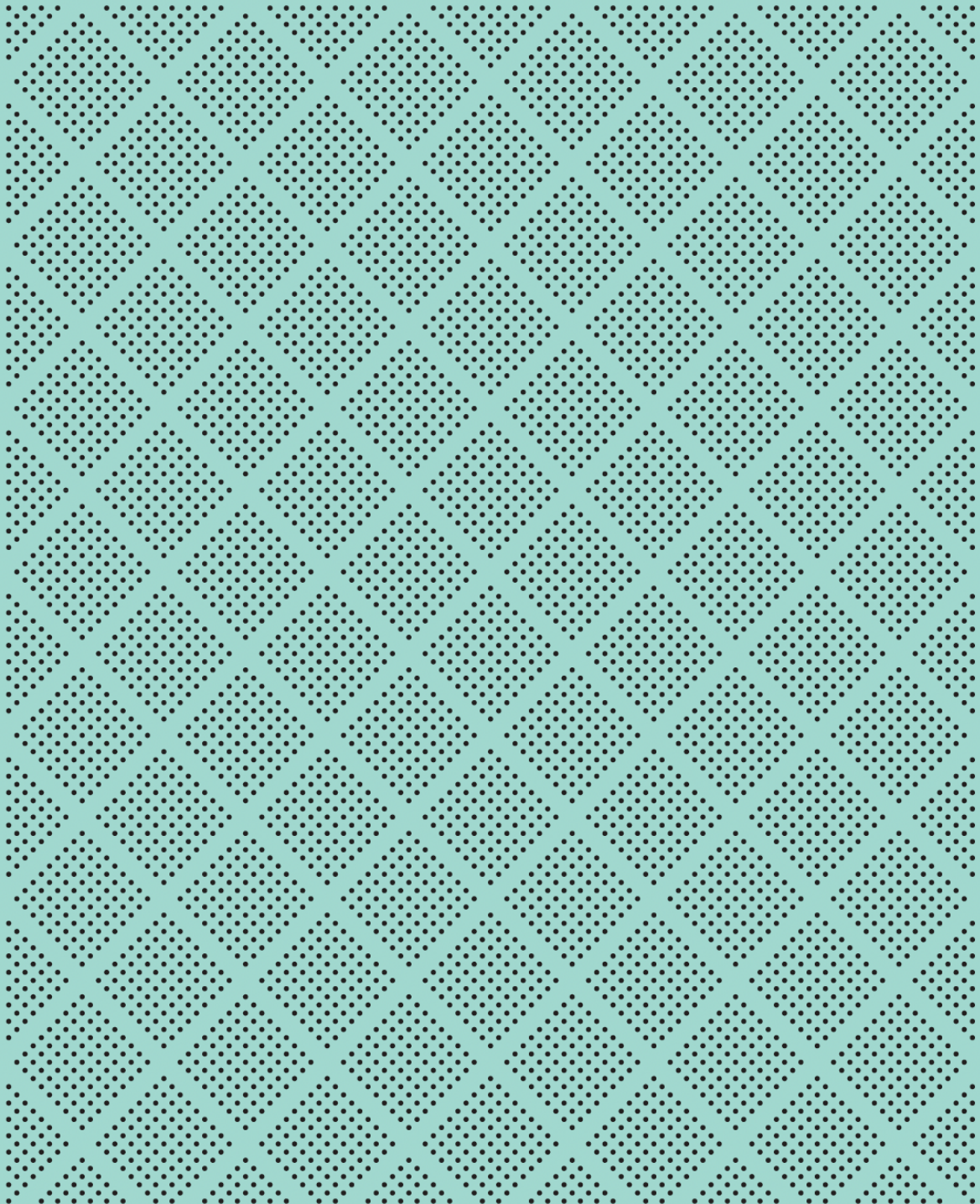




**OTHER MATERIAL INFORMATION  
MINT ASSET MANAGEMENT FUNDS**

DATED: 15 AUGUST 2024



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## 1 GENERAL

- 1.1 This document (**Document**) provides material information relating to the offer of units in the Mint Asset Management Funds that is not contained in the Product Disclosure Statement (**PDS**). This Document has been prepared to meet the requirements of section 57(1)(b)(ii) of the Financial Markets Conduct Act 2013 (**FMCA**) and clause 52 of Schedule 4 of the Financial Markets Conduct Regulations 2014. All legislation referred to in this Document can be viewed at [www.legislation.govt.nz](http://www.legislation.govt.nz).
- 1.2 In this Document, **you** or **your** refers to a person or entity that invests in a Fund. **Mint, we, us, our** or **Manager** refers to Mint Asset Management Limited as the manager of each Fund.
- 1.3 A PDS for the offer of units (Units) in the Funds is also available and can be found on the Disclose website at [www.disclose-register.companiesoffice.govt.nz](http://www.disclose-register.companiesoffice.govt.nz) . If you are a **retail investor** under the FMCA you must be given a copy of the PDS before we can accept your application for Units.

## 2 FUNDS

- 2.1 This Document relates to the offer of Units in the following Funds:

Fund	Date the Fund started	Registered Number
Mint Australasian Equity Fund	9 February 2007	FND900
Mint Australasian Property Fund	24 October 2007	FND930
Mint Diversified Income Fund	30 July 2014	FND950
Mint Diversified Growth Fund	4 October 2018	FND12527
Mint New Zealand SRI Equity Fund	4 October 2017	FND22677
Mint Diversified Alternatives Fund	30 June 2023	FND44314

- 2.2 Each Fund is constituted within a registered managed investment scheme called the **Mint Asset Management Funds**, registered scheme number SCH10787 (**Scheme**). The Scheme is governed by an amended and restated trust deed between the Manager and Public Trust dated 6 November 2018 as amended from time to time (**Trust Deed**), amended and restated Establishment Deeds

