

Magellan Global Fund – Open Class Units (Managed Fund)

ARSN 126 366 961
APIR MGE0001AU
Exchange ticker: MGOC

Product Disclosure Statement | 13 November 2020

Issued by Magellan Asset Management Limited
ABN 31 120 593 946, AFS Licence No. 304 301

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Investment in the Open Class Units of Magellan Global Fund (“Fund”) is offered by Magellan Asset Management Limited ABN 31 120 593 946 AFS Licence No. 304 301 (referred to in this PDS as “Magellan”, the “Responsible Entity”, the “Investment Manager”, “we”, “our” or “us”).

At the time of lodgement of this PDS with ASIC, the Responsible Entity has made an application to the Securities Exchange Operator for the quotation of Open Class Units in the Fund on the Securities Exchange with the exchange ticker: MGOC. If the application is approved by the Securities Exchange Operator and the Open Class Units in the Fund are quoted on the Securities Exchange, the Open Class Units will be able to be traded on the Securities Exchange. No representation is made concerning the quotation of the Open Class Units on the Securities Exchange.

The Offer of Open Class Units is subject to the Restructure being implemented. No representation is made concerning the implementation of the Restructure. The information in this PDS discloses the position of the Fund as if the Restructure has been implemented and is subject to the implementation of the Restructure. There will be no issue of Open Class Units under this PDS until after the Effective Date.

The information in this PDS is of a general nature only and does not take into account an investor’s personal financial situation or needs. Before making an investment decision based on this PDS, investors should consult a licensed financial adviser to obtain financial advice that is tailored to suit their personal circumstances.

The information in this PDS is subject to change from time-to-time. Information that is not materially adverse information can be updated by the Responsible Entity. Updated information can be obtained through the Fund’s website www.magellangroup.com.au. Investors may request a paper copy of any updated information at any time, free of charge.

The Responsible Entity and its employees, agents or officers do not guarantee the success, repayment of capital or any rate of return on income or capital or the investment performance of the Open Class Units in the Fund. An investor’s investment does not represent deposits or other liabilities of Magellan group companies.

An investment in the Open Class Units is subject to investment risk, which may include possible delays in repayment and loss of income and principal invested. For more information on the risks associated with an investment in the Open Class Units, please refer to Section 7 of this PDS.

This PDS does not constitute an offer or invitation in any place in which, or to any person to whom, it would not be lawful to make such an offer or invitation. No action has been taken to register or qualify the Fund in any jurisdiction outside Australia and New Zealand. The distribution of this PDS outside Australia and New Zealand may be restricted by law and persons who come into possession of this PDS outside Australia and New Zealand should seek advice on and observe any such restrictions. Any failure to comply with such restrictions may constitute a violation of applicable securities laws.

Unless identified to the contrary, all references to monetary amounts are to Australian dollars. Capitalised terms have the meanings given to them in the Glossary (refer to Section 13).

1. Key features at a glance

Magellan Global Fund – Open Class Units		For more information						
Fund name	Magellan Global Fund							
ARSN	126 366 961							
Exchange ticker	MGOCL							
Responsible Entity and Investment Manager	Magellan Asset Management Limited ABN 31 120 593 946, AFS Licence No. 304 301	Section 2						
About the Fund	<p>The Fund is a registered managed investment scheme and an application has been made for the Fund to be admitted to the official list of the ASX as an investment entity. If the Restructure is implemented, the Fund will have two unit classes: Open Class Units and Closed Class Units. The PDS is issued in relation to an investment in the Open Class Units in the Fund, only.</p> <p>An application has been made to the Securities Exchange Operator to admit the Open Class Units in the Fund to quotation on the Securities Exchange. Once admitted to quotation on the Securities Exchange, the Open Class Units in the Fund will be able to be traded on the Securities Exchange like any listed security.</p> <p>The Open Class Units are expected to commence trading on the Securities Exchange on a deferred settlement basis on 30 November 2020 until the date normal trading commences which is expected to be 9 December 2020.</p> <p>The Fund primarily invests in securities of companies listed on stock exchanges around the world. The Fund's portfolio will typically comprise 20 to 40 stocks at any one time but will also have some exposure to cash.</p> <p>The Fund can use foreign exchange contracts to facilitate settlement of stock purchases. It is not the Responsible Entity's intention to hedge the foreign currency exposure of the Fund arising from investments in overseas markets.</p> <p>The Fund may hold listed securities directly or indirectly by holding units in two wholly owned trusts, Magellan Global Equities Fund and Magellan Global Trust. In this case, the Fund's investments are described on a look-through basis, that is, the underlying assets the Fund is exposed to through its investments in the wholly owned trusts.</p>	Section 3 and Section 8						
Investment objective	The investment objectives of the Fund are to achieve attractive risk-adjusted returns over the medium to long-term, while reducing the risk of permanent capital loss.	Section 6 and Section 8						
Asset classes and allocation ranges	<p>The Fund's assets are typically invested within the following asset allocation ranges:</p> <table border="1"> <thead> <tr> <th>Asset Class</th> <th>Investment Range</th> </tr> </thead> <tbody> <tr> <td>Global listed securities</td> <td>80%-100%</td> </tr> <tr> <td>Cash and cash equivalents</td> <td>0% - 20%</td> </tr> </tbody> </table>	Asset Class	Investment Range	Global listed securities	80%-100%	Cash and cash equivalents	0% - 20%	Section 8
Asset Class	Investment Range							
Global listed securities	80%-100%							
Cash and cash equivalents	0% - 20%							
Net asset value	<p>The Fund's NAV is an estimate of the value of the Fund at the close of trading in each market in which the Fund invests. The estimated NAV per unit for each unit class is the total value of the Fund's NAV attributable to that unit class divided by the number of units on issue in that class.</p> <p>As at the Effective Date, for operational purposes, the assets and liabilities of Magellan Global Fund will be allocated proportionally between the Open Class Units and Closed Class Units based on their respective net asset values. The calculation of the NAV of a unit class will include the impact of transactions specific to that unit class so that they do not impact the NAV per unit of the other unit class.</p> <p>The estimated NAV per Open Class Unit ("NAV per Unit") will be based on the NAV of the Open Class Units divided by the number of Open Class Units on issue at the end of each Business Day.</p> <p>An indicative NAV per Unit ("iNAV") will be published by the Fund throughout the Trading Day. The iNAV will be updated for foreign exchange movements in the Fund's portfolio stocks by individual domicile and will also be updated in respect of portfolio securities or equivalent securities that have live market prices during the Trading Day.</p>	Section 3						
Entering and exiting Open Class Units in the Fund	<p>Investors can enter the Open Class Units either by applying for Open Class Units directly with the Responsible Entity using an Application Form or by buying Open Class Units on the Securities Exchange.</p> <p>Investors can exit the Open Class Units either by directly making a withdrawal request to the Responsible Entity using a Withdrawal Form or by selling Open Class Units on the Securities Exchange. You need to hold your Open Class Units on the issuer sponsored sub-register to make a withdrawal request directly to the Responsible Entity. Your stockbroker can assist you with this process if you hold your Open Class Units on a HIN.</p>	Section 3, 4 and 5						

	<p>The method by which you enter the Open Class Units does not affect the method by which you can exit the Open Class Units. If you enter the Open Class Units by buying Open Class Units on the Securities Exchange you can exit the Open Class Units by selling Open Class Units on the Securities Exchange or by withdrawing directly with the Responsible Entity. If you enter the Open Class Units by applying for Open Class Units directly with the Responsible Entity you can exit the Open Class Units by selling Open Class Units on the Securities Exchange or by withdrawing directly with the Responsible Entity.</p> <p>There are important differences between entering and exiting the Open Class Units via the Securities Exchange or by applying for and withdrawing Open Class Units directly with the Responsible Entity. These differences include, but are not limited to, the entry and exit price you will receive, and whether minimum investment amounts apply to your investment.</p> <p>An investor that applies for Open Class Units directly with the Responsible Entity may pay a different price for Open Class Units in the Fund to an investor who buys Open Class Units on the Securities Exchange at the exact same time. Similarly, an investor who redeems Open Class Units directly with the Responsible Entity is likely to receive a different price for Open Class Units in the Fund to an investor who sells Open Class Units on the Securities Exchange at the exact same time. These differences in prices received by investors may result in a different return from an investment in the Open Class Units of the Fund.</p>	
Liquidity in Open Class Units	<p>Investors can apply for or withdraw Open Class Units directly with the Responsible Entity or can buy Open Class Units from and sell Open Class Units on the Securities Exchange in the same way as any listed security.</p> <p>The Responsible Entity, on behalf of the Fund, may provide liquidity to investors on the Securities Exchange by acting as a buyer and seller of Open Class Units. At the end of each Trading Day, the Responsible Entity will create or cancel Open Class Units by applying for or redeeming its net position in Open Class Units bought and sold on the Securities Exchange.</p> <p>The Responsible Entity has appointed a market participant to transact and facilitate settlement on its behalf.</p> <p>There may be other circumstances where:</p> <ul style="list-style-type: none"> • withdrawals have been suspended in accordance with the Constitution or the Fund is not liquid (as defined under the Corporations Act). In such circumstances, Open Class Units in the Fund may continue to trade on the Securities Exchange provided that the Fund, in respect of the Open Class Units, continue to comply with the Securities Exchange Rules. If the Fund, in respect of the Open Class Units, cease to comply with the Securities Exchange Rules, the Responsible Entity may seek a trading halt or the Securities Exchange Operator may suspend trading of Open Class Units in the Fund on the Securities Exchange; or • the Securities Exchange Operator suspends trading of Open Class Units in the Fund on the Securities Exchange. In such circumstances, investors may continue to withdraw directly with the Responsible Entity unless withdrawals have also been suspended in accordance with the Constitution. 	Section 3 and Section 4
Distributions	Distributions will generally be made semi-annually but may be made more or less frequently at the discretion of the Responsible Entity.	Section 3
Fees and other costs	Please refer to Section 9 for a detailed explanation of fees and costs.	Section 9
Risks	All investments are subject to risk. The significant risks associated with the Fund are described in this PDS.	Section 7
Cooling-off and complaints	Cooling-off rights do not apply to Open Class Units in the Fund (regardless of whether they were bought on the Securities Exchange or applied for directly with the Responsible Entity) however a complaints handling process has been established.	Section 12
General information and updates	Further information, including any updates issued by the Responsible Entity and other statutory reports, can be found at: www.magellangroup.com.au .	Section 12
Transaction confirmations	<p>Investors buying or selling Open Class Units on the Securities Exchange will receive transaction confirmations from their stockbroker.</p> <p>Investors who apply for Open Class Units or withdraw their investment directly with the Responsible Entity will receive transaction confirmations from the Unit Registry, which will include your investor number and SRN.</p>	Section 3
Annual tax reporting	Annual tax statements will be made available in respect of the Fund.	Section 11

2. About Magellan Asset Management Limited

Magellan Asset Management Limited (the “Responsible Entity”, “Investment Manager”, “Magellan”, “we”, “our” or “us”) is the Responsible Entity and Investment Manager for Magellan Global Fund. As Responsible Entity, we are responsible for the overall operations of the Fund.

Magellan is a wholly owned subsidiary of Magellan Financial Group Limited, which is listed on ASX.

3. About the Magellan Global Fund and Open Class Units

When investors make an investment in the Fund, their money is pooled together with other investors’ money. The Investment Manager uses this pool to buy investments and manage them on behalf of all investors in the Fund in accordance with the Fund’s investment strategy. By investing in the Fund, investors have access to the investment expertise and insights of the investment team.

The Fund will have two unit classes on issue: Open Class Units and Closed Class Units. Both Open Class Units and Closed Class Units will confer on its holder an undivided absolute, vested and indefeasible beneficial interest in the Fund as a whole, subject to the Fund’s liabilities, not in parts of or single assets. A Fund unitholder holds a unit in the Fund subject to the rights and obligations attaching to that unit.

This PDS is issued in relation to an investment in the Open Class Units in the Fund.

Open Class Units and NAV per Unit

An application has been made to the Securities Exchange Operator for quotation of Open Class Units in the Fund. Once the Open Class Units in the Fund are admitted to quotation on the Securities Exchange, the Open Class Units will be able to be traded on the Securities Exchange in a similar fashion to listed securities, subject to liquidity.

The Fund’s NAV is an estimate of the value of the Fund at the close of trading in each market in which the Fund invests. The estimated NAV per unit for each unit class is the total value of the Fund’s NAV attributable to that unit class divided by the number of units on issue in that class.

On the Effective Date, for operational purposes, the assets and liabilities of the Fund will be allocated proportionally between the Open Class Units and Closed Class Units based on their respective net asset values. The calculation of the NAV of a unit class will include the impact of transactions specific to that unit class so that they do not impact the NAV per unit of the other unit class.

The estimated NAV per Unit will be based on the NAV of the Open Class Units divided by the number of Open Class Units on issue at the end of each Business Day. The NAV per Unit will be published daily on the Fund’s website at www.magellangroup.com.au. The NAV per Unit may fluctuate each day as the market value of the Fund’s assets rises or falls. The Responsible Entity’s NAV Permitted Discretions Policy provides further information about how the NAV per Unit is calculated. Investors can request a copy of the policy free of charge by calling the Responsible Entity on +61 2 9235 4888.

