

## Perennial Private to Public Opportunities Fund

### For Wholesale Investors Only

This Subscription Agreement accompanies the Information Memorandum dated 03/07/2019 (**IM**) issued by Perennial Investment Management Limited ACN 108 747 637 AFSL 275101 in its capacity as trustee of the Perennial Private to Public Opportunities Fund (**Fund**).

It is important that you read the IM in full and the acknowledgements contained in this Subscription Agreement before applying for Units.

Unless otherwise defined, capitalised terms used in this Subscription Agreement have the same meaning given to them in the IM.

Please tick one box below and complete the relevant Sections of the Subscription Agreement.

Investor Type	Complete
<input type="checkbox"/> Individual/Joint Investors/Sole Traders	Sections 1, 2, 5, 6, 7, 8 and 9
<input type="checkbox"/> Company	Sections 1, 3, 5, 6, 7, 8 and 9
<input type="checkbox"/> Trust/Superannuation Fund with Individual Trustee	Sections 1, 2, 4, 5, 6, 7, 8 and 9
<input type="checkbox"/> Trust/Superannuation Fund with Corporate Trustee	Sections 1, 3, 4, 5, 6, 7, 8 and 9

### If investing via a Financial Adviser

Please ensure both you and your financial adviser also complete 'Section 10. Financial Adviser Details and Customer Identification Declaration'. You do not need to provide copies of your certified identification documentation with your Subscription Agreement if this information has been provided to your financial adviser, your financial adviser has elected to retain this information, and agreed to make it available upon request, under Section 10 of this Subscription Agreement.

#### Post

Please post completed Subscription Agreements and all supporting documentation to: **Perennial Private to Public Opportunities Fund**.

**c/- Mainstream Fund Services**  
**GPO Box 4968**  
**Sydney, NSW, 2001**

#### Questions

If none of the above categories are applicable to you, or you have other questions relating to this Subscription Agreement, please contact Mainstream Fund Services on +1300 133 451

# 1. INVESTMENT DETAILS

## 1.1 DETAILS

I/we apply to invest in the Perennial Private to Public Opportunities Fund.

Amount: AUD

(Minimum of \$ 100,000)

Please note that you can only apply for Units if you are a 'wholesale client' – as that term is defined in the Corporations Act 2001 (Cth). Please complete Section 1.2.

Please tick the box beside your chosen payment method and complete the required details.

### Cheque

Made payable to: **Mainstream Fund Services as Custodian for Perennial Private to Public Opportunities Fund Application Account.**

### Electronic Funds Transfer or Direct Deposit

Bank: **National Australia Bank**

Reference: 'Investor surname/company or trust '

Account Name: **Mainstream Fund Services as Custodian for Perennial Private to Public Opportunities Fund Application Account.**

BSB: **082401**

Account number: **514091974**

Date of Transfer

Reference Used

### Source of Investment Funds

Please identify the source of your investable assets or wealth:

Gainful employment

Inheritance/gift

Business activity

Superannuation savings

Other – please specify

### What is the purpose of this investment?

Savings

Growth

Income

Retirement

Business account

## 1.2 WHOLESALE CLIENT

I acknowledge that one of the following circumstances apply to me (please indicate):

- a) I am/we are applying for units at a price, or for the value of at least \$500,000 under this Subscription Agreement
- b) I have/we have net assets of at least \$2.5 million, and I am/we are applying for Units in the Fund for a purpose other than for use in connection with a business
- c) I have/we have a gross income for each of the last two financial years of at least \$250,000 per year, and I am/we are applying for Units in the Fund for a purpose other than for use in connection with a business
- d) I am/we are a 'professional investor' as defined in the Corporations Act\*

If (b) or (c) applies, please ensure you have the Accountant's Certificate (see page 18) completed.

\*If you consider yourself a 'professional investor' please contact the Issuer on the number provided in order to complete the appropriate forms.

## 2. INDIVIDUAL/JOINT INVESTORS/SOLE TRADERS/INDIVIDUAL TRUSTEES – SUBSCRIPTION AGREEMENT

Complete this section if you are investing in your own name, including as a sole trader.

### 2.1 INVESTOR DETAILS

#### INVESTOR 1

Title				Date of Birth		
Given Names				Surname		
Place of Birth (City/Town)				Country of Birth		
Residential Address (not a PO Box)						
Suburb	State	Postcode	Country			
Email						
Mobile Number			Telephone			
Occupation						

#### INVESTOR 2 (only applicable for joint investors)

Title				Date of Birth		
Given Names				Surname		
Place of Birth (City/Town)				Country of Birth		
Residential Address (not a PO Box)						
Suburb	State	Postcode	Country			
Email						
Mobile Number			Telephone			
Occupation						

If there are more than two individuals, please provide details and attach to this Subscription Agreement.

