

AMP CAPITAL 

AMP Capital Investment Funds New Zealand and Australian Shares Funds

Product Disclosure Statement
22 July 2020

This document replaces the Product Disclosure Statement dated 9 April 2020.

Issued by AMP Investment Management (N.Z.) Limited

This document gives you important information about this investment to help you decide whether you want to invest. There is other useful information about this offer on www.companiesoffice.govt.nz/disclose. AMP Investment Management (N.Z.) Limited has prepared this document in accordance with the Financial Markets Conduct Act 2013 (FMC Act). You can also seek advice from a financial adviser to help you to make an investment decision.

1. Key information summary

What is this?

This is a managed investment scheme. Your money will be pooled with other investors' money and invested in various investments. AMP Investment Management (N.Z.) Limited will invest your money and charge you a fee for its services. The returns you receive are dependent on the investment decisions of AMP Investment Management (N.Z.) Limited, and of its investment managers and the performance of the investments. The value of those investments may go up or down. The types of investments and the fees you will be charged are described in this document.

What will your money be invested in?

There are three investment options offered under this Product Disclosure Statement (**PDS**).

These investment options are summarised below. More information about the investment target and strategy for each investment option is provided in section 3 of the PDS, "Description of your investment options" on page 6.

Who manages the AMP Capital New Zealand and Australian Shares Funds?

The manager of the funds is AMP Investment Management (N.Z.) Limited (**Manager**).

See section 7 of the PDS, "Who is involved?" on page 10 for more information about us.

What are the returns?

The return on your investment comes from:

- any increase or decrease in the unit price, and
- any income distributions made from the fund.

The NZ Shares Fund distributes income half yearly. The Manager's policy is to distribute 72% of the income of each fund (adjusted for any imputation credits that may be available).

The other funds offered under this PDS do not distribute income.

See section 2 of the PDS, "How does this investment work?" on page 4 for more information.

How can you get your money out?

You may at any time request the redemption of some or all of your investment. For each fund, payment will normally be made within 10 business days of the Manager receiving a redemption request from you.

We have the ability, in certain circumstances, to suspend redemptions (for instance, where we believe, in good faith, that it is not practicable or would be prejudicial to investors' interests for the Supervisor to realise assets or borrow to permit redemptions - this could be because of market or asset conditions or other circumstances).

See section 2 of the PDS, "How does this investment work?" on page 4 for more information.

Your investment in the AMP Capital New Zealand and Australian Shares Funds can be sold but there is no established market for trading these financial products. This means that you may not be able to find a buyer for your investment.

How will your investment be taxed?

All of the funds offered under this PDS are Portfolio Investment Entities (**PIEs**).

The amount of tax you pay in respect of a PIE is based on your Prescribed Investor Rate (**PIR**). To determine your PIR go to www.ird.govt.nz/toii/pir/.

See section 6 of the PDS "What taxes will you pay?" on page 9 for more information.

Where can you find more key information?

AMP Investment Management (N.Z.) Limited is required to publish quarterly updates for each fund. The updates show the returns, and the total fees actually charged to investors, during the previous year. The latest fund updates are available at www.ampcapital.com. The Manager will also give you copies of those documents on request.

Fund name	Description	Risk indicator	Fund charges (estimated) (of the value of the fund's assets each year)	Indicative Buy / sell spread* (of each investment/redemption)							
NZ Shares Fund	The fund is a diversified portfolio of predominantly New Zealand shares across a range of industries and sectors. The fund may also invest in Australian shares. Environmental, Social and Governance characteristics are integrated into the underlying investment manager's investment process.	<p>← Potentially lower returns Potentially higher returns →</p> <table border="1"> <tr> <td>1</td> <td>2</td> <td>3</td> <td>4</td> <td>5</td> <td>6</td> <td>7</td> </tr> </table> <p>← Lower risk Higher risk →</p>	1	2	3	4	5	6	7	0.78%	0.45% / 0.45%
1	2	3	4	5	6	7					
Australian Shares Fund	The fund is a diversified portfolio of Australian shares across a range of industries and sectors. Environmental, Social and Governance characteristics are integrated into the underlying investment manager's investment process.	<p>← Potentially lower returns Potentially higher returns →</p> <table border="1"> <tr> <td>1</td> <td>2</td> <td>3</td> <td>4</td> <td>5</td> <td>6</td> <td>7</td> </tr> </table> <p>← Lower risk Higher risk →</p>	1	2	3	4	5	6	7	0.48%	0.20% / 0.20%
1	2	3	4	5	6	7					
Ethical Leaders NZ Shares Fund	The fund is a diversified portfolio of predominantly New Zealand shares across a range of industries and sectors. The portfolio may also invest in Australian shares. The fund is managed to specific 'responsible investment' criteria which prohibits investments in certain companies or activities, and encourages investment in companies with strong Environmental, Social and Governance factors and also actively engages on key thematic engagements each year. This fund is governed by the Ethical Leaders Charter and has been certified by the Responsible Investment Association of Australasia (RIAA**).	<p>← Potentially lower returns Potentially higher returns →</p> <table border="1"> <tr> <td>1</td> <td>2</td> <td>3</td> <td>4</td> <td>5</td> <td>6</td> <td>7</td> </tr> </table> <p>← Lower risk Higher risk →</p>	1	2	3	4	5	6	7	0.94%	0.45% / 0.45%
1	2	3	4	5	6	7					

* These buy/sell spreads are stated as at the date of the PDS and are indicative only. They may change at any time without notice to investors. For more information about buy/sell spreads and how they are calculated see section 5 of the PDS "What are the fees" on page 8.

