSL number 230 251. YFM is referred to throughout this document as the 'Responsible Entity', 'we', 'us' or 'our'. YFM is referred to throughout this document as the 'Responsible Entity', 'we', 'us' or 'our'. YFM is part of the Yarra Capital Management Group. In this document, YFM and its related bodies corporate are referred to as the 'Yarra Capital Management Group'. The information in this document forms part of the Product Disclosure Statements ('PDS') for the following funds:

| **Funds** (collectively the 'Funds', individually, the 'Fund') | **Referred to in this document as** | **PDS Dated** |
|---|---|---|
| Yarra Australian Bond Fund | Australian Bond Fund | 27 July 2026 |
| Yarra Australian Bond Fund (Class G) | Australian Bond Fund | 27 July 2026 |
| Yarra Australian Equities Fund | Australian Equities Fund | 7 February 2025 |
| Yarra Australian Equities Share Fund | Australian Equities Share Fund | 23 November 2026 |
| Yarra Australian Equity Income Fund* | Australian Equity Income Fund | 2 January 2026 |
| Yarra Australian Share Fund* | Australian Share Fund | 2 January 2026 |
| Yarra Australian Smaller Companies Fund | Australian Smaller Companies Fund | 7 February 2025 |
| Yarra Australian Smaller Companies Share Fund | Australian Smaller Companies Share Fund | 23 November 2026 |
| Yarra Australian Smaller Companies SIV Fund | Australian Smaller Companies SIV Fund | 23 November 2026 |
| Yarra Emerging Leaders Fund | Emerging Leaders Fund | 7 February 2025 |
| Yarra Emerging Leaders Fund (Class A) | Emerging Leaders Fund | 7 February 2025 |
| Yarra Enhanced Income Fund | Enhanced Income Fund | 25 June 2025 |
| Yarra Enhanced Income Fund (Class A) | Enhanced Income Fund | 25 June 2025 |
| Yarra Enhanced Income Fund (Class G) | Enhanced Income Fund | 27 July 2026 |
| Yarra Ex-20 Australian Equities Fund | Ex-20 Australian Equities Fund | 7 February 2025 |
| Yarra Global Share Fund* | Global Share Fund | 20 April 2026 |
| Yarra Global Small Companies Fund | Global Small Companies Fund | 20 April 2026 |
| Yarra Growth Fund* | Growth Fund | 20 April 2026 |
| Yarra Higher Income Fund | Higher Income Fund | 2 February 2026 |
| Yarra Income Plus Fund | Income Plus Fund | 25 June 2025 |
| Yarra Microcap Fund | Microcap Fund | 23 November 2026 |

* Yarra Capital Management Limited ABN 99 003 376 252, AFSL 237563 ('YCML'), a related body corporate, is the investment manager of these funds. YCML is part of the Yarra Capital Management Group.

Defined terms used in this document have the same meaning as the defined terms used in the PDS unless defined in this document or the context requires otherwise.

## 1. Contributions, withdrawals and Unit pricing

### Withdrawal proceeds

We will direct credit withdrawal proceeds to your nominated bank or financial institution account in Australia.

The Funds' constitutions provide that your withdrawal proceeds will include a capital and, if we in our discretion determine, an income component. Withdrawals will generally be comprised of a capital component only, unless we consider a particular withdrawal is a significant proportion of the total value of the Fund.

You may request to withdraw Units from your investment or request information in relation to your investment by way of mail to the **Investor Services team**, see page 22.

### Use of telephone facilities – terms and conditions

You may request certain information in relation to your investment by telephone provided you meet our caller verification requirements. By making any such request you agree to be bound by the terms and conditions relating to the use of a Facility as set out below. The following terms and conditions apply if you elect to use the telephone information facility ('Facility').

a. Neither you, nor any person on your behalf, has any claim against the Fund, us or any of our officers, employees or directors in relation to the following:
   i. the use or purported use of a Facility by you or any other person;
   ii. a breach by you or any other person of any of the terms and conditions of a Facility; and/or
   iii. any payments made or purported or omitted to be made, or any action taken or purported or omitted to be taken in relation to a Facility, regardless of whether the claim arises from an unauthorised use of a Facility,

   except to the extent that the claim is attributable to our negligence, wilful misconduct or fraud.

b. You indemnify and release and discharge us or our officers, directors and employees from and against all claims and all costs or expenses (including legal expenses on a full indemnity basis) incidental to such claims or incurred in respect of claims, whether made by you or any other person, arising out of the following:
   i. the use or purported use of a Facility by you or any other person;
   ii. a breach by you or any other person of any of the terms and conditions of a Facility; and/or
   iii. any payments made or purported or omitted to be made, or any action taken or purported or omitted to be taken in relation to a Facility, regardless of whether the claim or loss arises from an unauthorised use of a Facility,

   except to the extent that the claim is attributable to our negligence, wilful misconduct or fraud.

c. You must safeguard all information required by us to either access your account information using a Facility or transact on your account using the Facility in order to avoid any fraudulent or unauthorised use of a Facility and you must immediately notify us if you believe any such information has been disclosed to another person or stolen.

d. We may assume that a person who claims to be acting on your behalf (a third party) and who claims to have your authority and is able to give us sufficient information, is in fact acting on your authority, unless you have acted strictly in accordance with term (c) above.

e. We may vary these terms and conditions regarding use of a Facility by giving you written notice of the variations.

f. By giving notice, we may terminate your right to use a Facility.

You may only change account details in relation to your investment if you send an original, signed instruction to the **Investor Services team**, see page 22.

### Payment errors

In the event that we make an error in the processing of a Unitholder contribution or withdrawal request, we reserve the right to amend the error on discovery.

In the event we make an error by crediting an amount to your account to which you were not entitled, we reserve the right to recover any such amounts.

## Investor identification requirements

Australia's Anti-Money Laundering and Counter Terrorism Financing ('AML/CTF') legislation requires us to collect identification information and documentation from our investors.

As a general rule you will need to provide supporting identification documentation:

- if you do not have any existing accounts with us; or
- if you do have existing accounts with us, but want to open an additional account:
  - that will be in a different name to the existing accounts (for example, in your family company's name or a joint account with someone else who does not have an existing account with us); or
  - that will be in a different capacity to the existing accounts (for example, as trustee for a trust, a deceased estate or a person under the age of 18, or on behalf of an unincorporated association).

You may also be required by us to provide supporting identification documentation in certain other circumstances.

For details on what customer identification information is required, you can contact your adviser or Investor Services.

Investors investing via a financial adviser should check with their adviser whether supporting identification documentation is required, as we may have made other arrangements with them.

We cannot process your application without completed customer identification information and additional identification documentation. We may decide to delay or refuse any request or transaction until such time as we have received the requested information and the identity of the investor is verified in accordance with AML/CTF legislation.

## US Person

Units in the Funds are not available for purchase by investors in the United States of America or by any other United States of America person or persons ('US Persons').

The term 'US Person' includes:

a. any natural person resident in the United States of America;

b. any partnership or corporation organised or incorporated under the laws of the United States of America;

c. any estate of which any executor or administrator is a US Person;

d. any trust of which any trustee is a US Person;

e. any agency or branch of a foreign entity located in the United States of America;

f. any non-discretionary account or similar account (other than an estate or trust) held by a dealer or other fiduciary for the benefit or account of a US Person;

g. any discretionary account or similar account (other than an estate or trust) held by a dealer or other fiduciary organised, incorporated or (if an individual) resident in the United States of America; and

h. any partnership or corporation if:

   i. organised or incorporated under the laws of any foreign jurisdiction; and

   ii. formed by a US Person principally for the purpose of investing in securities not registered under the US Securities Act of 1933, as amended (the 'securities Act'), unless it is organised or incorporated and owned by 'accredited investors' (as defined in Rule 501(a) under the securities Act) who are not natural persons, estates or trusts.

## Transfer of Units

You may transfer Units in the Fund to another person. To facilitate this, you must provide us with:

1. a standard transfer form signed and completed by both the Unitholder transferring the Units and the prospective Unit transferee; and
2. an Application for Investment Form completed by the prospective Unit transferee along with any required supporting identification documentation.

Units will not be transferred until such time as we are satisfied we have all documentation we require and we are satisfied all investor identification procedures that we consider necessary under AML/CTF Law have been completed.

Unitholders should also note that the Fund's constitution may give us the discretion to decline to register the transfer of any Units in other circumstances.

A transfer of Units involves a disposal of Units, which may have tax implications for you (see the 'Taxation' section on page 19). Unitholders should obtain their own legal and tax advice before requesting any transfer.

Transfer forms are available at **www.yarracm.com/resources** or on request from Investor Services.

## In-specie transfers

Provided the Fund's constitution allows for it, we may in our absolute discretion, but are not obliged to, allow the transfer of assets (in-specie transfers) for contributions and withdrawals (instead of cash). No buy (or sell) spread will be applied to the contribution (or withdrawal) for such in-specie transfers. The value of the assets to be transferred will be determined by us as at the same time the entry/exit Unit price is calculated.

