
Replacement Compliance Plan

CFMG Land and Opportunity Fund ARSN 602 610 006

Effective 1 July 2023

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1 Description of the Scheme

1.1 Key features of the Scheme

- (a) The Scheme is a financial assets, mortgage and direct real property managed investment scheme established by deed poll and as amended from time to time.
- (b) The Scheme has been registered as a managed investment scheme.
- (c) The RE will identify real property lending and authorised investment opportunities in accordance with its Constitution and Disclosure Document. Potential investors will be asked to submit applications to the RE along with their investment money to subscribe for units, pursuant to a product disclosure statement (**PDS**) and each supplementary product disclosure statement (**SPDS**).
- (d) The RE is wholly responsible for the operations and well being of the Scheme. The RE may outsource any function it wishes to but it cannot delegate its responsibilities to the Scheme and its Investors and remains at all times responsible for the actions of any entity it may outsource its functions to.
- (e) The promotion and sale of interests in the Scheme to Investors is by way of a PDS and a SPDS for each class of unit. The offer of interests in a class of units in the Scheme remains open so long as there is a current PDS and SPDS for that class of units or until the RE closes the offer for that class of Units.
- (f) The RE issues interests to Investors once application money is accepted. The RE invests application money in authorised loan investments, under the parameters specified in the Constitution, PDS and the applicable SPDS.

1.2 Outsourcing arrangements

- (a) The RE is outsourcing some of its operating activities including:
 - (i) custodial services – external service provider;
 - (ii) legal services - external service provider; and
 - (iii) auditing - external service provider.
- (b) These outsourcing arrangements are documented in written agreements.

2 Compliance Plan

2.1 Purpose of this Compliance Plan

- (a) This Compliance Plan sets out the key processes, systems and measures the RE will apply to ensure compliance with its AFSL and the requirements of:
 - (i) Corporations Act;
 - (ii) Scheme Constitution;
 - (iii) ASIC Regulatory Guides;
 - (iv) the conditions of the RE's AFSL;
 - (v) industry standards relevant to the Scheme;
 - (vi) internal organisational standards and culture; and
 - (vii) any Disclosure Documents.
- (b) The Compliance Plan does not describe in detail all aspects of the systems and processes which the RE maintains to ensure compliance with the Corporations Act and the Constitution. Instead, the Compliance Plan is a 'how to' document, providing detail on:
 - (i) the obligations which must be met by the RE;
 - (ii) what measures or procedures are in place to comply with these obligations;
 - (iii) how compliance with those measures and procedures will be monitored; and how those measures are updated.
- (c) This Compliance Plan also details the risks of not complying with these obligations, and how breaches are to be reported and addressed. The description of measures in place allows Staff with compliance responsibilities to identify what procedures they are responsible for monitoring and how often they have to report on compliance or otherwise with those measures.
- (d) This Compliance Plan must be integrated into the operations of the Scheme and its use is not optional.
- (e) The organisation wants to achieve a compliance culture where Staff own compliance, and immediately report and address breaches as far as practicable. We want our Staff to not only do the right thing, but know how to do it. Failure to report a breach is treated seriously and as such, the RE adopts a no blame policy in relation to breaches but not so in relation to failure to report.

2.2 How to read this Compliance Plan

- (a) It is vital that users of this Compliance Plan understand their role in its effective implementation. There are several sections of the Compliance Plan that must be read by all users of this document in order to understand fully their responsibilities.
- (b) Sections that are considered essential reading, in addition to the specific Compliance Rules relevant to the user are:
 - (i) 1 Description of the Scheme;
 - (ii) 2.1 Purpose of this Compliance Plan;
 - (iii) 3.3 The Compliance Officer;
 - (iv) 3.4 Role of the Audit;
 - (v) Annexure A – Glossary;
 - (vi) Annexure B - Organisational structure chart.

2.3 Recognising that detail may be elsewhere

- (a) The Board, Responsible Officers or the CO may recommend any form of manuals, controls, structures or procedures for the RE, which set out a greater degree of detail in relation to any matters addressed by this Compliance Plan. They may be adopted, replaced or updated from time to time by the Board.
- (b) Those manuals, controls, structures or procedures are not and do not become, by such approval or otherwise, part of this Compliance Plan.

2.4 Delegation

A Responsible Officer may delegate his or her functions to another person, but remains responsible for that person acting in their place.

3 The Compliance framework

3.1 Overview of Compliance framework

- (a) The RE has in place a detailed framework to identify, control, report and manage compliance and business obligations, and ensure that the interests of members of the Scheme are protected. The framework includes:
 - (i) this Compliance Plan;
 - (ii) Valuation and Unit Pricing Policy
 - (iii) detailed policies and procedures available to all Staff;
 - (iv) Board reporting;

- (v) Staff training;
 - (vi) formal External Service Provider agreements; and
 - (vii) compliance checklists are completed by Staff as required.
- (b) You should refer to the organisational structure chart in annexure B when reading this Compliance Plan.
- (c) The Compliance Plan and compliance framework has been prepared with AS3806-2006 as a benchmark.

3.2 The Committee

In circumstances where the Corporations Act and ASIC policy requires, the RE shall have a Compliance Committee and in such circumstances the following provisions shall apply:

Non-Requirement for a compliance committee

As more than half of the Directors of the RE are External Directors, a compliance committee is not required. Accordingly, the obligations ordinarily held by a compliance committee will be completed by the CO and the Board.

Future requirement for a compliance committee

If the RE is required by the Corporations Act to establish a compliance committee for the Scheme, the Board must establish a compliance committee within 14 days of being required to do so or such other period as permitted by the Corporations Act and the Compliance Plan be revised accordingly.

Should a compliance committee be required to be established, the Board will be responsible for the appointment of the members of the compliance committee. There must be at least three committee members at all times, and the majority of them must be external members (as term defined under section 601JB of the Corporations Act).

Dealing with ASIC

The Board and the RE's other officers must take all reasonable steps to assist ASIC in carrying out surveillance checks under section 601FF Corporations Act.

Resources

Any Responsible Officer must report to the Board if it believes that it does not have adequate resources or access to information to enable it to properly perform its obligations under this Compliance Plan.

Access to records and information

If ASIC directs the RE, or if the Corporations Act otherwise requires the RE, to give ASIC information about the arrangements contained in this Compliance Plan, and compliance with it, the CO must ensure that (as soon as it is aware of the direction) the information is provided as soon as practicable.

The CO is entitled to have access to the accounting records of the Scheme, the Scheme auditor and Compliance Plan Auditor and to any information that is relevant to assessing the RE's compliance with the Compliance Plan, Constitution, AFSL conditions and the Corporations Act.

Advising of changes to the Compliance Plan

The CO must ensure that copies of this Compliance Plan and any amendments to the Compliance Plan are given to each Director and Responsible Officer.

Form of reports

The CO may determine the form of any report from a relevant Responsible Officer or Staff concerning his or her relevant functions as identified in this Compliance Plan. A report need not be in writing.

The report must contain details of issues reviewed and addressed by the CO since the last Board meeting and include reports on the following issues:

- (i) complaints received;
- (ii) correspondence with ASIC;
- (iii) net tangible assets, statements of cash flows and other liquidity requirements stipulated in the RE's AFSL; and
- (iv) details of any reported breaches of compliance, including what steps the CO has taken to remedy the breaches.

Advice

The CO and Board may commission advice or assistance if the Corporations Act permits to assist in the discharging of their obligations at the reasonable expense of the Scheme.

3.3 The Compliance Officer

Overview of the role

The CO will ensure adequate internal systems and controls have been implemented to ensure compliance with this Compliance Plan, the Corporations Act, the Scheme's Constitution, the RE's AFSL, and internal and industry standards.

The CO is also required to promote a compliance culture within the organisation and among the RE's External Service Providers. The CO is primarily responsible for reviewing compliance on an ongoing basis, providing or facilitating training, reporting on compliance matters, including breaches, to the Board and acting on recommendations of the Board. The CO can refer these matters to ASIC if necessary.

Qualifications, reporting line, frequency and format of reporting

The CO must have appropriate experience in the industry and report directly to the Board quarterly or more frequently as required.

Delegation

The CO may delegate his or her functions to another person, but remains responsible for that person acting in their place.

3.4 Role of audit

- (a) The RE must ensure that at all times an Auditor is engaged to audit compliance with the Compliance Plan.
- (b) The Auditor must certify in writing to the RE that he or she is eligible to be appointed the auditor of the Compliance Plan.
- (c) As part of the preparation of the end of the financial year accounts for the Scheme, the Auditor must within three months after the end of the financial year of the Scheme:
 - (i) examine this Compliance Plan;
 - (ii) carry out an audit of the RE's compliance with the Compliance Plan during the financial year; and
 - (iii) give to the RE a report that states whether, in the Auditor's opinion:
 - (A) the RE complied with the Compliance Plan during the financial year or that part of the financial year when it was the Auditor; and
 - (B) the Compliance Plan continues to meet the requirements of part 5C.4 Corporations Act; and
 - (iv) provide the RE with any recommendations for amendments to the Compliance Plan or procedures of the RE.
- (d) The Auditor must certify annually to the Board that he or she remains eligible to be the auditor of the Compliance Plan.
- (e) The RE must:
 - (i) allow the Auditor to have access to the books of the Scheme;
 - (ii) give the Auditor any information or explanation required under section 601HG(5) Corporations Act; and
 - (iii) otherwise assist the conduct of the audit¹.
- (f) The RE must lodge the Auditor's report under section 601HG(3) Corporations Act with ASIC at the same time as the financial statements and reports for the Scheme are lodged with ASIC under sections 292 and 321 Corporations Act.
- (g) A copy of the Auditor's report is to be given to the Board and CO.

¹ Section 601HA(1)(d) Corporations Act.

- (h) Where the Auditor has advised of breaches of the Compliance Plan or Constitution, or makes recommendations for amendments to the Compliance Plan, accounting procedures of the RE and the Scheme or Constitution, then the CO must review these issues and provide a report within 14 days (or such longer period determined by the Board) to the Board and the Board, in consultation with the CO, will decide what changes (if any) must be made.
- (i) The changes must be implemented within two months of receipt of the Auditor’s report or such other period as determined by the Board.
- (j) Changes to the Compliance Plan or Constitution must be implemented in accordance with the procedure specified in the Constitution or this Compliance Plan.

