

Who manages the Elevation Capital Value Fund?

The manager of the Fund is Elevation Capital Management Limited. Further information about Elevation Capital Management Limited and the other parties involved in managing and administering the Fund can be found in section 7 (Who is involved?).

What are the returns?

The return on your investment comes from any increase or decrease in the Fund's unit price and any annual distributions we may make to you, at our discretion, from the Fund. More information can be found in section 2 (How does this investment work?).

How can you get your money out?

You can withdraw your investment in the Fund on the last business day of each month (called a Valuation Day).

Minimum withdrawal amounts may apply, and you need to complete a withdrawal request form. We may also suspend or defer withdrawals in certain circumstances (for example, if we receive a large number of withdrawal requests over a three month period, or if financial, political, or economic conditions affecting financial markets causes us, in conjunction with the Fund's supervisor, to believe that it would not be practicable to redeem). Further information about withdrawing your investment can be found in section 2 (How does this investment work?). Your investments in the Fund can be sold but there is no established market for trading these financial products. This means you may not be able to find a buyer for your investment.

How will your investment be taxed?

The Fund is a portfolio investment entity ("PIE"). The amount of tax you pay in respect of a PIE is based on your prescribed investor rate ("PIR"). To determine your PIR, go to <https://www.ird.govt.nz/toii/pir/workout>. See section 6 of the PDS (What taxes will you pay?) on page 9 for more information.

Where can you find more key information?

Elevation Capital Management Limited is required to publish quarterly updates for the Fund. The updates show the returns, and the total fees actually charged to investors, during the previous year. The latest fund updates are available at: <http://www.elevationcapital.co.nz>.

The manager will also give you copies of these documents on request.

2. How does this investment work?

Structure the Fund

The Fund is a managed investment scheme, established and governed by a trust deed dated 11 November 2016 (the Trust Deed). You invest by acquiring units in the Fund. Your money is pooled with other investors' money and invested by us in various investments. The value of your units is affected by the returns made by the Fund (either positive or negative), as well as the fees charged (see section 5).

The Fund is a PIE for tax purposes, meaning that tax is paid on your behalf at a rate approximating your marginal tax rate but capped at 28%. The Manager does not provide taxation advice. Investors should seek their own tax advice.

The assets of the Fund cannot be applied to any other fund established by the Manager.

Significant features of the Fund

Our investment approach

We, Elevation Capital Management Limited (referred to as 'Elevation Capital', 'we', 'our' and 'us' in this PDS), are the Manager of the Fund. The Fund mainly invests in entities listed on the world's recognised stock exchanges, although it may invest up to 10% of Net Asset value of the Fund ("NAV") in unlisted companies (these are entities whose securities are not listed on the regulated stock exchange of any country).

Please do not invest with Elevation Capital on a short-term basis. Our value-based investment philosophies are often contrarian and require patience. If you feel uncomfortable with investment time horizon of at least 5 years, you ought to think carefully and seek advice before you consider an investment in the Fund.

Investing in managed funds can help you achieve your savings goals and create greater wealth for your future. Some of the potential benefits of investing in the Fund are:

- Professional Management – employing the expertise and resources of a professional manager may be beneficial if you do not have the time or skill to manage your own investments;
- Diversification – by pooling together large amounts of money, we are able to invest in a portfolio of securities, which allows for diversification with the aim of reducing the risk of your investment. It also provides access to markets and securities that might otherwise be out of reach;

- Administrative & Taxation Advantages – the Fund is a Portfolio Investment Entity (PIE). PIE’s offer significant advantages from an administrative perspective. For tax purposes, if you are a New Zealand resident unit holder and have supplied the correct PIR, tax is usually paid on your behalf at a rate approximating your marginal tax rate and there is no further tax to pay. PIE tax is capped at 28%, which can be a benefit to 33% tax rate investors. We take care of the paperwork involved in buying and selling securities, managing dividends, interest, corporate actions and record keeping.

Returns are reflected in unit prices

Your returns will be derived mainly from the change in the value of your units, and distributions, which we may declare (at our discretion) on an annual basis. The value of your units reflects changes in the value of the underlying assets of the Fund. The Fund is valued every month. It is important to understand - returns are not guaranteed.

Making investments

You can make an investment in the Fund (both initial and subsequent) by completing the application form see section 10 (How to apply) and paying the investment amount to us.

The current minimum amounts you can invest are:

Type of Contribution	Minimum
Initial Investment	\$5,000
Subsequent & Regular Investments	\$100

We may change the minimum amounts without prior notice. We may also accept applications from time to time for smaller amounts. We have an absolute discretion in deciding whether or not to accept applications and we may decline applications without providing any reasons. Units can only be issued on a Valuation Day. Valuation Days occur on the last business day of each month. We may value the Fund more or less frequently (for example, if for reasons beyond our control valuation is impossible on a given day).

