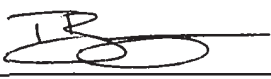
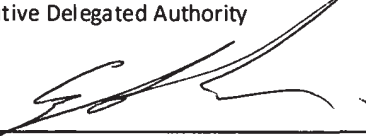
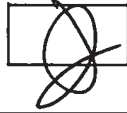





# Document Execution Request



Document ID: 28304

DOCUMENT INFORMATION			
<b>Business Unit:</b>	Wealth & Capital Markets		<b>Sensitive Document:</b> No
<b>Document Title:</b>	Deed of Amendment to constitution		
<b>Document Description:</b>	Deed poll to amend the constitution of the Altius Enhanced Cash Fund to change its name to Australian Unity Sustainable Enhanced Cash Fund		
<b>AU Companies</b>	AUSTRALIAN UNITY FUNDS MANAGEMENT LIMITED Responsible Entity For Altius Enhanced Cash Fund		
<b>Other Parties:</b>			
COMPLIANCE			
<b>Does this transaction impact upon obligations under the AU Notes or other lending facility?</b>			No
<b>Has a Board or other Committee approved this document under any applicable policy?</b>			Yes Board of Australian Unity Funds Management Limited On or around approved via circular resolution
<b>Does the 'Group Outsourcing Policy' Apply?</b>			No
APPROVED FOR EXECUTION BY:			
Internal Legal		DJ Lee	
External legal engaged: No			
DECLARATION SECTION (TO BE SIGNED BY INITIATOR AND GM/GE)			
<b>I (Initiator) certify</b> that the details above are correct		<b>I (GE/Delegate) certify</b> that the details above are correct and that the transaction is authorised within Group Executive Delegated Authority	
 <b>X</b>		 <b>X</b>	
Tamsin Burroughs		Geraldine Barlow	
Initiator		Group Executive/Delegate	
Date: <u>X 07.12.18</u>		Date: <u>X 07.12.18</u>	
POST DOCUMENT EXECUTION (TO BE INITIALLED BY SIGNATORY'S)			
			
DOCUMENT STORAGE REQUIREMENTS			
Document Storage Type Required		Standard	
AUDIT LOG			
<b>Action</b>	<b>By</b>	<b>On</b>	
Approved	DJ Lee	6/12/2018	12:55:53 PM

EX 7/12/2018 RCS

DE - Submitted

Tamsin Burrough

6/12/2018

12:50:05 PM



## Memorandum

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**To:** The Board of the Australian Unity Funds Management Limited  
**From:** DJ Lee, Legal Counsel – Wealth & Capital Markets  
**Endorsed by:** Geraldine Barlow, Executive General Manager, Investments – Wealth & Capital Markets  
**Date:** 1 December 2018  
**Subject:** Fund – Altius Enhanced Cash Fund  
 Responsible Entity – Australian Unity Funds Management Limited ("AUFM")  
 Constitution – Deed of Amendment for name change

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### Outcomes sought

1. Directors to approve the name change of the Altius Enhanced Cash Fund ("Fund") to the "Australian Unity Sustainable Cash Fund" by deed poll to amend the Fund's Constitution.
2. Following Directors approval of the Fund's name change, for two directors or one director and company secretary to execute the deed poll (attached to this memorandum) to amend the Fund's Constitution

### Background

The Fund was previously known as the Platypus High Conviction Australian Equities Fund, the name was amended to its current name by deed poll executed on 12 May 2017. With the changes to the investment strategy of the Fund, the name has been proposed to be changed to the "Australian Unity Sustainable Enhanced Cash Fund".

On 29 November 2018, the Due Diligence Committee ("DDC") was asked to approve the amended Information Memorandum ("IM") and the deed poll for the AUFM Directors execution ("Deed Poll") to reflect the changes to the investment strategy. The DDC has approved the Deed Poll for the Directors execution and the subsequent submission to ASIC.

### Summary of Deed Poll

The following table summarises the functions of the Deed Poll:

Document	Function	Entity	Comment
Deed Poll	The Deed Poll is to amend the name of the Fund from "Altius Enhanced Cash Fund" to "Australian Unity Sustainable Enhanced Cash Fund".	AUFM	The Fund's Constitution remains unchanged except for the change to the Fund's name.

The Deed Poll is in execution form.