3.5 Reviewing and amending the Compliance Plan

- (a) To ensure the Compliance Plan continues to provide an adequate compliance framework for protection of Investors, the CO will report to the Board at least annually on the continued adequacy of the Compliance Plan.
- (b) So that the CO is informed of all internal developments, all Staff are instructed to report in writing all proposed changes in operating structure and procedures to the CO. These reports are included in the CO’s quarterly report to the Board.
- (c) Part of the CO’s role is to remain up to date with all regulatory and industry standard changes. Any such changes that impact the Compliance Plan are also reported to the Board in the CO’s quarterly report to the Board.
- (d) The Auditor may also include any recommendation for amendments to the Compliance Plan or the procedures of the RE.
- (e) Subject to the Corporations Act, the RE can amend or replace this Compliance Plan. The CO can recommend changes of the Compliance Plan to the RE. Only the RE can modify the Compliance Plan² ³. The Board must sign any amendments to or replacement of the Compliance Plan. The CO is responsible for submitting the amendment or replacement Compliance Plan to ASIC and ensuring all Responsible Officers receive notification of the change and an updated copy of the Compliance Plan.

3.6 Summary of compliance procedures

Compliance Rule	Function	Responsible Officer	Reporting frequency
4.1	Income	CFO and CO	Monthly
4.2	Fees and expenses	CFO and CO	Monthly
4.3	Unit Pricing	CFO and CO	After each issue or redemption of units

² Appointed in accordance with section 601HG of the Corporations Act.

³ Section 601HA(1)(d) Corporations Act.

Compliance Rule	Function	Responsible Officer	Reporting frequency
4.4	Applications (A), Distributions (D), and Withdrawals (W)	Registrar and CO (A), CFO and CO (D) MD and CFO (W)	Monthly and annually (A), Monthly/Quarterly/Annually (D) After each withdrawal offer (W)
4.5	Safe keeping and segregation of Scheme property	CFO and CO	Monthly
4.6	Transfer of units	CFO and CO	Monthly (for omissions) and annually (for reviews)
4.7	Transmission of units	CFO and CO	Monthly (for omissions) and annually (for reviews)
4.8	External Service Providers	CO	Annually (for reviews)
4.9	Investors register	Registrar and CO	Monthly and half yearly
4.10	Detecting and reporting breaches	CO	Monthly
4.11	Record keeping and reporting	CFO, MD and CO	Half-yearly and annually
4.12	Meeting of Investors of the Scheme	Company Secretary and CO	As required
4.13	Disaster Recovery and Cyber Resilience	MD and CO	Annually
4.14	Investment restrictions	MD, CFO and CO	Monthly or following a breach
4.15	Insurance	CO, MD and CFO	Annually
4.16	Promotion of Scheme and disclosure to Investors	MD, CFO and CO	Ongoing
4.17	Training and recruitment	CO	Annually and quarterly
4.18	Monitoring AFSL	CO and CFO	Quarterly
4.19	Related Party issues	CO and MD	Annually or as required
4.20	Conflict of interest management	MD and CO	Ongoing, Quarterly and Annually
4.21	Complaints	CO	Quarterly

Compliance Rule	Function	Responsible Officer	Reporting frequency
4.22	Amending the Constitution	Board	As required
4.23	Access to copies of Constitution	Company Secretary and CO	As required
4.24	Amending the Compliance Plan	CO	As required
4.25	Removal and resignation of Compliance Plan Auditor	Board and CFO	As required
4.26	Termination of Scheme	Board, CO and MD	As required
4.27	Risk management	CO and MD	Annually
4.28	Documents of the Scheme	MD and CO	Monthly
4.29	Removal or retirement of the RE	MD and CO	As required
4.30	Valuation	MD and CO	At least monthly
4.31	Compliance checking by ASIC	CO	As required
4.32	Lending	CO	As required

4 Specific Compliance Rules

4.1 Income

Responsible Officer: CFO and CO

Frequency of Reporting: Monthly

Source of Obligation: RG 132.25

Function	Risks	Procedures	Monitoring of procedure
Collect and record all property and investment income due to the Scheme in accordance with the Constitution	Not all income due to the Scheme is received.	All Scheme Income is paid directly into the Scheme operating account. The investment management system provides for monthly reports including the	The CFO's financial reports and reconciliation of budgeted monthly income to actual income received is reviewed by the CO.

and Disclosure Document.		production of statement of position and statement of performance representing the total financial position of each Investment and reconciliation of receipts against payments expected from the Investment.	Any exceptions identified by the CFO or CO are reported to the Board and the MD.
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4.2 Fees and expenses

Responsible Officer: CFO and CO

Frequency of Reporting: Monthly

Source of Obligation: s601FC(1)(k) of Corporations Act

Function	Risks	Procedures	Monitoring of procedure
Pay appropriate Scheme related expenses and fees payable to the RE.	Expenses and management fees paid are not valid or are overpaid or are not apportioned between the different asset classes.	<p>The CFO must engage appropriately qualified and experienced persons to maintain the financial records of the Scheme.</p> <p>All invoices received are reviewed by the CFO to ensure services or goods were received and related to the Scheme.</p> <p>The fees and expenses of the RE must only be paid to the RE from money held in Scheme accounts where:</p> <p>(a) the relevant cheque or electronic funds transfer is authorised and/or signed by at least 2 authorised personnel one of which must be an executive Director; and</p> <p>(b) the CFO keeps the copy of the invoice and payment authorisations.</p>	<p>The CO reviews monthly the CFO's calculation of the RE's fees paid, compliance with the procedures and reports any exceptions to the Board.</p> <p>The Scheme Auditor reviews all Scheme expenses paid during the year as part of the annual audit and, where applicable, half yearly review.</p>

Function	Risks	Procedures	Monitoring of procedure
		<p>The CFO must ensure that the expense incurred is reasonable, and maintain documents that support the fact that all expenses incurred are no greater than would have been incurred in any arm's length transaction.</p>	
<p>Expense reimbursements are calculated and processed in accordance with the requirements of the Constitution, the Corporations Act and the most recent representations made to Investors.</p>	<p>The RE is reimbursed for expenses for which it should not have been reimbursed.</p>	<p>Expenses for which the RE is entitled to be reimbursed from Scheme assets are set out in the Constitution and in the most recent representations made to Investors.</p> <p>The RE is only entitled to be reimbursed for such expenses where the expenses are incurred in the proper performance of the RE's duties in respect of the Scheme.</p> <p>Expense reimbursements are appropriately allocated and paid to the RE by the CFO.</p> <p>The CFO maintains records of all expense reimbursements. The CFO also maintains documentation that supports the fact that all expenses incurred are no greater than would have been incurred in any arms length transaction.</p>	<p>Expense reimbursements paid to the RE are subject to quarterly review by the CO. A report on any adverse findings is communicated to the CO who will prepare a breach report to be reviewed by the Board.</p> <p>The CFO reviews the monthly general ledger report detailing expense reimbursements paid to the RE to ensure payments are permitted by the Constitution and the most recent representation made to Investors, and calculated and allocated appropriately.</p>

4.3 Unit Pricing

Responsible Officer: CFO and CO

Frequency of Reporting: After each issue or redemption of units

Source of Obligation: RG 94; RG 134; ASIC Corporations (Managed investment product consideration) Instrument 2015/847; RG 132.18; Valuation and Unit Pricing Policy (**Valuation Policy**)

Function	Risks	Procedures	Monitoring of procedure
To ensure units are calculated and priced accurately in accordance with the Corporations Act, the Constitution, the Scheme's Valuation Policy and any relevant ASIC relief applicable to the Scheme	Unit pricing errors occur or units are issued at prices that contravene the Corporations Act/Constitution /ASIC relief/Valuation Policy.	<p>The Constitution contains clear guidelines regarding the unit price at which units can be issued or redeemed. Units may only be issued or redeemed in accordance with the requirements of the Constitution, the Corporations Act, any applicable ASIC relief and Valuation Policy.</p> <p>The CFO is responsible for ensuring that, prior to any units being issued or redeemed:</p> <p>(a) the price at which units are to be issued or redeemed is calculated under the direction of the CFO, reviewed by the CO and approved by the Board; and</p> <p>(b) if the units are to be issued to a Related Party of the RE, legal advice is obtained which confirms that the issue complies with the Corporations Act.</p>	<p>After units are issued or redeemed, the CO reports to the Board to confirm that the unit pricing procedures have been complied with.</p> <p>The Board reviews unit pricing procedures on an annual basis to ensure that unit pricing is being performed in a manner consistent with the requirements of the Constitution, Corporations Act, ASIC relief and Valuation Policy.</p>

4.4 Applications, distributions and withdrawals

Responsible Officer: Registrar and CO (Applications); CO and CFO (Distributions) and CFO and MD (Withdrawals)

Frequency of Reporting: monthly and annually (Applications); monthly/quarterly/annually (Distributions), after each withdrawal offer (Withdrawals)

Source of Obligation: s1017E, s601GA(4), Part 5C.6, s1017F, s601FC(1)(k) of Corporations Act; Lending and Internal Controls Policy

Function	Risks	Procedures	Monitoring of procedure
<p>Applications are processed in a timely manner and are invested in the correct Scheme at the correct price and in the manner specified in the Constitution and Disclosure Document.</p> <p>Application monies are dealt with in accordance with s1017E of the Corporations Act.</p>	<p>Application money not processed correctly.</p> <p>Incorrect number of units purchased, units in wrong Scheme are purchased.</p> <p>Funds are not dealt with correctly under s1017E and ASIC takes action or the Scheme Auditor qualifies audit report.</p>	<p>Application Account</p> <p>The RE is to maintain an Application Account for the Scheme that complies with s1017E of the Corporations Act.</p> <p>The CFO undertakes a bank reconciliation of the Application Account on at least a monthly basis or such frequency with which units are issued (or, if an offer is subject to a minimum subscription, upon the minimum subscription being achieved) and matches the application money received against the unit price and number of Units to be issued in accordance with the Disclosure Document.</p> <p>Application Forms</p> <p>Applications for investment in the Scheme must only be accepted on the application form attached to the Disclosure Document of the Scheme.</p> <p>Application forms are checked by the staff of the RE for completeness, accuracy and relevancy. Missing, incomplete or incorrect application forms or cheques must be followed up with the applicant within two business days. If the application form is not corrected, completed or application money not received within 30 days after receipt of the original application, then the application form must be rejected and any application money received returned to the applicant (less any costs, expenses or taxes the RE is entitled to deduct).</p> <p>Banking of Application Monies</p> <p>Application Monies will be banked to the Application Account within one business day of receipt.</p>	<p>CO undertakes a review of the bank reconciliation report for the Application Account on a monthly basis.</p> <p>CO undertakes an annual review to check that application form procedures and acknowledgement procedures are being complied with.</p> <p>The Scheme Auditor reviews the Application Account as part of its annual audit.</p>