The following Funds' constitutions allow for in-specie transfers:

| Fund | Contributions | Withdrawals |
|---|---|---|
| Australian Bond Fund | Yes | Yes |
| Australian Equities Fund | Yes | Yes |
| Australian Equities Share Fund | Yes | Yes |
| Australian Equity Income Fund | Yes | Yes |
| Australian Share Fund | Yes | Yes |
| Australian Smaller Companies Fund | Yes | Yes |
| Australian Smaller Companies Share Fund | Yes | Yes |
| Australian Smaller Companies SIV Fund | Yes | Yes |
| Emerging Leaders Fund | Yes | No |
| Enhanced Income Fund | Yes | Yes |
| Ex-20 Australian Equities Fund | Yes | No |
| Global Share Fund | No | Yes |
| Global Small Companies Fund | Yes | No |
| Growth Fund | Yes | No |
| Higher Income Fund | Yes | Yes |
| Income Plus Fund | Yes | No |
| Microcap Fund | Yes | Yes |

## Adding to your investment

We cannot accept investments from third parties (e.g. from an account that is not in your name).

Additional investments can be made by:

- Electronic Funds Transfer ('EFT') using the following details:

  Bank: Citibank
  BSB: 242-000
  Account Name: YFML Application 1017E Trust Account
  Account Number: 240237008

  Reference: your eight-digit investor number (which can be found on your investor statements or alternatively requested by contacting Investor Services).

  Please ensure you use the correct reference for your EFT. Failing to do so may result in delays unitising your deposit.

- BPAY® if you have already made an initial investment in any Fund. BPAY® is currently only available for the Funds listed in the table below.

  **BPAY® Biller Code**

  - 266858

  **BPAY® Customer Reference Number ('CRN')**

  The CRN is a ten-digit number which is a combination of the:

  - two-digit BPAY® fund code (found in the table below) and
  - eight-digit investor number (which can be found on your investor statements or alternatively requested by contacting Investor Services)

| Fund | BPAY® fund code |
|---|---|
| Australian Bond Fund | 53 |
| Australian Equities Fund | 02 |
| Australian Equities Share Fund | 29 |
| Australian Equity Income Fund | 20 |
| Australian Share Fund | 21 |
| Australian Smaller Companies Fund | 04 |
| Australian Smaller Companies Share Fund | 30 |
| Australian Smaller Companies SIV Fund | 31 |
| Emerging Leaders Fund | 07 |
| Enhanced Income Fund | 10 |
| Ex-20 Australian Equities Fund | 14 |
| Global Share Fund | 55 |
| Growth Fund | 54 |
| Higher Income Fund | 16 |
| Income Plus Fund | 13 |
| Microcap Fund | 32 |

  Example: If you wish to make an additional investment into the Australian Bond Fund and your investor number is 12345678, then your ten-digit BPAY® CRN will be 5312345678.

  Investments made by BPAY® will be processed once we receive your money. Please note that, although your BPAY® transaction is processed from your financial institution account immediately, your funds may take some time to be transferred to us from your financial institution. Typically, if your BPAY® request is made before your financial institution's cut-off time (usually before 6pm on a Business Day), we will receive your funds the following Business Day, at which point Units in the applicable Fund will generally be issued.

  BPAY® is registered to BPAY Pty Ltd ABN 69 079 137 518.

Additional investments are made on the basis of the Fund's PDS current at the time the investment is received. Please ensure you have read the current PDS for the Fund you are investing in, before making an additional investment. The latest PDS is available at **www.yarracm.com** or on request from Investor Services.

### Additional information for New Zealand investors – Global Share Fund only

The offer in the PDS for the Global Share Fund to New Zealand investors is a regulated offer made under Australian and New Zealand law. In Australia, this is Chapter 7 of the *Corporations Act 2001* (Aust) and regulations made under that Act. In New Zealand, this is subpart 6 of Part 9 of the *Financial Markets Conduct Act 2013* and Part 9 of the *Financial Markets Conduct Regulations 2014*.

This offer and the content of the offer document are principally governed by Australian rather than New Zealand law. In the main, the *Corporations Act 2001* (Aust) and the regulations made under that Act set out how the offer must be made.

There are differences in how financial products are regulated under Australian law. For example, the disclosure of fees for managed investment schemes is different under the Australian regime.

The rights, remedies, and compensation arrangements available to New Zealand investors in Australian financial products may differ from the rights, remedies, and compensation arrangements for New Zealand financial products.

Both the Australian and New Zealand financial markets regulators have enforcement responsibilities in relation to this offer. If you need to make a complaint about this offer, please contact the Financial Markets Authority, New Zealand (www.fma.govt.nz). The Australian and New Zealand regulators will work together to settle your complaint.

The taxation treatment of Australian financial products is not the same as for New Zealand financial products.

If you are uncertain about whether this investment is appropriate for you, you should seek the advice of an appropriately qualified financial adviser.

The offer may involve a currency exchange risk. The currency for the financial product is not New Zealand dollars. The value of the financial product will go up or down according to changes in the exchange rate between that currency and New Zealand dollars. These changes may be significant.

If you expect the financial product to pay any amounts in a currency that is not New Zealand dollars, you may incur significant fees in having the funds credited to a bank account in New Zealand in New Zealand dollars.

The dispute resolution process described in the offer document for the Global Share Fund is available only in Australia and is not available in New Zealand.

## 2. Risks relating to managed investment schemes

The information in this section sets out some of the risks that apply to managed investment schemes.

The following table summarises certain investment related risks that apply to the Funds, although these are not the only risks. The descriptions that follow the table should be read in conjunction with the table and the additional Fund risks outlined in each Fund's PDS.

| | Call/Extension risk | Conversion and equity risk | Counterparty risk | Credit risk | Currency risk | Derivative risk | Extension risk | Global investment risk | Hedging risk | Interest rate risk | Investment specific risk | Liquidity risk | Market risk | Mid cap and small cap risk | Multi-class risk | Underlying fund risk |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Australian Bond Fund | | | ✓ | ✓ | ✓ | ✓ | | | ✓ | ✓ | ✓ | ✓ | ✓ | | | |
| Australian Equities Fund | | | ✓ | | ✓ | ✓ | | | | | ✓ | ✓ | ✓ | | | |
| Australian Equities Share Fund | | | ✓ | | ✓ | ✓ | | | | | ✓ | ✓ | ✓ | | | |
| Australian Equity Income Fund | | | ✓ | | ✓ | ✓ | | | | | ✓ | ✓ | ✓ | | | |
| Australian Share Fund | | | ✓ | | ✓ | ✓ | | | | | ✓ | ✓ | ✓ | | | |
| Australian Smaller Companies Fund | | | ✓ | | ✓ | ✓ | | | | | ✓ | ✓ | ✓ | ✓ | | |
| Australian Smaller Companies Share Fund | | | ✓ | | ✓ | ✓ | | | | | ✓ | ✓ | ✓ | ✓ | | |
| Australian Smaller Companies SIV Fund | | | ✓ | | ✓ | ✓ | | | | | ✓ | ✓ | ✓ | ✓ | | |
| Emerging Leaders Fund | | | ✓ | | ✓ | ✓ | | | | | ✓ | ✓ | ✓ | ✓ | ✓ | |
| Enhanced Income Fund | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | | ✓ | ✓ | ✓ | ✓ | ✓ | | ✓ | |
| Ex-20 Australian Equities Fund | | | ✓ | | ✓ | ✓ | | | | | ✓ | ✓ | ✓ | ✓ | | |
| Global Share Fund | | | ✓ | | ✓ | ✓ | | ✓ | | | ✓ | ✓ | ✓ | | | ✓ |
| Global Small Companies Fund | | | ✓ | | ✓ | ✓ | | ✓ | | | ✓ | ✓ | ✓ | ✓ | ✓ | |
| Growth Fund | | | ✓ | | ✓ | ✓ | | ✓ | | ✓ | ✓ | ✓ | ✓ | | | ✓ |
| Higher Income Fund | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | | ✓ | ✓ | ✓ | ✓ | ✓ | | | |
| Income Plus Fund | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | | ✓ | ✓ | ✓ | ✓ | ✓ | | | |
| Microcap Fund | | | ✓ | | ✓ | ✓ | | | | | ✓ | ✓ | ✓ | ✓ | | |

✓ Important

### Call/Extension risk

This is the risk that an issuer of a fixed income security held (such as a mortgage-backed security) will repay principal on that security:

- Earlier than expected:
  This may happen when there is a decline in interest rates and/or credit spread. Under these circumstances, a Fund may be unable to realise the yield initially expected and will also suffer from having to reinvest in lower yielding securities.
- Later than expected:
  This may happen when there is a rise in interest rates and/or credit spread. Under these circumstances, the value of the fixed income securities will decrease and the Fund may suffer a capital loss, although there may be some offset due to higher yields.

### Conversion and equity risk

Conversion risk is the risk that at the time of maturity of a convertible security, the asset which is issued on conversion may be of reduced value. Equity risk is the risk that a security which is convertible or converting into equity securities of the issuer may fall in value as the worth or value of that issuer falls. These risks are especially of relevance to hybrid (debt/equity) securities where a security's price can correlate directly to its equity component or conversion rights.