Note: If your application and the investment amount are received before 2pm on a Valuation Day, then units will be issued to you effective on that day otherwise, your application and issue of units will be processed on the next Valuation Day.

The investment amount will be held on trust in the application bank account **of the Supervisor - Public Trust** until units are allotted to you. No interest will be paid on your investment amount pending the issue of your units. The number of units that you receive will be determined by dividing your investment amount by the price at which units are issued (the Unit Price). The Unit Price is calculated in accordance with the Trust Deed by dividing the net asset value of the Fund (its total assets less its liabilities and certain other provisions) by the number of units on issue on the Valuation Day on which the units are issued.

Withdrawing your investments

How to make a withdrawal?

If you wish to make a withdrawal you must provide us with a written notice, in the form of a withdrawal request. Once submitted, your withdrawal request cannot be revoked. A withdrawal request must refer to the net amount you wish to withdraw. We will advise you of the number of units required to be cancelled to meet that request. We intend to cancel units to meet your tax obligations at the same time as the withdrawal is undertaken. Your withdrawal request will be actioned on the first Valuation Day, which is at least 1 business day after receipt of your request (although we may withdraw units on an earlier Valuation Day at our discretion). We will action correctly completed withdrawal requests and pay the proceeds within 7 business days of the Valuation Day on which the units are redeemed. However, we may from time to time need to suspend or defer withdrawals if in the best interests of investors. Units are realised and paid to you at the Unit Price.

The following minimums (which we may change or waive from time to time) apply:

Type of action	Minimum
Withdrawal	\$ 1,000
Transfer	\$ 1,000

How to transfer units

You can transfer all or part of your investment to another party by using the transfer form available from us. A transfer will be processed as a withdrawal by you and an application by the transferee. MMC Limited is entitled to charge a transfer fee, but currently does not intend to do so.

	dividends, share buy-backs, share cancellations, or other means.
Risk indicator	<p>FUND RISK INDICATOR</p>
Minimum suggested time frame for holding units	Long-term (at least five years) to manage through periods of general and cyclical market volatility.
Suitability	The Fund is suitable for investors seeking long-term investment exposure to global companies. Please do not invest with Elevation Capital on a short-term basis. Our value based investment philosophies are often contrarian and require patience. If you feel uncomfortable with an investment time horizon of at least 5 years, you ought to think carefully and seek advice before you consider an investment in the Fund.

Changes to the Fund’s Statement of Investment Policy and Objectives (SIPO)

Further information about the Fund’s investment policy and objectives, as well as its investment strategy and our investment philosophy, is set out in the Fund’s SIPO. We regularly review the SIPO. Any changes to the SIPO must be agreed to by all of our directors and be in accordance with the Trust Deed and relevant law. We may only amend or replace the SIPO after giving prior written notice to the Supervisor. We will not implement any material changes until we have given investors at least one month’s prior notice of those changes and any redemption requests received during that period have been actioned. The most current version of the SIPO is available on the scheme register at <http://www.business.govt.nz/disclose>. A description of any material changes to the SIPO will be included in the Fund’s annual report. Further information about the assets in the Fund can be found in the fund updates at: www.elevationcapital.co.nz.

Fee	Description	
Management's Fee	Manager	
	Net Asset value of the Fund (NZ\$)	Management Fee (% per annum of the Net Asset Value of the Fund)
	Up to \$25 M	1.25
	Over \$25 m up to \$30 m	1.20
	Over \$30 m up to \$35 m	1.15
	Over \$35 m up to \$40 m	1.10
	Over \$40 m up to \$45 m	1.05
	Over \$45 m up to \$50 m	1.00
	Over \$ 50 m up to m	0.95
In addition, GST is currently charged at a rate of 1.5% on management fees.		
Administration charges	Administration Manager	
		Gross Asset Value Of the Range (NZ\$)
		\$0-\$100m
		\$100 - \$200m
	\$200 - \$300m	
Administration Fee (% per annum of the Gross Asset Value of the Fund)		
0.17		
0.15		
0.13		