The Responsible Entity has engaged an agent to calculate and disseminate an indicative NAV per Unit (“iNAV”) which will be published on the Fund’s website at www.magellangroup.com.au throughout the Trading Day. The iNAV will be updated in respect of portfolio securities or equivalent securities that have live market prices during the Trading Day and for foreign exchange movements. No assurance can be given that the iNAV will be published continuously or that it will be up to date or free from error. To the extent permitted by law, neither the Responsible Entity nor its appointed agent shall be liable to any person who relies on the iNAV.

The price at which units trade on the Securities Exchange may not reflect either the NAV per Unit or the iNAV. See “Securities Exchange liquidity” in Section 4 for more details.

Investing in Open Class Units in the Fund

Investors can enter the Open Class Units by applying for Open Class Units directly with the Responsible Entity using an Application Form or, once the Open Class Units are quoted on the Securities Exchange, by buying Open Class Units on the Securities Exchange.

Investors can exit the Open Class Units either by directly making a withdrawal request to the Responsible Entity using a Withdrawal Form or by selling Open Class Units on the Securities Exchange. You need to hold your Open Class Units on the issuer sponsored sub-register to make a withdrawal request directly to the Responsible Entity. Your stockbroker can assist you with this process if you hold your Open Class Units on a HIN.

The method by which you enter the Open Class Units does not affect the method by which you can exit the Open Class Units. If you enter the Open Class Units by buying Open Class Units on the Securities Exchange, you can exit the Open Class Units by selling Open Class Units on the Securities Exchange or by withdrawing directly with the Responsible Entity. If you enter the Open Class Units by applying for Open Class Units directly with the Responsible Entity you can exit the Open Class Units by selling Open Class Units on the Securities Exchange or by withdrawing directly with the Responsible Entity.

The following table sets out the key differences between entering and exiting the Open Class Units via the Securities Exchange or by applying for and withdrawing Open Class Units directly from the Fund. This is a summary only. This PDS should be read in full before making any decision to invest in the Open Class Units. For more information on buying and selling Open Class Units on the Securities Exchange, see Section 4. For more information on applying to and withdrawing directly from the Open Class Units, see Section 5.

	Buying Open Class Units on the Securities Exchange	Applying for Open Class Units directly with the Responsible Entity
How do I make an investment in the Open Class Units?	<p>Once the Open Class Units are quoted on the Securities Exchange, you can invest in the Open Class Units at any time by purchasing Open Class Units via your stockbroker.</p> <p>You do not need to complete an Application Form. Your purchase of Open Class Units will be settled via the CHES settlement service, generally two Business Days following your purchase.</p>	<p>You can invest in the Open Class Units at any time by sending a correctly completed Application Form together with the required supporting identification documentation to our Unit Registry.</p> <p>If we receive your correctly completed Application Form by 2.00pm (Sydney time) on a Business Day and your cleared funds by close of business on the same Business Day, you will receive the entry unit price applicable to that Business Day. We will generally issue Open Class Units to you the following Business Day.</p> <p>If you do not meet the cut-off times, we will issue units to you using the entry unit price applicable to the Business Day on which we receive your completed documentation and cleared monies (subject to the applicable cut-off times for that Business Day).</p>
What is my entry price when I make an investment in the Open Class Units?	<p>Your entry price will be the price at which you have purchased Open Class Units on the Securities Exchange.</p> <p>You will receive a transaction confirmation from your stockbroker informing you of this price. You may incur customary brokerage fees and commissions when you buy Open Class Units. Investors should consult their stockbroker for further information on their fees and charges.</p>	<p>Your entry price will be the entry unit price applicable to the Business Day on which we receive your completed documentation and cleared monies by the applicable cut-off times.</p> <p>The entry price reflects the NAV per Unit plus an allowance for transaction costs incurred by the Fund. The NAV per Unit estimates the value of the Open Class Units based on the value of the Fund's assets at the close of trading in each market in which the Fund invests.</p> <p>On any given Business Day, the NAV per Unit will generally differ from the closing price of Open Class Units on the Securities Exchange as the Fund invests in overseas markets and the close of trading in those markets on a given Business Day may not occur until the following day in Australia.</p>
Is there a minimum number of Open Class Units I need to purchase?	<p>No. There is no minimum number of Open Class Units applicable to investors who buy their Open Class Units on the Securities Exchange.</p>	<p>The minimum initial investment amount for investors applying for Open Class Units directly with the Responsible Entity is \$10,000.</p> <p>Additional investments can be made into an existing account at any time. A minimum amount may apply to additional investments depending on the method of your payment.</p>
	Selling Open Class Units on the Securities Exchange	Withdrawing Open Class Units directly with the Responsible Entity
How do I withdraw my investment?	<p>You can withdraw from the Open Class Units at any time by selling Open Class Units on the Securities Exchange via your stockbroker.</p> <p>Your sale of Open Class Units will be settled via the CHES settlement service, generally two Business Days following your sale.</p>	<p>You can make a withdrawal of your investment in the Open Class Units by sending a correctly completed Withdrawal Form to our Unit Registry. You can request a specified dollar amount to be withdrawn, a specified number of Open Class Units to be withdrawn, or a full redemption of your investment in the Fund.</p> <p>To withdraw, you must hold your Open Class Units on the Fund's issuer sponsored sub-register and provide your SRN. Your correctly completed Withdrawal Forms must be received by 2.00pm (Sydney time) on that Business Day.</p> <p>Payment of your withdrawal proceeds will usually be paid two Business Days following your withdrawal. You can usually expect to receive payment into your nominated bank account within seven Business Days.</p>
At what price can I sell my Open Class Units in the Fund?	<p>Your exit price will be the price at which you sold your Open Class Units on the Securities Exchange.</p> <p>You will receive a transaction confirmation from your stockbroker informing you of this price. You may incur customary brokerage fees and commissions when you sell Open Class Units. Investors should consult their stockbroker for further information on their fees and charges.</p>	<p>Your exit price will be the exit unit price applicable to the Business Day on which we receive your correctly completed Withdrawal Form by the applicable cut-off times for that Business Day.</p> <p>The exit price reflects the NAV per Unit less an allowance for transaction costs incurred by the Fund. The NAV per Unit estimates the value of the Fund's Open Class Units based on the value of the Fund's Open Class Units at the close of trading in each market in which the Fund invests.</p> <p>On any given Business Day, the NAV per Unit will generally differ from the closing price of Open Class Units on the Securities Exchange as the Fund invests in overseas markets and the close of trading in those markets on a given Business Day may not occur until the following day in Australia.</p> <p>If you do not meet the cut-off times you will receive the exit price for the following Business Day, subject to your withdrawal request meeting the applicable cut-off times for that Business Day.</p>
Is there a minimum number of Open Class Units I need to withdraw?	<p>No. There is no minimum number of Open Class Units applicable to either the sale of Open Class Units on the Securities Exchange or withdrawal of Open Class Units directly with the Responsible Entity.</p> <p>No minimum balance applies to investments in the Fund.</p>	

Applying for or redeeming Open Class Units directly with the Responsible Entity

How to apply for Open Class Units directly with the Responsible Entity

1. Send a correctly completed application form with supporting identification documentation to the Unit Registry by the 2.00pm (Sydney time) cut-off time.
2. Make payment of application monies into the application bank account by close of business on the same Business Day.
3. Subject to receipt of cleared funds, on the next Business Day the Responsible Entity will generally:
 - a. calculate and publish the NAV per Unit and entry price applicable to applications received on the previous Business Day (in accordance with steps 1 and 2 above); and
 - b. issue Open Class Units to you at that entry price.

Example – Application for Open Class Units		
Application amount	\$10,000	Amount you are investing in the Fund. ¹
Entry price applicable to your application	\$2.6183 ²	Entry price reflects the NAV per Unit and an allowance for the buy spread of 0.07% ² .
Open Class Units allocated to you based on the entry price	3,819.2720	

1. This worked example assumes that your correctly completed application documentation was received by the Unit Registry before 2pm (Sydney time) on 30 October 2020 and that the Responsible Entity received your application monies (\$10,000) into the Fund application account before close of business on the same day.
2. As at 30 October 2020.

How to redeem Open Class Units directly with the Responsible Entity

1. You must hold your Open Class Units as an issuer-sponsored holding and have a SRN allocated to you by the Unit Registry.
2. Send a correctly completed withdrawal form to the Unit Registry by the 2.00pm (Sydney time) cut-off time.
3. On the next Business Day, the Responsible Entity will generally calculate and publish the NAV per Unit and exit price applicable to withdrawal requests received on the previous Business Day (in accordance with step 2 above).
4. Payment of your withdrawal proceeds will usually be made within two business days following your withdrawal. You can usually expect to receive payment into your nominated bank account within seven Business Days.

Example – Withdrawal request for Open Class Units		
Withdrawal request	\$10,000	Amount you are withdrawing from the Fund. ¹
Exit price applicable to your withdrawal	\$2.6147 ²	Exit price reflects the NAV per Unit and an allowance for the sell spread of 0.07% ² .
Open Class Units redeemed based on the exit price	3,824.5305	

1. This worked example assumes that your correctly completed withdrawal form was received by the Unit Registry before 2pm (Sydney time) on 30 October 2020.
2. As at 30 October 2020.

Restrictions on withdrawals

No withdrawals or switches or payment of withdrawal proceeds shall be permitted where the calculation of the NAV of the Open Class Units or withdrawals are suspended. Withdrawals or switches may be suspended for up to 28 days including where:

- it is impracticable for us, or we are unable, to calculate the NAV of the Open Class Units, for example, because of financial market disruptions or closures;
- the payment of withdrawal proceeds involves realising a significant portion of the Fund's assets which would, in our opinion, result in remaining investors bearing a disproportionate amount of capital gains tax or expenses, or suffering any other disadvantage or diminution of the value of units held;
- we reasonably consider it would be in the interests of investors, or it is otherwise permitted by law; or
- where we receive withdrawal requests of an aggregate value that in our reasonable estimate exceeds 5% of the Fund's assets.

The withdrawal process, including the calculation of the NAV per Unit, applies only when the Fund is 'liquid' (within the meaning given to that term in the Corporations Act). Where the Fund ceases to be liquid, Open Class Units may only be withdrawn pursuant to a withdrawal offer made to all investors in the Fund in accordance with the Constitution and the Corporations Act. We are not obliged to make such offers.

Where withdrawals or switches have been suspended, Open Class Units in the Fund may continue trading on the Securities Exchange provided that the Fund continues to comply with the Securities Exchange Rules. If the Fund ceases to comply with the Securities Exchange Rules, the Securities Exchange Operator may suspend trading of Open Class Units in the Fund on the Securities Exchange.

Compulsory redemptions

The Responsible Entity may redeem some or all of an investor's Open Class Units without asking them in accordance with the Constitution or as permitted by law. As an example, this may occur where an investor breaches their obligations to the Responsible Entity (for example, where the Responsible Entity believes that the Open Class Units are held in breach of prohibitions contained within the Constitution) or where the Responsible Entity believes that the Open Class Units are held in circumstances which might result in a violation of an applicable law or regulation.

Transfer and conversion of units

Your stockbroker will initiate the conversion or transfer of Open Class Units in the following scenarios:

- You hold Open Class Units directly with the Fund (SRN holding on the issuer sponsored sub-register) and wish to convert or transfer your Open Class Units to an account with a stockbroker (HIN holding on the CHESS sub-register). You will need to provide your stockbroker with your SRN. You can only convert or transfer whole Open Class Units and any partial Open Class Unit holding remaining after the conversion or transfer will be cancelled and become property of the Fund.
- You hold Open Class Units in an account with your stockbroker (HIN holding on the CHESS sub-register) and wish to transfer your Open Class Units to another HIN or to transfer or convert your units to an account directly with the Fund (SRN holding on the issuer sponsored sub-register).

The Unit Registry handles transfers of Open Class Units for investors who hold units directly with the Fund (SRN holding on the issuer sponsored sub-register) and wish to transfer to another existing account or a new account directly with the Fund. We require original copies of standard transfer forms to be mailed to us. We are unable to process transfer forms that are faxed, emailed or photocopied.

Distributions

The Responsible Entity intends to target a cash distribution yield of 4% per annum ("**Target Cash Distribution**"). The Target Cash Distribution in respect of the Open Class Units will be paid semi-annually (for the periods ending 30 June and 31 December of each year), with the actual amount for each period determined by using the average of the month-end NAV per Unit over the two year rolling period ending on the last Business Day of the prior distribution period.

For the first four semi-annual distributions commencing 30 June 2021, the Responsible Entity intends to pay a Target Cash Distribution per Open Class Unit equal to 2% of the issue price of Open Class Units under the MGE Trust Scheme which will be announced shortly after the Restructure. This amount will be paid for each six month period ending 30 June 2021, 31 December 2021, 30 June 2022 and 31 December 2022.

The Responsible Entity intends to announce the Target Cash Distribution per Open Class Unit on the announcements platform of the Securities Exchange Operator at the beginning of each semi-annual distribution period. The Responsible Entity expects that the distribution policy will provide Unitholders with greater certainty on the amount of upcoming distributions.

The distribution may comprise an amount attributed to you from income (such as dividends received from shares and interest) less expenses incurred by the Fund (such as Management Costs) plus net capital gains made on the sale of shares or other investments held. In some circumstances, the Fund may distribute a payment out of the capital invested in addition to a distribution of net income or net capital gains, or where the Fund has not generated any net income or net capital gains during the income year.

To be eligible to receive a distribution in respect of an Open Class Unit for a distribution period, you must:

- Hold that Open Class Unit on the last day of the distribution period; or
- have purchased (either on-market or off-market) that Open Class Unit on or before the last day of the distribution period; or
- have applied directly with the Responsible Entity using an Application Form for that Open Class Unit on or before the last day of the distribution period.