### Counterparty risk

This is the risk that a Fund's direct or indirect trading counterparties, including derivative counterparties, a custodian, an issuer or guarantor of fixed income securities or another entity that holds part of a Fund's underlying assets or investments, becomes insolvent or cannot otherwise meet their obligations.

### Credit risk

This is the risk that the issuer of a financial product (such as a fixed interest security) will be unable to satisfy its obligations under the terms of the relevant financial product. These obligations can include the payment of scheduled coupons or other distributions, or the repayment of capital on maturity.

A decline in the credit quality of an issuer of a financial product held by a Fund could also result in that Fund suffering a loss on those financial products.

### Currency risk

While Units in a Fund are denominated in Australian dollars, investments made by a Fund may be denominated in other currencies. Currency risk is the risk that currency movements will adversely affect the value of global investments to which a Fund is exposed.

A Fund that is hedged significantly reduces its exposure to currency risk by substantially hedging its overseas exposure back to Australian dollars.

### Derivative risk

Derivatives are financial instruments that derive their performance, at least in part, from the performance of an underlying asset, index or interest rate (such as forwards, futures, options, warrants and swaps). The use of derivatives involves risk different from, or possibly greater than, the risks associated with investing directly in securities or more traditional investments, depending on the characteristics of the particular derivative and a Fund as a whole. Due to the leveraged nature of some of the instruments, as the market value of the derivative position is variable, gains or losses can be incurred and be magnified.

The market for many derivatives is, or can become, illiquid. Changes in liquidity may result in significant, rapid and unpredictable changes in the prices for derivatives. No assurance can be given that a liquid market will exist for any particular derivative contract at any particular time.

### Extension risk

This is the risk of a security's face value not being repaid at the first possible repayment date, resulting in the issuer electing to extend the terms of the security to a final maturity date or perpetual terms.

### Global investment risk

This risk is that a Fund has exposure to shares or derivative instruments issued in foreign markets and economies. Differences in macroeconomic factors, regulations, shares trading and settlement procedures can impact the value of the Fund's investment. Global investments may also be exposed to developing or emerging markets, which carry risks because of political and social uncertainty (like conflict and war), economic instability, delivery difficulties, failed or late settlement of market transactions and registration and custody of securities, less developed regulatory controls and higher inflation.

### Hedging risk

Hedging a portfolio involves 'locking in' a known rate of currency exchange, using forward exchange contracts. Hedging involves costs and some implementation risks. Due to a range of factors there is a risk that the hedging strategy may result in the currency exposures from time to time being under or over hedged.

### Interest rate risk

This is the risk that movements in interest rates will adversely affect the value of the assets in a Fund. The price of fixed income and hybrid securities will generally, but not always, act in a contrary manner to movements in interest rates.

Typically, if interest rates increase, the price of fixed rate securities will fall. Floating rate instruments, which have their coupons adjusted on a regular basis, will be generally less sensitive to interest rate movements.

### Investment specific risk

This refers to the inherent risk of an investment made by a Fund (e.g. an investment in a particular company's shares) that could adversely affect that Fund's performance.

### Liquidity risk

This is the risk that investments and trading positions cannot be closed out or unwound quickly at appropriate prices and converted back into cash. Such risk arises particularly when investments are made in securities or financial instruments traded on an irregular or infrequent basis. These circumstances could prevent a Fund from liquidating unfavourable positions promptly and could subject that Fund to substantial losses.

### Market risk

This is the risk of being exposed to a particular investment market, such as global investment markets, or the Australian share, hybrid or fixed income market. The performance of these markets can be affected by many factors including, but not limited to, prospects of individual companies, general economic conditions, interest rates, and the level of inflation and taxation changes. Movements in investment markets will result in the value of the Fund's underlying assets, and the value of your investment, moving up or down.

### Mid cap and small cap risk

A Fund may, from time to time, through its investments, be exposed to companies with a small market capitalisation and recently formed companies. The securities of small capitalisation and mid capitalisation companies involve greater risks than those associated with larger, more established companies and may be subject to more abrupt or erratic price movements. Securities of such issuers may lack sufficient market liquidity to enable sales at an advantageous time or without a substantial drop in price. Both mid cap and small cap companies often have narrower markets and more limited managerial and financial resources than larger, more established companies and may include recently established entities with limited public information, or entities engaged in new-to-market concepts. As a result, their performance can be more volatile and they face greater risk of business failure, which could increase the volatility of a Fund's portfolio. Generally, the smaller the company size, the greater these risks.

### Multi-class risk

This is the risk that the activities of one class of a Fund impacts another class. For example, where the Responsible Entity exercises its right of indemnity from a Fund in relation to costs and expenses that relate to one class of that Fund.

Each class of a Fund is not a separate trust but only a class of units in that Fund.

### Underlying fund risk

Where a Fund substantially invests in an underlying fund it is subject to the terms and conditions including the risks of the underlying fund. The investment performance of the Fund is affected by the investment performance of the underlying fund. Changes to the underlying fund may also have an impact on the Fund.

## The following risks and disclosures apply to all the Funds, unless specified otherwise:

### Borrowing risk

The Funds may borrow to finance withdrawals or to distribute income. In addition, with the exception of the Enhanced Income Fund, Global Small Companies Fund and Australian Smaller Companies Fund (borrowing is allowed to facilitate the settlement of any acquisition of underlying assets), the Funds will not borrow for investment purposes.

### Concentration risk

This is the risk that a Fund will be more volatile than a more diversified fund because the Fund may invest in a smaller number of securities. The gains and losses on a single security may, therefore, have a greater relative impact on the Fund's net asset value.

### Country, legal, tax and regulatory risk

This is the risk of being exposed to the regulatory (including tax and legal), economic and/or political climate in the countries in which a Fund invests or has exposure to. These risks may adversely affect investments held in those countries as well as impact on a Fund's performance.

Where there are material changes to tax laws in either Australia or any other relevant jurisdiction, you should be aware that these changes may result in your investment in a Fund no longer achieving your investment and/or taxation objectives.

### Cyber security risk

This is the risk of fraud, business disruption, data loss or damage to the information of a Fund or to investors' personal information as a result of a threat or failure to protect the information or personal data stored within the IT systems and networks of the Yarra Capital Management Group or other service providers (including agents and counterparties). Cyber security breaches may cause disruptions and impact a business, potentially resulting in financial loss.

### Fund risk

This is the risk that a Fund could terminate, the fees, expenses and costs could change, or the investment manager and/or strategy could change. We have the discretion to increase fees and expenses or change the investment manager in relation to any of the Funds, in which case we would provide you with at least 30 days' prior notice. We have the discretion to terminate a Fund.

Investing in a Fund may produce different results than investing directly because of income or capital gains accrued in the relevant Fund and the consequences of investment and withdrawal by other investors. This can be magnified where few investors (or a single investor) hold a substantial interest in a Fund or underlying fund. In such a scenario, large withdrawals from those investors may cause us to consider fee and expense increases, suspend applications and withdrawals in the relevant Fund, and/or terminate the relevant Fund.

A Fund may be constrained by the amount of money that we believe can be accepted without compromising the efficient management of the relevant Fund. To ensure the Funds remain efficient and competitive we have the discretion to close the Fund to new investments (including from existing investors) from time to time. A Fund may not be able to be efficiently managed if the value of its assets is low. This may result in termination of the relevant Fund.

Where a Fund invests some or all of its assets in a portfolio or a share class of another fund (an 'Underlying Fund'), including an offshore Underlying Fund, there may be a risk of cross-contamination between the portfolios and/or share classes of the Underlying Fund. This would result in the Fund having exposure to the liabilities of other portfolios and/or share classes of the Underlying Fund, and not only the portfolio or share class in which it has invested. Where a portfolio or share class of an Underlying Fund is 'ring-fenced' under the laws of a particular jurisdiction, or is internally segregated with the intention to eliminate the risk of cross-contamination, there can be no assurance that, should an action be brought against the Underlying Fund in the courts of another jurisdiction or by third party creditors, such segregation will be recognised and upheld.

If a Fund was to be liquidated, that Fund's general creditors (including but not limited to us) will rank ahead of Unitholders for repayment. Unitholders will be entitled to a proportionate share of the residual balance (if any). This sum may be less than your initial investment. Further, if the Responsible Entity itself was to become insolvent, the Fund's general creditors (but not other creditors of the Responsible Entity not related to the Fund) will rank ahead of Unitholders for repayment in respect of proceeds realised from Fund assets.

### Investment strategy risk

Funds are managed in accordance with a specific investment philosophy and process which may not suit all market conditions. Investment philosophies and processes may include growth, value, or style neutral investment styles. When market conditions do not align with a Fund's investment philosophy and process, a Fund is more likely to experience periods of underperformance relative to its benchmark. Funds target their investment return objective over a suggested minimum investment timeframe.

### Investment manager risk

This is the risk that the investment manager's investment approach or strategy may not achieve the performance objectives or produce returns that are positive. The investment manager may change its investment strategies and internal trading guidelines over time, and there is no guarantee that such changes would produce positive results. Changes in key personnel may also impact on the investment returns of the Fund.