I have drafted the Deed Poll against the commercial instructions provided and in consideration of the following requirements:

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I certify that this is a true copy of a copy of the AUFM Deed of Amendment: Altius Enhanced Cash Fund dated 10 December 2018. LHV 25/9/24

Liesl Petterd

271 Spring Street Melbourne Vic 3000

member Governance Institute of Australia.

## **Deed of Amendment**

### **Altius Enhanced Cash Fund**

**(ARSN 606 111 166)**

**Australian Unity Funds Management Limited**

ABN 60 071 497 115

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## This amending deed

is made on 10 December 2018 by:

1. **Australian Unity Funds Management Limited**  
(ABN 60 071 497 115) as Responsible Entity of the Altius Enhanced Cash Fund (ARSN 606 111 166)  
(Trustee)

### Recitals

- A. The Altius Enhanced Cash Fund (**Fund**) is a registered scheme and was established under a trust deed dated 28 May 2015 as amended by deed poll dated 12 May 2017 (**Constitution**).
- B. The Trustee is the responsible entity of the Fund.
- C. Under clause 38.4(a) of the Constitution, the responsible entity may by supplemental deed modify, add to, delete from or replace the Constitution.
- D. Section 601GC of the *Corporations Act 2001 (Cth)* as modified by ASIC Class Order 09/552 (**section 601GC**) provides for the modification or the repeal and replacement of the Constitution by the responsible entity if the responsible entity reasonably considers the change will not adversely affect members' rights and a meeting of members is unable to be held because the quorum requirements in either section 252(2) or the Constitution are not capable of being satisfied because the Fund has an insufficient number of members if, before the modification or the repeal and replacement, both sections 601GC(1AA)(a) and (b) of the *Corporations Act 2001 (Cth)* are satisfied.
- E. Before the date of this deed poll, the Trustee satisfied sections 601GC(1AA)(a) and (b) of the *Corporations Act 2001 (Cth)*.
- F. The Constitution is accordingly modified as provided in this deed poll.

This deed witnesses as follows:

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## 1 Definitions and interpretation

### 1.1 Definitions

Unless the contrary intention applies, a word or phrase defined in the Constitution has the same meaning in this deed poll.

### 1.2 Interpretation

Clauses 1.2, 1.3 and 1.4 of the Constitution applies to this deed poll as if set out in full in this deed poll.

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## 2 Operation of this deed poll

This deed poll takes effect on and from the later of:

- (a) The date on which this deed poll is lodged with ASIC pursuant to section 601GC(2) of the *Corporations Act 2001 (Cth)*; and
- (b) The date on which ASIC amends the record of registration of the Fund to include as the name of the Fund, the **Australian Unity Sustainable Enhanced Cash Fund**.

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### **3 Amendment to the Constitution**

#### **3.1 Amendment**

The Constitution is amended by:

- (a) Replacement of all references to 'Altius Enhanced Cash Fund' and 'Altius Enhanced Income Fund' in the Constitution with 'Australian Unity Sustainable Enhanced Cash Fund'.

#### **3.2 Provisions that have not been amended**

- (a) This deed poll operates only to modify the Constitution as set out in clause 3.1, it does not re-settle the Fund or declare a new fund and does not cause the transfer, vesting or accruing of property to any person.
- (b) For the avoidance of doubt, clauses 2.1, 2.2 (except for the substitution of the name of the Fund), 2.3, 2.5, 2.6, 2.7, 2.8 and 3 of the Constitution are not modified, replaced, amended or otherwise affected in any way by this deed poll.

#### **3.3 Acknowledgement**

The Trustee acknowledges that this deed is issued in accordance with the Constitution.

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### **4 General**

#### **4.1 Deed is supplemental**

This deed poll is supplemental to the Constitution.

#### **4.2 Governing law and jurisdiction**

This deed poll is governed by the law of the State of Victoria, Australia.

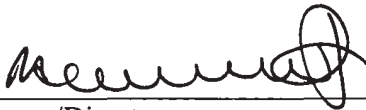
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**Executed in Melbourne, Victoria as a deed poll:**

**Executed by**

**Australian Unity Funds Management Limited**

in accordance with section 127 of the *Corporations Act 2001(Cth)*:



Secretary/~~Director~~

**Melinda Honig**  
Company Secretary

Name (please print)



Director

**Rohan Mead**  
Director

Name (please print)