Function	Risks	Procedures	Monitoring of procedure
		<p>Application money (less any costs, expenses or taxes the RE is entitled to deduct), must be refunded to unsuccessful applicants within 14 days after the RE has served notice of rejection.</p> <p>Minimum Subscription (if applicable)</p> <p>No money will be transferred from the Application Account except on reaching the minimum subscription for the applicable class in the Scheme as set out in the Disclosure Document.</p> <p>If the minimum subscription is not reached by the closing date for the applicable class in the Scheme, the Board must ensure all Application Monies are returned to the applicable class Investors within 10 days of the closing date.</p> <p>Once the minimum subscription has been reached (either by cleared funds or necessary binding legal documentation in circumstances where applications are to be funded from settlement monies), the CO certifies to the Board that the minimum subscription has been reached.</p> <p>Acknowledgement</p> <p>An acknowledgment will be forwarded to each Investor within 14 days of the offer closing detailing how many units the Investor has been allotted.</p>	
<p>Distributions (capital and income) to Investors are calculated correctly and paid in a timely manner in accordance</p>	<p>Distributions will be under or overpaid or not paid in accordance with the Constitution and the Lending and</p>	<p>Distributions will be made monthly/quarterly/annually to Investors, either by bank transfer or such other means as the RE determines. The distributions must be made by the last business day of month/quarter/year following the end of each calendar month.</p>	<p>The MD reviews each proposed monthly/quarterly/annual distribution as prepared by the CFO prior to the distribution occurring.</p> <p>The distributions will be subject to audit by the Scheme Auditor as</p>

Function	Risks	Procedures	Monitoring of procedure
<p>with the Constitution, Disclosure Document, Lending Internal Controls Policy and the terms of issue of the applicable class.</p>	<p>Internal Controls Policy.</p>	<p>Distribution dates are diarised by the CFO.</p> <p>Profit and loss statements, cashflow forecasts and distribution calculations are to be prepared by the CFO prior to a distribution being made and approved by the MD. Distributions will be made of available funds as demonstrated by these statements.</p> <p>Where a direct deposit for an Investor fails, the RE must, as soon as practicable, attempt to contact the Investor and request correct direct deposit information. If attempts to contact the Investor fail, the unclaimed distribution is held by the RE in a separate trust account pending either the funds being claimed by the Investor or its successors or assigns, or the funds being transferred to ASIC as unclaimed money.</p>	<p>part of the statutory period end audit program.</p>
<p>Withdrawals are processed in accordance with the requirements of the Constitution and the Corporations Act and the Lending and Internal Controls Policy.</p>	<p>Withdrawals are permitted at times when they should not be permitted, withdrawals are processed incorrectly or contrary to the requirements in the Constitution or the Lending and Internal Controls Policy.</p>	<p>Right of Investors to withdraw</p> <p>Where the Scheme is registered and not Liquid then Investors may only withdraw their units in the Scheme under an offer made by the RE under part 5C.6 Corporations Act.</p> <p>Where the Scheme is registered and Liquid then the withdrawal process is as set out in the Constitution and the Disclosure Document.</p> <p>Form of request</p> <p>The Board may prescribe from time to time a withdrawal request form, and if the Board has done so, the CO must ensure that the RE must make the form available to Investors.</p>	<p>The CFO checks and approves all withdrawals before payment.</p> <p>The CFO must report to the CO after the completion of each withdrawal offer on withdrawals made under that offer.</p>

Function	Risks	Procedures	Monitoring of procedure
		<p>Accompanying evidence</p> <p>Any Investor who makes a request for withdrawal must also provide satisfactory evidence to the RE, of the Investor’s entitlement or authority to deal with the Investor’s units. The RE must act reasonably in determining what satisfactory evidence is.</p> <p>Process of withdrawal</p> <p>The CFO manages the process of withdrawal.</p> <p>The RE must process withdrawals and pay redemption proceeds in accordance with the processes and timeframes prescribed in the Constitution and, where applicable, the Corporations Act.</p> <p>The CFO must monitor the processing of withdrawals to ensure the RE is complying with this provision.</p> <p>Calculation of entitlement</p> <p>An Investor’s entitlement on a withdrawal, is the redemption price (as calculated in accordance with the Constitution) per unit redeemed less any fees and charges payable by the Investor to the RE.</p> <p>The CFO must supervise the calculation of the Investor’s entitlement.</p>	

4.5 Safe keeping and segregation of Scheme property

Responsible Officer: CFO and CO

Frequency of Reporting: Quarterly

Source of Obligation: s601FC(1)(i) of Corporations Act

Function	Risks	Procedures	Monitoring of procedure
<p>Ensure Scheme property is:</p> <p>(a) clearly</p> <p>(b) identified as Scheme property; and</p> <p>(c) held separately from property of the RE and property of any other scheme.</p>	<p>Scheme property is mixed with that of the RE or other schemes and cannot be separately identified.</p>	<p>All mortgages, charges or other securities are held in the name of the custodian or RE on trust for the Investors. Each Scheme asset is recorded in the Scheme asset register.</p> <p>The CFO is to ensure that separate files are established and maintained for each Scheme property.</p> <p>Policies and procedures are reviewed by the CFO annually and after any relevant change to the law or industry standards to ensure procedures remain adequate.</p> <p>Transfers of funds from the Scheme's account are reconciled monthly by CFO to ensure that all relevant moneys are paid into the Scheme's account.</p> <p>All members of the Board have access to all account details for the management of Scheme property.</p> <p>The RE or solicitor or mortgagor holds property title and lease documents in safe custody.</p>	<p>CO confirms quarterly to Board that all Scheme monies have been banked into a Scheme bank account and all Scheme assets are held in the Scheme's name.</p> <p>The CO undertakes a quarterly random check of the segregation of Scheme property, and reports to the Board.</p> <p>The Scheme Auditor annually confirms that the Scheme funds have been kept separate from other funds of the RE, that the correct amount of funds are in the Scheme account, the existence of assets, property title and lease documents.</p>

4.6 Transfer of units

Responsible Officer: CFO and CO

Frequency of reporting: monthly (for omissions) and annually (for reviews)

Source of obligation: Constitution

Function	Risks	Procedures	Monitoring of procedure
<p>Transfer of units in the Scheme in accordance with the Constitution.</p>	<p>Transfers incorrectly processed.</p> <p>The register of Investors is inaccurate.</p>	<p>The CFO may prepare a form of transfer to be used by Investors wishing to transfer their units.</p> <p>The form of transfer must ensure that the transferee agrees to be bound by the provisions of the Constitution and any other relevant agreements.</p> <p>It is not the obligation of the RE to locate a purchaser of the Investors' units in the Scheme.</p> <p>The RE must not effect any transaction or dealing in units on behalf of an Investor unless:</p> <ul style="list-style-type: none"> (a) the transfer of units is accompanied by a transfer of the Investor's units (stamped if applicable) together with any other reasonable documentation required by the RE; (b) the Investor has paid or otherwise provided for, to the RE's satisfaction, all fees, duties, taxes, etc.; and (c) the RE is satisfied that the transfer is not contrary to any legislation or guidelines issued by or on behalf of the government or the Commonwealth of Australia on the ownership of assets by persons not being Australian persons. <p>Every instrument of transfer of a unit which is registered must be retained by the RE for any period</p>	<p>It is the responsibility of the CFO to monitor and supervise the transfer of units in the Scheme.</p> <p>The CO must review the transfer procedure at least annually to ensure it complies with the Constitution, Compliance Plan and the Corporations Act.</p> <p>The CFO confirms monthly compliance with the procedures and reports any exception to the CO.</p>

Function	Risks	Procedures	Monitoring of procedure
		<p>that the RE may decide or as required by the Constitution.</p> <p>The CFO must register a transfer of a unit within two months after the date on which it is received or refuse to register the transfer, and otherwise in accordance with the Constitution.</p> <p>The CFO may refuse to register a transfer without assigning a reason.</p>	

4.6 Transmission of units

Responsible Officer: CFO and CO

Frequency of reporting: monthly (for omissions) and annually (reviews)

Source of obligation: Constitution

Function	Risks	Procedures	Monitoring of procedure
Transmission of units in the Scheme in accordance with the Constitution.	<p>Incorrectly recording ownership of units.</p> <p>The register of Investors is inaccurate.</p>	<p>In the case of the death of an Investor, only the survivor (if joint ownership) or the executors or administrators are recognised by the RE as having title to, or an interest in, the units registered in the deceased Investor's name.</p> <p>In the case of the death of an Investor then the RE may require:</p> <ul style="list-style-type: none"> (a) a certified copy of the death certificate; (b) a certified copy of the will of the Investor (if any); and (c) depending upon the value of the units: <ul style="list-style-type: none"> (i) if the Investor's units are less than \$20,000 then the RE may register the executor or administrator; or (ii) if the value of the units is in excess of \$20,000 the RE may require evidence of a grant of probate or 	<p>It is the responsibility of the CFO to monitor and supervise the transmission of units in the Scheme.</p> <p>The CO must review the transmission procedure at least annually to ensure it complies with the Constitution, Compliance Plan and the Corporations Act.</p> <p>The CFO confirms monthly compliance with the procedures and reports any exception to the CO.</p>

Function	Risks	Procedures	Monitoring of procedure
		<p>letters of administration.</p> <p>In the case of a joint holding of Investor's units, then the RE may require sufficient evidence or identification (e.g. drivers licence, passport, certified copy of birth certificate) of the survivor before recognising a transmission.</p> <p>Any person becoming entitled to any units as a consequence of death, incapacity or bankruptcy of an Investor may upon producing to the RE reasonable evidence:</p> <p>(a) of the capacity in which they propose to act; or</p> <p>(b) of their title to the units,</p> <p>be registered as the holder of the units and the RE may cancel the existing certificate for the units and issue a new certificate for the units in their name.</p>	