dated 18 July 2019 for the Mint Australasian Equity Fund and the Mint Australasian Property Fund, an amended and restated Establishment Deed dated 6 November 2018 for the Mint Diversified Income Fund, an Establishment Deed dated 4 October 2018 for the Mint Diversified Growth Fund, an amended and restated Establishment Deed dated 25 November 2020 for the Mint New Zealand SRI Equity Fund and an Establishment Deed dated 22 June 2022 for the Mint Diversified Alternatives Fund (together, **Establishment Deeds**). Each Fund is invested in accordance with the statement of investment policy and objectives (**SIPO**). You can get an electronic copy of the Trust Deed, Establishment Deeds and SIPO from the scheme register on the Disclose website [www.disclose-register.companiesoffice.govt.nz](http://www.disclose-register.companiesoffice.govt.nz).

### 3 MANAGER

#### Function

3.1 Mint Asset Management Limited is the manager of the Funds. We are responsible for:

- 3.1.1 offering the Units in each Fund;
- 3.1.2 issuing the Units in each Fund;
- 3.1.3 managing the scheme property and investments of each Fund; and
- 3.1.4 administering each Fund.

#### Directors

3.2 The names of our directors can be found on the Companies Office website at <https://companies-register.companiesoffice.govt.nz/>.

3.3 The directors can be contacted at c/o Mint Asset Management Limited, Level 29, 151 Queen Street, Auckland. The directors of the Manager may change from time to time.

### 4 SUPERVISOR AND CUSTODIANS

#### Function

4.1 Public Trust is the supervisor (**Supervisor**) of the Funds.

4.2 As Supervisor, Public Trust has the following functions:

- 4.2.1 Acting on behalf of the Investors in relation to us and any matter connected to the Trust Deed, the offer of Units in the Funds, any contravention or alleged contravention of our obligations as issuer of the Funds, and any contravention or alleged contravention of the FMCA by any other person in connection with the Funds.