### Unitholder liability risk

The constitution of each Fund generally limits your liability to the amount (if any) that is unpaid on the Units you hold in that Fund. However, we cannot absolutely assure you that you would not be liable to contribute to a Fund if there were a deficiency, because the law is not settled in this respect.

However, the constitutions generally allow us to recover from you (including by way of redeeming your units) any taxes or other amounts that we are required to pay because you hold Units in the relevant Fund or transact on your investment.

### Conflicts of interest and related party transactions

YFM and YCML are part of the Yarra Capital Management Group. In this document, YFM, YCML and their related bodies corporate are referred to as the Yarra Capital Management Group. YFM acts as the responsible entity for a range of registered managed investment schemes, and YFM and YCML act as investment manager and adviser to a number of institutional (which may include corporations, financial institutions and superannuation funds, governments or high net worth clients) client portfolios in Australia and abroad. A related party, Yarra Capital Management Services Pty Ltd, provides certain services including but not limited to, resources for investment management and fund administration services to YFM and YCML. Yarra Capital Management Services Pty Ltd provides these services on commercial terms.

In April 2021, the Yarra Capital Management Group acquired the Australian business of the Amova Asset Management Group ('Amova Group'). Each Fund and Underlying Fund may invest or engage in transactions with entities for which we, a related entity or a member of the Amova Group, are trustee, responsible entity or manager ('Related Funds'). There is no limit on the level of investment in Related Funds.

Subject to the constitution of each Fund, we may appoint any of our related entities or a member of the Amova Group to provide services or perform functions in relation to each Fund, including acting as our delegate. A related entity or a member of the Amova Group is entitled to earn fees or other benefits in relation to any such appointment and to retain them for its own account. These fees will be paid by us or YCML and will not be an additional cost to you.

A Fund may also enter into transactions through purchasing assets from, or selling assets to, other funds or accounts of which we are the investment manager and/or responsible entity for. Such transactions will be performed on arm's length commercial terms (unless otherwise permitted by law). From time to time, companies in the Yarra Capital Management Group, its officers, staff or other related parties may also invest on their own accounts in Funds issued and managed by the Yarra Capital Management Group, as well as in securities held by the Funds or client portfolios managed by the Yarra Capital Management Group. As such, in performing its various roles as responsible entity and investment manager, conflicts of interest may arise regarding our duties to the Funds and their unitholders, portfolios we manage, and our own interests. All such conflicts will be managed, monitored, controlled and resolved in accordance with the applicable laws and Yarra Capital Management Group has a Conflicts of Interest Policy and other policies designed to manage such conflicts. Our policies require all employees and directors of the Yarra Capital Management Group to ensure that any actual or potential conflicts are appropriately identified and managed, and are designed to ensure they are resolved in a manner so as to avoid any adverse impact on the financial services received by our clients.

## 3. Environmental, Social and Governance ('ESG')

YCM believes environmental, social and governance ('ESG') risks and opportunities can have material long and / or short-term impacts on the valuation and investment performance of individual investments. YCM is a signatory to the Principles for Responsible Investment (PRI). Together with the principles in our Responsible Investment Policy, we are guided by the PRI when implementing ESG considerations in the management of our funds.

YCM does not have a predetermined view about what it deems an ESG consideration. However, on a case-by-case basis, we integrate ESG considerations (including labour standards considerations) when selecting, retaining or realising investments (except for cash, cash equivalents and derivatives) where we believe such considerations may materially impact a security's financial value. Subject to more specific information provided in each specific PDS, where YFM has delegated the investment management of a fund to a third-party investment manager or where a Fund invests in underlying investment vehicles (such as a Undertakings for Collective Investment in Transferable Securities ('UCITS')), ESG considerations may, in accordance with their own policies and processes, be implemented by the third party investment manager or investment manager of the underlying investment vehicle for the purposes of selecting, retaining or realising the investments of the fund/underlying investment vehicle at their discretion, and the way those ESG considerations are implemented may vary.

The exact methodologies and approach to ESG integration, and what ESG considerations we deem to be material to an investment's value and the degree to which we integrate ESG considerations into our decision making is determined on a case-by-case basis. This is because different asset classes, strategies and investment time horizons require our investment teams to adopt different perspectives pertaining to ESG to strengthen effective decision making. For example, in relation to equity investments, YCM may take into account ESG considerations when determining our approach to engaging with the board or management investee companies or exercising proxy voting rights. In relation to fixed income investments, ESG factors are integrated into YCM's internal corporate credit ratings process.

We provide guidance to our teams outlining common ESG issues that may impact the valuation and investment performance of individual investments, including (but not limited to):

E: Environmental issues which are those that affect the natural environment and include issues such as climate change, pollution, and impacts on land, water and biodiversity.

S: Social issues which may include those that impact people, including issues that impact the rights, health and well-being of people as well as labour issues.

G: Governance issues which may include those that relate to the way businesses are run, managed and led, how businesses operate, make decisions and respond to material issues and can include topics related to board composition, issues of diversity, equity and inclusion, remuneration, and corporate conduct.

Generally, consideration of ESG factors does not include making ethical or moral judgements on particular practices or issues.

YCM does not have a set approach or time frame to monitoring or reviewing the adherence of an investment to this process of considering ESG factors, to what approach is taken when an investment no longer adheres to those ESG factors, or to monitoring or reviewing how such considerations may impact the current or future financial performance of an investment.

## 4. Fees and costs

### Consumer Advisory Warning

**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**) Moneysmart website (**www.moneysmart.gov.au**) has a managed funds fee calculator to help you check out different fee options.

## Fees and other costs

This section shows fees and other costs that you may be charged. These fees and costs may be deducted from your money, from the returns on your investment or from the assets of the managed investment scheme as a whole. Taxes are set out in another part of this document. 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

| Type of fee or cost | Amount | How and when paid |
|---|---|---|
| **Ongoing annual fees and costs** | | |
| ***Management fees and costs***<br>The fees and costs for managing your investment | **0.30% p.a. to 1.25% p.a. of the net asset value of the relevant Fund or class of the relevant Fund.**<br>Based on a constant investment of $50,000 the amount in dollars is $150 p.a. to $625 p.a.<br>The amount you pay for specific Funds is shown in each Fund's (or class of Units for that Fund) PDS. | Management fees and costs comprise management fees, expense recoveries and indirect costs.<br>Management fees are calculated daily and charged to the Fund before determining Unit prices. Unless otherwise specified, they are paid out of the assets of the Fund quarterly following the end of each quarter or monthly following the end of each month (as permitted by the relevant constitution).<br>Expense recoveries (if any) are calculated daily and are deducted from the assets of the Fund following the end of each quarter.<br>Indirect costs are generally deducted from the assets of the Fund as and when incurred and are reflected in the unit price of your investment in the Fund.<br>Certain sophisticated and/or professional investors may negotiate a rebate of management fees. For more information on negotiating a rebate please see 'Professional investors and differential fees' in the 'Additional explanation of fees and costs' section. |
| ***Performance fees***<br>Amounts deducted from your investment in relation to the performance of the product | Australian Equity Income Fund — Nil<br>Australian Smaller Companies Fund — Nil<br>Australian Smaller Companies Share Fund — 0.58%<br>Australian Smaller Companies SIV Fund — 0.55%<br>Microcap Fund — 1.87%<br>All other Funds — Not applicable | The performance fee accrues on a daily basis based on the Fund's relative performance against its benchmark. The fee is paid quarterly out of the assets of each fund following the end of each quarter. |
| ***Transaction costs****<br>The costs incurred by the scheme when buying or selling assets | 0.00% p.a. to 0.30% p.a. of the net asset value of the relevant Fund or class of the relevant Fund.<br>Based on a constant investment of $50,000 the amount in dollars is $0 p.a. to $150 p.a.<br>The amount you pay for specific Funds is shown in each Fund's (or class of Units for that Fund) PDS. | Transaction costs incurred are deducted from the assets of the relevant Fund (or class of Units for that Fund) as and when they are incurred. |

'Not applicable' means there is no right for the fee to be charged by the Responsible Entity. 'Nil' means the fee is permitted under the constitution but currently the fee is not charged.