You will not be eligible to receive a distribution in respect of a distribution period on an Open Class Unit you have sold or redeemed on or before the last day of the distribution period. The distribution is not calculated on a pro-rata basis according to the time that Unitholders have held their Open Class Units.

Under the AMIT rules, investors will be assessed for tax on the income of the Fund attributed to them. Where the income of the Fund exceeds the Target Cash Distribution, the Responsible Entity may, in a particular year, retain or accumulate in the Fund the amount of income of the Fund that exceeds the Target Cash Distributions, in which case the income of the Fund that is attributed to you (and must be included in your income tax return) will be more than the cash distribution paid. The tax cost base of your units will increase to the extent that the income of the Fund attributed to investors exceeds the cash distribution paid. For more details, see the Taxation overview in Section 11.

We will send you a tax statement after the end of each financial year detailing the amounts attributed to you to assist in the preparation of your tax return.

You can choose to have your distributions directly credited to your Australian or New Zealand bank account or, to the extent that the Responsible Entity offers a Distribution Reinvestment Plan ("**DRP**"), automatically reinvested as additional Open Class Units in the Fund.

Details in relation to each distribution will be published on the announcements platform of the Securities Exchange Operator and the Fund's website at www.magellangroup.com.au. The distribution policy of the Fund is current as at the date of this PDS and may be subject to change from time to time.

Distribution Reinvestment Plan

The Responsible Entity has established a DRP in respect of distributions made by the Open Class Units in the Fund. In respect of each Target Cash Distribution, the Responsible Entity may elect to offer or not offer the DRP. Under the DRP, Unitholders may elect to have all, or part of their Target Cash Distribution reinvested as additional Open Class Units in the Fund. The DRP Rules provide detail on the methodology for determining the price at which Open Class Units are issued to Unitholders and can be found at www.magellangroup.com.au.

Elections to participate in the DRP in respect of the Target Cash Distribution must be made by the election date announced by the Responsible Entity in respect of each relevant Target Cash Distribution.

The Responsible Entity intends to offer Unitholders who elect to participate in the DRP the ability to reinvest all or part of their Target Cash Distribution in additional Open Class Units issued at a price equal to the NAV per Unit, as provided in the DRP Rules.

4. Buying and selling Open Class Units on the Securities Exchange

Buying Open Class Units on the Securities Exchange

Once the Open Class Units are quoted on the Securities Exchange, investors can invest in the Fund by purchasing Open Class Units via their stockbroker. Investors do not need to complete an Application Form and they will settle the purchase of their Open Class Units in the same way they would settle purchases of listed securities via the CHESSE settlement service.

There is no minimum number of Open Class Units applicable to investors who buy units on the Securities Exchange. An investor's entry price into the Open Class Units will be the price at which they have purchased Open Class Units on the Securities Exchange.

Investors do not have cooling-off rights in respect of Open Class Units in the Fund (regardless of whether they were purchased on the Securities Exchange or applied for directly with the Responsible Entity).

Selling your Open Class Units on the Securities Exchange

Once Open Class Units are quoted on the Securities Exchange, investors can sell their Open Class Units in the Fund via their stockbroker. Investors who sell Open Class Units on the Securities Exchange do not need to complete a Withdrawal Form and they will receive the proceeds from the sale of their Open Class Units in the same way they would receive proceeds from the sale of listed securities via the CHESSE settlement service.

There is no minimum number of Open Class Units that investors can sell on the Securities Exchange. An investor's exit price will be the price at which they have sold Open Class Units on the Securities Exchange. Investors can only sell whole Open Class Units on the Securities Exchange and any residual partial Open Class Unit holdings will be cancelled and the property attributable to the partial Open Class Unit will become the property of the Fund.

Securities Exchange liquidity

Investors can buy Open Class Units from and sell Open Class Units on the Securities Exchange to other investors in the secondary market in the same way as for any other listed securities.

The Responsible Entity, on behalf of the Fund, may provide liquidity to investors on the Securities Exchange by acting as a buyer and seller of Open Class Units. At the end of each Trading Day, the Responsible Entity will create or cancel units by applying for or redeeming its net position in Open Class Units bought or sold on the Securities Exchange. The Responsible Entity's appointed agent will act on behalf of the Responsible Entity to transact and facilitate settlement on its behalf.

The price at which the Responsible Entity may buy or sell Open Class Units will reflect the Responsible Entity's view of NAV per Unit (as referenced by the iNAV), market conditions, an allowance to cover transaction costs and supply and demand for Open Class Units during the Trading Day.

Unitholders will bear the risk of any transactions undertaken by the Responsible Entity on the Fund's behalf on the Securities Exchange, which may result in either a cost or a benefit to the Open Class Units in the Fund. The risks of providing liquidity on the Securities Exchange are explained in Section 7.

5. Applying for and withdrawing Open Class Units directly with the Responsible Entity

Applying directly to the Fund

You can make an investment in the Open Class Units by sending a correctly completed Application Form together with the required supporting identification documentation to our Unit Registry. The entry price for an investor who applies directly to the Responsible Entity for Open Class Units in the Fund will be the NAV per Unit plus an allowance for transaction costs incurred by the Fund. The minimum initial investment is \$10,000. Additional investments can be made into an existing account at any time. No minimum amount applies to additional investments made by BPAY®. The minimum amount for an additional investment made using electronic funds transfer ("EFT") or cheque is \$5,000.

We may accept initial and additional investment applications for smaller amounts at our discretion. The processing of applications for lower amounts may be delayed while approval is sought for the lower application amount. We may also reject applications at our discretion.

If you invest into the Open Class Units indirectly through an Investor Directed Portfolio Service ("IDPS") or IDPS-like scheme (commonly referred to as a master trust or wrap account), the minimum investment amount will be determined by the operator of the master trust or wrap account and may be higher or lower than if you invest in the Open Class Units directly.

How we process transactions

We will process your application and issue Open Class Units to you when we have received:

- your completed Application Form or Additional Application Form, including any required identification documentation; and
- your cleared application monies into the Fund's application bank account.

If we receive your correctly completed Application Form by 2.00pm (Sydney time) on a Business Day and your cleared funds by close of business on the same Business Day, you will receive the entry unit price applicable to that Business Day. We will generally issue Open Class Units to you the following Business Day. Otherwise we will issue Open Class Units to you using the entry unit price applicable to the Business Day on which we receive your completed documentation and cleared monies, subject to the applicable cut-off times.

If you invest by cheque or request us to process a direct debit (available for initial applications only), it may take up to three Business Days (in the case of a cheque) and up to four Business Days (in the case of a direct debit) for your application monies to clear from the date we bank the cheque or issue a direct debit request to your bank. If we receive your cheque or direct debit request before 2.00pm (Sydney time) on a Business Day we will action these on the day we receive them. If they are received after 2.00pm (Sydney time) on a Business Day we will action them the following Business Day. We will not issue Open Class Units until your application monies have cleared.

For applications made by BPAY® (available for additional applications only), we will not issue Open Class Units until we receive the money from your nominated financial institution. This generally means there will be a delay between the day you initiate a BPAY® transaction and the day the units are issued. You will need to quote the Fund's Biller Code 308163 and your unique reference number. Refer to your last transaction confirmation or contact the Unit Registry to obtain your unique reference number.

If your cheque, direct debit, BPAY® or EFT is dishonoured by your financial institution, we will not process your application. We will not re-present a dishonoured payment unless you first contact us to discuss your application. We may deduct any fees incurred as a result of the dishonoured payment from your application amount before we issue you with units.

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Completing the Application Form

The Application Form is available from www.magellangroup.com.au

The Application Form includes details of the identification documentation that we are required by law to collect from you before we can issue Open Class Units in the Fund to you.

Please mail the completed original of the Application Form, together with certified copies of the requested identification documentation, to our Unit Registry. The Unit Registry's postal address appears on the front of this PDS and on the Application Form.

Please note that legislative requirements mean that we may not be able to accept an Application Form for an initial investment by fax or email. However, we may accept applications by other electronic means.

Additional investments

If you hold Open Class Units directly with the Fund, you can follow these steps to add to your existing investment using BPAY® without the need to complete any forms. BPAY® provides you with the flexibility to make regular recurring additional investments at the frequency and amount of your choosing. There is no minimum investment amount for additional investments made using BPAY®.

- Using your bank account's BPAY® function, nominate Magellan Global Fund as a Biller. The Biller Code is 308163.
- Enter your unique customer reference number ("CRN") that can be found in your last transaction confirmation. Please note that this is different from your investor number or SRN. Please contact the Unit Registry if you require confirmation of your CRN. We will use the CRN to allocate the additional investment to your account.
- Enter the amount of your additional investment. Note that your financial institution will generally allow a recurring BPAY® payment to be set up if you would like to make regular additional investments.
- Save a copy of your BPAY® payment receipt as proof of payment. The Unit Registry will send you a transaction confirmation once Open Class Units have been issued to you.

Please note that even though your BPAY® transaction is processed from your bank account immediately, your funds may take some time to be transferred to the Fund from your financial institution. Open Class Units will be issued only when we receive your funds and will be issued at the entry unit price applicable to the day payment is received.

For additional investments made by EFT or cheque, a minimum investment amount of \$5,000 applies. You will need to notify our Unit Registry by email, fax or mail using the Additional Application Form or otherwise in writing indicating:

- your account name;
- your account/investor number or SRN;
- the name of the Fund into which you are making an additional investment;
- the amount of additional monies you are investing; and
- the method of payment.

If you purchased your Open Class Units on the Securities Exchange you will be required to supply certain identification documentation to our Unit Registry before you can make additional investments.

Payment of your application monies

We can accept payment of your application monies in Australian Dollars by cheque, Direct Debit (initial applications only), BPAY® (additional applications only) or EFT.

Instructions for making additional investments using BPAY® are set out in the above section entitled "Additional investments".

If you wish to pay by cheque, please make your cheque payable to Magellan Asset Management Limited ATF Magellan Global Fund, and mail the cheque with your Application Form.

EFT payments can be made directly to the Fund's application bank account. The Fund's bank account details are as follows:

Fund:	Bank:	Branch:	Account Name:	BSB:	Account Number:
Magellan Global Fund	National Australia Bank	225 George St, Sydney, NSW, 2000	Magellan Asset Management Limited ATF Magellan Global Fund	082 401	85-414-3371

Please include the name of the account under which you are investing in the reference field of your EFT payment to assist us to match your monies against your Application Form.

Any interest earned on the Fund's bank account is retained by the Responsible Entity.

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Withdrawing directly from the Fund

If you hold your Open Class Units on the Fund's issuer sponsored sub-register then, subject to the Constitution, the Corporations Act and the Securities Exchange Rules, you can apply directly to the Responsible Entity to withdraw some or all of your investment at any time. No minimums apply to withdrawal requests and there is no minimum account balance. To withdraw some or all of your investment, please send a correctly completed Withdrawal Form to our Unit Registry. You can request a specified dollar amount to be withdrawn, a specified number of Open Class Units to be withdrawn, or a full redemption of your investment in the Fund. The exit price for an investor who withdraws directly from the Fund will be the NAV per Unit less an allowance for transaction costs incurred by the Fund.

On the Withdrawal Form you will be required to provide your Securityholder Reference Number ("SRN") or your investor number.

If you hold your Open Class Units via a stockbroker (and your Open Class Units are associated with a Holder Identification Number (“HIN”), then you hold your Open Class Units on the CHESSE sponsored sub-register. If you want to withdraw directly from the Fund, you will first need to submit a request to your stockbroker to have your units converted to an issuer-sponsored holding so that an SRN can be allocated to you by the Unit Registry. The process of converting your broker-sponsored holding to an issuer-sponsored holding is managed by your stockbroker and is subject to their standard processing times. Please contact your stockbroker for further information.

We will accept withdrawal requests via fax, email or mail, except if you are required to provide identification documentation in connection with your Withdrawal Form, in which case we will only accept your request via mail. If you purchased your Open Class Units on the Securities Exchange, you will be required to supply certain identification documentation as part of your correctly completed Withdrawal Form. All instructions to withdraw should be signed by the nominated authorised signatory or signatories. Under some circumstances, we may need to contact you to request further documentation to confirm the validity of your instruction. This may delay processing of the withdrawal request.

If we receive your correctly completed Withdrawal Form before 2.00pm (Sydney time) on a Business Day on which your Open Class Units are held on the Fund’s issuer-sponsored sub-register, we will calculate the amount of your withdrawal using the exit price applicable to that Business Day. If we receive your withdrawal request after 2.00pm on a Business Day on which your Open Class Units are held on the Fund’s issuer-sponsored sub-register, we will use the following Business Day’s exit price.

Under the Constitution, the Responsible Entity may set a minimum withdrawal amount and minimum account balance. If a minimum account balance applies and your withdrawal request results in your remaining investment in the Fund held on the issuer sponsored sub-register falling below the minimum account balance, we may require you to withdraw your entire balance held on the issuer-sponsored sub-register. As at the date of this PDS the Responsible Entity has determined that there is no minimum number of Open Class Units applicable to either the sale of Open Class Units on the Securities Exchange or withdrawal of Open Class Units directly with the Responsible Entity. Additionally, no minimum balance applies to investments in the Fund.

Payment of your redemption proceeds

You can usually expect to receive payment into your nominated bank account within seven Business Days after our receipt and acceptance of your withdrawal request. However, during July of each year, or at any other time when the Fund is processing a distribution, payment of your withdrawal may be delayed by up to 15 Business Days. There may be other circumstances, such as a freeze on withdrawals or where the Fund is not liquid (as defined under the Corporations Act), where your ability to withdraw from the Fund is restricted and you may have to wait a period of time before you can withdraw some or all of your investment.