4.7 External Service Providers

Responsible Officer: CO

Frequency of Reporting: Annually (reviews)

Source of Obligation: s601FB of Corporations Act

Function	Risks	Procedures	Monitoring of procedure
<p>Carry out adequate due diligence when appointing External Service Providers.</p> <p>Monitor External Service Providers to ensure they comply with</p>	<p>The Scheme may incur loss due to poor service from External Service Providers.</p>	<p>Responsible Officers must undertake adequate due diligence before appointing an External Service Provider to ensure the External Service Provider has the requisite skills and resources to perform the outsourced task.</p> <p>The Responsible Officer's due diligence enquiries may include obtaining capabilities statements and fee estimates from several potential External Service Providers, meeting with senior managers of the External Service Providers and</p>	<p>CO must undertake an annual review of External Service Providers to ensure they continue to maintain the requisite skills and resources to perform the outsourced tasks and reports any issues or exceptions to the Board. The review is based on an assessment of the External Service Provider's performance against agreed service levels and with comparison to the level of service and value for money offered by their competitors.</p>

Function	Risks	Procedures	Monitoring of procedure
contractual obligations and service level agreements.		<p>seeking referrals for External Service Providers.</p> <p>All contracts with External Service Providers must be reviewed by the CO and approved by the Board before appointment of the External Service Provider to ensure that the agreement is on commercial terms and is consistent with the RE's AFSL conditions. Legal advice may be obtained if considered necessary.</p> <p>If an External Service Provider breaches any terms of their engagement, or is or is suspected of being negligent, the Responsible Officer must report the circumstances giving rise to the relevant event to the CO. The CO will also report any breach to the Board who must then consider whether or not to terminate the engagement of the External Service Provider.</p>	

4.8 Investors register

Responsible Officer: Registrar and CO

Frequency of reporting: monthly and half yearly

Source of obligation: section 168(1)(a) Corporations Act

Function	Risks	Procedures	Monitoring of procedure
A Register is to be kept which accurately represents the Investors who have a unit in the Scheme.	The register is incorrect or out of date.	<p>The Register may be written or in digital form, however if the Register is stored digitally, sufficient precautions must be taken to ensure:</p> <ul style="list-style-type: none"> (a) the integrity of the information; and (b) protection of the information against disaster. <p>Where a change in the details of an Investor is received by the RE, the Registrar must procure</p>	<p>The Registrar confirms to the CO that the register is up to date on a monthly basis.</p> <p>CO must conduct half yearly reviews to ensure compliance with the procedures and report any exceptions to the Board.</p>

Function	Risks	Procedures	Monitoring of procedure
		<p>the amendment of the Register within two business days of receipt of the information by the RE.</p> <p>The information relating to an Investor may be expunged from the Register at any time during the seven years after a person ceases to hold any units.</p> <p>The Register must be open for inspection by Investors or representatives of Investors under the Constitution. Copies of those parts of the Register to which an Investor or other persons with a proper purpose are entitled are available on payment of the fee of not more than the amount prescribed by the Corporations Regulations.</p> <p>It is the responsibility of the Registrar to monitor and supervise the completion and accuracy of the Register and ensures the Register is up to date and backed-up on a daily basis.</p>	

4.9 Detecting and reporting breaches

Responsible Officer: CO

Frequency of reporting: monthly

Source of obligation: sections 912D and 601FC Corporations Act

Function	Risks	Procedures	Monitoring of procedure
To ensure the early detection and reporting of breaches.	<p>A breach may go undetected.</p> <p>The RE may breach its statutory reporting obligations.</p>	<p>Breaches that must be reported</p> <p>All Staff must report any issue which they believe could be a breach of the RE's procedures, processes, the Corporations Act, AFSL, Compliance Plan or Constitution, as soon as detected</p>	CO to conduct monthly reviews to ensure compliance with the procedures and report any exceptions to the Board.

Function	Risks	Procedures	Monitoring of procedure
		<p>in accordance with RE's breach reporting policy.</p> <p>Detecting breaches</p> <p>The CO must carry out a number of supervisory processes including:</p> <ul style="list-style-type: none"> (a) random review of internal files and checklists. This process involves the selection of a particular transaction and following the progress of the transaction through the various operational departments to ensure that all compliance systems affecting the transaction are complied with. This is generally evidenced by a series of checklists or reports and various authorisations by responsible personnel; (b) yearly audit by the Auditor who undertakes independent testing of files and compliance systems; (c) prompt follow up of any enquiries or complaints received by the Dispute Resolution Officer under the Internal Dispute Resolution Procedural Program; and (d) Staff are encouraged to report breaches of the Compliance Plan to the CO under an ongoing program of continuous improvement. <p>The Board and the Auditor have full access to the files and records of the activities of the RE and the Scheme.</p>	

Function	Risks	Procedures	Monitoring of procedure
		<p>It is the responsibility of the CO to co-ordinate the compliance supervision program.</p> <p>Internal reporting</p> <p>Suspected compliance breaches or deficiencies are reported as follows:</p> <ul style="list-style-type: none"> (a) in the case of internal compliance reviews, the CO must make a report to the Board where remedial action is initiated. All breaches or deficiencies are brought to the attention of the Board. (b) in the case of the external Auditor, the auditor generally liaises with the CO and the MD on compliance matters before a final auditor's report to the Board. (c) breaches discovered by staff are reported to the CO. <p>Any known breaches are immediately reported to the CO who must include these breaches in the next report to the Board, together with a recommendation as to the appropriate measures that are needed to avoid a recurrence.</p> <p>Reporting to ASIC</p> <p>Where the CO determines that a reported breach represents a reportable situation (in accordance with section 912D Corporations Act), the CO must, as soon as practicable inform the Board.</p> <p>If the Board agrees that a reportable situation has arisen, ASIC will be notified in writing, using the prescribed form (if any),</p>	

Function	Risks	Procedures	Monitoring of procedure
		<p>within the time period prescribed by the Corporations Act.</p> <p>Rectification of breach</p> <p>Rectification of breaches is the responsibility of the CO in conjunction with the operational department concerned. The CO undertakes appropriate steps to rectify breaches and deficiencies in the system and to liaise with responsible departmental co-ordinators.</p> <p>Subsequent review of rectified systems is undertaken by the CO or the MD in the random internal audits, and reported to the Board.</p>	

4.10 Record keeping and reporting

Responsible Officer: CFO, MD and CO

Frequency of Reporting: Half yearly and annually

Source of Obligation: Chapter 2M of the Corporations Act

Function	Risks	Procedures	Monitoring of procedure
Correctly record and explain transactions, financial position and performance, enabling true and fair financial statements to be audited and correct tax returns submitted.	<p>Incorrect or insufficient records resulting in qualified audit report. Penalty payments resulting from incorrect tax returns.</p> <p>Tax information to Investors is insufficient.</p>	<p>The CFO and MD confirm to the Board annually that all relevant accounting standards have been complied with during the year.</p> <p>Records are audited by the Scheme Auditor annually. The Scheme's financial statements are also subject to half yearly review by the Scheme Auditor.</p> <p>Each Investment has its own 'Investment file' containing key information for the Investment from start to maturity.</p> <p>Material documents about an Investment are held by the RE. The RE maintains a computerised document management and custody system. The CFO maintains the computerised system while the CO controls the</p>	<p>The Scheme Auditor's annual report and half yearly review (if applicable) must be given to the Board for approval.</p> <p>The CO has responsibility to:</p> <ul style="list-style-type: none"> (a) register Investors; (b) monitor membership for maturity and reinvestment; (c) monitor Investments; and (d) record any matter that affects the Investment. <p>The CO must retain all records relevant to the Compliance Plan. This includes:</p> <ul style="list-style-type: none"> (a) a record of all reports of the CO to the Board;

Function	Risks	Procedures	Monitoring of procedure
		<p>registration, access and release of all documents while they are under the RE's management.</p> <p>Confidential information</p> <p>Staff must not make use of information acquired through their position in order to gain an improper advantage or to cause detriment to Investors of the Scheme.</p> <p>Access to documents and information is to be restricted to those with the 'need to know' and when specific 'information barriers' procedures are adopted to limit and monitor the flow of confidential information within the RE they must be observed.</p>	<p>(b) compliance and rectification reports and registers of insurances, complaints, related party transactions, training, external service providers, advertising and breaches;</p> <p>(c) Investor Complaints Register;</p> <p>(d) External Service Providers correspondence and agreements;</p> <p>(e) Compliance auditor reports;</p> <p>(f) Scheme Auditor reports; and</p> <p>(g) ASIC correspondence and any other relevant matters.</p> <p>The Auditors review these records as part of their audit.</p> <p>The CO reports any matters of concern to the Board.</p>
<p>Ensure records are maintained for a minimum of seven years.</p>	<p>RE breaches reporting requirements in Corporations Act</p>	<p>Yearly sign-off to the Board from the CFO that:</p> <p>(a) the Scheme has appropriate record keeping and archiving procedures;</p> <p>(b) all records are held for a minimum of seven years and storage records are recorded in a storage register; and</p> <p>(c) records are held in safe and secure premises.</p>	<p>CO obtains annual sign-off from the CFO and tables the CFO report at a Board meeting.</p>

4.11 Meeting of Investors' of the Scheme

Responsible Officer: Company Secretary and CO

Frequency of reporting: as required.

Source of obligation: Corporations Act, Constitution.