- 4.2.2 Supervising the performance of our functions as manager of the Funds, our compliance with our issuer obligations, our financial position and the financial position of each Fund to ascertain that it is adequate.
- 4.2.3 Holding the scheme property of each Fund, or ensuring that scheme property is held, in accordance with the FMCA.
- 4.2.4 Performing or exercising any other functions, powers, and duties conferred or imposed on it as a Supervisor under the FMCA, the Financial Markets Supervisors Act 2011, and the Trust Deed.

### **Custodian**

- 4.3 The Supervisor has delegated the function of holding the scheme property of each Fund to Mint Nominees Limited (**Custodian**), a wholly-owned subsidiary of the Supervisor.

### **Independence of Supervisor and Custodian**

- 4.4 The Supervisor and the Custodian are both independent of us.

### **Incorporation**

- 4.5 The Supervisor is a statutory corporation and Crown entity established and constituted in New Zealand on 1 March 2002 under the Public Trust Act 2001.
- 4.6 The Custodian is a company and was incorporated in New Zealand on 18 December 2006 under the Companies Act 1993 with company number 1893819.

### **Board Members**

- 4.7 The names of the Supervisor's directors can be found at <https://www.publictrust.co.nz/about-us/meet-public-trust-team/>. The members of the Supervisor's board may change from time to time.

### **Supervisor's licence**

- 4.8 The Supervisor is licensed under the Financial Markets Supervisor Act 2011. Full details of the current licence can be found on [www.fma.govt.nz/compliance/licensed-providers/public-trust/](http://www.fma.govt.nz/compliance/licensed-providers/public-trust/).

## **5 REGISTRAR, AUDITOR AND OTHER ADVISERS**

### **Registrar**

- 5.1 We have appointed Apex Investment Administration (NZ) Limited (Apex) to act as registrar and to provide other administration services in relation to the Scheme and each of the Funds.

### **Auditor**

- 5.2 PricewaterhouseCoopers has been appointed as auditor. The financial statements for the Funds can be viewed on the Disclose website at [www.disclose-register.companiesoffice.govt.nz](http://www.disclose-register.companiesoffice.govt.nz).

### **Other Advisers**

5.3 Russell McVeagh provide legal advice.

## **6 NO GUARANTORS / INDEMNITY**

6.1 None of Mint, the Supervisor, the Custodian or any of our respective directors or any other person:

6.1.1 guarantees the Units offered in the Funds or any investment or returns made in respect of any Fund.

6.1.2 are under any personal liability for the satisfaction of any obligations of the Funds.

6.2 Furthermore, Mint and the Supervisor have the benefit of certain limitations of liability and rights to be indemnified and reimbursed out of the assets of the Funds. These matters are set out in the Trust Deed and Establishment Deeds of the Funds.

## **7 MATERIAL CONTRACTS**

### **Administration Services Agreement**

7.1 We have entered into an administration services agreement dated 23 May 2016 with Apex (formerly MMC Limited) (**Services Agreement**). Apex provides fund accounting and registry services for the Funds. This includes asset valuations, unit pricing, reconciliation of assets, trade matching, and the preparation of financial statements.

7.2 The Services Agreement lays out, amongst other things, the standards and services supplied, reporting requirements, policies and procedures, customer confidentiality, record keeping and business continuity.

7.3 Under the Services Agreement, Apex is indemnified against any cost, loss, expense and liability that they directly suffer or incur as a result of entering into or incurring any obligation or liability in the proper performance of its powers or obligations, except to the extent that such cost, loss, expense or liability was caused or contributed to (whether directly or indirectly) by the fraud, negligence or default of Apex or of its directors, officers, employees or agents. The Services Agreement also contains certain provisions limiting Apex's liability and requiring Apex to maintain insurance covers.