We can only pay redemption proceeds to an Australian or New Zealand bank account held in the name of the investor. We are unable to pay redemption proceeds to a third party bank account. Normally we will pay redemption proceeds to the bank account you nominated on your Application Form when you opened your investment, or if you purchased your Open Class Units on the Securities Exchange and submit a withdrawal request to the Responsible Entity, the bank account nominated on your Withdrawal Form, or if you have subsequently written to us to change your nominated account, we will pay proceeds to that account. For redemption proceeds paid to New Zealand bank accounts, the conversion of your Australian dollar proceeds to New Zealand dollars will be processed by the Fund’s bank at the exchange rate prevailing at the processing time.

We will send you a confirmation of your redemption once it has been processed and paid.

Switches

If you hold Open Class Units directly with the Fund (SRN holding on the issuer sponsored sub-register) you are able to switch all or part of your investment to another fund managed by Magellan. A switch is a withdrawal from one Magellan fund and an application into another. If we receive your switch instruction before 2.00pm (Sydney time) on a Business Day, we will usually process the switch using the entry and exit prices applicable to that Business Day. If we receive your request after 2.00pm, we will usually process it using the following Business Day’s unit prices. In circumstances where the calculation of unit prices is delayed for any reason, including while we are determining and processing distributions, we have the discretion to defer the processing of switches until unit pricing has resumed. We will accept switch requests via fax, email or mail.

Instructions to switch should be signed by the nominated authorised signatory or signatories. Under some circumstances, we may need to contact you to request further documentation to confirm the validity of your instruction. This may delay processing of the switch request. We are unable to process switches out of a Fund whilst restrictions on withdrawals apply. If you hold Open Class Units in the Fund via a stockbroker, you will need to submit a request to your stockbroker to have your Open Class Units converted to an issuer-sponsored holding before you can make a switch request.

Indirect Investors

We authorise the use of this PDS as disclosure to persons who wish to access the Open Class Units in the Fund indirectly through an IDPS or IDPS-like scheme (commonly referred to as a master trust or wrap account). These investors are referred to as “Indirect Investors”.

Indirect Investors do not become registered investors in the Fund, nor do they acquire the rights of a registered investor. Instead, as the master trust or wrap account operator is investing on your behalf, it acquires the rights of investors. In most cases, references to ‘you’ or ‘your’ in the PDS (for example, receiving distribution income, reinvestment distribution income and redemptions) is a reference to the master trust or wrap account operator and accordingly their arrangements with you will set out your rights. We do not keep personal information about Indirect Investors.

Further, some provisions of the Fund’s Constitution will not be relevant to you. For example, you will generally not be able to attend meetings, or withdraw investments directly. You will receive reports from the master trust or wrap account operator, not us. The master trust or wrap account operator can exercise (or decline to exercise) those rights in accordance with the arrangements governing the operation of the master trust or wrap account.

Enquiries about the Fund should be directed to your licensed financial adviser, master trust or wrap account operator.

Contact details:

Mail: Mainstream Fund Services — Unit Registry GPO Box 143
Sydney NSW 2001

Email: magellanfunds@mainstreamgroup.com

Fax: +61 2 9247 2822

Phone: 1300 127 780 or +61 2 8259 8566 or 0800 787 621 (NZ)

6. Benefits of investing in the Fund

Significant features

The Fund's primary investment objective is to achieve attractive risk-adjusted returns over the medium to long term, while reducing the risk of permanent capital loss.

The Investment Manager aims to invest in companies that have sustainable competitive advantages which translate into returns on capital in excess of their cost of capital for a sustained period of time. The Investment Manager endeavours to acquire these companies at discounts to their assessed intrinsic value.

The Fund's portfolio comprises 20 to 40 investments. The Investment Manager believes such a portfolio will achieve sufficient diversification to ensure the Fund is not overly correlated to a single company, or to industry specific or macroeconomic risks.

It is not the Responsible Entity's intention to hedge the foreign currency exposure of the Magellan Global Fund arising from investments in overseas markets.

Significant benefits

Investing in the Fund offers investors a range of benefits, including:

- access to the Investment Manager's investment expertise and a professionally managed global equity portfolio;
- access to attractive investment opportunities in offshore markets;
- prudent risk management; and
- participation in any capital appreciation and income distributions of the Fund.

7. Risks of investing in the Fund

There are a number of risks and uncertainties in relation to the Fund which investors should take into account. These include:

- risks specific to the Restructure; and
- risks specific to the Fund and Open Class Units.

All investments carry risk. The likely investment return and the risk of losing money is different for each investment strategy as different strategies carry different levels of risk depending on the underlying mix of assets that make up each fund. Those assets with potentially the highest long-term return (such as equities) may also have the highest risk of losing money in the shorter term.

Risks can be managed but not completely eliminated. It is important that investors in the Fund understand that:

- the value of an investor's investment may rise and fall;
- investment returns will vary and future returns may differ from past returns;
- returns are not guaranteed and there is a risk that investors may lose money on any investment they make; and
- laws affecting an investor's investment in a managed investment scheme may change over time.

The appropriate level of risk for each investor will depend on various factors and may include their age, investment timeframe, where other parts of their wealth are invested and their overall tolerance to risk. Investors should consult their stockbroker or licensed financial adviser to better understand the risks involved in investing in the Fund.

Risks specific to the Restructure

Implementation and execution risk: Fund Unitholders may be subject to execution risk at the time the Restructure is implemented.

There is a risk that there are inadequacies with systems and procedures or the skills of the personnel managing implementation of the Restructure, which could lead to some or all of the expected benefits of the Restructure not being achieved.

Risks specific to the Fund and Open Class Units

The significant risks for the Fund and Open Class Units are:

Company specific risk: Investments by the Fund in a company's securities will be subject to many of the risks to which that particular company is itself exposed. These risks may impact the value of the securities of that company. These risks include factors such as changes in management, actions of competitors and regulators, changes in technology and market trends.

Concentration risk: As the Fund will hold a concentrated portfolio of generally between 20 and 40 securities, returns of the Open Class Units in the Fund may be dependent upon the performance of individual companies. The concentrated exposure may lead to increased volatility in the NAV per Unit and increased risk of poor performance.

Conflicts of interest risk: Either we or our various service providers may from time to time act as issuer, investment manager, secondary market liquidity provider, custodian, unit registry, broker, administrator, distributor or dealer to other parties or funds that have similar objectives to those of the Fund. It is possible that we, or our service providers may have potential conflicts of interest with the Fund. Such conflicts of interest include but are not limited to: management of multiple accounts with varying fee arrangements, trade allocation, proxy voting and staff personal trading. The Investment Manager may invest in, directly or indirectly, or manage or advise other funds which invest in assets which may also be purchased by the Fund. Neither the Investment Manager nor any of its affiliates nor any person connected with it are under any obligation to offer investment opportunities to the Fund.

The Responsible Entity, on behalf of the Fund, acts as a buyer and seller of Open Class Units on the Securities Exchange. A conflict might arise between the Fund and investors buying or selling Open Class Units from the Fund on the Securities Exchange due to the Fund's desire to benefit from such trading activities. A conflict might also arise due to the fact that the Responsible Entity could use such trading activities to influence the perception of the performance of the Fund or discourage selling of Open Class Units as this could reduce the management fee payable to the Responsible Entity.

We maintain a Conflicts of Interest Policy to ensure that we manage our obligations to the Fund such that all conflicts (if any) are resolved fairly.

Counterparty risk: There is a risk that the Fund may incur a loss arising from the failure of another party to a contract (the counterparty) to meet its obligations. Counterparty risk arises primarily from investments in cash and derivatives transactions. Substantial losses can be incurred if a counterparty fails to deliver on its contractual obligations.

Currency risk: As the Fund's investments in international assets will typically be unhedged, a rise in the Australian dollar relative to other currencies will negatively impact investment values and returns. Currency markets can be extremely volatile and are subject to a range of unpredictable forces. It is not the Responsible Entity's intention to hedge the foreign currency exposure of the Fund arising from investments in overseas markets.

Derivatives risk: The value of a derivative is derived from the value of an underlying asset and can be highly volatile. Changes in the value of derivatives may occur due to a range of factors that include rises or falls in the value of the derivative in line with movements in the value of the underlying asset, potential liquidity of the derivative and counterparty credit risk.

Distribution policy risk: Under the distribution policy for the Fund, there may be circumstances where the distributions received by investors in cash may be insufficient to cover the tax payable on the income of the Fund attributable to the investor.

Emerging market risk: The Fund invests in the securities of issuers domiciled in foreign jurisdictions, including some countries classified as emerging market countries. As a result, the Fund may be subject to adverse governmental, economic, legal and securities market risks associated with individual foreign markets. Specific risks may include unexpected changes in government or regulatory policy which could reduce trading liquidity and/or increase price volatility of securities, fewer securities holder rights and less protection of property rights. Trading, settlement and custody practices may differ from developed markets and this may result in lower liquidity and counterparty credit risk.

Fund provision of liquidity on the Securities Exchange risk: The Responsible Entity, on behalf of the Fund, may provide liquidity to investors on the Securities Exchange by acting as a buyer and seller of Open Class Units in the Fund. The Responsible Entity has appointed an agent to transact and facilitate the settlement of such transactions on the Fund's behalf. Unitholders will bear the risk of these transactions. There is a risk that Unitholders could suffer a material cost as a result of the Fund providing liquidity to investors on the Securities Exchange which may adversely affect the NAV of the Open Class Units. Such a cost could be caused by either an error in the execution and settlement of transactions or in the price at which Open Class Units are transacted on the Securities Exchange. There is a risk that, if the agent appointed by the Responsible Entity does not fulfil its obligations in a correct and timely manner, Unitholders could suffer a loss.

In order to manage these risks, the Responsible Entity has the right to cease transacting on the Securities Exchange, subject to its obligations under the Securities Exchange Rules, may change the prices at which it transacts on the Securities Exchange and may, where the Responsible Entity considers it appropriate to do so, hedge the Fund's trading activities.

Fund risk: Fund risk refers to specific risks associated with the Fund, such as termination and changes to fees and expenses. The performance of the Fund or the security of an investor's capital is not guaranteed. There is no guarantee that the investment strategy of the Fund will be managed successfully, or that the Fund will meet its investment objectives. Failure to do so could negatively impact the performance of the Fund. An investment in the Fund is governed by the terms of the Constitution and this PDS, each as amended from time to time. The Fund is also governed by the Securities Exchange Rules, and is exposed to risks of quotation on that platform, including such things as the platform or settlements process being delayed or failing. The Securities Exchange may suspend, or remove the Open Class Units from quotation on the Securities Exchange. The Responsible Entity may elect, in accordance with the Constitution and the Corporations Act, to terminate the Fund for any reason. The Fund assets will be invested, in part or in whole, by holding units in two wholly-owned trusts, Magellan Global Equities Fund and Magellan Global Trust, and the assets held by the Fund and the two underlying trusts may differ. There may be a risk that redemptions from the underlying trusts are not paid in time to satisfy the liquidity requirements of the Fund, or that there may be an increase in operational risk.

iNAV risk: The iNAV published by the Fund is indicative only and might not be up to date or might not accurately reflect the underlying value of the Fund.

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

Market risk: There is a risk that the market price of the Fund's assets will fluctuate. This may be as a result of factors such as economic conditions, government regulations, market sentiment, local and international political events, pandemic outbreaks, environmental and technological issues.

Operational risk: Operational risk includes those risks which arise from carrying on a funds management business. The operation of the Fund may require us, the Custodian, Unit Registry, administrator, the agent appointed by the Responsible Entity to provide liquidity to investors on the Securities Exchange, and other service providers to implement sophisticated systems and procedures.

Some of these systems and procedures are specific to the operation of the Fund. Inadequacies with these systems and procedures or the people operating them could lead to a problem with the Fund's operation and result in a decrease in the value of Open Class Units.

Performance risk: There is a risk that the Fund may not achieve its investment objectives.

Personnel risk: The skill and performance of the Investment Manager can have a significant impact (both directly and indirectly) on the investment returns of the Fund. Changes in key personnel and resources of the Investment Manager may also have a material impact on investment returns of the Fund.

Pooled investment scheme risk: The Fund is a managed investment scheme that pools investors' capital to acquire assets. An investor's voting power will change with the number and value of Open Class Units and Closed Class Units on issue in the Fund and this could result in that investor's voting power being proportionally diluted. Investors will be assessed for tax on their share of net income and net capital gains generated by the Fund that is attributed to them under the AMIT rules. The net income and net capital gains may be a result of the activities of other unitholders in the same unit class, such as redemptions of Open Class Units, increased sales of Open Class Units by market participants, or due to actions of the Responsible Entity, such as the provision of liquidity in Open Class Units on the Securities Exchange, buying back Closed Class Units on the Securities Exchange or managing the investments of the Fund.

The market prices at which the Fund is able to invest inflows, or sell assets to fulfil outflows of Open Class Units, may differ from the prices used to calculate the NAV per Unit (and the iNAV). Investors holding Open Class Units may therefore be impacted by other investors entering and exiting the Open Class Units. The impact will depend on the size of inflows or outflows relative to the Open Class Units, and on the price volatility of the securities in which the Fund invests. Inflows and outflows may also affect the taxable income attributed to an investor during a financial year.