#### Politically Exposed Person (PEP)

Are any of the Investors a PEP? Please refer to page 14 if you are unsure what PEP means.

Yes, please provide description of PEP's position.

No

**ADDITIONAL INFORMATION FOR SOLE TRADERS** (only applicable if applying as a Sole Trader)

Full Business Name (if any)

Australian Business Number (if obtained)

Address of Principal Place of Business (not a PO Box). If same as residential address given above, mark 'As Above'.

Suburb

State

Postcode

Country

**2.2 IDENTIFICATION DOCUMENTS**

To comply with Australia's Anti-Money Laundering and Counter-Terrorism Financing (**AML/CTF**) legislation, we must collect certain information from prospective investors and their beneficial owners supported by ORIGINAL CERTIFIED COPIES of relevant identification documents for all investors and their beneficial owners.

Please refer to page 14 for details of how to arrange certified copies. Please provide all documents in the proper format otherwise we may not be able to process your application for investment.

**Select one of the following options** to verify each investor and Beneficial Owner.

- Provide a certified copy of a driver's license that contains a photograph of the license/permit holder; or Provide
- a certified copy of a passport that contains a photograph and signature of the passport holder.

### 3. COMPANY/CORPORATE TRUSTEE – SUBSCRIPTION AGREEMENT

Complete this section if you are investing for, or on behalf of, a company.

#### 3.1 COMPANY DETAILS

Full Company Name

Country of Formation, Incorporation or Registration

ARBN (if registered with ASIC)

ACN/ABN (if registered in Australia)

Tax File Number or Exemption Code (Australian residents)

AFS License Number (if applicable)

Name of Regulator (if licensed by an Australian Commonwealth, State or Territory statutory regulator)

Registered Business Address in Australia or in Country of Formation

Suburb

State

Postcode

Country

Principal Place of Business (not a PO Box address)

Suburb

State

Postcode

Country

If an Australian Company, registration status with ASIC. Proprietary Company

Public Company

If a Foreign Company, registration status with the relevant foreign registration body.

Private/Proprietary Company

Public Company

Other – Please Specify

Name of Relevant Foreign Registration Body

Foreign Company Identification Number

Is the Company Listed?

No

Yes – Name of Market/Stock Exchange

Is the company a majority-owned subsidiary of an Australian listed company?

No

Yes – Name of Australian Listed Company

– Name of Market/Stock Exchange

Directors of the Company/Corporate Trustee

If the company is registered as a proprietary company by ASIC or a private company by a foreign registration body, please list the name of each director of the company.

Director 1 – Full Name

Director 4 – Full Name

Director 2 – Full Name

Director 5 – Full Name

Director 3 – Full Name

Director 6 – Full Name

If there are more than six directors, please provide their full names on a separate page and attach to this Initial Subscription Agreement.

### Politically Exposed Person (PEP)

Are any of the company directors a PEP? Please refer to page 14 if you are unsure.

- Yes, please provide description of PEP's position.
- No

### Beneficial Owners of the Company/Corporate Trustee

If the company is an Australian proprietary company, an **Australian non-listed public company** or a **foreign company**, please provide details for each shareholder who own directly, jointly or beneficially owns 25% or more of the company's issued share capital in Section 6.6. If no shareholder owns 25% or more of the company's issued share capital, please list the persons who directly or indirectly control the company in Section 6.6. Please refer to page 14 if you are unsure as to what Beneficial Owner means.

### Politically Exposed Person (PEP)

Are any of the Beneficial Owners a PEP? Please refer to page 14 if you are unsure what PEP means.

- Yes, please provide description of PEP's position.
- No

## 3.2 CONTACT PERSON DETAILS *(Financial Adviser details not accepted)*

Given Names				Surname		
Postal Address						
Suburb	State	Postcode	Country			
Email						
Mobile Number				Telephone		

## 3.3 IDENTIFICATION DOCUMENTS

To comply with AML/CTF legislation, we must collect certain identification documents from prospective investors and their beneficial owners supported by ORIGINAL CERTIFIED COPIES of relevant identification documents for all investors and their beneficial owners.

Please refer to page 14 for details of how to arrange certified copies. Please provide all documents in the proper format otherwise we may not be able to process your application for investment.

Select one of the following options to verify the company.

- Perform a search of the ASIC database (unit registry to perform on behalf of the investor); or
- Provide a certified copy of the certification of registration issued by ASIC or the relevant foreign registration body (must show full name of company, name of registration body, company identification number and type of company – private or public).

Select one of the following options to verify the Officeholders who have signed the Subscription Agreement and Beneficial Owners identified in Section 6.6.

- Provide a certified copy of a driver's license that contains a photograph of the license/permit holder; or Provide
- a certified copy of a passport that contains a photograph and signature of the passport holder.