* Transaction costs shown in the Fees and costs summary are net of costs recovered from the application of the buy/sell spread to transacting investors and are based on the transaction costs of the relevant Fund for the previous financial year. For more information on transaction costs please see 'Transaction costs' in the 'Additional explanation of fees and costs' section.

| Type of fee or cost | Amount | How and when paid |
|---|---|---|
| **Member activity related fees and costs (fees for services or when your money moves in or out of the scheme)** | | |
| ***Establishment fee***<br>The fee to open your investment | Not applicable. | |
| ***Contribution fee***<br>The fee on each amount contributed to your investment | Australian Equities Share Fund: Nil<br>Australian Equity Income Fund: Nil<br>Australian Smaller Companies Fund: Nil<br>Australian Smaller Companies Share Fund: Nil<br>Australian Smaller Companies SIV Fund: Nil<br>Enhanced Income Fund: Nil<br>Ex-20 Australian Equities Fund: Nil<br>Global Share Fund: Nil<br>Global Small Companies Fund: Nil<br>Higher Income Fund: Nil<br>Microcap Fund: Nil<br>All other Funds: Not applicable | |
| ***Buy/sell spread***<br>An amount deducted from your investment representing costs incurred in transactions by the scheme | +0.05% to +0.50% of the application amount on investments made in the relevant Fund (or class of Units for that Fund) / -0.05% to -0.50% of the withdrawal amount on withdrawal from the relevant Fund (or class of Units for that Fund). | The buy/sell spread is paid when your money moves in or out of the relevant Fund (or class of Units for that Fund) and is reflected in the entry and exit prices respectively at the time of the relevant application or withdrawal. |
| ***Withdrawal fee***<br>The fee on each amount you take out of your investment | Australian Equities Share Fund: Nil<br>Australian Equity Income Fund: Nil<br>Australian Smaller Companies Share Fund: Nil<br>Australian Smaller Companies SIV Fund: Nil<br>Enhanced Income Fund: Nil<br>Ex-20 Australian Equities Fund: Nil<br>Global Share Fund: Nil<br>Global Small Companies Fund: Nil<br>Microcap Fund: Nil<br>All other Funds: Not applicable | |
| ***Exit fee***<br>The fee to close your investment | Not applicable. | |
| ***Switching fee***<br>The fee for changing investment options | Australian Equity Income Fund: Nil<br>All other Funds: Not applicable | |

'Not applicable' means there is no right for the fee to be charged by the Responsible Entity. 'Nil' means the fee is permitted under the constitution but currently the fee is not charged.

## Additional explanation of fees and costs

### Goods and services tax ('GST')

The Funds may be required to pay GST on management and other fees and expenses. However, where available, the Funds will claim input tax credits for the GST incurred. All references to management fees and costs, contribution fees and withdrawal fees are quoted inclusive of the net impact of GST to the Funds (i.e. any GST payable has been reduced by any input tax credits or reduced input tax credits, where applicable) at the rates applying on the date of this document. All other fees and charges are quoted in this document inclusive of GST where applicable, unless otherwise stated. Please refer to the taxation information in the PDS for each Fund and Section 5 of this Important Additional Information document for further information.

### Breakdown of the management fees and costs

The management fees and costs comprise:

- management fees;
- certain expense recoveries charged to a Fund or class (if any) and, if applicable, the Fund's proportion of certain expenses of any interposed vehicles; and
- indirect costs.

It does not include:

- where applicable, any buy and sell spreads; and
- certain transaction costs (see below).

The following provides more information on the management fees and costs (which is reflected in the table above) charged by the Funds as allowed by the Funds' constitutions. These are not additional fees.

#### *Management fees*

We receive an annual management fee calculated as a fixed percentage of the net asset value of each Fund or class of a Fund. Unless otherwise specified, they are paid out of the assets of the Fund quarterly following the end of each quarter or monthly following the end of each month (as permitted by the relevant constitution).

#### *Performance fees*

*1) Australian Smaller Companies Fund*

The constitution of the Australian Smaller Companies Fund allows YFM to charge a performance fee of up to 20% of the net excess return above the S&P/ASX Small Ordinaries Accumulation Index. At present, YFM does not charge a performance fee to the Australian Smaller Companies Fund.

*2) Australian Equity Income Fund*

The constitution of the Australian Equity Income Fund allows YFM to charge a performance fee of 26.83% of the net excess return above the daily cash rate or such other index as the RE reasonably determines. At present, YFM does not charge a performance fee to the Australian Equity Income Fund.

*3) Yarra Australian Smaller Companies Share Fund, Yarra Microcap Fund and Yarra Australian Smaller Companies SIV Fund.*

In addition to the management fee, a performance fee may be payable to the Responsible Entity in respect of the Yarra Australian Smaller Companies Share Fund, Yarra Microcap Fund and Yarra Australian Smaller Companies SIV Fund ('**Performance Fee**').

Performance fees result in higher ongoing annual fees and costs. This fee is only payable where the relevant Fund's return (after management fees, paid or accrued) outperforms its benchmark.

The definition of 'Performance Fee' and full details of how it is calculated are set out in the Constitution. The benchmark for each Fund is set out below.

| Fund | Benchmark | Performance Fee Period |
|---|---|---|
| Yarra Australian Smaller Companies Share Fund | S&P/ASX Small Ordinaries Accumulation Index | Quarterly |
| Yarra Australian Smaller Companies SIV Fund | S&P/ASX Small Ordinaries Accumulation Index | Quarterly |
| Yarra Microcap Fund | S&P/ASX Small Ordinaries Accumulation Index | Quarterly |

The Performance Fee is set at 20% of the amount by which each Fund or, if applicable, the unit class, outperforms its Benchmark. The fee is calculated at each Valuation Time (as defined in each Constitution) and is payable quarterly, as specified in the table above ('**Performance Fee Period**'). The unit prices are reflective of accrued Performance Fees are paid out of the Assets of the relevant Fund.

If for any Performance Fee Period, the cumulative accrued performance fee amount is negative, the relevant Fund will need to make up this underperformance in future Performance Fee Periods before a Performance Fee is payable.

Where the cumulative accrued performance fee amount for any Performance Fee Period is positive, a Performance Fee will be payable to the Responsible Entity.

For a Fund with a quarterly Performance Fee Period, this may mean that for a given 12-month period a Performance Fee may be paid (where there was positive performance in one quarter) despite overall underperformance relative to the benchmark over the remaining 3 quarters.

We set out below some examples to illustrate when a Performance Fee may be payable in respect of a Fund. These examples are based on the following assumptions: an investment of $50,000; calculations usually occur daily; Performance Fees are payable quarterly; the investment balance stays constant over the periods; and there were no application or redemption transactions for the investment during each period.

| Scenario | Calculation for the period before allowing for carried forward negative amounts | Performance Fee amount |
|---|---|---|
| **Performance below the Benchmark and carried forward underperformance** | | |
| For the quarter ending 31 December, assume:<br>The Fund's return for the period is 5%<br>The S&P/ASX Small Ordinaries Accumulation Index (Benchmark) return for the period is 10% | The Fund's return in relation to the Benchmark for the period is -5% (that is, 5% - 10% = -5%)<br>The negative Performance Fee amount for the period is calculated as:<br>$50,000 x 20% x -5% = -$500.00 | -$500.00<br>No Performance Fee is payable and the negative amount will be carried forward and offset against future positive Performance Fee Periods. |
| **Performance above the Benchmark and carried forward underperformance** | | |
| For the quarter ending 31 March, assume:<br>The Fund's return for the period is 7%<br>The S&P/ASX Small Ordinaries Accumulation Index (Benchmark) return for the period is 4% | The Fund's return above the Benchmark for the period is 3% (that is, 7% - 4% = 3%)<br>The Performance Fee amount is calculated as:<br>$50,000 x 20% x 3% = $300.00 | $300.00 PLUS -$500.00 carried forward from the prior period equals<br>**-$200.00**<br>No Performance Fee is payable as the positive Performance Fee amount from this period, $300.00, did not exceed the negative amount carried forward from the prior period, -$500.00.<br>This amount of -$200.00 will be carried forward and offset against future positive Performance Fee Periods. |

| Scenario | Calculation for the period before allowing for carried forward negative amounts | Performance Fee amount |
|---|---|---|
| **Performance above the Benchmark** | | |
| For the quarter ending 30 June, assume:<br>The Fund's return for the period is 9%<br>The S&P/ASX Small Ordinaries Accumulation Index (Benchmark) return for the period is 3% | The Fund's return above the Benchmark for the period is 6% (that is, 9% - 3% = 6%)<br>The Performance Fee amount is calculated as:<br>$50,000 x 20% x 6% = $600.00 | $600.00 PLUS -$200.00 carried forward from the prior period equals<br>**$400.00**<br>A Performance Fee is payable as the positive amount from this period, $600.00, exceeds the negative amount that was carried forward, -$200.00.<br>The Performance Fee payable of $400.00 will be accrued in the Fund's unit price and deducted directly from the Fund after the Performance Fee Period. |

**The above scenarios are provided for illustrative purposes only and do not represent any projection or indication of the future performance of a Fund.** The Responsible Entity does not provide any assurance that a Fund will achieve the performance used in this example.

Performance fees by their nature are dependent on a number of variables, none of which can be accurately predicted or forecast. These variables include actual future performance of the relevant Fund and its benchmark. The current Performance Fees for each Fund are set out in the table below. The Performance Fee is based on the average performance fee charged to the Fund for the prior five financial years ending 30 June 2026.

| Fund | Amount |
|---|---|
| Yarra Australian Smaller Companies Share Fund | 0.58% p.a. of Net Asset Value of the Fund. |
| Yarra Australian Smaller Companies SIV Fund | 0.55% p.a. of Net Asset Value of the Fund. |
| Yarra Microcap Fund | 1.87% p.a. of Net Asset Value of the Fund. |

We currently charge the Performance Fee as specified in the PDS.

*Expense recoveries*

The Funds will incur certain expenses and administration costs which may include custodian fees, audit fees, investment management and fund administration fees. These expenses and costs may be paid directly by the Funds out of Fund assets or by us and reimbursed to us by the Funds out of Fund assets on a quarterly basis.