7.4 We may terminate the Services Agreement with Apex with immediate effect if:

7.4.1 they become insolvent; or

7.4.2 they cease to carry on business; or

7.4.3 they have breached the Services Agreement and that breach has not been rectified within 14 Business Days; or

- 7.4.4 any representation or warranty under the Services Agreement is, or becomes, untrue; or
- 7.4.5 they cease to carry out a service outlined in the Services Agreement; or
- 7.4.6 they materially breach the Services Agreement or repeatedly fail to perform their obligations under the agreement; or
- 7.4.7 any circumstances occur that in our opinion, materially prejudices or is likely to materially prejudice the financial viability of Apex .

## 8 LIQUIDITY MANAGEMENT TOOLS

- 8.1 In the PDS we identify liquidity as a potential risk, which is the risk a Fund will not be able to generate sufficient cash to meet obligations such as investor withdrawals. In our SIPO we describe how mitigation strategies are integrated into our investment process to reduce this risk. In this document, we describe the liquidity management tools (LMTs) we can use during a significant liquidity event.
- 8.2 **Price based tools** are designed to pass on the implicit costs of portfolio transactions. In the context of LMTs, these can protect existing or remaining investors from the impact of large transactions. At the time of this document, we do not apply transaction-based costs, such as buy/sell spreads or swing pricing, to client transactions. However, under the terms of our Trust Deed, we have the ability to introduce these tools, without prior written notice, subject to agreement with our Supervisor.
- 8.3 **Quantity based tools** are complementary to price based tools and are designed to enable the management of investor best interests during times of significant fund or market stress. Where we receive a withdrawal request that, or a series of withdrawal requests in respect of a Fund within a period of three months that in aggregate, relate to more than 10% of the number of units on issue at the time of the withdrawal request or the last withdrawal request, we may determine it is in the general interest of investors to suspend all withdrawals, or meet withdrawal requests by way of instalments. There is no limit to the period we may suspend the withdrawal of units.  
  
We may also suspend withdrawal requests where we determine it is not practicable, for example a decision to terminate a Fund, or could be prejudicial to investors, such as financial, political or economic conditions .  
  
Any decision to defer or suspend withdrawals will be notified to the Supervisor and investors accordingly.
- 8.4 We will communicate to investors any material changes in our use of LMTs, or if at any other time that is deemed appropriate by ourselves and our Supervisor (for example during stressed market conditions).

## 9 RISK FACTORS

### Risk Factors Overview

9.1 In addition to the risks set out in the PDS, there are other risks, which we have described below, that could affect the value of your investment. Investors should be aware that whilst we have endeavoured to highlight the major risks of investing in the Funds, not all risks have been described and new or unknown risks may arise in the future. Investors should seek professional advice from a financial advice provider to gain further information as to the nature and extent of the risks involved.

### Other risks

9.2 Other risks associated with investing in the Funds may include the following:

- 9.2.1 **Counterparty Risk:** This occurs when a counterparty fails to deliver on its contractual obligations, which can include fixed interest securities and derivative contracts. We monitor the credit ratings of our counterparties to minimise this risk.
- 9.2.2 **PIE Tax Status:** Returns to Investors can be impacted by changes in tax law. The Funds are Portfolio Investment Entities (**PIE**). If a Fund loses its PIE status, the Fund would be taxed as a company rather than under the PIE regime and Investors would be taxed accordingly.
- 9.2.3 **Derivatives:** Derivatives are financial instruments where the value of the transaction is derived from the movements of an underlying financial instrument or combination of financial instruments. While derivatives can reduce risk and enhance returns, the movements in the price of the underlying financial instrument(s) can make investment values and returns more volatile compared to a fund with no derivative exposure. At Mint, derivatives are generally used as a tool for managing risk and for providing greater economic efficiency.
- 9.2.4 **Regulatory Risk:** There is a risk that a change in laws and regulation will have a material impact on Mint and the management of the Funds which could impact your investment.



For more information please contact us on 09 300 8484 or email us at [info@mintasset.co.nz](mailto:info@mintasset.co.nz)