## 4. TRUST/SUPERANNUATION FUND

Complete this section if you are investing for, or on behalf of, a Trust/Superannuation Fund.

### 4.1 TRUST/FUND DETAILS

Full Name of Trust/Superannuation Fund

Country of Establishment

Tax File Number or Exemption Code

Australian Business Number (if any)

#### TYPE OF TRUST

(Please tick ONE **box** from the list below to indicate the type of Trust and provide the required information)

**Type A:**  Regulated Trust (e.g. self-managed superannuation fund)

Name of regulator (e.g. ASIC, APRA, ATO)

Registration/Licensing details

**Type B:**  Government Superannuation Fund

Name of the legislation establishing the fund

**Type C:**  Foreign Superannuation Fund

Name of Regulator

Registration/Licensing Details

**Type D:**  Other Type of Trust/Unregulated Trust

Trust Description (e.g. family, unit, charitable)

### 4.2 ADDITIONAL INFORMATION FOR TYPE C AND TYPE D TRUSTS

#### SETTLOR OF THE TRUST

The material asset contribution to the trust by the settlor at the time the trust was established was less than \$10,000.00.

The settlor of the trust is deceased.

Neither of the above is correct:  
Provide the full name of the settlor of the trust.

#### BENEFICIARY DETAILS

Do the terms of the Trust identify the beneficiaries by reference to a membership of a class?

**Yes** – Describe the class of beneficiaries below (e.g. unit holders, family members of named person, charitable purposes)

**No** – Provide the full names of each beneficiary in respect of the trust in Section 6.6 (includes beneficial owners who ultimately own 25% or more of the trust).



### Beneficial Owners of the Trust

Please provide details of the Beneficial Owners of the Trust in Section 6.6. A beneficial owner is an individual who ultimately owns 25% or more of the trust or an individual who controls (directly or indirectly) the trust. Control includes acting as a trustee, or as a result of, or by means of, trusts, agreements, arrangements, understandings and practices or exercising control through the capacity to direct the trustees or having the ability to appoint or remove the trustees. Refer to page 14 if you are unsure as to what Beneficial Owner means.

### Politically Exposed Person (PEP)

Are any of the beneficiaries a PEP? Please refer to page 14 if you are unsure what PEP means.

Yes, please provide description of PEP's position.

No

## 4.3 TRUSTEE DETAILS

If a trustee is an individual, please complete Section 2. If a trustee is a company, please complete Section 3.

## 4.4 IDENTIFICATION DOCUMENTS

To comply with AML/CTF legislation, we must collect certain information from prospective investors and their beneficial owners supported by ORIGINAL CERTIFIED COPIES of relevant identification documents for all investors and their beneficial owners.

Please refer to page 14 for details of how to arrange certified copies. Please provide all documents in the proper format otherwise we may not be able to process your application for investment.

**For Trusts identified under 4.1 as Type A & Type B – select one of the following options to verify the Trust.**

- Perform a search of the relevant regulator's website e.g. 'Super Fund Lookup' (unit registry to perform on behalf of the investor);
- Provide a copy of an offer document of the managed investments scheme e.g. a copy of a Product Disclosure Statement; or
- Provide a copy or relevant extract of the legislation establishing the government superannuation fund sourced from a government website.

**For Trusts identified under 4.1 as Type C & Type D – select one of the following options to verify the Trust.**

- Provide a certified copy or a certified extract of the Trust Deed containing the cover page, recitals and signature page;
- Provide an original letter from a solicitor or qualified accountant that confirms the name of the Trust and full name of the settlor of the Trust; or
- Provide a notice issued by the Australian Taxation Office within the last 12 months (e.g. a Notice of Assessment).

**For Trusts identified under 4.1 as Type C & Type D – select one of the following options to verify the Beneficiaries and the Beneficial Owners identified in Section 6.6.**

- Provide a certified copy of a driver's license that contains a photograph of the license/permit holder; or Provide a certified copy
- of a passport that contains a photograph and signature of the passport holder.

**AND** relevant identification documents for the trustee as specified in Section 2 or 3 (as applicable).

## 5. PAYMENT INSTRUCTIONS DISTRIBUTIONS AND WITHDRAWALS

Please indicate where you would like your distributions to be paid below. Note that Distribution Reinvestment is not available in this fund. There may be periods in which no distribution is payable, or we may make interim distributions. Further as this is a closed ended fund and is subject to a lockup for the Term of the Fund. All Investor redemptions under the Fund are at the sole discretion of Perennial, who does not intend to permit Investor redemption requests.

We do not guarantee any particular level of distribution:

Pay to my/our account (Please provide your financial institution account details as per below).