We currently choose to cap the amount of expenses recoverable from each Fund in each year to between 0.00% p.a. and 0.25% p.a. of the net asset value of the relevant Fund or class of a Fund. For the Yarra Australian Equity Income Fund, Australian Bond Fund, Global Share Fund, Global Small Companies Fund, and the Growth Fund, we have elected not to charge expense recoveries as at the date of this PDS, although may do so in future. For each other Fund, see each specific Fund's (or the class of Units for that Fund) PDS for the amount of expense recoveries for each Fund.

Any amount that is in excess of the cap will be borne by YFM without being charged to Unitholders. We reserve the right to:

- recover expenses incurred in any income year in a later income year subject to the expense recovery cap being met; and
- cease paying for expenses that exceed the cap in the future where it is no longer economical for us to do so.

*Indirect costs*

In general, indirect costs are any amounts that we know, or reasonably ought to know, will directly or indirectly reduce the returns on a Fund, or reduce the amount or value of, the income or assets of a Fund (including an underlying investment of the Fund). These costs are not directly charged or retained by us. Indirect costs may include fees charged by interposed vehicles, including custody fees. Indirect costs are generally deducted from the assets of the Fund as and when incurred, and are reflected in the Unit price of your investment in the Fund. The indirect costs amounts specified in the Fees and Costs summary is the Responsible Entity's reasonable estimate of the indirect costs applicable for the relevant Fund for the current financial year, calculated based on the actual amount incurred by the Fund for the previous financial year and may include the Responsible Entity's reasonable estimate where the Responsible Entity was unable to determine the exact amount or information was not available at the date of the relevant PDS.

*Historical management fees and costs*

Historical management fees and costs* for the Funds are set out below for reference.

| **Fund** | **Year ended 30 June 2026** | **Year ended 30 June 2025** |
|---|---|---|
| Australian Bond Fund | 0.30% | 0.30% |
| Australian Equities Fund | 0.80% | 0.80% |
| Australian Equities Share Fund | 0.80% | 0.80% |
| Australian Equity Income Fund | 0.80% | 0.85% |
| Australian Share Fund | 0.80% | 0.80% |
| Australian Smaller Companies Fund | 1.10% | 1.10% |
| Australian Smaller Companies Share Fund | 0.85% | 0.85% |
| Australian Smaller Companies SIV Fund | 0.85% | 0.85% |
| Emerging Leaders Fund | 1.25% | 1.25% |
| Emerging Leaders Fund - Class A | 0.70% | 0.70% |
| Enhanced Income Fund | 0.55% | 0.55% |
| Enhanced Income Fund - Class A | 0.50% | 0.50% |
| Ex-20 Australian Equities Fund | 0.90% | 0.90% |
| Global Share Fund | 0.99% | 0.99% |
| Global Small Companies Fund | 1.25% | 1.25% |
| Growth Fund | 1.15% | 1.15% |
| Higher Income Fund | 0.65% | 0.65% |
| Income Plus Fund | 0.68% | 0.68% |
| Microcap Fund | 1.20% | 1.20% |

* Certain sophisticated and/or professional investors may negotiate a rebate of management fees.
The historical management fees and costs may not be a reliable indication of future years' management fees and costs.

*Could the management fees and costs increase?*

For certain Funds, we elect not to charge expense recoveries as all Fund expenses for those Funds are borne by YFM without being charged to unitholders. For the Funds where we charge expense recoveries, we currently choose to cap the amounts of expenses recoverable in each year. Any amount that is in excess of the cap will be borne by YFM without being charged to Unitholders. Subject to the relevant Fund's constitution, we reserve the right to:

- cease paying for expenses that exceed the cap in the future where it is no longer economical for us to do so;
- defer the recovery of any expenses incurred in any year to a later year provided that the expense recovery in any later year does not exceed the expense recovery cap; and
- begin charging expense recoveries for the Funds, in respect of, which we currently do not charge expense recoveries.

Indirect costs may also increase in the future. Should any of these occur:

- the Funds' management fees and costs will increase (but we will provide you with at least 30 days' prior notice); or
- we may advise you of our intention to terminate any or all of the Funds.

Any increase in management fees within the limits in the constitutions of the Funds can be made without Unitholders' consent subject to the provision of at least 30 days' prior notice.

## Maximum fees under the constitutions

*Management fees*

Under the relevant constitution, the maximum management fee that can be charged (unless investors approve an amendment to the terms of the constitution by special resolution) is:

- 1.00% p.a. of the gross asset value of the Australian Equities Share Fund (less distributions and exclusive of GST);
- 1.00% p.a. of the net asset value of the relevant Fund (excluding deductions for accrued management fees and certain transaction costs) for the Australian Equities Fund, Emerging Leaders Fund and Income Plus Fund;
- 5.00% p.a. of the total asset value of the Australian Smaller Companies Fund and Higher Income Fund;
- 4.10% p.a. of the net asset value (excluding deductions for accrued management fees and certain other fees and transaction costs) for the Enhanced Income Fund;
- 2.05% p.a. of the net asset value of the relevant Fund (excluding deductions for accrued management fees and certain other fees and transaction costs) for the Ex-20 Australian Equities Fund and Global Small Companies Fund;
- 0.90% p.a. of the net asset value of the Australian Bond Fund (exclusive of GST);
- 2.00% p.a. of the net asset value of the relevant fund (exclusive of GST) of the Australian Smaller Companies Share Fund, Australian Smaller Companies SIV Fund, and Microcap Fund;
- 2.00% p.a. of the value of the investments of the Global Share Fund (exclusive of GST);
- 4.00% p.a. of the net asset value of the Growth Fund (exclusive of GST);
- 3.00% p.a. of the asset value of the Australian Equity Income Fund (exclusive of GST and deductions for other fees); and
- 0.75% p.a. of the net value of the assets of the Australian Share Fund (exclusive of GST and deductions for other fees).

*Contribution fee*

The constitution for the Higher Income Fund provides for a contribution fee of up to 5% of the subscription amount in respect of each Unit (other than Units issued to a Unitholder on distribution reinvestment).

The constitutions of the Ex-20 Australian Equities Fund, Global Small Companies Fund and Australian Smaller Companies Fund provide for a contribution fee of up to 5.125% of the value of each application to invest in the relevant Fund.

The constitution of the Australian Equity Income Fund provides for a contribution fee of up to 5% of the consideration payable each application to invest in the Fund.

The constitution of the Enhanced Income Fund provides for a contribution fee of up to 4.10% of the value of each application to invest in the Fund.

The constitution of the Global Share Fund also allows for a contribution fee to be charged, but does not prescribe a maximum amount.

The constitutions of the Australian Equities Share Fund, Australian Smaller Companies Share Fund, Australian Smaller Companies SIV Fund and Microcap Fund provide for a Contribution Fee of up to 6% of the value of each application to invest in the relevant Fund.

At present no contribution fees are charged.

*Other fees*

The constitutions for Australian Smaller Companies Fund and Australian Equities Share Fund state that there is an asset fee of 0.1% p.a of the net asset value of the Fund. While the Responsible Entity is entitled to charge the asset fee under each Constitution, it does not currently do so.

*Withdrawal fee*

The constitutions of the Enhanced Income Fund, Ex-20 Australian Equities Fund and Global Small Companies Fund provide for a withdrawal fee of up to 5.125% of the value of each withdrawal made from the relevant Fund.

The constitution of the Australian Equity Income Fund provides for a withdrawal fee of up to 4% of the redemption price of each withdrawal made from the Fund.

The constitutions of the Australian Equities Share Fund, Australian Smaller Companies Share Fund, Australian Smaller Companies SIV Fund and Microcap Fund provide for a withdrawal fee of up to 1% of the redemption price of each redemption made from the relevant Fund.

The constitution of the Global Share Fund also allows for a withdrawal fee to be charged, but does not prescribe a maximum amount.

At present no withdrawal fees are charged.

*Switching fee*

The constitution of the Australian Equity Income Fund provides that where an application relates to a switch, no switching fee will apply for the first four switches in any 12 months, thereafter a $50 switching fee will apply, CPI adjusted each year from the date of the commencement of the Fund.

At present, no switching fees are charged.

## Professional investors and differential fees

We may negotiate different (including lower) management fees with certain sophisticated or professional (i.e. wholesale) investors (as defined in the Corporations Act 2001 (Cth)).

These arrangements reflect terms privately agreed between us and each sophisticated or professional investor. We will be under no obligation to make arrangements on these terms available to all other investors (including other sophisticated or professional investors).