Price of Open Class Units on the Securities Exchange: The price at which the Open Class Units may trade on the Securities Exchange may differ materially from the NAV per Unit and the iNAV.

Regulatory risk: There is a risk that a change in laws and regulations governing a security, sector or financial market could have an adverse impact on the Fund or on the Fund’s investments. A change in laws or regulations can increase the costs of operating a business and/or change the competitive landscape.

Relative voting power: The Corporations Act requires that, on a vote of the Fund decided by a poll, each Fund unitholder will have one vote for each dollar of value of Open Class Units or Closed Class Units held. The value of Open Class Units and Closed Class Units will be determined based on the last sale price on the Trading Day immediately prior to the day the poll is taken. As the secondary market price of Open Class Units and Closed Class Units may differ, where a vote is taken as a whole, this may have the result of decreasing the relative voting power of Fund unitholders who hold Open Class Units compared with holders of the Closed Class Units.

Securities Exchange liquidity risk: The liquidity of trading in the Open Class Units on the Securities Exchange may be limited. This may affect an investor’s ability to buy or sell Open Class Units on the Securities Exchange. Investors will not be able to buy or sell Open Class Units on the Securities Exchange during any period that the Securities Exchange Operator suspends trading of Open Class Units in the Fund. Further, where trading in the Open Class Units on the Securities Exchange has been suspended, the ability of investors to apply directly to the Responsible Entity to withdraw their investment in the Fund may be suspended and will be subject to the provisions of the Constitution and the Corporations Act.

Open Class Units may be removed from quotation by the Securities Exchange Operator or terminated: The Securities Exchange Rules impose certain requirements for the continued quotation of securities, such as the Open Class Units, on the Securities Exchange. Investors cannot be assured that the Fund will continue to meet the requirements necessary to maintain quotation of the Open Class Units on the Securities Exchange. In addition, the Securities Exchange Operator may change the quotation requirements.

The Responsible Entity may elect, in accordance with the Constitution and Corporations Act, to terminate the Fund for any reason including if Open Class Units cease to be quoted on the Securities Exchange. Information about the Securities Exchange Rules applicable to quotation of Open Class Units in the Fund on the Securities Exchange is set out in Section 10 of this PDS.

8. The investment objective and strategy

An investment in the Fund may suit investors who are seeking a medium to long-term investment exposure to international equities. Before deciding whether to invest in the Fund, investors should consider:

- the likely investment return of the Fund;
- the risk involved in investing in the Fund; and
- their investment timeframe.

Investment objective	The investment objectives of the Fund are to achieve attractive risk-adjusted returns over the medium to long-term while reducing the risk of permanent capital loss.						
Minimum suggested time frame for holding investment	At least 7 to 10 years.						
Asset classes and asset allocation ranges	<p>The Fund’s assets are typically invested within the following asset allocation ranges:</p> <table border="1"> <thead> <tr> <th>Asset Class</th> <th>Investment Range</th> </tr> </thead> <tbody> <tr> <td>Global listed securities</td> <td>80%-100%</td> </tr> <tr> <td>Cash and cash equivalents</td> <td>0% - 20%</td> </tr> </tbody> </table>	Asset Class	Investment Range	Global listed securities	80%-100%	Cash and cash equivalents	0% - 20%
Asset Class	Investment Range						
Global listed securities	80%-100%						
Cash and cash equivalents	0% - 20%						
Investments held	<p>The Fund primarily invests in the securities of companies listed on stock exchanges around the world, but will also have some exposure to cash and cash equivalents.</p> <p>The Fund can use foreign exchange contracts to facilitate settlement of stock purchases. It is not the Responsible Entity’s intention to hedge the foreign currency exposure of the Fund arising from investments in overseas markets.</p> <p>The Fund may hold listed securities directly or indirectly via its two wholly-owned subsidiary trusts, Magellan Global Equities Fund and Magellan Global Trust. In this case, the Fund’s investments are described on a look-through basis, that is, the underlying assets the Fund is exposed to through its investments in the underlying trusts.</p>						
Risk level¹	Medium to high.						
Fund performance	For up-to-date information on the performance of the Fund, including daily NAV per Unit, iNAV and performance history, please visit www.magellangroup.com.au .						

¹ The risk level is not a complete assessment of all forms of investment risks. For instance, it does not detail what the size of a negative return could be or the potential for a positive return to be less than the return an investor may expect to meet their objectives.

Derivatives and other investments

The Fund may use derivatives in limited circumstances.

The Fund does not intend to engage in short selling or enter securities lending arrangements.

Borrowing restrictions

The Fund may borrow against all or part of its investment portfolio, provided that, at the time any new borrowing is entered into, the aggregate of those new borrowings and any pre-existing borrowings does not exceed 5% of the Fund’s gross asset value of each unit class.

Changes to the Fund

The Responsible Entity has the right to close or terminate the Fund and change the Fund's investment return objective, asset classes and asset allocation ranges, currency strategy (if any) and distribution policy, without prior notice in some cases. The Responsible Entity will inform investors of any material changes to the Fund's details in its next regular communication or as otherwise required by law.

Labour standards and environmental, social or ethical considerations

The Investment Manager believes that issues relating to labour standards and to environmental, social and ethical considerations have the potential to affect the business outcomes of the Fund's investment companies. Accordingly, the Investment Manager reviews labour standards, environmental, social and ethical considerations as part of the risk assessment that is completed when it determines the investment grade status of a company.

9. 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 contribution fees and management costs where applicable.

Ask the fund or your financial adviser.

TO FIND OUT MORE

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

This document 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 Fund.

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.

Type of fee or cost	Amount	How and when paid
Fees when your money moves in or out of the Open Class Units		
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
Withdrawal fee The fee on each amount you take out of your investment	Nil	Not applicable
Exit fee The fee to close your investment	Nil	Not applicable
Management Costs[^] - the fees and costs for managing your investment in the Open Class Units		
Management fee	1.35% per annum*	The management fee is calculated daily based on the proportionate value of the Fund referable to the Open Class Units on that Business Day. An estimate is accrued daily in the NAV per Unit and the fee is payable monthly in arrears from the assets of the Fund referable to the Open Class Units.
Estimated performance fee**	0.22% per annum*	Performance fees are 10% of the excess return of Open Class Units in the Fund above the higher of the index relative hurdle (the MSCI World Net Total Return Index (AUD)) and the absolute return hurdle (the yield of 10-year Australian government bonds as at the first Business Day of the Calculation Period pro-rated for the number of days in the Calculation Period). Performance fees are estimated daily and accrued in the NAV per Unit. Calculation of the fee is finalised and paid at the end of a Calculation Period from the assets of the Fund Referable to the Open Class Units. The first Calculation Period following the Effective Date will end on 30 June 2021, and thereafter each 6 monthly period ending 31 December and 30 June (each a "Calculation Period").
Estimated total management costs	1.57% per annum	

Service fees

Switching fee

The fee for changing investment options

Nil

Not applicable

[^] These fees may be individually negotiated if you are a wholesale client (as defined in the Corporations Act).

^{*} Inclusive of the estimated net effect of Goods and Services Tax ("GST") (i.e. inclusive of GST, less any reduced input tax credits). For more information about GST, see 'Management fees' under the heading 'Additional Explanation of Fees and Costs'.

^{**} The estimated performance fee represents Magellan's reasonable estimate of the prospective performance fee payable by the Fund. It has been calculated as the simple average of the actual performance fees of the Fund since inception (up to and including 30 June 2020). The estimated performance fee is inclusive of the estimated net effect of GST (i.e. inclusive of GST, less any reduced input tax credits). Past performance is not necessarily indicative of future performance. The actual performance fee payable (if any) will depend on the performance of the Fund over the relevant period. For more information about performance fees, see "Performance fees" under the heading "Additional Explanation of Fees and Costs".

Warning: Your licensed financial adviser may also charge you fees for the services they provide. These should be set out in the Statement of Advice given to you by your adviser.

Example of annual fees and costs for the Open Class Units

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

Example ¹	Balance of \$50,000 with a contribution of \$5,000 during year ²	
Contribution Fees	Nil	For every additional \$5,000 you put in, you will be charged \$0.
PLUS Management Costs	1.38% ³ p.a.	And , for every \$50,000 you have in the Fund you will be charged \$690 each year.
EQUALS Cost of the Open Class Units in the Fund	1.38% p.a.	If you had an investment of \$50,000 at the beginning of the year and you put in an additional \$5,000 during that year, you would be charged fees of: \$690⁴ . What it costs you will depend on the fund you choose and the fees you negotiate.

¹ This is an example only and does not take into account any movements in the value of an investor's Open Class Units that may occur over the course of the year or any abnormal costs.

² This example assumes the \$5,000 contribution occurs at the end of the first year. Management costs are calculated using the \$50,000 balance only.

³ This management cost amount consists of the management fee (1.35%) and the actual performance fee (0.03%) that was incurred by the Fund for the year ended 30 June 2020. This management cost amount is inclusive of the estimated net effect of GST (i.e. inclusive of GST, less any reduced input tax credits). Please see the 'Additional Explanation of Fees and Costs' section below for more details.

⁴ Please note that this example does not capture all the fees and costs that may apply to you, such as transactional and operational costs.

Additional Explanation of Fees and Costs

Management fees

The Fund pays a management fee of 1.35% per annum of the Fund's Net Asset Value (before fees) ("**NAV Before Fees**") of the Open Class Units in the Fund to the Responsible Entity for managing the assets of the Fund and overseeing the operations of the Fund.

The management fees help to cover all ordinary fees, costs, charges, expenses and outgoings that are incurred in connection with the Fund (such as administration and accounting costs, registry fees, audit and tax fees, and investor reporting expenses).

Management fees are calculated each Business Day based on the NAV Before Fees of the Open Class Units in the Fund at the end of each Business Day and are payable at the end of each month from the assets of the Fund referable to the Open Class Units. Estimated management costs are reflected in the NAV per Unit.

Under the Fund's constitution, the Responsible Entity is entitled to receive maximum management fees of 1.35% per annum (before fees) excluding GST. The management fees stated in this PDS are inclusive of the estimated net effect of GST (i.e. inclusive of GST, less any reduced input tax credits). As the Fund predominantly invests in international securities, the GST impact on the management fees is currently estimated to be negligible. To the extent the GST impact increases (for example, if the Fund's exposure to Australian securities increases), the actual management fees may vary from the rates stated above.

In addition to the management fee, where the Fund incurs extraordinary expenses and outgoings, the Responsible Entity may pay for these from the Fund's assets. We may pay extraordinary expenses and outgoings from the Fund's assets because, under the Constitution of the Fund, in addition to the management fee, the Responsible Entity is entitled to be indemnified from the assets of the Fund for any liability properly incurred by us in performing properly any of our duties or exercising any of our powers in relation to the Fund or attempting to do so.

Performance fee

Depending on how well the Open Class Units in the Fund perform, the Responsible Entity may be entitled to a performance fee, payable by the Fund from the assets of the Fund referable to the Open Class Units. Performance fees are calculated with reference to index relative and absolute return performance hurdles and are subject to a high water mark requirement and an overall cap. The details of the calculation methodology and the hurdles are set out below.

The NAV per Unit includes an accrual for an estimate of the performance fee equal to the amount that would be payable if it were the end of a Calculation Period.

Calculation methodology

The Fund's "total return" per Open Class Unit ("Total Return") is the dollar movement in its NAV per Unit during the Calculation Period (adjusted for any income or capital distributions and before any accrued performance fees during that Calculation Period). Adjustments will be made for any capital re-organisations such as unit divisions or consolidations. Calculation Periods generally end on 30 June and 31 December of each year. The Calculation Period commencing 1 July 2020 will end on the Effective Date. The next Calculation Period will commence the day after the Effective Date and end on 30 June 2021.

The Fund's "excess return" per Open Class Unit ("Excess Return") is its Total Return less the higher of the hurdle returns, expressed in dollar terms.

The performance fee per Open Class Unit is 10% of the Excess Return. The total performance fee is the performance fee per Open Class Unit multiplied by the number of Open Class Units on issue at the end of the Calculation Period, less the Equalisation Reserve described below.

Magellan will only be entitled to a performance fee where the NAV per Unit at the end of the Calculation Period exceeds the applicable high water mark. The high water mark is the NAV per Unit at the end of the most recent Calculation Period for which Magellan was entitled to a performance fee, less any intervening income or capital distribution. Furthermore, the fee to which Magellan is entitled will be subject to a performance fee cap such that the NAV per Unit (after the performance fee has been paid) is not less than the applicable high water mark.

Following the Effective Date, the high water mark applicable to the Open Class Units will be adjusted to equal the NAV per Unit as at the Effective Date multiplied by the higher of the:

- a) The high water mark of Magellan Global Equities Fund (ASX: MGE) divided by the NAV of MGE per MGE Unit as at the Effective Date;
- b) The high water mark of Magellan Global Trust (ASX: MGG) divided by the NAV of MGG per MGG Unit as at the Effective Date; and
- c) The high water mark of the Fund divided by the NAV per Unit as at the Effective Date.

The adjustment will set the high water mark applicable to the Open Class Units to the level equivalent to the highest high water mark across the Fund, MGG and MGE.

The performance fee described above is inclusive of the estimated net effect of GST (i.e. inclusive of GST, less any reduced input tax credits). As the Fund predominantly invests in international securities, the GST impact on the performance fees for the Fund is currently estimated to be negligible. To the extent the GST impact changes (for example, if the Fund's exposure to Australian securities increases), the actual performance fees may vary from the rate stated above.