### Financial Institution Account Details (must be an Australian financial institution)

Please provide account details for the credit of withdrawals and credit of distributions. Unless requested otherwise, this will be the bank account we credit any withdrawal proceeds. By providing your nominated account details in this section you authorise the Issuer to use these details for all future transaction requests that you make until written notice is provided otherwise. For additional investments, a nomination in this section overrides any previous nominations.

Bank/Institution

Branch

Account Name

BSB

Account Number

*The name of your nominated bank account must be the same as the Investor's name.*

## 6. ACCOUNT HOLDER'S TAX RESIDENCY AND CLASSIFICATION – FATCA & CRS

The account holder is the person listed or identified as applicant in Sections 2, 3 and 4 (**Account Holder**).

The Account Holder's Country of Tax Residence, TIN, GIIN, FATCA Status, CRS Status and Controlling Persons (includes Beneficial Ownership details) should be provided in this section. If the person opening the account is not a Financial Institution and is acting as an intermediary, agent, custodian, nominee, signatory, investment advisor or legal guardian on behalf of one or more other account holders this form must be completed by or on behalf of that other person who is referred to as the Account Holder.

If you are unable to complete this form, please seek an appropriate advice relating to the tax information required. For further details relating to the implementation of FATCA and CRS, please refer to The Australian Taxation Office's guidance material link: <https://www.ato.gov.au/general/international-tax-agreements/in-detail/international-arrangements/automatic-exchange-of-information---guidance-material/>

If you are applying:

- I. As an **Individual/Joint Investors/Sole Trader** please complete Section 6.1.
- II. **All other types of entities** please complete Sections 6.2, 6.3, 6.4, 6.5 and 6.6.

### 6.1 TAX RESIDENCE – INDIVIDUAL/SOLE TRADER

Please provide details for all jurisdictions in which the Account Holder is resident for tax purposes.

Country of Tax Residence 1

Taxpayer Identification Number 1

TIN Unavailable:

Country of Tax Residence 2

Taxpayer Identification Number 2

TIN Unavailable:

Country of Tax Residence 3

Taxpayer Identification Number 3

TIN Unavailable:

*TIN Unavailable Explanation(s) – If any 'TIN Unavailable' box is checked, please provide an explanation.*

**I certify the tax residence countries provided represent all countries in which I am considered a tax resident.**

If Account Holder has additional countries of tax residence, please attach a statement to this form containing the Country and TIN for each such additional country.

### IS THE ACCOUNT HOLDER A U.S. PERSON?

A U.S. person includes a U.S. citizen or resident alien of the U.S. even if residing outside the U.S.

**Yes** If 'Yes', the Account Holder's U.S. country of residence and U.S. Tax Identification Number must be provided above.

**No**

### 6.2 ACCOUNT HOLDER'S GIIN (IF ANY) – COMPANIES, TRUSTS AND OTHER TYPES OF ENTITIES

If you are unable to complete this form, please seek an appropriate advice relating to the tax information required.

Account Holder's GIIN (if any)

Sponsoring Entity's Name (if the Account Holder is a sponsored entity, please provide the sponsor's GIIN)

**6.3 TAX RESIDENCE OF THE ACCOUNT HOLDER – COMPANIES, TRUSTS AND OTHER TYPES OF ENTITIES**

Please provide details for all jurisdictions in which the Account Holder is resident for tax purposes.

Country of Tax Residence 1

Taxpayer Identification Number 1

TIN Unavailable:

Country of Tax Residence 2

Taxpayer Identification Number 2

TIN Unavailable:

Country of Tax Residence 3

Taxpayer Identification Number 3

TIN Unavailable:

*TIN Unavailable Explanation(s) – If any 'TIN Unavailable' box is checked, please provide an explanation.*

**I/We certify the tax residence countries provided represent all countries in which the account Holder is considered a tax resident.**

If Account Holder has additional countries of tax residence, please attach a statement to this form containing the Country and TIN for each such additional country.

## 6.4 FATCA STATUS – COMPANIES, TRUSTS AND OTHER TYPES OF ENTITIES

### IS THE ACCOUNT HOLDER A U.S. PERSON?

If Yes, complete the U.S. Person certification

#### U.S. PERSON CERTIFICATION

Is the Account Holder a specified U.S. person?

**Yes** Provide a U.S. TIN below.

**No**

U.S. Taxpayer Identification Number (TIN):

If No, complete the non U.S. Person certification

#### NON U.S. PERSON CERTIFICATION

Select a classification that matches your FATCA status:

Select only a single category.