## Transaction costs

The Funds may incur transaction costs, such as brokerage, settlement costs, custody costs on settlement, certain government taxes and other costs associated with dealing in the underlying investments. These costs are not included in management fees and costs and are an additional cost to the investor where it has not already been recovered by the buy-sell spread charged. The transaction costs shown in the Fees and costs summary are shown net of any amount recovered by the buy-sell spread. The gross transaction costs incurred by each of the Funds for the year ended 30 June 2026, expressed as a percentage of the total average net assets of the relevant Fund was as follows:

| Fund | Year ended 30 June 2026 | Example on a $50,000 investment |
|---|---|---|
| Australian Bond Fund | 0.04 | $20 |
| Australian Equities Fund | 0.09 | $45 |
| Australian Equities Share Fund | 0.10 | $50 |
| Australian Equity Income Fund | 0.13 | $65 |
| Australian Share Fund | 0.13 | $65 |
| Australian Smaller Companies Fund | 0.13 | $65 |
| Australian Smaller Companies Share Fund | 0.13 | $65 |
| Australian Smaller Companies SIV Fund | 0.15 | $75 |
| Emerging Leaders Fund | 0.08 | $40 |
| Enhanced Income Fund | 0.01 | $5 |
| Ex-20 Australian Equities Fund | 0.13 | $65 |
| Global Share Fund | 0.05 | $25 |
| Global Small Companies Fund | 0.09 | $45 |
| Growth Fund | 0.12 | $60 |
| Higher Income Fund | 0.01 | $5 |
| Income Plus Fund | 0.01 | $5 |
| Microcap Fund | 0.09 | $45 |

All or a portion of these costs were recovered by the buy and sell spreads (see below) charged to Unitholders who invested in or withdrew from each Fund during the year ended 30 June 2026. The remainder of these costs, if any, were borne out of the assets of the relevant Fund. The transaction costs referred to in the table above are not new costs being imposed on the Funds. These costs were incurred previously and reflected in the Unit price.

The amount of the transaction costs for a Fund will vary from year to year depending on the volume and value of transactions of the underlying assets and the brokerage that is charged.

## Buy and sell spreads

If you make contributions to or withdrawals from a Fund, that Fund may need to buy or sell assets and incur associated transaction costs. These charges tend to vary between different asset classes and different countries. In order to reduce the risk of other Unitholders being penalised when one Unitholder invests in or withdraws from the Fund, and to help cover any other transaction costs incurred in the operation of the Fund, we may apply a buy and sell 'spread'. The monetary value of the spread stays in the Fund to cover transaction costs – it is not a fee paid to us.

The buy (sell) spread is an additional cost to the Unitholder. The buy spread is the percentage amount that is included in and which increases the Unit price payable on contributions into a Fund (**purchase price**). The sell spread is the percentage amount included in and which decreases the Unit price payable on withdrawals from a Fund (**redemption price**). The buy and sell spreads provided are estimates only of the transaction costs and may differ from the exact costs each time a Unitholder invests in or withdraws from a Fund. The difference between the purchase price and the redemption price is known as the buy/sell spread.

The buy (sell) spread paid in dollar terms is affected by the roundings which are built into the calculation of the entry (exit) Unit price and the rounding applied to contributions (withdrawals).

For example, a $50,000 investment into (withdrawal from) a Fund with a 0.15% buy (sell) spread will indirectly incur a cost of approximately $75. The actual amount will vary due to the roundings built into the calculation of the entry (exit) Unit price and the rounding applied to your contributions (withdrawals).

In determining the estimated buy and sell spreads, we consider what the actual costs have been in the past and accordingly, these costs may change over time.

The current buy (sell) spreads are included in the PDS for each Fund. We reserve the right to alter these spreads.

### Swing price Adjustment – Global Share Fund only

The Global Share Fund substantially invests its assets in a portfolio or a share class of another fund, the Amova Global Equity Fund (for the purposes of this section, the 'Underlying Fund'). The Underlying Fund may suffer a reduction in value, known as 'dilution' when trading the underlying investments as a result of net inflows or net outflows of the Underlying Fund. This is due to transaction charges and other costs that may be incurred by liquidating and purchasing the underlying assets and the spreads between the buying and selling prices.

The company operating the Underlying Fund ('Company') may adopt a swing pricing mechanism as part of its valuation process. This is to protect shareholders' interests and counter the impact of dilution in the Underlying Fund. If swing pricing is applied to the Underlying Fund on a particular valuation day, the Fund's Unit price will be impacted.

This means that in certain circumstances, the Company may make adjustments to the NAV per share to counter the impact of dealing and other costs on occasions when these are deemed to be significant.

If, on any valuation day, the aggregate net investor(s) transactions in the Underlying Fund exceed a pre-determined threshold, the NAV per share may be adjusted upwards or downwards to reflect the costs attributable. Typically, such adjustments will increase the NAV per share of the Underlying Fund when there are net subscriptions into the Underlying Fund and decrease the NAV per share when there are net redemptions out of the Underlying Fund. The Company is responsible for setting the threshold for the Underlying Fund, which will be a percentage of the net assets of the Underlying Fund. The threshold is based on objective criteria such as the size of the Underlying Fund and the dealing costs for the Underlying Fund, and may be revised from time to time.

The percentage by which the NAV per share of the Underlying Fund is adjusted will be set by the Company and subsequently reviewed on a periodic basis to reflect an approximation of current dealing and other costs. The extent of the adjustment may vary due to different transaction costs in certain jurisdictions on the sell and the buy side, but may not exceed 3% of the original NAV per share under normal market circumstances. The adjustment may be increased up to 5% in exceptional market circumstances (such as high market volatility, hostilities causing market disruption, a serious pandemic or natural disaster). The NAV per share of each share class in the Underlying Fund will be calculated separately but any adjustment will be made at the Underlying Fund level and in percentage terms, equally affecting the NAV per share of each share class. If swing pricing is applied to the Underlying Fund on a particular valuation day, the NAV adjustment will be applicable to all transactions placed on that day.

As a consequence of the application of swing pricing, the volatility of the Underlying Fund's NAV may be higher than the volatility of the Underlying Fund's portfolio.

#### *Unit pricing discretions policy*

We maintain a Unit pricing discretions policy regarding how we will exercise the discretions reserved to us in the Fund's constitution in relation to the calculation of Unit entry (buy spread) and exit prices (sell spread) on the future issue and withdrawal of Units. We also record any exercise of our discretion in relation to Unit prices which is outside the scope of, or inconsistent with, this Unit pricing discretions policy ('Additional Discretions'). A copy of this policy and instances of our use of Additional Discretions (if any) are available from us on request, at no charge, by contacting our **Investor Services team**.

### Monetary benefits to Platforms

To the extent permitted by law, we may pay fees to investor directed portfolio services, investor directed portfolio-like services, and equivalent superannuation platform and wrap service providers (collectively 'Platforms'), where they include one or more of our managed investment schemes on their menu. These fees are not a separate charge to you or the Fund.

### Alternative forms of remuneration

We may participate in sponsorship of certain industry events on a commercial basis and we may from time to time enter into arrangements to accept research services in return for brokerage placements. Where such arrangements are in place, they are not an additional cost to you. We will not pay any remuneration if it is prohibited by the law. We have a number of written internal policies which dictate circumstances in which we can and cannot participate in alternative forms of remuneration. We only ever participate in alternative forms of remuneration where it is in accordance with such policies.

## 5. Taxation

Warning: Investing in a managed investment scheme is likely to have tax consequences. It is strongly recommended that Unitholders obtain advice from their professional advisers particular to their own circumstances prior to investing in or otherwise dealing with their Units.

### Taxation of the Funds

The Australian Government passed tax legislation in May 2016 applicable to eligible managed investment schemes called the Attribution Managed Investment Trust ('AMIT') regime. The AMIT regime was established by the Australian Government to provide eligible MITs with an exclusive set of tax rules to replace the existing tax rules if the responsible entity of a fund elects for this regime to apply to the fund. The Responsible Entity for the Fund has determined that the respective Funds meet the eligibility criteria and elected to adopt the AMIT regime from 1 July 2017.

The Funds will be Australian resident trusts for Australian income tax purposes and the income of the Funds should 'flow through' to Unitholders on the basis that Unitholders will either be presently entitled to the income of the Funds each financial year where the Fund is not an AMIT, or on the basis that Unitholders have had income 'attributed' to them on a 'fair and reasonable basis', where the Fund is an AMIT (this income attribution will be advised to Unitholders in an Attribution MIT Member Annual Statement (referred to as an AMMA statement). This will be provided to Unitholders within three months of the end of each income year. On this basis, the Funds themselves should not pay any Australian income tax.

If a Fund incurs a tax loss, that tax loss cannot be passed on or attributed to Unitholders for income tax purposes. However, any tax losses can be carried forward by that Fund and, subject to that Fund satisfying various requirements, can be offset against corresponding components of assessable income derived by that Fund in a later year.

Funds which qualify as Managed Investment Trusts ('MIT') (including AMITs) are able to make an irrevocable election to apply the deemed 'capital account' treatment for gains and losses on disposal of certain investments. Where the Funds satisfy the requirements of a MIT, the Responsible Entity has determined the appropriateness of the deemed CGT election for the Fund and, where appropriate, has made the election.

Whilst the election to become an AMIT is irrevocable, we note that the eligibility to be an AMIT is a yearly test which requires the following to be satisfied:

- the trust is a MIT in relation to the income year
- the Unitholders of the trust have *clearly defined* rights to income and capital of the trust at all times when the trust is in existence during the income year
- the Responsible Entity makes an irrevocable choice to apply the new system.