Function	Risks	Procedures	Monitoring of procedure
<p>Meeting of Investors must be conducted in accordance with the requirements of the Constitution and Corporations Act.</p>	<p>Meetings are conducted in contravention of the Corporations Act.</p>	<p>A meeting of Investors may be called in accordance with the requirements of the Corporations Act and Constitution.</p> <p>A meeting of Investors must be held at a reasonable time and place.</p> <p>The RE may hold a meeting of Investors at two or more venues using any technology that gives the Investors as a whole a reasonable opportunity to participate in the meeting.</p> <p>A quorum for a meeting of Investors is two Investors or as otherwise specified in the Constitution.</p> <p>A Director chairs any meeting of Investors.</p> <p>The Scheme Auditor and the Auditor are entitled to attend any meeting, to be heard and to answer the queries of Investors.</p> <p>The Company Secretary must maintain and ensure that minutes of meetings are signed as soon as practicable after meeting by the chairman of the meeting or the chairman of the next meeting. The Company Secretary must keep the minute books at the registered office of the RE, or its principal place of business in Australia or any other places approved by ASIC.</p>	<p>The Company Secretary, in conjunction with the chairman of the Board, is responsible for calling and coordinating meetings.</p> <p>The CO must review compliance with the procedures each time a meeting is held and report any exceptions to the Board.</p>

4.12 Disaster Recovery and Cyber Resilience

Responsible Officer: MD and CO

Frequency of Reporting: Annually

Source of Obligation: RG 132.18

Function	Risks	Procedures	Monitoring of procedure
<p>Ensure Scheme has an appropriate Disaster Recovery Plan in place.</p>	<p>Disaster Recovery Plan is not appropriate and important Scheme data is lost due to the occurrence of a disaster, computer system failure or cyber attack.</p>	<p>A Disaster Recovery Plan has been established for the Fund for the information systems components of critical business processes relating to the Scheme to minimise the impact to the Scheme and for investors in the event of a disaster, computer system failure or cyber attack.</p> <p>The Disaster Recover Plan contains, among other things, details of contacts lists of key staff members, back up systems and processes, and the frequency of testing and review.</p> <p>The CO is responsible for ensuring that:</p> <ul style="list-style-type: none"> (a) the Disaster Recovery Plan is reviewed and tested at least once every year; and (b) as part of the planning for business continuity, essential data and records are stored off site in a secure manner. 	<p>The CO prepares an annual report on the adequacy of the Disaster Recovery Plan including the information systems of critical business processes and presents to the Board.</p>
<p>Where deemed necessary by the RE, External Service Providers maintain Disaster Recovery Procedures, which are tested regularly.</p>	<p>A disaster, computer system failure or cyber attack takes place and the External Service Provider is not prepared. External Service Provider cannot service the Scheme for an extended period of time. Client dissatisfaction. Critical records are lost.</p>	<p>Where deemed necessary by the RE, External Service Providers are obliged under the relevant service provider agreements to have in place an appropriate Disaster Recovery Plan and to ensure this is tested at least once every year.</p>	<p>Where deemed necessary by the RE, External Service Providers' Disaster Recovery Plans and their testing are reviewed by MD as part of the annual External Service Provider monitoring program under Compliance Rule 5.8.</p>

4.13 Investment restrictions

Responsible Officer: MD, CFO and CO

Frequency of Reporting: monthly or following a breach

Source of Obligation: sections 601GA(1)(b) and 601GA(3) of Corporations Act;

Function	Risks	Procedures	Monitoring of procedure
Ensure that the RE complies with its investment strategy.	<p>If the investment strategy is not followed:</p> <p>(a) exposure of Investors to increased risk of loss; and</p> <p>(b) the Disclosure Document becomes misleading to Investors.</p>	<p>The investment strategy for the Scheme is to be developed by the MD and approved by the Board. The RE may appoint appropriately qualified and experienced investment managers to give advice on and effect to the investment strategy. The investment strategy and performance of the appointed investment managers, must be reviewed at least monthly by the CO and any recommendation for change submitted to the Board for approval.</p> <p>The CO must record and report any breaches of the investment management agreement (if any) or the investment strategy to the Board who must decide what (if any) corrective action should be taken.</p>	<p>The CFO must monitor all Investments on a monthly basis in order to ensure the investments are made under the investment strategy.</p> <p>The CO, on a monthly basis, reviews the Investment reports given to the CO by the CFO in order to decide if the Investments comply with the investment strategy.</p> <p>The CO must immediately report all breaches of the investment strategy.</p> <p>Investment mandates stipulated in the investment strategy must be reviewed by the MD at least monthly.</p> <p>The CO monthly reviews compliance with these procedures and reports to the Board.</p>
Borrowings are made in accordance with the Constitution	Unauthorised borrowings are taken out.	Any borrowings to be undertaken by the Scheme must be approved by the Board with reference to the Constitution.	CO performs periodic reviews of outstanding loans to ensure Board approval has been obtained.
The risks associated with the Investment have been managed in accordance with the Constitution and the Disclosure Document.	The risks are managed inappropriately, causing loss to investors.	<p>The MD is responsible for managing the Assets having regard to the risks to which the Scheme is exposed.</p> <p>The MD monitors risk management on a macro-economic scale by ongoing monitoring of:</p> <p>(a) interest rate forecasts;</p>	<p>The MD reports monthly to the CO on any new risks or changes to risks faced by the Scheme.</p> <p>The MD reviews on an annual basis and assesses:</p> <p>(a) demographic influences;</p> <p>(b) changing retail patterns;</p> <p>(c) impact of technology changes;</p>

Function	Risks	Procedures	Monitoring of procedure
		(b) national and global economic trends; (c) government policy and its impact on Investments; and (d) any other risks identified by the MD.	(d) any other matters he or she considers appropriate.

4.14 Insurance

Responsible Officer: CO, MD and CFO

Frequency of Reporting: Annually

Source of Obligation: RG 126; s912B of Corporations Act

Function	Risks	Procedures	Monitoring of procedure
Maintain appropriate insurances for: (a) professional indemnity; and (b) fraud by the RE's officers and agents.	Inappropriate professional indemnity cover may breach RE's AFSL and impact operation of the Scheme.	<p>A register is to be maintained by the RE in which the expiry of all insurance policies is noted.</p> <p>An annual insurance risk appraisal is undertaken by the CO.</p> <p>A minimum of two quotes must be obtained from an insurance broker (if possible) to be supplied to the CFO to cover the risks identified by the insurance risk appraisal. The CFO can rely on the insurance broker's experience in assessing the quotes. It is the CFO's responsibility to decide which quote is accepted and on what terms the policy is entered into by the RE.</p> <p>The CO is responsible for ensuring that the RE has adequate professional indemnity insurance cover which meets the requirements of any ASIC policy. In particular while the RE is authorised to provide financial services to retail clients, the</p>	<p>The CO diarises renewal dates for all insurance policies and undertakes renewal of all insurance policies before insurance expiry.</p> <p>The CO updates the insurance register with the insurance details including sums insured, liability limits and due dates.</p> <p>The CO undertakes an annual review of all insurance policies to ensure annual renewal has been obtained to protect the assets and liabilities of the Scheme, the RE and the Board.</p> <p>The CO to report quarterly that the required insurances are taken out, are still in date and actions taken to renew policies when required.</p>

Function	Risks	Procedures	Monitoring of procedure
		<p>professional indemnity insurance must meet the requirements of Regulatory Guide 126. When deciding whether the professional indemnity insurance cover is adequate, the CO should have regard to:</p> <ul style="list-style-type: none"> (a) the volume of business; (b) the number and kind of clients; and (c) the activities of the Scheme. <p>The professional indemnity insurance policy must cover claims in aggregate of an amount which is at least the lesser of \$5 million or the sum of the value of all property of all registered schemes operated by the RE (or such other limits as required by the RE's AFSL and any applicable ASIC policy). The insurance must cover all liability which may be suffered by retail clients because of a breach of the Corporations Act or under the AFSL. The policy must cover the items required by the RE's AFSL or applicable policy, which might include legal costs, external dispute resolution scheme awards and fraud and dishonesty.</p> <p>The CO is responsible for ensuring all Directors and Officers (including Responsible Managers) are covered under the RE's professional indemnity insurance policy.</p> <p>The CO is responsible to ensure all Scheme Assets are insured for appropriate insurance cover.</p>	

4.15 Promotion of Scheme and disclosure to Investors

Responsible Officer: MD, CFO and CO

Frequency of Reporting: Ongoing

Source of Obligation: part 1.2A, chapter 2M, division 2 of part 7.7, part 7.8A, part 7.9 Corporations Act and RG 234, RG 198, RG 45 and RG 274

Function	Risks	Procedures	Monitoring of procedure
<p>Disclosure Document and advertising material must comply with the Corporations Act.</p> <p>Statements in advertisements and promotional material should be consistent with corresponding disclosures in the PDS and applicable SPDS.</p>	<p>Disclosure Document or advertising material is misleading to Investors.</p> <p>Action by Investors to recover any losses suffered.</p> <p>Disclosure Document is subject to ASIC regulatory action.</p> <p>Forecasts in Disclosure Document (if any) do not have a reasonable basis.</p> <p>Advertisements may be misleading if it quotes a statement from the PDS and applicable SPDS out of context resulting in the possibility of making false or misleading statements or engaging in</p>	<p>Disclosure Document</p> <p>Any Disclosure Document is to be prepared in accordance with a due diligence program that facilitates stakeholder review and verification of the Disclosure Document so that reasonable steps are taken to ensure Disclosure Document contains all required information and does not contain any misleading or incorrect statements.</p> <p>CO to ensure Board review and sign off on each Disclosure Document.</p> <p>Legal sign-off may be sought on a Disclosure Document where appropriate.</p> <p>CO, MD and solicitors (where appropriate) to liaise with ASIC where required regarding Disclosure Document and submit any required notices within time periods required by the Corporations Act or ASIC.</p> <p>Advertising Material:</p> <p>All advertising material is prepared and authorised by the CO. CO to ensure all advertising material meets the required standards set out in RG 234.</p> <p>Legal advice may be sought where appropriate.</p>	<p>Disclosure Document:</p> <p>CO checks appropriate sign-offs have been obtained and adequate due diligence undertaken in accordance with the due diligence program prior to release of Disclosure Document.</p> <p>Legal sign-off (if obtained) must confirm the PDS meets the requirements of the Corporations Act.</p> <p>Advertising Material:</p> <p>CO reviews advertising register every quarter to check appropriate approval was obtained for advertisements.</p>