**Participating FFI** (Provide GIIN in Section 6.2)

**Local/Partner Jurisdiction FFI** (Provide GIIN in Section 6.2)

**Deemed-Compliant FFI**

Select deemed-compliant category:

Trustee-Documented Trust (Provide GIIN and Trustee name in Section 6.2)

Sponsored Investment Vehicle (Provide GIIN and Sponsor's name in Section 6.2)

Registered-Deemed Compliant FFI (Provide GIIN in Section 6.2)

Other Deemed-Compliant Category

**Nonparticipating FFI**

**Exempt Beneficial Owner (includes self-managed superannuation fund)**

**Direct Reporting NFFE** (Provide GIIN in Section 6.2)

**Sponsored Direct Reporting NFFE** (Provide GIIN and Sponsor's name in Section 6.2)

**A Start-up Company formed in the past 24 months**

Please provide the date the entity was organized:

**Active NFFE**

**Passive NFFE** (Complete Section 6.6 – Controlling Persons)

**Other – describe the FATCA status**

## 6.5 CRS STATUS – COMPANIES, TRUSTS AND OTHER TYPES OF ENTITIES

### IS THE ACCOUNT HOLDER A FINANCIAL INSTITUTION?

#### Financial Institution

Is the entity an Investment Entity managed by an FI or other Financial Institution?

**Yes** If any tax residence country provided is not a participating CRS jurisdiction, then complete Section 6.6 – Controlling Persons.

**No**

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**Non-Financial Entity (NFE)**

If the Account Holder is a Non-Financial Entity (NFE), select a classification that matches your CRS status:

- Government Entity, International Organisation and Central Bank**
- A corporation the stock of which is regularly traded on an established securities market (or entity related to such a corporation):**  
Name of Securities Market:   
Name of Related Entity:
- Non-Reporting Financial Institution (includes Broad Participation Retirement Fund, Narrow Participation Retirement Fund, Exempt Collective Investment Vehicle, Trustee Documented Trust and Self-managed Superannuation Fund)**
- A Start-up Company formed in the past 24 months**  
Please provide the date the entity was organized:
- Other Active NFE**
- Passive NFE (Complete Section 6.6 – Controlling Persons)**
- Other – describe the CRS Status**

**6.6 CONTROLLING PERSONS (INCLUDES BENEFICIARY DETAILS UNDER SECTIONS 3.1 AND 4.2)**

This section is considered an integral part of the self-certification to which it is associated. If there is a change in Controlling Persons / Beneficial Ownership, please submit an updated form within 30 days.

**Controlling Person 1 / Beneficial Owner 1**

First Name  Family Name/Surname

Current Residence Address

City/Town  State/Province  Postcode  Country (do not abbreviate)

Date of Birth (DD/MM/YYYY)  City/Town of Birth  Country of Birth

Country of Tax Residence 1  Taxpayer Identification Number 1

Country of Tax Residence 2  Taxpayer Identification Number 2:

**TIN Unavailable Explanation(s)** – If TIN is not provided above, please provide an explanation.

**\*Please tick the box/es to select the role types that are relevant to you (i.e. Controlling Person 1/Beneficial Owner 1).**

**Controlling Person\*** /  **Beneficiary Type\***

Legal Person\*  By Ownership  By other means  Senior Managing Official

Legal Arrangement – Trust\*  Settlor  Trustee  Protector  Beneficiary  Other

Legal Arrangement – Other\*  Settlor – Equivalent  Trustee – Equivalent  Protector – Equivalent  Beneficiary – Equivalent  Other – Equivalent

**Controlling Person 2 / Beneficial Owner 2**

First Name  Family Name/Surname

Current Residence Address

City/Town  State/Province  Postcode  Country (do not abbreviate)

Date of Birth (DD/MM/YYYY)  City/Town of Birth  Country of Birth

Country of Tax Residence 1  Taxpayer Identification Number 1

Country of Tax Residence 2  Taxpayer Identification Number 2:

**TIN Unavailable Explanation(s)** – If TIN is not provided above, please provide an explanation.

**\*Please tick the box/es to select the role types that are relevant to you (i.e. Controlling Person 2/Beneficial Owner 2).**

**Controlling Person\*** /  **Beneficiary Type\***

Legal Person\*  By Ownership  By other means  Senior Managing Official

Legal Arrangement – Trust\*  Settlor  Trustee  Protector  Beneficiary  Other

Legal Arrangement – Other\*  Settlor – Equivalent  Trustee – Equivalent  Protector – Equivalent  Beneficiary – Equivalent  Other – Equivalent

If there are more than 2 Controlling Persons or Beneficial Owners or Country of Tax Residences, please provide the details on a separate page and attach to this Subscription Agreement.

## 7. PRIVACY

Please tick the box if you consent to your personal information being used and disclosed for marketing purposes as broadly described in the Privacy statement in this IM.

- I/we wish to receive information regarding future investment opportunities. You may change your election at any time by contacting the Issuer.