	<table border="1"> <tr> <td></td> <td>\$300 - \$400m</td> <td>0.11</td> </tr> <tr> <td></td> <td>\$400 - \$500m</td> <td>0.10</td> </tr> <tr> <td></td> <td>>\$500m</td> <td>0.09</td> </tr> <tr> <td></td> <td>Subject to a minimum fee \$25,000</td> <td></td> </tr> </table> <p>In addition, GST is charged on all Administration charges.</p>		\$300 - \$400m	0.11		\$400 - \$500m	0.10		>\$500m	0.09		Subject to a minimum fee \$25,000	
	\$300 - \$400m	0.11											
	\$400 - \$500m	0.10											
	>\$500m	0.09											
	Subject to a minimum fee \$25,000												
Supervisor Fee	<p>The Supervisor's remuneration is up to 0.06% per annum of gross asset value for its core supervisory functions under the Trust Deed – with a minimum fee of NZ\$ 20,000 + GST per annum.</p>												
Custodian & Sub-custodian Fees	<p>Public Trust's remuneration is 0.025% per annum of gross asset value for its custodial functions (subject to a minimum fee of NZ\$ 5,000 + GST per annum).</p> <p>BNP Paribas is the current sub-custodian of the Fund (appointed by Public Trust). The sub-custodian charges fees based on transaction volumes and the number of trade settlements. Generally the amount of these expenses cannot be ascertained until they are incurred, and will vary from month to month. GST is charged on sub-custodian charges.</p>												
Other Expenses	<p>We and the Supervisor are entitled to be reimbursed from the Fund for all expenses (including anticipated expenses, special fees charged by the Supervisor for activities outside its regular services) and costs or liabilities incurred in acting as Manager and Supervisor, respectively. These expenses may include legal fees, printing, postage, investor research, annual production costs, regulatory and compliance levies transactional fees (i.e. brokerage, stock exchange levies) and audit fees. These expenses will vary from time to time.</p>												

7. Who is involved?

About Elevation Capital Management Limited

We are a global fund manager currently with one fund, the Elevation Capital Value Fund. We are wholly owned by our directors, members of our investment team and entities associated with them. Our directors and executives are investors in the Fund, thereby aligning our interests with those of our investors (Director and Executive holdings are detailed in our monthly factsheet). We are long-term investors in the Fund and welcome like-minded investors who have similar time horizons and risk profiles.

Director's Biographies

CRAIG STOBO

Craig Stobo is Chairman and a Shareholder of the Manager. He has worked as a diplomat for the NZ and Australian Governments, economist, investment banker and also as CEO and Executive Vice President for BT Funds Management NZ Ltd. He has chaired the Government review of the taxation of investment income in 2004 which led to the PIE tax regime; chaired the Government review of financial services exports in 2010; and chaired the Establishment Board of the Local Government Funding Agency (LGFA) prior to its incorporation in December 2011. Currently, he has private equity interests in businesses including Elevation Capital Management Ltd; and is an independent director and chair of the Local Government Funding Agency, AIG Insurance New Zealand Ltd, and the NZX – listed companies Precinct Properties New Zealand Ltd, and Fliway Group Ltd.

ANDREW HARMOS

Andrew Harmos is a Non-Executive Director and Shareholder of the Manager. He is a founding partner of Harmos Horton Lusk Limited, a specialist corporate legal advisory firm, established in 2002. Prior to the formation of Harmos Horton Lusk, Mr Harmos was a partner of Russell McVeagh from 1986 to 2002. He is currently a Director of ASX Listed SCenter Group Limited which owns and operates major shopping centres throughout Australia and New Zealand, AMP Life Limited & National Mutual Life Association of Australia (providers of life insurance and investment services in Australia and New Zealand) and Pascaro Investments Limited, a dairy farming investment company.

CHRISTOPHER SWASBROOK

Christopher Swasbrook is the Managing Director and Founding Shareholder of Elevation Capital Management Limited. He was previously a Partner of Goldman Sachs JBWere Pty

9. Where you can find more information?

Further information relating to your investment, such as financial statements, annual reports, the Trust Deed, and the SIPO for the Fund, is available on the offer register and the scheme register at: www.business.govt.nz/disclose. A copy of information on the offer register or scheme register is also available on request to the Registrar of Financial Service Providers using the contact details on: www.business.govt.nz/disclose.

Other information we will provide

You can also obtain the following information, free of charge:

Information	How to obtain
Latest unit price	The unit price at the latest Valuation Day is available on our website, www.elevationcapital.co.nz or on request from MMC Limited.
Fund information relevant to you	You can inspect documents we hold that are relevant to you (such as the part of the unit register that relates to you) at our offices during normal business hours, or request an extract of those documents, by written request to us.
Fund updates	Once available, the updates for the Fund will be publicly available on our website and can be requested from us.
Annual report	Each annual report will be available on our website. If we send you a notice letting you know when the Fund's annual report is available each year (rather than sending you a hard copy), you will have the right to request a hard copy from us.