Function	Risks	Procedures	Monitoring of procedure
	misleading or deceptive conduct.		
RE complies with Continuous Disclosure Obligations under the Corporations Act (if applicable)	RE does not comply with Continuous Disclosure Obligations and ASIC takes action against the RE.	<p>The RE has a procedure for preparing, authorising and issuing announcements in relation to any matter that is to be disclosed under the Continuous Disclosure Obligations.</p> <p>The CO has responsibility for ensuring all Staff are made aware of this procedure.</p> <p>The MD has primary responsibility for monitoring the Scheme and making continuous disclosure where required.</p>	<p>The CO is to record in the training register what Staff have undergone training on the RE's Continuous Disclosure Obligations and report quarterly to the Board.</p> <p>The CO is responsible for obtaining an annual report from the MD on whether the Scheme has complied with its Continuous Disclosure Obligations.</p>
The requirements for periodic reporting to Investors are complied with.	RE does not comply with periodic reporting requirements and is subject to action by ASIC or claims for compensation from Investors who suffer loss as a result.	<p>The CFO is responsible for recording the deadlines for:</p> <ul style="list-style-type: none"> (a) lodgement and dispatch of annual report and lodgement of and half yearly financial reports and annual reports; (b) other communications with Investors required by the Corporations Act, Constitution, <p>and for providing details of those deadlines to the CO.</p> <p>The CO is responsible for ensuring that the deadlines provided by the CFO are met.</p> <p>Periodic statements are to be prepared under section 1017D Corporations Act. The CFO must ensure periodic statements contain all required information and do not contain any misleading or incorrect statements.</p>	The CO is required to report on a half yearly basis to the Board regarding the RE's compliance with its periodic reporting requirements.
The requirements for periodic	RE does not comply with periodic	The CFO is responsible for recording the deadlines for:	The CO is required to report on a half yearly basis to the Board regarding the RE's compliance

Function	Risks	Procedures	Monitoring of procedure
reporting to ASIC are complied with.	reporting requirements and is subject to action or penalties by ASIC or claims for compensation by Investors who suffer loss as a result.	<p>(a) lodgement of annual and half yearly financial reports and annual reports;</p> <p>(b) lodgement of audit report on Scheme, Compliance Plan and AFSL;</p> <p>(c) other communications with ASIC required by the Corporations Act, and for providing details of those deadlines to the CO.</p> <p>The CO is responsible for ensuring that the deadlines provided by the CFO are met.</p>	with its periodic reporting requirements.
RE complies with the Design and Distribution Obligations under the Corporations Act	RE does not comply with Design and Distribution Obligations and is subject to action or penalties by ASIC or the product is acquired by consumers for whom it is not appropriate.	<p>The MD is responsible for ensuring a target market determination (TMD) is prepared where required by the Design and Distribution Obligations and is publicly available.</p> <p>The CO must ensure, where a TMD is required, the TMD is reviewed and, if necessary, updated in accordance the requirements of the TMD.</p>	The CO is required to report on an annual basis to the Board about the RE's compliance with its Design and Distribution Obligations.

4.16 Training and recruitment

Responsible Officer: CO

Frequency of Reporting: Annually/Quarterly

Source of Obligation: RG 104/105, RG 146, RG 181, section 912A(1)(ca) and (f) Corporations Act

Function	Risks	Procedures	Monitoring of procedure
Staff are competent and receive sufficient training for them to be	Staff do not have the skills necessary to competently perform their duties.	Appointment of Directors is subject to rigorous checking of good fame and character. Details of the checking process will be retained and reviewed by the CO for appropriateness.	CO will maintain a training register for all Staff and AFSL Responsible Managers and report to the Board each quarter.

Function	Risks	Procedures	Monitoring of procedure
<p>able to perform their duties and to be familiar with the requirements in the Compliance Plan.</p>	<p>Key Staff have specific knowledge that the RE loses if they leave the employment of the RE.</p>	<p>Directors will be requested to submit quarterly an update stating details of any other current directorships held by the Directors and any conflicts of interests (within the meaning of ASIC Regulatory Guide 181).</p> <p>The AFSL Responsible Managers will be requested to semi-annually submit a list of continuing professional education attended to maintain and update competencies.</p> <p>Appointment of other Staff will be by the MD after ensuring the applicant has necessary qualifications and referees as to good fame and character.</p> <p>Training of all Staff and AFSL Responsible Managers will be conducted annually and will include specific training in relation to the Compliance Plan and in relation to any Disclosure Document published by the RE.</p> <p>All representatives who are providing general financial product advice to retail clients must meet the requirements of Regulatory Guide 146 if necessary before appointment. They must also receive training on responsibilities under the Corporations Act, industry standards and other relevant information, including but not limited to the circumstances in which they are required to provide retail clients with a FSG.</p> <p>The CO maintains a training register for Staff who are Regulatory Guide 146 compliant.</p>	<p>The CO will review annually the organisational chart and ensure its AFSL Responsible Managers meet the training requirements of RG 104/105 and are competent to carry out obligations and responsibilities under the RE's AFSL.</p>

4.17 Monitoring AFSL

Responsible Officer: CO and CFO

Frequency of Reporting: Quarterly

Source of Obligation: RG 166, s601FA, s601FC(1)(h), s912A(1)(b) of Corporations Act and CO 13/760

Function	Risks	Procedures	Monitoring of procedure
Ensure the RE complies with the conditions of its AFSL at all times.	AFSL suspended or revoked.	The CFO reviews the Scheme's assets and accounts on a monthly basis to ensure the RE is meeting its financial requirements as set out in ASIC Regulatory Guide 166 (including solvency cash needs and NTA requirements). In addition, an AFSL requirements checklist is completed monthly by the CFO and sent to the CO.	The CO reports the results of the review of the AFSL requirements checklist to the Board on a quarterly basis. It is the CO's responsibility to ensure any AFSL ASIC reporting requirements are met. The AFSL Auditor reviews the AFSL requirements annually and provides an audit report to the Board and ASIC.

4.18 Related Party issues

Responsible Officer: CO and MD

Frequency of Reporting: Annually or as required

Source of Obligation: s601FG, s601FD(1), s601FE(1) of Corporations Act, RG 76

Function	Risks	Procedures	Monitoring of procedure
To ensure financial benefit is not given to the RE or a Related Party unless permitted by the Corporations Act.	Investors suffer loss. Detrimental to the reputation of the RE and the Scheme.	A register of Related Parties is held by the CO. A copy of this register is available to all Staff. All Staff are trained in Related Party Transaction Policies when they commence employment by the CO. A register is maintained by the CO noting details of all Staff who have attended this training. All Related Party transactions are subject to approval by either the Investors or by the MD and two Directors prior to the giving of any financial benefit. Authorisation is only given if the transaction is considered in the	The training register is reviewed annually by the CO to ensure all new Staff have attended Related Party training. The CO reviews the Related Party Transaction Policy on an annual basis to ensure it is appropriate and reflects market practice with the results and any recommendations reported to the Board. The CO must annually review compliance with the procedures and report any exceptions to the Board.

Function	Risks	Procedures	Monitoring of procedure
		<p>best interest of Investors and the Corporations Act allows the transaction to be approved without Investor approval. External legal advice is obtained if best interest cannot be determined.</p> <p>If at any time Staff who wish to purchase any interest in the Scheme they must obtain MD's approval or if the Staff is the MD, the Board's approval. In this regard, the MD or the Board (as applicable) must act in the best interests of the Scheme in deciding whether to approve the purchase.</p>	

4.19 Conflict of interest management

Responsible Officer: CO and MD

Frequency of Reporting: ongoing, quarterly and annually

Source of Obligation: sections 601FC(1)(c) and (e), 60FD(1)(c), 601FE(1) and 912A(1)(aa) Corporations Act, RG 181.

Function	Risks	Procedures	Monitoring of procedure
To ensure that conflicts of interest are dealt with in accordance with the Act.	<p>Investors assets are diminished.</p> <p>The RE fails to act independently and in the best interests of the Investors.</p> <p>The RE or its associates may get a benefit or the Investors assets may be diminished.</p>	<p>The CO shall keep a conflict of interest register.</p> <p>The MD will review the conflict of interest policy and record any actual or potential conflicts of interest.</p> <p>The Register shall contain: a description of the conflict; whether it is to be controlled or avoided; and if there should be disclosure, how and to whom it has been disclosed.</p> <p>The CO will at least annually conduct training to employees and representatives to ensure that they understand the conflict of interest policy.</p>	<p>The MD shall review the conflict of interest policy for its adequacy at least annually.</p> <p>The CO shall maintain the register of conflicts of interest and report quarterly to the Board.</p> <p>The CO will monitor the conflict of interest training for all new employees.</p>

Function	Risks	Procedures	Monitoring of procedure
		<p>The CO will record all training on conflicts of interests in the training register.</p> <p>Each representative will inform the CO of any conflict of interests when they occur and annually make a declaration that the RE has been informed of any conflicts of interests they have.</p> <p>Where a conflict of interest occurs, the MD will deal with the conflict in accordance with the requirements of the conflicts of interest policy.</p>	
Appropriate segregation of Staff is in place to minimise any conflicts of interest.	A financial advantage is obtained through inappropriate handling of client money, Scheme assets or the use of confidential information.	The RE has policies in relation to confidentiality of information, conflict of interest, personal trading and related party trading. Compliance with these policies is monitored by the CO.	The continuing adequacy of these policies is assessed by the Board annually.

4.20 Complaints

Responsible Officer: CO

Frequency of Reporting: Quarterly

Source of Obligation: section 601GA(1)(c), section 912A(1)(g) and (2) Corporations Act and RG 271.

Function	Risks	Procedures	Monitoring of procedure
Handle Investor and other parties' complaints in a manner consistent with the Corporations Act, Constitution and ASIC requirements	<p>Complaints are not adequately addressed and are escalated to litigation.</p> <p>Breach of AFSL and/or Constitution.</p>	<p>All complaints are referred to the CO or Investor Relations Manager who records the details in a complaints register and are responsible for investigating and responding to complaints in accordance with the Complaints Handling and Dispute Resolution Policy.</p> <p>The Complaints Register will maintain details including; reason</p>	<p>The CO reports quarterly to the Board on the Complaints Register.</p> <p>The Board reviews the complaints register and associated responses quarterly to ensure they have been informed of all complaints and that the complaints have been or are in the process of being satisfactorily resolved.</p>

Function	Risks	Procedures	Monitoring of procedure
relating to the AFSL.		<p>for complaint, the Staff or External Service Provider responsible for the subject of the complaint, any impact on the Scheme or the RE, if the complaint reveals a systematic error or weakness in the Compliance Plan and recommendations for addressing the complaint and any Compliance Plan or systems issues raised.</p> <p>All Staff are trained in complaints handling procedures by the CO on induction and are updated on an annual basis.</p>	<p>The CO maintains a training register of when Staff attended complaints handling training.</p> <p>The Complaints Handling and Dispute Resolution Policy is reviewed on an annual basis by the CO.</p>

4.21 Amending the Constitution

Responsible Officer: Board

Frequency of reporting: as required

Source of obligation: section 601GC Corporations Act and Constitution

Function	Risks	Procedures	Monitoring of procedure
The Constitution may be modified or repealed and replaced with a new constitution under the Corporations Act and the Constitution.	The Constitution is modified and repealed and replaced without due regard to Investors' rights.	<p>The Board must meet and review any proposed modification to the Constitution.</p> <p>If the modification to be effected is such that it does not adversely affect Investors' rights then the Board may resolve to amend the Constitution. The Board must undertake a comparison of Investors' rights before and after the modification is affected and document this process.</p> <p>Where the Board considers the modification to the Constitution adversely affects Investors' rights then the proposed modification must be placed before and approved by the Investors of the Scheme at a general meeting.</p> <p>The RE calls a meeting of Investor of the Scheme in accordance with the Constitution.</p>	<p>Any proposed modification to the Constitution must be approved by the Board.</p> <p>Any proposed modification to the Constitution that adversely affects Investors' rights must also be approved by the Investors of the Scheme.</p> <p>The amending Constitution must be signed and lodged with ASIC.</p> <p>Each time the Constitution is amended the Board must provide the CO with documentation confirming they have considered the requirements of the Corporations Act which would usually include legal sign-off.</p>

Function	Risks	Procedures	Monitoring of procedure
		The modification must be lodged with ASIC within 14 days and takes effect once lodged.	