## 8. EMAIL COMMUNICATION CONSENT

Please tick the box below if you would like to receive all communications, including periodic statements, via email.

- I/we would like to receive all communications via email.

*If the above box is not ticked all communications will be posted to you.*

- On-line access** – I wish to be given on-line access to view my investment information.

- I do not wish to receive** the Annual Financial Report(s) for those fund(s) in which I am invested, and I acknowledge and agree that this is a standing request by me until further notice from me.

### Marketing

From time to time we may send you marketing materials regarding our products and services, as well as the products and services of our related entities. Please indicate if you do not wish us to send you any marketing materials by ticking the box below:

- I do not wish to receive** marketing materials about your products and services, as well as the products and services of your related entities

## 9. INVESTOR DECLARATION AND SIGNATURES

### DECLARATION AND SIGNATURES

When you complete this Subscription Agreement you make the following declarations:

- I/we have read and understood the, Trust Deed and IM to which this Subscription Agreement applies, including any supplemental information;
- I/we have received and accepted the offer to invest in Australia;
- I/we am/are a wholesale client as defined in Section 761 or 761A of the Corporations Act and provide all supporting documents required to evidence this and the Units are being acquired for you own account for investment purposes unless otherwise disclosed to the Manager in writing. I/we am/are therefore eligible to invest in the Fund;
- The information provided in my/our Subscription Agreement is true, correct and complete in all respects;
- I/we agree to be bound by the provisions of the trust deed governing the Fund as amended from time to time;
- I/we acknowledge that none of the Issuer, their related entities, directors or officers have guaranteed or made any representation as to the performance or success of the Fund, or the repayment of capital from the Fund. Investments in the Fund are subject to various risks, including delays in repayment and loss of income or principal invested. Investments in the Fund are not deposits with or other liabilities of the Issuer or any of its related bodies corporate or associates;
- I/we acknowledge that once I submit this Subscription Agreement I may not vary or withdraw it except as permitted by law or agreed to by the Manager;
- I/we acknowledge the Issuer reserves the right to reject any application or scale back an application in its absolute discretion;
- If my/our Subscription Agreement is incomplete or monies are dishonoured, the Issuer will not process my/our Subscription Agreement and will notify me/ us. I acknowledge that a completed Application Form comprises a valid Subscription Agreement, Investor Identification Documentation and cleared Funds in the relevant bank account;]
- I/we confirm that I/we have the financial capacity to bear the associated risks and obligations in respect of acquiring Units.
- If applicable, after assessing my/our circumstances, I/we have obtained my/our own independent financial advice prior to investing in the Fund or had the opportunity to do so;