If the Fund is an AMIT, the following applies:

- The Fund can attribute an amount of income to Unitholders that is greater than the cash paid, which results in an increase in the cost base of an investor's holding by the amount attributed in excess of cash.
- The Fund may direct income and/or capital gains to a particular investor in certain circumstances, such as for large redemptions.
- Where the amount of income estimated for the Fund at year end is different to the actual amounts calculated after the end of the income year, the difference (called 'unders' or 'overs') can be carried forward and adjusted in the year in which they are discovered.
- It provides certainty as to the tax status of the Fund and its entitlement to certain tax concessions, including a deemed 'fixed trust' status for tax purposes.

If the Fund is not an AMIT, net income and realised net capital gains generated by the fund will typically be fully distributed to Unitholders based on their proportionate share of the income to which they are 'presently entitled'. Unitholders are, in turn, assessed for tax on their share of the distribution based on their individual circumstances. An annual tax statement detailing relevant taxation information for the income year will be provided to Unitholders within three months of the end of the income year.

Going forward, the Responsible Entity will monitor the Fund's MIT/AMIT status on an annual basis.

### Taxation of individual resident Unitholders

The distribution or attribution of income to Unitholders may comprise various amounts, including Australian sourced and foreign sourced dividends, interest, capital gains, revenue gains, franking credits, foreign income tax offsets ('FITOs'), any cost base adjustments relevant for MITs or AMITs and may also include returns of capital. The Responsible Entity will arrange for Unitholders to receive an annual tax statement setting out the components of their distributions in respect of that year. The sum of these components may differ to the amount of cash distribution that Unitholders receive.

Unitholders will be assessed on their share of the net taxable income of the relevant Fund in the income year to which their entitlement relates (or that is attributed to them if the relevant Fund is an AMIT) even though the distribution may only be received in the following year and irrespective of whether the income is reinvested into additional Units.

The Funds may distribute or attribute franked dividends and foreign sourced income. Subject to the requirements of the tax law, a Unitholder may be entitled to a tax offset for any franking credit on the franked dividends and a FITO in respect of foreign income on which foreign tax has been paid. These credits and FITO amounts are not cash receipts but will generally be included in the calculation of a Unitholder's taxable income. Depending on particular circumstances, a Unitholder may be able to use these credits/FITOs to offset against their Australian tax liability or, in the case of franking credits, certain Unitholders may be paid a refund if the franking credits exceed their total tax liability. Any FITOs that cannot be utilised in an income year are forfeited and cannot be carried forward.

Where a Fund makes a distribution or attribution which includes a discounted net capital gain, Unitholders may be required to "gross-up" the net capital gain (that is, add back the effect of the capital gains tax ('CGT') discount, if any). Unitholders may then apply any capital losses they have to reduce the grossed-up capital gain. Where applicable, Unitholders may be able to apply the CGT discount (50% for individuals and certain trusts and 33.33% for complying superannuation funds) to arrive at their net capital gain. This amount should be included in the calculation of the Unitholder's taxable income.

### Unitholder's taxable income

Where Unitholders hold Units in the Funds through a Platform and have "absolute entitlement" to the Units in the relevant Fund as against the Platform, the relevant Unitholder is regarded as holding the Units in their own capacity. If Unitholders do not have absolute entitlement, the operator of the Platform may be considered to have the rights of an investor, acting on your behalf.

Unitholders should seek independent professional advice as to whether or not they have absolute entitlement.

The withdrawal or transfer of Units will generally constitute a disposal for CGT purposes. Where the Units have been held for at least 12 months, any gain made on the disposal may be eligible for the CGT discount, depending on the profile of the Unitholder.

Unitholders should obtain specific professional advice about the availability of the CGT discount.

In the case of a non-AMIT, the distribution of certain amounts (e.g., where the cash distribution exceeds the amount of the distribution that is subject to tax – i.e, "tax-deferred" amounts) will reduce the Unitholders' cost base of their Units by the amount of the excess. In the case of an AMIT, Unitholders cost base of their Units may be reduced or increased. This generally depends on the difference between the amounts paid and the amounts attributed by the AMIT to the Unitholders. Any cost base adjustments will alter the assessable capital gain or capital loss the Unitholders will make when they ultimately dispose of their Units. If the cost base of the Units is reduced to nil, any further cost base reductions will result in the Unitholders deriving a capital gain at the time of each respective reduction.

### Taxation of non-resident Unitholders

Distributions or attribution of income to non-resident Unitholders may have tax withheld by the Responsible Entity. The rate of withholding will depend on the nature of the amount distributed or attributed, whether the Fund is a withholding MIT, the address for payment and the Unitholder's country of residence. Non-resident Unitholders may be entitled to a credit in their country of residence for the Australian tax withheld. Non-resident Unitholders should seek specific tax advice in their home country.

Non-resident Unitholders should generally not be subject to Australian tax on capital gains realised on the withdrawal or transfer of Units in the Funds unless the market value of the particular Fund is predominantly attributable to interests in Australian real property and the Unitholder holds a non-portfolio interest (10% or more interest) in that Fund.

### Taxation reform

The Australian tax system is in a continuing state of reform. Any reform to the tax system creates a degree of uncertainty, whether it is uncertainty as to the full extent of announced reforms, or uncertainty as to the meaning of new law that is enacted pending interpretation through the judicial process.

Tax reforms may impact on the tax position of the Funds and their Unitholders. The Responsible Entity will continue to monitor the impact of tax reforms on the Funds. In addition, Unitholders should also closely monitor the progress of these reforms, and in this context, it is strongly recommended that Unitholders seek their own professional advice, specific to their own circumstances, of the taxation implications of investing in the Funds.

### Tax File Number ('TFN'), exemption and Australian Business Number ('ABN')

It is not compulsory for Unitholders to quote their TFN or claim an exemption, however if they do not, the Responsible Entity is required to deduct tax at the highest marginal rate plus any applicable levies such as the Medicare levy from any income payable to the Unitholder. If a Unitholder has an ABN and is making this investment in the course of a business carried on by the Unitholder, they may wish to quote their ABN rather than their TFN.

### Foreign Account Tax Compliance Act ('FATCA') and the OECD Common Reporting Standard ('CRS')

Pursuant to United States ('US') withholding provisions commonly referred to as FATCA, certain payments of US sourced income and certain payments (or a portion thereof) made between foreign financial institutions may be subject to a withholding tax of 30% unless it is compliant with various reporting requirements under FATCA.

Amongst other things, the implementation of FATCA involves non-US resident financial institutions having the obligation to report the details of account holders that are tax residents of the US to the US Internal Revenue Service ('IRS'). The US has entered into an intergovernmental agreement with the Government of Australia regarding the implementation of FATCA by Australian financial institutions (the 'Australia IGA') and, therefore, the FATCA reporting requirements extent to Australian financial institutions.

Similar to FATCA, the CRS is a global information standard, released by the OECD, that involves the automatic exchange of information regarding financial accounts between tax authorities on a global level.

Therefore, new Unitholders will be required to provide certain information (including personal information), such as US Tax Identification Numbers ('TINs') or confirmation of non-US tax residency. This declaration is included within the customer identification form for each investor type. Copies of the customer identification form are available at **www.yarracm.com/resources** or on request from your adviser or Investor Services. We may also be required to request this information from existing Unitholders.

The Fund may provide this information to the Australian Commissioner of Taxation who, in turn, may be required to exchange the information reported to it with the tax authorities of other jurisdictions periodically.

No assurances can be provided that the Funds will be exempt from withholding tax (including the 30% FATCA withholding tax). Any Unitholder that fails to produce the required information or is otherwise not compliant with FATCA may be subject to 30% withholding on all or a portion of any or distribution made by the Funds.

We recommend Unitholders seek professional advice in respect of the impact of the FATCA and CRS rules to their personal circumstances.

## 6. Benefits and features of Yarra Australian Smaller Companies SIV Fund

On 1 July 2015, the Australian Government implemented changes to a sub-class of visa known as the Significant Investor Visa ('SIV') which is a stream within the Business Innovation and Investment visa program.

Under the SIV regime rules applicable to SIV applicants from 1 July 2015, one of the conditions of the visa is that the visa holder invests in, and maintains their investment in, certain complying investments.

One of these is an investment in 'emerging companies investments' accessed through one or more 'managed investment funds'. These terms are defined in the SIV regime rules. The Yarra Australian Smaller Companies SIV Fund has been designed with the objective of meeting these requirements (as at the date of issue of the PDS). You should seek professional advice tailored to your personal circumstances in relation to the SIV regime rules before investing in the Yarra Australian Smaller Companies SIV Fund.

The Fund is not designed to be a complying investment for SIV applicants who have applied for a SIV visa prior to 1 July 2015.

The Australian Smaller Companies SIV Fund has not been designed to meet the prevailing investment criteria of an 'Emerging Companies' investment for nomination by the NSW State Government. Refer to the relevant Australian Federal and State government websites, prior to making an application for the Fund, for any further information or updates to the complying investment rules. You should seek independent advice on any investment in the Fund.

## Office of the Responsible Entity

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