4.22 Access to copies of Constitution

Responsible Officer: Company Secretary and CO

Frequency of reporting: as required

Source of obligation: section 601GC(4) Corporations Act

Function	Risks	Procedures	Monitoring of procedure
Investors are entitled to have access to copies of the Constitution.	The RE fails to comply with the Corporations Act.	The Company Secretary must send a copy of the Scheme's Constitution to an Investor within seven days if the Investor requests a copy (in writing) and provided the Investor pays the appropriate and reasonable copying fee as calculated by the Company Secretary but not exceeding that prescribed by Schedule 4 of the Corporations Regulations.	The Company Secretary must notify the CO if he or she is unable to comply with the Investor's request.

4.23 Amending the Compliance Plan

Responsible Officer: CO

Frequency of reporting: as required

Source of obligation: section 601HE Corporations Act

Function	Risks	Procedures	Monitoring of procedure
The RE may modify the Scheme's Compliance Plan or repeal it and replace it with a new compliance plan.	The Compliance Plan does not accurately reflect the requirements of the Constitution or the Corporations Act.	Any requested amendments to the Compliance Plan are addressed by the CO as soon as practicable. All proposed amendments to the Compliance Plan are reviewed by the CO and reported to the Board. The amended Compliance Plan is reviewed, approved and signed by the Board and the CO is to lodge with ASIC within the timeframe specified by the Corporations Act.	The Compliance Plan is subject to an annual audit by the Auditor. The CO is responsible for monitoring compliance with the Compliance Plan and reporting to the Board at least annually.

4.24 Removal and resignation of Auditor

Responsible Officer: Board and CFO

Frequency of reporting: as required.

Source of obligation: section 601HH, section 601HI Corporations Act, RG 26.

Function	Risks	Procedures	Monitoring of procedure
Actions taken in respect of the Auditor must only occur in accordance with the Constitution and the Act.	The RE fails to act in accordance with the Corporations Act.	<p>The Board:</p> <p>(a) must remove the Auditor if the Auditor becomes ineligible under section 601HG(2) Corporations Act to act as auditor of the Compliance Plan; and</p> <p>(b) may at any time, with ASIC's consent, remove the Auditor.</p> <p>ASIC's consent must be obtained before the Auditor's removal or resignation taking effect.</p> <p>The Board must approve the appointment of any replacement or new Auditor.</p> <p>ASIC must be advised in writing to update the Scheme's registration details to show the new auditor, as soon as practicable after the change.</p>	<p>The CFO liaises with ASIC on the removal or resignation of the Auditor on behalf of the Board.</p> <p>The CFO must notify ASIC, in writing of the appointment of the new Auditor.</p>

4.25 Termination of Scheme

Responsible Officer: Board, CO and MD

Frequency of reporting: as required

Source of obligation: section 601GA(1)(d), part 5C.9 Corporations Act and Constitution

Function	Risks	Procedures	Monitoring of procedure
The process for terminating the Scheme must be done in accordance	The Scheme is incorrectly terminated.	The Scheme may only terminate at the expiration of the Scheme or as specified in the Constitution or the Corporations Act.	<p>The decision to wind up the Scheme must be approved by the Board.</p> <p>The MD commences the winding up with assistance from the RE's</p>

Function	Risks	Procedures	Monitoring of procedure
with the Constitution and the Corporations Act.		<p>Investors may resolve to wind up the Scheme in accordance with the Corporations Act or Constitution.</p> <p>The RE may under the Corporations Act, in certain circumstances, terminate or wind up the Scheme.</p> <p>If the Scheme is to be wound up, the RE must:</p> <ul style="list-style-type: none"> (a) realise Scheme property in accordance with the Constitution; (b) ensure that notice is given to Investors and ASIC of the winding up in accordance with the requirements of the Corporations Act (if any); (c) have the final accounts of the Scheme audited; and (d) distribute the proceeds of realisation of the Scheme property in accordance with the Constitution and the Corporations Act. 	<p>legal advisers and regularly reports to the Board.</p> <p>The Scheme Auditor audits the final accounts.</p>

4.26 Risk management

Responsible Officer: CO and MD

Frequency of reporting: annually

Source of Obligation: section 912A(1)(h) Corporations Act, RG 259

Function	Risks	Procedures	Monitoring of procedure
The RE has adequate risk management systems in place.	Internal and external Scheme risks are not adequately identified, assessed and managed, potentially placing	<p>A risk management system has been developed in accordance with ASIC's expectations in RG 259.</p> <p>A risk register has been created which:</p> <ul style="list-style-type: none"> (a) identifies risks; (b) assesses the consequence and likelihood of the risk occurring; 	<p>The CO reviews and reports to the MD on Scheme related risks annually.</p> <p>The CO annually reviews the risk management system to ensure it remains consistent with RG259 and also annually confirm compliance with the risk reporting procedures and reports to the Board.</p>

Function	Risks	Procedures	Monitoring of procedure
	Investors' funds at risk.	(c) rates the level of risks identified; (d) identifies controls to minimise the risk; (e) prioritises risks; and (f) assigns responsibility of the risk.	

4.27 Documents of the Scheme

Responsible Officer: MD and CO

Frequency of reporting: monthly

Source of obligation: section 912F and section 601EC Corporations Act

Function	Risks	Procedures	Monitoring of procedure
The RE must ensure that documents relating to the Scheme include the RE's AFSL number. All documents lodged with ASIC must contain the ARSN with all other relevant documents maintained or destroyed in accordance with the Corporations Act.	Non compliance is a breach of the Corporations Act.	All standard business documents (e.g. letterhead, with compliments slips and templates) must be approved by the CO. The MD, another Director or their delegate reviews information for distribution to Investors before it is dispatched to Investors. All documents for lodgement at ASIC must be signed and checked by the MD or at least one Director.	CO to monthly review compliance.

4.28 Removal or retirement of the Responsible Entity

Responsible Officer: MD and CO

Frequency of reporting: as required

Source of obligation: division 2 and 3, part 5C.2 Corporations Act

Function	Risks	Procedures	Monitoring of procedure
The RE complies with the requirements of the Corporations Act, the Constitution and the Compliance Plan in the circumstances where the RE retires or is removed as the responsible entity.	The RE breaches the law and Investors' interests are placed at risk.	<p>The RE only retires as the responsible entity of the Scheme under circumstances permitted by the Corporations Act and the Constitution.</p> <p>Legal advice may be sought.</p> <p>Where the RE retires or is removed, the CO ensures that the RE:</p> <p>(a) lodges the required notice with ASIC so that ASIC may give effect to the retirement; and</p> <p>(b) as soon as practicable after retirement or removal, gives to the new responsible entity any records in the RE's possession or control as required under the Corporations Act.</p> <p>Any replacement responsible entity must sign a deed by which it covenants to be bound by the Constitution as if it had originally been a party to it.</p>	The MD reports to the Board on the progress of the retirement or removal of the RE as responsible entity.

4.29 Valuation

Responsible Officer: MD and CO

Frequency of Reporting: As and when valuation required

Source of Obligation: s601FC(1)(j) and 601HA(1)(c) Corporations Act and Constitution

Function	Risks	Procedures	Monitoring of procedure
Scheme property will be regularly	Scheme assets are not valued regularly and	The MD must ensure the value of Scheme Assets is determined at least annually or more frequently	MD is to advise the CO of the value of Scheme Assets when determined, and of any significant

Function	Risks	Procedures	Monitoring of procedure
valued in accordance with the Corporations Act, Scheme Constitution and accounting standards.	the asset values in the Scheme's accounts are misstated or insurance cover of the Assets becomes inadequate.	when required by the Corporations Act, Constitution or accounting standards or where the RE believes there has been a material change and that the determined value of a Scheme Asset is independently verifiable where possible.	or unexpected fluctuations in the value of Scheme Assets, and the CO will review this information and include the value of the Scheme Assets and any significant or unexpected fluctuations in the next report to the Board. The Scheme Auditor will verify that the revised values are reflected in the Scheme's records and financial statements.

4.30 Compliance checking by ASIC

Responsible Officer: CO

Frequency of reporting: as required

Source of obligation: Section 601FF Corporations Act

Function	Risks	Procedures	Monitoring of procedure
The RE must take all reasonable steps to assist ASIC with compliance checking.	Breach of the Corporations Act.	Staff must be trained (including reception) on how to deal with ASIC officers. Any correspondence from ASIC must be immediately reported to the CO. The CO is responsible for notifying the Board and liaising with the relevant officers to gather the required information.	The CO must report any adverse findings to the Board and the MD. The CO must provide information to ASIC as required and within the timeframe set.