Equalisation Reserve and Open Class Units issued during a Calculation Period

Performance fees are paid on the Excess Return of each Open Class Unit on issue at the end of a Calculation Period, less a unit class level equalization reserve ("Equalisation Reserve"). The effect of the Equalisation Reserve is that Magellan will only receive a performance fee in respect of a specific Open Class Unit on performance generated after that Open Class Unit is created. On each Business Day where there is a net creation of Open Class Units, the Equalisation Reserve is increased by an amount that represents the performance fee per Open Class Unit prior to the net creation of those Open Class Units multiplied by the number of units created ("Equalisation Adjustment"). If the accrued performance fee per Open Class Unit on a particular day is nil, there will be no Equalisation Adjustment made to the Equalisation Reserve in respect of net Open Class Units created the following Business Day. The Equalisation Reserve accumulates over a Calculation Period.

The Equalisation Reserve is subject to a ceiling such that the total Equalisation Reserve is the lesser of:

- a) the total of the Equalisation Adjustments calculated on each day of the Calculation Period; and
- b) the total of the Open Class Units created during the Calculation Period multiplied by the prevailing performance fee per Open Class Unit.

The ceiling on the Equalisation Reserve ensures that Magellan's performance fee entitlement is not less than it would have been had no Open Class Units been created during the Calculation Period.

The exact impact of the performance fee on a particular investor will depend on the price at which the investor has acquired Open Class Units, the total number of Open Class Units created during a Calculation Period, the Excess Return achieved from the start of the Calculation Period to the date where new Open Class Units are created and the subsequent movement in the NAV per Unit to the end of the Calculation Period.

Calculation Period

Open Class Units cancelled during a Calculation Period that are either purchased by the Fund on the Securities Exchange or (where permitted) redeemed directly via an off-market withdrawal request will be cancelled. For Open Class Units that are cancelled during the Calculation Period, the day prior to cancellation will be treated as the end of the Calculation Period with respect to those Open Class Units and the performance fee (if any) will become payable to Magellan.

Performance hurdles

Index relative hurdle

The index relative hurdle for the Fund is the return (expressed as a percentage) of the MSCI World Net Total Returns Index (AUD). If an index ceases to be published, the Responsible Entity will nominate an equivalent replacement index.

Absolute return hurdle

The applicable absolute return performance hurdle for the Fund is the published 10-year Australian government bond yield as at the first Business Day of the Calculation Period, pro-rated for the number of days in the Calculation Period.

Total transactional and operational costs

Transactional and operational costs such as brokerage and transactional taxes are incurred in relation to the Open Class Units when the Fund acquires and disposes of securities.

An estimate of transactional and operational costs for the Open Class Units is provided in the table below. These estimated costs are based on the actual transactional and operational costs incurred by the Fund for the year ended 30 June 2020.

Total transactional and operational costs (% p.a.)	Recovery through buy/sell spread ¹ (% p.a.)	Net transactional and operational costs (% p.a.)	For every \$50,000 you have in the Fund you will likely incur approximately:
0.04%	0.02%	0.02%	\$10

¹ Recovery through the buy/sell spread only includes amounts recovered from investors applying and withdrawing directly from the Fund. It does not include any amount the Responsible Entity intends to recover from the prices at which it buys and sells units on the Securities Exchange. For more information, see "Buy and sell spreads".

The amount of such costs will vary from year to year depending on the volume and value of the trading activity in the Fund, and the value of applications and withdrawals processed.

Transactional and operational costs are paid out of the assets of the Fund referable to the Open Class Units and are not paid to the Responsible Entity.

Buy and sell spreads

A portion of the total transactional and operational costs are recovered from investors applying to and withdrawing directly from the Open Class Units in the Fund. New investments into or withdrawals from the Open Class Units in the Fund will typically cause the Fund to incur transaction costs. So that existing investors in the Open Class Units do not bear the transaction costs that arise from these investments and withdrawals, the Responsible Entity intends to include an allowance to cover these costs in the prices at which it issues and redeems Open Class Units to investors who transact directly with the Responsible Entity. This allowance to cover transaction costs (sometimes called the 'buy spread' and the 'sell spread') represents an additional cost to investors applying and withdrawing directly from the Fund, but are not fees paid to the Responsible Entity.

For an investor applying for Open Class Units directly with the Responsible Entity, the current buy spread is 0.07% of the NAV per Unit, represented by the difference between the entry price and the NAV per Unit. For an investor applying directly to the Responsible Entity to withdraw their investment in Fund, the current sell spread is 0.07% of the amount that you withdraw, represented as the difference between the exit price and the NAV per Unit. For example, if you invested \$50,000 in the Fund the cost of the buy spread would be \$35, or if you withdrew \$50,000 from your investment the cost of the sell spread would be \$35. We may vary the buy and sell spreads from time to time and prior notice will not ordinarily be provided. Updated information on the buy and sell spreads will be posted on the Fund's website at www.magellangroup.com.au.

For an investor that buys or sells Open Class Units on the Securities Exchange, the price at which they transact may vary from the prevailing iNAV. The prices on the Securities Exchange are determined in the secondary market by market participants who set their own prices at which they wish to buy or sell Open Class Units in the Fund. The difference, or spread, from the prevailing iNAV may represent a cost, or possible benefit, of an investment in the Open Class Units. Where the Responsible Entity buys or sells Open Class Units on the Securities Exchange, the price at which it buys or sells Open Class Units will generally include an allowance to cover transaction costs but will also reflect market conditions and supply and demand for Open Class Units during the Trading Day. As such, the cost of the spread on the Securities Exchange may be different to the cost of the 'buy spread' or 'sell spread' for investors who apply or withdraw directly with the Responsible Entity. Where the Responsible Entity buys or sells Open Class Units, the Open Class Units retains the benefit of this spread.

Stockbroker fees for investors

Investors will incur customary brokerage fees and commissions when buying and selling the Open Class Units on the Securities Exchange. Investors should consult their stockbroker for more information in relation to their fees and charges.

Fees for Indirect Investors

For investors accessing the Fund through a master trust or wrap account, additional fees and costs may apply. These fees and costs are stated in the offer document provided by your master trust or wrap account operator. These are not fees paid to the Responsible Entity.

Payments to platforms

Some master trusts, wrap accounts or other investment administration services ("Platforms") charge product access payments fees (as a flat dollar amount each year) for having the Fund included on their investment menus. We may, therefore, pay amounts from the fees we receive to any Platform through which the Fund is made available. As these amounts are paid by us out of our own resources, they are not an additional cost to you.

Financial adviser fees

Your licensed financial adviser may also charge you fees for the services they provide. These should be set out in the Statement of Advice given to you by your financial adviser. The Responsible Entity pays no commissions related to your investments to financial advisers.

Differential fees

A rebate of part of the management costs or lower management costs may be negotiated with investors who are wholesale clients for the purposes of the Corporations Act. Further information can be obtained by contacting us.

Changes in fees

Fees may increase or decrease for a number of reasons including changes in the competitive, industry and regulatory environments or simply from changes in costs. The Responsible Entity can change fees without an investor's consent but will provide investors with at least 30 days written notice of any fee increase.

10. About the Securities Exchange Rules and CHES

Securities Exchange Rules

An application has been made to the Securities Exchange Operator for the Open Class Units in the Fund to be admitted to quotation on the Securities Exchange under the Securities Exchange Rules. The Securities Exchange Rules are accessible at www.magellangroup.com.au.

As at the date of this PDS, the Open Class Units are not yet quoted on the Securities Exchange.

The following table sets out the key differences between the Securities Exchange Rules and the Listing Rules.

Requirement	Listing Rules	Securities Exchange Rules
Continuous disclosure	Issuers are subject to continuous disclosure requirements under Listing Rule 3.1 and section 674 of the Corporations Act.	<p>Issuers of products quoted under the Securities Exchange Rules are not subject to the continuous disclosure requirements in Listing Rule 3.1 and section 674 of the Corporations Act. Although the Open Class Units are quoted under the Securities Exchange Rules, as the Fund will also be listed, the Responsible Entity will be required to comply with the continuous disclosure requirements in section 674 of the Corporations Act.</p> <p>The Responsible Entity will disclose information which is not generally available and that a reasonable person would expect, if the information were generally available, to have a material effect on the price or value of the units, provided that such information has not already been included in this PDS (as supplemented or amended).</p> <p>The Responsible Entity will publish such information on the announcements platform of Securities Exchange Operator and the Fund's website www.magellangroup.com.au.</p> <p>Under Securities Exchange Rules the Responsible Entity must disclose:</p> <ul style="list-style-type: none"> • information about the NAV of the Open Class Units' underlying investments daily; • information about redemptions in respect of the Open Class Units; • information about distributions paid in relation to the Open Class Units; • any other information which is required to be disclosed to ASIC under section 675 of the Corporations Act; and • any other information that would be required to be disclosed to the Securities Exchange Operator under section 323DA of the Corporations Act if the Open Class Units were admitted under the Listing Rules. <p>In addition, the Responsible Entity must immediately notify the Securities Exchange Operator of any information the non-disclosure of which may lead to a false market in the Open Class Units or which would otherwise affect the price of the Open Class Units.</p>
Periodic disclosure	Issuers are required to disclose half-yearly and annual financial information and reports to the announcements platform of the relevant securities exchange operator.	<p>Issuers of products quoted under the Securities Exchange Rules are not required to disclose half-yearly or annual financial information or reports to the announcements platform of the Securities Exchange Operator.</p> <p>The Responsible Entity will disclose financial information and reports in respect of the Fund to the announcements platform of the Securities Exchange Operator and will also lodge such financial information and reports with ASIC under Chapter 2M of the Corporations Act.</p>
Corporate governance	Listed companies and listed managed investment schemes are subject to notification requirements under the Corporations Act and the Listing Rules relating to takeover bids, buy-backs, change of capital, new issues, restricted securities, disclosure of directors' interests and substantial shareholdings.	Although the Open Class Units are quoted under the Securities Exchange Rules, as the Fund will also be listed, it will be subject to certain corporate governance requirements.
Related party transactions	Chapter 10 of the Listing Rules relates to transactions between an entity and a person in a position to influence the entity and sets out controls over related party transactions.	Chapter 10 of the Listing Rules does not apply to products quoted under the Securities Exchange Rules (such as the Open Class Units). The Responsible Entity will still be required to comply with the related party requirements in Part 5C.7 and Chapter 2E of the Corporations Act.

Auditor rotation obligations	Division 5 of Part 2M.4 of the Corporations Act imposes specific rotation obligations on auditors of listed companies and listed managed investment schemes.	Issuers of products quoted under the Securities Exchange Rules are not subject to the auditor rotation requirements in Division 5 of Part 2M.4 of the Corporations Act. An auditor will be appointed by the Responsible Entity to audit the financial statements and Compliance Plan of the Fund.
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About CHES

The Responsible Entity participates in the Clearing House Electronic Sub-register System (“CHES”). CHES is a fast and economical clearing and settlement facility which also provides an electronic sub-register service. The Unit Registry has established and will maintain an electronic sub-register with CHES on behalf of the Responsible Entity.

The Responsible Entity will not issue investors with certificates in respect of Open Class Units held on the CHES sub-register. Instead, when investors purchase Open Class Units on the Securities Exchange they will receive a holding statement which will set out the number of Open Class Units they hold. The holding statement will specify the HIN allocated by CHES or SRN allocated by the Unit Registry.

Subject to the Securities Exchange Rules, Clearing Rules and Settlement Rules, the Responsible Entity may decline to register a purchaser of an Open Class Unit or Open Class Units transacted on the Securities Exchange.

11. Taxation

Investing in the Fund is likely to have tax consequences. Before investing in the Fund, investors are strongly recommended to seek their own professional tax advice about the applicable Australian tax consequences and, if appropriate, foreign tax consequences that may apply to them based on their particular circumstances.

The taxation information contained in this PDS reflects the income tax legislation in force, and the interpretation of the Australian Taxation Office and the courts, as at the date of issue of this PDS. Taxation laws are subject to continual change and there are reviews in progress that may impact the taxation of trusts and investors.

AMIT Regime

The Fund has elected to become an Attribution Managed Investment Trust (“AMIT”). Accordingly, investors will be subject to tax on the income of the Fund that is attributed to them under the AMIT rules each year ending 30 June. If there is income of the Fund that is not attributed to an investor, the Fund will be subject to tax at the highest marginal rate (plus the Medicare levy) on that non-attributed income. The AMIT rules also allow the Fund to reinvest part or all of your distribution and/or accumulate part or all of the Fund’s income in the Fund, in which case the income of the Fund that is attributed to you (and which must be included in your income tax return) will be more than the total distribution you receive.

Investors will be assessed for tax on the net income and net capital gains generated by the Fund that is attributed to them under the AMIT rules. Investors will receive a tax statement after the end of each financial year (referred to as an AMIT Member Annual Statement) that will provide them with details of the amounts that have been attributed to them by the Fund to assist them in the preparation of their tax return.

The Fund may attribute an estimate of net capital gains generated as a result of redemptions of Open Class Units and buy-backs of Closed Class Units to the unitholders of the relevant class. Net capital gains that are otherwise generated in the ordinary operations of the Fund, including as a result of portfolio management will be attributed between unit classes and unitholders on a proportionate basis.

If the Fund was to incur a tax loss for a year then the Fund could not attribute that loss to investors. However, subject to the Fund meeting certain conditions, the Fund may be able to recoup such a loss against taxable income of the Fund in subsequent income years.