- If this Subscription Agreement is signed under Power of Attorney, each Attorney declares he/she has not received notice of revocation of that power (a certified copy of the Power of Attorney should be submitted with this Subscription Agreement);
- I am/we are over 18 years of age and I/we are eligible to hold units/investment in the Fund;
- If signing on behalf of a company as a sole signatory, that I am signing as a sole director and sole secretary of the company;
- If investing as trustee, on behalf of a superannuation fund or trust, that I/we am/are acting in accordance with my/our designated powers and authority under the applicable trust deed. In the case of a superannuation fund, I/we also confirm that it is a complying fund under the Superannuation Industry (Superannuation) Act 1993.
- I/we have all requisite power and authority to execute and perform the obligations under the IM and this Subscription Agreement;
- I/we acknowledge that application monies will be held in a trust account until invested in the Fund or returned to me/ us. Interest will not be paid to applicants in respect of their application monies regardless of whether their monies are returned;
- I/we have read the information on privacy and personal information contained in the IM and consent to my/our personal information being used and disclosed as set out in the IM;
- I/we acknowledge that the Issuer may deliver and make reports, statements and other communications available in electronic form, such as e-mail or by posting on a website;
- The execution and delivery of the Trust Deed and Subscription Agreement will not conflict with, or result in any default under, any provision of any agreement or investment to which I/we am/are bound;
- I/we indemnify the Issuer and each of its related bodies corporate, directors and other officers, shareholders, servants, employees, agents and permitted delegates (together, the **Indemnified Parties**) and to hold each of them harmless from and against any loss, damage, liability, cost or expense, including reasonable legal fees (collectively, a Loss) due to or arising out of a breach of representation, warranty, covenant or agreement by me/us contained in any document provided by me/us to the Issuer, its agents or other parties in connection with my/our investment in the Fund. The indemnification obligations provided herein survive the execution and delivery of this Subscription Agreement, any investigation at any time made by the Issuer and the issue and/or sale of the investment;
- To the extent permitted by law, I/we release each of the Indemnified Parties from all claims, actions, suits or demands whatsoever and howsoever arising that I/we may have against any Indemnified Party in connection with the IM or my/ our investment;
- Other than as disclosed in this Subscription Agreement, no person or entity controlling, owning or otherwise holding an interest in me/us is a United States citizen or resident of the United States or any other country for taxation purposes;
- I/we will promptly notify the Issuer of any change to the information I/we have previously provided to the Issuer, including any changes which result in a person or entity controlling, owning or otherwise holding an interest in me/us;
- You confirm that your financial adviser's remuneration arrangements as set out above are the arrangements agreed between you and your financial adviser and you instruct to Responsible Entity to pay those fees to your financial adviser.
- I/we consent to the Issuer disclosing any information it has in compliance with its obligations under the US Foreign Tax Compliance Act (**FATCA**) and the OECD Common Reporting Standards for Automatic Exchange of Financial Account Information (**CRS**) and any related Australian law and guidance implementing the same. This may include disclosing information to the Australian Taxation Office, who may in turn report that information to the relevant tax authorities as required;
- I/we acknowledge that the collection of my/our personal information may be required by the Financial Transaction Reports Act 1988, the Corporations Act 2001, the Income Tax Assessment Act 1936, the Income Tax Assessment Act 1997, the Taxation Administration Act 1953, the FATCA and CRS (includes any related Australian law and guidance) and the Anti-Money Laundering and Counter-Terrorism Financing Act 2006. Otherwise, the collection of information is not required by law, but I/we acknowledge that if I/we do not provide personal information, the Issuer may not allow me/us to invest in the Fund;
- I am/we are not aware and have no reason to suspect that the monies used to fund my/our investment in the Fund have been or will be derived from or related to any money laundering, terrorism financing or similar or other activities illegal under applicable laws or regulations or otherwise prohibited under any international convention or agreement (**AML/CTF Law**);
- I/we will provide the Issuer with all additional information and assistance that the Issuer may request in order for the Issuer to comply with the AML/CTF Law, FATCA and CRS or manage and administer the Fund;
- I/we acknowledge that the Issuer may decide to delay or refuse any request or transaction, including by suspending the issue or redemption of investment in the Fund, if the Issuer is concerned that the request or transaction may breach any obligation of, or cause the Issuer to commit or participate in an offence (including under the AML/CTF Law, FATCA and CRS).

Signature 1\*

Full Name

Date

Tick capacity (mandatory for companies):

Sole Director and Company Secretary

Director

Secretary

Company Seal (if applicable)

Signature 2\*

Full Name

Date

Tick capacity (mandatory for companies):

Sole Director and Company Secretary

Director

Secretary

- Joint applicants must both sign;
- Company applications must be signed by two Directors, a Director and Secretary or the Sole Director and Secretary of the company, details of which appear in Section 3.1; or
- For trust/superannuation fund applications each individual trustee must sign.

Post your original signed Subscription Agreement and original certified copies of your identification document(s) to:

**Perennial Private to Public Opportunities Fund**

c/- Mainstream Fund Services  
GPO Box 4968  
Sydney, NSW, 2001

Please ensure that you have transferred your application monies or enclose a cheque for payment.

## CERTIFYING A COPY OF AN ORIGINAL DOCUMENT

All documents must be provided in a certified copy format – in other words, a copy of the original document that has been certified by an eligible certifier.

A 'certified extract' means an extract that has been certified as a true copy of some of the information contained in a complete original document by one of the persons described below.

Please note that we require the copy which was actually signed by the certifier (i.e. the original penned signature of the certifier).

### People who can certify documents or extracts are:

1. A lawyer, being a person who is enrolled on the roll of the Supreme Court of a State or Territory, or the High Court of Australia, as a legal practitioner (however described).
2. A judge of a court.
3. A magistrate.
4. A chief executive officer of a Commonwealth court.
5. A registrar or deputy registrar of a court.
6. A Justice of the Peace.
7. A notary public (for the purposes of the *Statutory Declaration Regulations 1993*).
8. A police officer.
9. An agent of the Australian Postal Corporation who is in charge of an office supplying postal services to the public.
10. A permanent employee of the Australian Postal Corporation with 2 or more years of continuous service who is employed in an office supplying postal services to the public.
11. An Australian consular officer or an Australian diplomatic officer (within the meaning of the *Consular Fees Act 1955*).
12. An officer with 2 or more continuous years of service with one or more financial institutions (for the purposes of the *Statutory Declaration Regulations 1993*).
13. A finance company officer with 2 or more continuous years of service with one or more financial companies (for the purposes of the *Statutory Declaration Regulations 1993*).
14. An officer with, or authorised representative of, a holder of an Australian financial services license, having 2 or more continuous years of service with one or more licensees.
15. A member of the Institute of Chartered Accountants in Australia, CPA Australia or the National Institute of Accountants with 2 or more years of continuous membership.