4.31 Lending

Responsible Officer: CO

Frequency of reporting: as required

Source of obligation: Lending and Internal Controls Policy

Function	Risks	Procedures	Monitoring of procedure
Loans provided by the Scheme	Unauthorised borrowing and breach of the	Any loans to be provided by the Scheme must be approved by the Board with reference to the	In order for the Board to provide approval of the Loan by the

Function	Risks	Procedures	Monitoring of procedure
<p>are made in accordance with the Disclosure Document and the Lending and Internal Controls Policy</p>	<p>Lending and Internal Controls Policy</p>	<p>Disclosure Document and the Lending and Internal Controls Policy</p> <p>The Board is to be provided with a loan investment analysis that includes information in the Lending and Internal Control Policy</p> <p>The CO is responsible for checking that:</p> <p>4.6.1 a loan investment analysis is carried out in accordance with the Lending and Internal Controls Policy; and</p> <p>4.6.2 the Board is provided with all the required information under the Lending and Internal Controls Policy in order to approve the loan investment.</p>	<p>Scheme, the CO must provide to the Board:</p> <p>(a) a copy of the Loan Investment Analysis which includes all required information under the Lending and Internal Policy; and</p> <p>(b) a certificate advising all requirements under Lending and Internal Controls Policy has been met and provide a copy all relevant documentation including the following:</p> <p>(i) a signed general security agreement over the borrower in favour of the Scheme;</p> <p>(ii) copy of the expression of interest from the secured funder to provide property finance;</p> <p>(iii) Confirmation from a third party on the status of the development approvals;</p> <p>(iv) independent valuation;</p> <p>(v) project feasibility showing the ability for the repayment of the Loan Agreement, charged to be levied on the revenue of the borrower, and sufficient cashflow to repay all debts and related charges; and</p> <p>(vi) confirmation that the loan funds to the borrower are kept in</p>

Function	Risks	Procedures	Monitoring of procedure
			<p>the relevant bank account.</p> <p>(c) Then prior to the Loan Drawn Down, the CO is to provide the Board:</p> <ul style="list-style-type: none"> (i) updated project feasibility; (ii) updated projected profit and cash flow; and (iii) confirmation that the funds required to pay the drawdown are held in a relevant bank account. <p>The CO is to ensure the required documents are kept on file and made available to the Board.</p> <p>The CO is to monthly report to the Board on the status of the loan investment and whether there is any default by the borrower and advise whether any enforcement proceedings or another action is required to be undertaken for the default or arrears.</p>

Annexure A

Glossary

AFSL	means an Australian Financial Services Licence granted to the RE by ASIC authorising the RE to provide various financial services.
AFSL Auditor	means the registered company auditor appointed by the RE under part 7.6 Corporations Act to audit the AFSL.
AFSL Responsible Manager	means a Staff member or any other person appointed by the RE to act as a Responsible Manager for the RE for the purposes of the RE's AFSL.
ASIC	means the Australian Securities and Investments Commission.
ASIC relief	means any declaration or modification made or exemption granted by ASIC at any time and continuing in force and applicable to the Scheme.
Auditor	means the auditor appointed by the RE to perform the role set out in section 3.4 of this Compliance Plan.
Board	means the board of Directors of the RE.
CFO	means Chief Financial Officer of the RE or equivalent appointment from time to time.
CO	means the Compliance Officer appointed by the RE from time to time.
Compliance Plan	means this compliance plan as it applies from time to time in relation to the Scheme.
Compliance Rule	means each of the compliance tasks listed in section 4 of this Compliance Plan.
Constitution	means the constitution of the Scheme as amended from time to time.
Continuous Disclosure Obligations	means any applicable continuous disclosure or notification of material changes and significant events obligations under the Corporations Act in relation to the Scheme.
Corporations Act	means the Corporations Act 2001.
Director	means a director of the RE.
Disaster Recovery Plan	means the recovery plan which outlines the process and procedures to prevent and recover from any incident which may lead to a loss of data relating to the Scheme.
Disclosure Document	means an offer document relating to issue of units in the Scheme.
Dispute Resolution Officer	means the officer nominated under the Internal Dispute Resolution Procedural Program.
External Director	has the meaning given to that term in section 601JA of the Corporations Act.

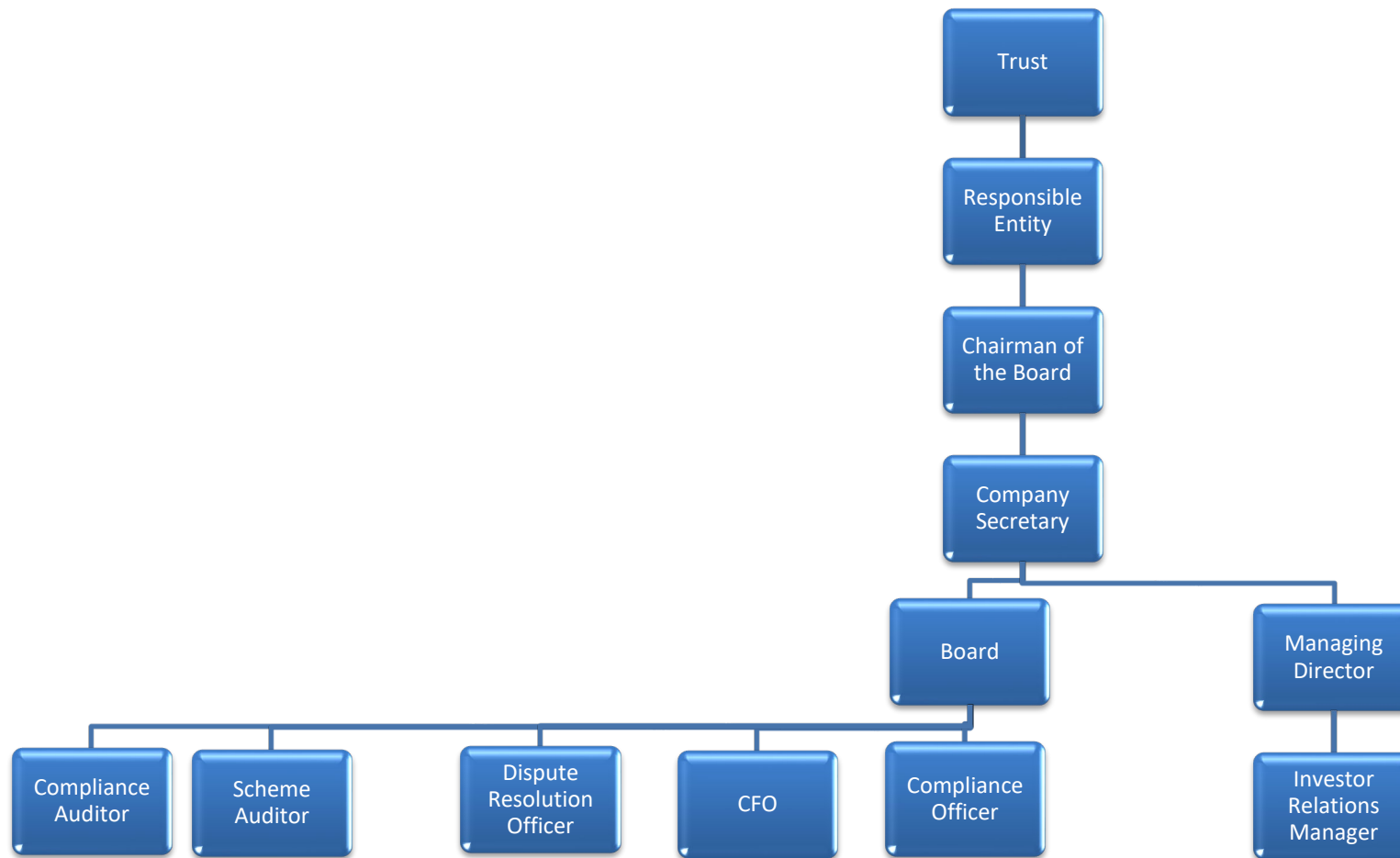
External Service Providers	means: (a) Registrars; (b) Managing Agents; and (c) other persons, providing major services as agent or delegate for the RE in relation to the Scheme from time to time.
Internal Dispute Resolution Procedural Program	means the Internal Dispute Resolution Procedural Program of the RE.
Investment	means any investment made by the RE on behalf of the Scheme.
Investor	means a member of the Scheme.
Investor Relations Manager	means the person appointed to that position by the RE.
Managing Agent	means an External Service Provider appointed by the RE to manage real property of the Scheme, and collect rent where required.
MD	means Managing Director of the RE or equivalent appointment from time to time.
Organisational Structure	means the structure of the RE which for the time being is set out in Annexure B.
Property	means the property described, identified or referred to in the Disclosure Document
PDS	means a product disclosure statement relating to the Scheme as may be supplemented from time to time.
Registrar	means either the external registrar or Company Secretary of the RE from time to time.
Related Party	in relation to the RE, has the meaning given to that term in section 228 of the Corporations Act.
RE	means the responsible entity of the Scheme, which is for the time being is CFMG Equity and Income Funds Limited ACN 112 753 876, holder of AFSL 291390.
Responsible Officer	means a Staff member of the RE or any other person who is given responsibility for ensuring compliance with a Compliance Rule.
Scheme	means the managed investment scheme to which this Compliance Plan applies, known for the time being as the CFMG Land and Opportunity Fund ARSN 602 610 006.
Scheme Auditor	means the registered company auditor appointed by the RE to review the financial accounts of the Scheme in accordance with chapter 2M Corporations Act.
Staff	means persons employed by the RE or any of its related bodies corporate, whose services are directly provided to the RE in relation to its operations with respect to the Scheme.

Titles used in this Compliance Plan may from time to time differ from the titles of the relevant Staff. The RE will designate internally which Staff holds the appropriate role and responsibility as provided in this Compliance Plan.

Unless otherwise specified, other terms used but not defined have the meanings given to those terms by the Corporations Act.

Annexure B

Organisational structure chart



Annexure C

Pro forma CO meeting agenda

- 1 Apologies;
- 2 Minutes from previous meeting;
- 3 Action Items from previous meeting;
- 4 CO's Report including:
 - (a) Significant Events during the quarter
 - (b) AFSL Conditions Checklist [Includes NTA and Cashflow solvency report]
 - (c) Compliance Plan Registers [Includes Breach and Complaints Registers]
 - (d) Compliance Plan Checklists by Responsible Officers
 - (e) Correspondence with ASIC
 - (f) External Services Provider reports
 - (g) Proposed amendments to the Compliance Plan, procedures or agreements;
 - (h) Other Matters
- 5 Compliance Obligations;
- 6 Meeting Dates;
- 7 General.