Depending on an investor’s particular circumstances, they may also be liable to pay capital gains tax (or income tax if they hold their units on revenue account) when they withdraw units.

Taxation of non-resident investors

If a non-resident investor is entitled to taxable income of the Fund, the investor may be subject to Australian tax at the rates applicable to non-residents. If you are a non-resident, you may be entitled to a credit for Australian income tax paid by the Responsible Entity in respect of your tax liability.

Taxation reforms

Reforms to the taxation of trusts are generally ongoing. Investors should seek their own advice and monitor the progress of announcements and proposed legislative changes on the potential impact to their investment.

Quoting your Tax File Number (“TFN”) or an Australian Business Number (“ABN”)

It is not compulsory for investors to quote their TFN, ABN, or exemption details. However, should an investor choose not to, the Responsible Entity is required to deduct tax from an investor’s distributions. Collection of TFNs is permitted by taxation and privacy legislation.

GST

Your investment in the Fund will not be subject to goods and services tax.

Foreign Account Tax Compliance Act

Under the Foreign Account Tax Compliance Act (“**FATCA**”), the Responsible Entity is required to collect and report information about certain investors identified as U.S. tax residents or citizens. In order to comply with its FACTA obligations, the Responsible Entity may request investors to provide certain information (“**FATCA Information**”).

To the extent that all FATCA Information is obtained, the imposition of US withholding tax on payments of US income or gross proceeds from the sale of particular US securities shall not apply. Although the Responsible Entity attempts to take all reasonable steps to comply with its FATCA obligations and to avoid the imposition of the withholding tax, this outcome is not guaranteed.

Under the terms of the intergovernmental agreement between the US and Australian governments, the Responsible Entity may provide FATCA Information to the Australian Taxation Office (“**ATO**”). Please be aware that the Responsible Entity may use an investor’s personal information to comply with FATCA and may contact an investor if additional information is required.

Common Reporting Standard

The Common Reporting Standard (“**CRS**”) requires the Responsible Entity to collect certain information about an investor’s tax residence. If an investor is a tax resident of any country outside Australia, the Responsible Entity may be required to pass certain information about the investor (including account-related information) to the ATO. The ATO may then exchange this information with the tax authorities of another jurisdiction or jurisdictions, pursuant to intergovernmental agreements to exchange financial account information.

Although the CRS does not involve any withholding tax obligations, please be aware that the Responsible Entity may use an investor’s personal information to comply with the CRS obligations, and may contact an investor if additional information is required. For investors who apply for Open Class Units directly with the Responsible Entity, the account opening process cannot be completed until all requested information has been provided.

12. Additional information

Additional disclosure information

The Fund is a disclosing entity and is required to meet the continuous disclosure requirements of the Corporations Act, the Listing Rules and the Securities Exchange Rules. Accordingly, the Responsible Entity will:

- prepare and publish on the ASX both yearly and half yearly financial statements accompanied by a Directors’ statement and report and an audit or review report; and
- immediately notify ASX of any information concerning the Fund of which it is or becomes aware and which a reasonable person would expect to have a material effect on the price or value of units, subject to certain limited exceptions related mainly to confidential information.

Copies of documents set out above that are lodged by the Fund with ASX may be obtained from ASX, or from the Responsible Entity’s website at www.magellangroup.com.au.

Fund’s Constitution

The operation of the Fund and the Open Class Units is governed under the law and the Constitution of the Fund which addresses matters such as NAV per Unit, withdrawals, the issue and transfer of Open Class Units, investor meetings, investors’ rights, the Responsible Entity’s powers to invest, borrow and generally manage the Fund and the Responsible Entity’s fee entitlement and right to be indemnified from the Fund’s assets.

In accordance with the Constitution, the Responsible Entity may provide investors with the ability to request a withdrawal of their investment in the Open Class Units in the Fund directly with the Responsible Entity in accordance with sections 3 and 4 of this PDS.

The Constitution states that an investor’s liability is limited to the amount the investor paid for their Open Class Units, but the courts are yet to determine the effectiveness of provisions of this kind.

The Constitution contains the class rights attached to the Open Class Units and Closed Class Units and the implications for voting, which may be either along class lines or voting as a whole. In some cases, holders of Open Class Units and Closed Class Units will be required to vote separately to approve a matter or proposal before it can be implemented. As a result, even if holders of one class supported a resolution by voting in favour of it by the required majority, the resolution would not be approved unless the other class similarly voted in favour.

The Responsible Entity may alter the Constitution if it reasonably considers the amendments will not adversely affect investors’ rights. Otherwise, the Responsible Entity must obtain investors’ approval at a meeting of investors. The Responsible Entity may retire or be required to retire as Responsible Entity (if investors vote for its removal). No units may be issued after the 80th anniversary of the date of the Constitution. The Responsible Entity may exercise its right to terminate the Open Class Units or the Fund earlier. Investors’ rights to requisition, attend and vote at meetings are mainly contained in the Corporations Act.

Investors can inspect a copy of the Constitution at the Responsible Entity’s head office or the Responsible Entity will provide a copy free of charge.

Open Class Units rights

A summary of the key rights and obligations attaching to the Open Class Units are set out below. This summary is not exhaustive, nor does it constitute a definitive statement of the terms of the Constitution.

- a) The Responsible Entity must seek approval from holders of the Open Class Units for a Control Transaction (which is essentially a transaction that would give someone a majority interest in the Fund and would be effected by a trust scheme proposed by the Responsible Entity).
- b) Holders of the Open Class Units must approve any matter that requires approval by unitholders under Chapters 10 and 11 of the Listing Rules (for example, a significant change in the activities of the Fund or related party transactions and unit issues to related parties).
- c) Holders of the Open Class Units may, subject to some conditions and qualifications, require the Responsible Entity, by special resolution, to cease the quotation of the Open Class Units under the Securities Exchange Rules, and to redeem all Open Class Units.

The first approval right is to allow holders of the Open Class Units to separately assess a transaction affecting control of the Fund that is put forward by the Responsible Entity. The second approval right is provided because such transactions will be significant for both unit classes in the Fund (and the interests of each class may not be aligned). The redemption right is to simulate a right to wind up the Fund insofar as it relates to holders of Open Class Units.

Approval is by an ordinary resolution (unless the applicable Listing Rules or Securities Exchange Rules require a special resolution) or the consent in writing of 50% of all holders of the Open Class Units.

These rights and other rights conferred on holders of the Open Class Units are protected as class rights (that is, they cannot be altered without approval by special resolution by, or written consent of three quarters of, holders of the Open Class Units).

Closed Class Units in the Fund

The Closed Class Units are a ‘closed-ended’ class of units to be issued by the Fund. Closed Class Units are intended to be quoted on the official list of ASX under the ASX Listing Rules. Closed Class Units are expected to trade under the security code: MGF.

Holders of Closed Class Units will have the ability to buy or sell their Closed Class Units on the ASX. Similar to an investment company or investment trust quoted on the official list of ASX, Closed Class Unitholders do not have the ability to apply for or redeem units directly with the Responsible Entity. The Responsible Entity can only issue or buy back Closed Class Units in accordance with the ASX Listing Rules.

Magellan Global Fund Restructure

The Restructure is a proposed series of transactions which will have the effect of consolidating three of Magellan’s existing global equities retail funds, being the Fund, Magellan Global Equities Fund (ASX: MGE) and Magellan Global Trust (ASX: MGG) into a single trust (the Fund) which has two unit classes: an Open Class and a Closed Class.

There are three key components to the Restructure:

- Amendments to the Fund’s constitution to enable it to offer Closed Class Units and Open Class Units;
- The acquisition of units in MGE by the Responsible Entity in exchange for Open Class Units of the Fund by way of a trust scheme; and
- The acquisition of units in MGG by the Responsible Entity in exchange for Closed Class Units of the Fund by way of a trust scheme.

(together, the “Restructure”).

It should be noted that the Restructure is subject to a number of conditions precedent, including approvals by unitholders in the Fund, MGE and MGG, regulatory approvals (including quotation on the Securities Exchange) and receipt of judicial advice from the Supreme Court of New South Wales.

If the Restructure becomes effective, the Restructure will be implemented on the Implementation Date, which is expected to be 8 December 2020.

ASIC relief

ASIC has granted relief from Section 601GA of the Corporations Act, as modified by ASIC Corporations (Chapter 5C – Miscellaneous Provisions) Instrument 2017/125 (Declaration 5) to allow the constitution of the Fund to include a Listing Rules consistency provision that refers only to Closed Class Units and the MGF Options.

ASX waivers/confirmations

Magellan has applied for, and ASX has granted on an in-principle basis, the following:

Waiver from... / Confirmation to...	Summary
Listing Rule 1.1 Condition 5	Waiver to permit Open Class Units being redeemed in accordance with the Constitution.
Listing Rule 1.1 Condition 6 and Listing Rule 6.2	Waiver such that the Responsible Entity is not required to apply for quotation (as an Listing Rule listing) of the Open Class Units and/or a confirmation that the Open Class Units are not considered by ASX to be the “main class” of securities of the Fund.
Listing Rule 6.12.3	Confirmation that the divestment or redemption of any Open Class Units are approved by ASX under Listing Rule 6.12.3.
Listing Rules 7.1 and 3.10.3	Confirmation (or waiver) that Listing Rules 7.1 and 3.10.3 do not apply to the issue of Open Class Units.
Listing Rules 7.6	Confirmation (or waiver) that the issuance of the Open Class Units is not subject to Listing Rule 7.6.
Listing Rules 7.9	Confirmation (or waiver) that the issuance of the Open Class Units is not subject to Listing Rule 7.9.
Listing Rule 7.36	Confirmation that the buy-back of any Open Class Units is not subject to Listing Rule 7.36.
Various Listing Rules	Confirmation (or waiver) that Open Class Unitholders are not required to vote on any resolutions required under the Listing Rules as it relates to the Closed Class Units.
Rule 10A.3.3(b) of Schedule 10A of the Securities Exchange Rules	Confirmation that ASX have no objections under Securities Exchange Rule 10A.3.3(b) with respect to the Open Class Units.
Rule 10A.3.4 of Schedule 10A of the Securities Exchange Rules	Confirmation (or waiver) that Securities Exchange Rule 10A.3.4 would not apply to the Closed Class Units.
Rule 10A.10.8 of Schedule 10A of the Securities Exchange Rules	Waiver to permit the Responsible Entity to appoint Deutsche Bank AG as its market making agent under the Securities Exchange Rules.

Conditions of admission

As part of the Fund's conditions of admission to quotation on the Securities Exchange under the Securities Exchange Rules, the Responsible Entity has agreed to:

- a) disclose the Fund's portfolio holdings on a quarterly basis within two months of the end of each calendar quarter;
- b) provide liquidity to investors on the Securities Exchange by acting as a buyer and seller of Open Class Units as described in this PDS; and
- c) provide the iNAV as described in this PDS.

NAV Permitted Discretions Policy

The Responsible Entity's NAV Permitted Discretions Policy provides further information about how it calculates NAV per Unit. The policy complies with ASIC requirements. The Responsible Entity will observe this policy in relation to the calculation of the NAV per Unit and will record any exercise of discretion outside the scope of the policy. Investors can request a copy of the policy free of charge by calling the Responsible Entity on +61 2 9235 4888.

Change of details

From time to time, you may need to advise us of changes relating to your investment. You may advise us by email, fax or mail of changes relating to:

- your mailing address (investors with SRN holdings only, investors with HIN holdings can only change their address via their stockbroker);
- your licensed financial adviser, if you have nominated one; or
- your election to receive distributions as cash or to reinvest them.

If you need to advise us of changes relating to your nominated bank account (to which we will pay the proceeds of withdrawals and distributions, if you have elected to receive these as cash), we require you to instruct us via mail.

We require your instructions to be signed by the nominated signatory on your account. If you have nominated joint signatories for the account, both should sign notifications of changes in any of your details.

Cooling-off period

Cooling-off rights do not apply to Open Class Units in the Fund (regardless of whether they were bought on the Securities Exchange or applied for directly with the Responsible Entity) however a complaints handling process has been established (see "Complaints resolution" for further information).

Complaints resolution

Should investors have any concerns or complaints, as a first step please contact the Responsible Entity's Complaints Officer on +61 2 9235 4888 and the Responsible Entity will do its best to resolve this concern quickly and fairly. 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.

Website: www.afca.org.au

Email: info@afca.org.au

Telephone: 1800 931 678

In writing to: Australian Financial Complaints Authority, GPO Box 3, Melbourne VIC 3001

Past performance

Performance history and Fund size information can be obtained by visiting the Fund's website www.magellangroup.com.au, or view the Fund updates and other announcements on the Securities Exchange at www.asx.com.au. The Fund's past performance is no indication of its future performance. The Fund's returns are not guaranteed.

Custodian

The Northern Trust Company (acting through its Australian branch) ("**Northern Trust**") has been appointed to hold the assets of the Fund under a Custody Agreement. As Custodian, Northern Trust will safe-keep the assets of the Fund, collect the income of the Fund's assets and act on the Responsible Entity's directions to settle the Fund's trades. Northern Trust does not make investment decisions in respect of the Fund's assets that it holds.

Unit Registry

Mainstream Fund Services Pty Ltd ("**Mainstream**") has been appointed as the Unit Registry of the Fund under a Registry Services Agreement. The Registry Services Agreement sets out the services provided by the Unit Registry on an ongoing basis together with the service standards.

The role of the Unit Registry is to keep a record of investors in the Fund. This includes information such as the quantity of Open Class Units held, TFNs (if provided), bank account details and details of distribution reinvestment plan participation to the extent the Responsible Entity offers such a plan.