## POLITICALLY EXPOSED PERSONS (PEP)

To comply with AML/CTF laws, we require you to disclose whether you are, or have an association with, a Politically Exposed Person ('PEP'). A PEP is an individual who holds a prominent public position or function in a government body or an international organisation in Australia or overseas, such as a Head of State, or Head of a Country or Government, or a Government Minister, or equivalent senior politician. A PEP can also be an immediate family member of a person referred to above, including spouse, de facto partner, child, and a child's spouse or a parent. A close associate of a PEP, i.e. any individual who is known to have joint beneficial ownership of a legal arrangement or entity is also considered to be a PEP. Where you identify as, or have an association with, a PEP, we may request additional information from you.

## BENEFICIAL OWNER

To comply with AML/CTF laws, we require you to disclose the Beneficial Owners. Beneficial Owner means an individual who ultimately owns or controls (directly or indirectly) the investor.

'Owns' means ownership (either directly or indirectly) of 25% or more of the investor.

'Controls' includes control as a result of, or by means of, trusts, agreements, arrangements, understandings and practices, whether or not having legal or equitable force and whether or not based on legal or equitable rights and includes exercising and control through the capacity to determine decisions about financial and operating policies.

## 10. FINANCIAL ADVISER DETAILS AND CUSTOMER IDENTIFICATION DECLARATION

### Customer Identification Declaration *(Financial Adviser to complete)*

I confirm that I have completed an appropriate Customer Identification Procedure (**CID**) on this investor and/or the beneficial owners which meets the requirements of the Anti-Money Laundering and Counter-Terrorism Financing Act 2006 (**AML/CTF Act**).

Please select the relevant option below:

- I have attached the verification documents that were used to perform the CID for this investor and/or the beneficial owners; OR
- I have not attached the verification documents but will retain them in accordance with the AML/CTF Act and agree to provide them to the Issuer or its agents with access to these documents upon request. I also agree that if I become unable to retain the verification documents used for this application in accordance with the requirements of the AML/CTF Act I will forward them to the Issuer.

I agree to provide the Issuer or its agents with any other information that they may require to support this Application.

Financial Adviser Name (if a new adviser, please attach a copy of your employee/representative authority)

First Name

Family Name/Surname

Current Residence Address

City/Town

State/Province

Postcode

County (do not abbreviate)

Date of Birth (DD/MM/YYYY)

City/Town of Birth

Country of Birth

Country of Tax Residence 1

Taxpayer Identification Number 1

Country of Tax Residence 2

Taxpayer Identification Number 2:

### Financial Adviser Remuneration

#### Selling Fee

The Manager may pay a one-off selling fee of 0.5% (plus GST) on committed capital (Selling Fee) to certain advisors where the applicant has made an Application through a licensed dealer.

For the avoidance of doubt, such placement fees will not be payable out of the Fund property.

**DEALER DETAILS**

Dealer Name

Dealer Number (if applicable)

Contact Person

AFSL Number

ABN

Postal Address

Suburb

State

Postcode

Country

Office Telephone Fax Number

Email

Dealer Stamp

Signature of Financial Adviser

Date

**Financial Adviser Access to Investor Information** *(Investor to complete)*

Please tick the box below if you wish your financial adviser to have access to information and/or to receive copies of all transaction confirmations. If no election is made, access to information and/or copies of transaction confirmations will not be provided to your financial adviser.

Please provide access to information and send copies of all transaction confirmations to my/our financial adviser.

You may change your election at any time by contacting the Issuer.

The following form is for the use of Australian Applicants only who are investing less than AUD \$500,000

**ACCOUNTANT'S CERTIFICATE THAT CLIENT IS WHOLESALE UNDER SECTION 761G(7) OF THE CORPORATIONS ACT**

To: c/- Mainstream Fund Services,  
GPO Box 4968,  
Sydney  
NSW, 2001

I,

Of

Certify as follows:

1. I am a qualified accountant for the purposes of the Corporations Act, being a member of the Institute of Chartered Accountants in Australia/Australian Society of Certified Practising Accountants/National Institute of Accountants and am subject to, and comply with, that body's continuing education requirements.

2. I am giving this certificate in accordance with Section 761G(7)(c) of the Corporations Act at the request of, and with reference to,

(Investor) and acknowledge that this certificate will be relied upon to make offers of financial products to the Investor without disclosure under Part 7.9 of the Corporations Act.

3. I certify that, having reviewed the financial position of the Investor:

- a) the Investor has net assets of at least A\$2.5 million; or
- b) the Investor had a gross income for each of the last two financial years of at least A\$250,000 a year.

Signature

Print name

Dated

**Notes**

The certificate should be:

- 1. Provided before any offer is made; and
- 2. Given no earlier than two years before the offer is made