Contact details for Mainstream can be found in Section 14 of this PDS.

Consents

The following parties have given written consent (which has not been withdrawn at the date of this PDS) to being named in the form and context in which they are named, in this PDS:

- Mainstream Fund Services Pty Limited; and
- The Northern Trust Company.
- Each party named above who has consented to be named in the PDS:
- has not authorised or caused the issue of this PDS;
- does not make or purport to make any statement in the PDS (or any statement on which a statement in the PDS is based) other than as specified; and

to the maximum extent permitted by law, takes no responsibility for any part of the PDS other than the reference to their name in a statement included in the PDS with their consent as specified.

Anti-money laundering and counter terrorism financing (AML/CTF)

Australia's AML/CTF laws require us to adopt and maintain an AML/CTF Program. A fundamental part of the AML/CTF Program is that we know certain information about investors in the Fund. To meet this legal requirement, we need to collect certain identification information and documentation ("**KYC Documents**") from you if you are a new investor. We may also ask an existing investor to provide KYC Documents as part of a re-identification process to comply with the AML/CTF laws. Processing of applications or redemptions will be delayed or refused if you do not provide the KYC Documents when requested.

Under the AML/CTF laws, we may be required to submit reports to the Australian Transaction Reports and Analysis Centre ("**AUSTRAC**"). This may include the disclosure of your personal information. We may not be able to tell you when this occurs and, as a result, AUSTRAC may require us to deny you (on a temporary or permanent basis) access to your investment.

This could result in loss of the capital invested, or you may experience significant delays when you wish to transact on your investment. We are not liable for any loss you may suffer because of compliance with the AML/CTF laws.

Privacy policy

As required by law, the Responsible Entity has adopted a privacy policy that governs the collection, storage, use and disclosure of personal information. This includes using an investor's personal information to manage their investment, process any distributions that may be payable and comply with relevant laws.

For example, an investor's personal information may be used to:

- ensure compliance with all applicable regulatory or legal requirements. This includes the requirements of ASIC, the Australian Taxation Office, the Australian Transaction Reports and Analysis Centre, Securities Exchange Operator, CHES Settlements and
- other regulatory bodies or relevant exchanges including the requirements of the superannuation law; and
- ensure compliance with the AML/CTF Act, FATCA and with CRS.

The Responsible Entity may be required to disclose some or all of an investor's personal information, for certain purposes (as described under the Privacy Act 1988 (Cth)) to:

- the Fund's service providers, related bodies corporate or other third parties for the purpose of account maintenance and administration and the production and mailing of statements, such as the Unit Registry, Custodian or auditor of the Fund and certain software providers related to the operational management and settlement of the units; or
- related bodies corporate that might not be governed by Australian laws for the purpose of account maintenance and administration.

The Responsible Entity may also disclose an investor's personal information to:

- market products and services to them; and
- improve customer service by providing their personal details to other external service providers (including companies conducting market research).

If any of the disclosures in the previous bullet points require transfer of an investor's personal information outside of Australia, the investor consents to such transfer.

All personal information collected by the Responsible Entity will be collected, used, disclosed and stored by the Responsible Entity in accordance with its privacy policy, a copy of which will be made available on request.

Additional information for New Zealand investors

This offer to New Zealand investors is a regulated offer made under Australian and New Zealand law. In Australia, this is Chapter 8 of the Corporations Act 2001 (Aust) and regulations made under that Act. In New Zealand, this is subpart 6 of Part 9 the Financial Markets Conduct Act 2013 and Part 9 of the Financial Markets Conduct Regulations 2014.

This offer and the content of the PDS 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 sets 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 (<http://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 products is not New Zealand dollars. The value of the financial products will go up or down according to changes in the exchange rate between the currency for the financial products and New Zealand dollars. These changes may be significant.

If you expect the financial products 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.

If the financial products are able to be traded on a financial product market and you wish to trade the financial products through that market, you will have to make arrangements for a participant in that market to sell the financial products on your behalf. If the financial product market does not operate in New Zealand, the way in which the market operates, the regulation of participants in that market, and the information available to you about the financial products and trading may differ from financial product markets that operate in New Zealand.

The dispute resolution process described in this PDS is available only in Australia and is not available in New Zealand.

Direct Debit Request Service Agreement

This information applies only if you have indicated that you wish for your initial amount to be paid by direct debit. Please ensure you have provided the details of your financial institution and completed the direct debit request in the relevant sections of the Application Form.

The following is your Direct Debit Service Agreement (“Agreement”) with Mainstream Fund Services Pty Ltd ABN 81 118 902 891 (“Mainstream Fund Services”), who acts as the Unit Registry of the Fund. The Agreement is designed to explain what your obligations are when undertaking a Direct Debit arrangement with Mainstream Fund Services. It also details what Mainstream Fund Services’ obligations are to you as your Direct Debit Provider. We recommend you keep this information in a safe place for future reference. It forms part of the terms and conditions of your Direct Debit Request in the relevant sections of the Application Form.

Definitions:

Account means the account held at your financial institution from which we are authorised to arrange for funds to be debited

Agreement means the Direct Debit Request Service Agreement between you and us

Banking Day means a day other than a Saturday or a Sunday or a public holiday listed throughout Australia

Debit Day means the day that payment by you to us is due

Direct Payment means a particular transaction where a debit is made

Direct Debit Request means the direct debit request in the Application Form

Us or We means Mainstream Fund Services, (the “Debit User”) you have authorised by signing a Direct Debit Request

You means the customer who has signed or authorised by other means the Direct Debit Request

Your financial institution means the financial institution nominated by you on the Direct Debit Request at which the account is maintained.

1. Debiting your Account

- 1.1 By signing a direct debit request or by providing us with a valid instruction, you have authorised us to arrange for funds to be debited from your account. You should refer to the direct debit request and this agreement for the terms of the arrangement between us and you.
- 1.2 We will only arrange for funds to be debited from your account as authorised in the direct debit request, or
We will only arrange for funds to be debited from your account if we have sent to the address nominated by you in the direct debit request, a billing advice which specifies the amount payable by you to us and when it is due.
- 1.3 If the debit day falls on a day that is not a banking day, we may direct your financial institution to debit your account on the following banking day. If you are unsure about which day your account has or will be debited you should ask your financial institution.

2. Amendments by Us

- 2.1 We may vary any details of this agreement or a direct debit request at any time by giving you at least fourteen (14) days written notice.

3. Amendments by You

- 3.1 You may change, stop or defer a debit payment, or terminate this agreement by providing us with at least fourteen (14) days notification by writing to:

**Unit Registry
Mainstream Fund Services Pty Ltd
GPO BOX 143
Sydney NSW 2001**

or

by telephoning us on 1300 127 780 or +61 2 8259 8566 (international) or 0800 787 621 (NZ) during business hours;

or

arranging it through your own financial institution.

4. Your Obligations

- 4.1 It is your responsibility to ensure that there are sufficient clear funds available in your account to allow a debit payment to be made in accordance with the direct debit request.
- 4.2 If there are insufficient clear funds in your account to meet a debit payment:
 - a) you may be charged a fee and/or interest by your financial institution;
 - b) you may also incur fees or charges imposed or incurred by us; and
 - c) you must arrange for the debit payment to be made by another method or arrange for sufficient clear funds to be in your account by an agreed time so that we can process the debit payment.
- 4.3 You should check your account statement to verify that the amounts debited from your account are correct.
- 4.4 If we are liable to pay goods and services tax (“GST”) on a supply made in connection with this agreement, then you agree to pay us on demand an amount equal to the consideration payable for the supply multiplied by the prevailing GST rate.

5. Dispute

- 5.1 If you believe that there has been an error in debiting your account, you should notify us directly on 1300 127 780 and confirm that notice in writing with us as soon as possible so that we can resolve your query more quickly. Alternatively, you can take it up with your financial institution directly.
- 5.2 If we conclude as a result of our investigations that your account has been incorrectly debited we will respond to your query by arranging for your financial institution to adjust your account (including interest and charges) accordingly. We will also notify you in writing of the amount by which your account has been adjusted.
- 5.3 If we conclude as a result of our investigations that your account has not been incorrectly debited we will respond to your query by providing you with reasons and any evidence for this finding in writing.

6. Accounts

6.1 You should check:

- a) With your financial institution whether direct debiting is available from your account as direct debiting is not available on all accounts offered by financial institutions; and
- b) Your account details which you have provided to us are correct by checking them against a recent account statement; and
- c) With your financial institution before completing the direct debit request if you have any queries about how to complete the direct debit request.

7. Confidentiality

- 7.1 We will keep any information (including your account details) in your direct debit request confidential. We will make reasonable efforts to keep any such information that we have about you secure and to ensure that any of our employees or agents who have access to information about you do not make any unauthorised use, modification, reproduction or disclosure of that information.
- 7.2 We will only disclose information that we have about you:
 - a) To the extent specifically required by law; or
 - b) For the purposes of this agreement (including disclosing information in connection with any query or claim).

8. Notice

8.1 If you wish to notify us in writing about anything relating to this agreement, you should write to:

Mainstream Fund Services Pty Ltd
GPO Box 143
Sydney NSW 2001

- 8.2 We will notify you by sending a notice in the ordinary post to the address you have given us in the Direct Debit Request.
- 8.3 Any notice will be deemed to have been received on the third banking day after posting.

13. Glossary

Defined terms and other terms used in the PDS	Definition
\$, A\$ or dollar	The lawful currency of Australia.
AFCA	Australian Financial Complaints Authority.
AFS Licence	Australian financial services licence.
AMIT	Attribution Managed Investment Trust.
AML/CTF Act	The Anti-Money Laundering and Counter-Terrorism Financing Act 2006 (Cth).
Application Form	The application form for the Fund.
ASIC	Australian Securities & Investments Commission.
ASIC Relief	Any declaration made or exemption granted by ASIC that is applicable to the Fund and that is in force.
ASX	ASX Limited or the Australian Securities Exchange, as the case requires.
ATO	Australian Taxation Office.
Business Day(s)	The days identified by the Securities Exchange Operator in the Securities Exchange Rules. For the purposes of calculating management costs only, Business Day includes a day on which the primary securities exchange for any security that forms part of the Fund's property is open for trading.
CHESS	Clearing House Electronic Sub-register System, the Australian settlement system for equities and other issued products traded on the ASX and other exchanges. CHESS is owned by the ASX.
Clearing Rules	The operating rules of ASX Clear Pty Limited from time to time.
Compliance Plan	The Compliance Plan of the Fund.
Constitution	The Constitution of the Fund.
Corporations Act	Corporations Act 2001 (Cth).
CRS	Common Reporting Standard.
Custodian	Northern Trust.
Custody Agreement	The Master Custody Agreement in respect of the assets of the Fund between the Custodian and the Responsible Entity.
Effective Date	The date on which the Restructure comes in effect (expected to be 27 November 2020).
EFT	Electronic Funds Transfer.
FATCA	Foreign Account Tax Compliance Act.
GST	Goods and Services Tax.
HIN	Holder Identification Number.
IDPS	Investor Directed Portfolio Service.
iNAV	Indicative NAV per unit.
Investment Manager	Magellan Asset Management Limited ABN 31 120 593 946; AFS Licence No. 304 301
Listing Rules	The listing rules of the ASX from time to time.
Management Costs	The management costs of the Fund as described in Section 9 of this PDS.
NAV	Net asset value.
NAV Permitted Discretions Policy	The Responsible Entity's policy detailing the discretions exercised in the calculation of NAV per Unit.
NAV per Unit	The NAV per Unit is calculated by dividing the NAV of the Fund by the number of units on issue.
Northern Trust	The Northern Trust Company (acting through its Australian branch).
Open Class Units	Open Class Units in Magellan Global Fund.
PDS	This product disclosure statement as amended or supplemented from time to time.

Registry Services Agreement	The Fund Administration Services Agreement in respect of the Fund between the Responsible Entity and the Unit Registry.
Responsible Entity	Magellan Asset Management Limited ABN 31 120 593 946; AFS Licence No. 304 301.
Restructure	The proposed restructure of the Fund as described in the explanatory memorandum issued by Magellan to unitholders in the Fund dated 21 October 2020 (and including any supplementary explanatory memoranda issued by Magellan) and outlined in Section 12 of this PDS.
Settlement Rules	The operating rules of ASX Settlement Pty Limited (ABN 49 008 504 532) from time to time.
Securities Exchange	The Australian Securities Exchange operated by ASX.
Securities Exchange Operator	ASX.
Securities Exchange Rules	The operating rules of the Securities Exchange Operator that apply from time to time to the quotation of managed funds and products such as the Open Class Units.
SRN	Securityholder Reference Number.
Trading Day	The day and time during which shares are traded on the Securities Exchange.
Unit Registry	Mainstream Fund Services will operate the registry for the Fund.

14. Contact details

Responsible Entity and Investment Manager

Magellan Asset Management Limited
MLC Centre
Level 36, 19 Martin Place,
Sydney NSW 2000
T +61 2 9235 4888
E info@magellangroup.com.au
W www.magellangroup.com.au

Unit Registry

Mainstream Fund Services
GPO Box 143
Sydney NSW 2001
T 1300 127 780 (or +61 2 8259 8566) or 0800 787 621 (NZ)
F +61 2 9247 2822
E magellanfunds@mainstreamgroup.com

Custodian

The Northern Trust Company
Level 47, 80 Collins Street,
Melbourne Victoria 3000
T +61 3 9947 9300
F +61 3 9947 9399