** RIAA is the industry body representing responsible and ethical investors across Australia and New Zealand. For more information on RIAA and what certification means, please see the offer register at www.companiesoffice.govt.nz/disclose in the document titled 'Other material information', located under the 'Documents' tab on the managed fund offer register for the AMP Capital Investment Funds.

Contents

1. Key information summary	2
2. How does this investment work?	4
3. Description of your investment options	6
4. What are the risks of investing?	7
5. What are the fees?	8
6. What taxes will you pay?	9
7. Who is involved?	10
8. How to complain	10
9. Where you can find more information	11
10. How to apply	11

See section 4 of the PDS, "What are the risks of investing?" on page 7 for an explanation of the risk indicator and for information about other risks that are not included in the risk indicator.

To help you clarify your own attitude to risk, you can seek financial advice or work out your risk profile at www.sorted.org.nz.

2. How does this investment work?

This PDS is an offer to purchase units in the AMP Capital New Zealand and Australian Shares Funds. Each of the funds offered under this PDS is constituted within a managed investment scheme that is governed by a trust deed dated 24 November 2015 (the AMP Capital Investment Retail Funds Trust Deed).

The money you invest buys units in the fund or funds you choose. Each fund invests in assets, such as shares. The units do not give you legal ownership of the fund's assets but they do give you rights to the returns from the assets.

The price of each unit depends on the value of the fund at the time you invest and any buy spread that applies to that fund. We calculate the unit price for a fund by dividing the Current Value of the fund by the number of units the fund has issued. The unit price is calculated daily.

A change in the value of the fund's assets affects the value of your units. The unit price for a fund will change as the market value of that fund's assets changes.

The number of units you have, when multiplied by the unit price, gives you the total value of your investment in any one fund (although the impact of tax can result in a change in the number of units you hold, up or down).

The assets of a fund are not available to meet the liabilities of any other fund in the scheme.

Investing in managed funds can help you achieve your savings goals and create greater wealth for the future by offering you:

- **Diversification.** Pooling together large amounts of money enables fund managers to invest in a spread of assets which allows diversification and aims to reduce the risk of your investment portfolio. It also provides access to markets and securities that might otherwise be out of reach.
- **Professional management.** Employing the expertise and resources of a professional manager is particularly beneficial if you do not have the time or the skill to manage your own investments.
- **Simplified investing.** Fund managers take care of the paperwork involved in buying, selling, reporting and record keeping.

The return on your investment comes from:

- any increase or decrease in the unit price, and
- any income distributions made from the fund.

The NZ Shares Fund distributes income half yearly. The Manager's policy is to distribute 72% of the income of each fund (adjusted for any imputation credits that may be available).

The distributions will be calculated on or about 31 March and 30 September in each year. The distributions will be made to those unit holders on the relevant fund's register of unit holders as at the close of business on the last business day prior to the day the distribution is calculated.

Distribution payments are intended to be made within five business days of the date on which the distribution is calculated.

You may elect to have all (but not part) of your distribution of income reinvested in further units (Reinvestment Option) and you can cancel, at any time, your election to reinvest in further units. A buy spread will not be charged on your reinvestment. Two weeks' notice is required of any changes to your election for those changes to be effective for a given distribution.

The Reinvestment Option may be varied, withdrawn or cancelled by us at any time, by giving not less than three months' notice to you.

The other funds offered under this PDS do not make distributions. Accordingly, any income of those funds is reflected in their unit price.

Making investments

You will invest in the Funds through an administration and custodial service we deal with. In this case you will not be a direct investor in a Fund and will not have a direct relationship with the Supervisor or ourselves. Instead, the Supervisor and the Manager have a direct relationship with the administration and custodial service, and they will be able to exercise any rights attached to units held. We will send all reports, distribution notifications, and documentation to the administration and custodial service, not directly to you.

We have entered into arrangements with select administration and custodial services in relation to investing in the Funds. As such, you should contact your financial adviser or administration and custodial service for more information on minimum investment or withdrawal levels and cut off times for application. You should refer to the administration and custodial service terms and the relevant marketing information about investing in the funds through that service.

If you wish to invest in the Funds and you do not have a financial adviser or administration and custodial service then please contact us using the contact details in section 7 of this PDS, "Who is involved?" on page 10.

Withdrawing your investments

You may request a redemption of some or all of your investment at any time. For each fund, payment will normally be made within 10 business days of our receiving a redemption request from you. However, we have the ability, in certain circumstances, to suspend redemptions (for instance, where we believe, in good faith, that it is not practicable or would be prejudicial to investors' interests for the Supervisor to realise assets or borrow to permit redemptions - this could be because of market or asset conditions or other circumstances).

When you redeem all or part of your investment from a fund, we will redeem your investment at the unit price for that fund adjusted for the applicable sell spread for that fund.

How to switch between funds

You may at any time request to switch your investment between the funds offered under this PDS or to any other AMP Capital Investment Fund offered by us. A switch will be treated as a redemption from one fund or funds and an application into the other fund or funds.

You will not be charged a switch fee but the buy and sell spreads will apply on each redemption and application under the switch. More information about the buy and sell spreads can be found in section 5 of the PDS, "What are the fees?" on page 8.

This PDS provides information on the AMP Capital New Zealand and Australian Shares Funds. Information on other AMP Capital Investment Funds not offered under this PDS is provided in the following PDS documents:

- AMP Capital Cash and Fixed Interest Funds PDS
- AMP Capital Global Shares Funds PDS
- AMP Capital Goals Based Funds PDS
- AMP Capital Property, Infrastructure and Commodities Funds PDS
- AMP Capital Ethical Leaders Diversified Funds PDS
- AMP Capital Index Funds PDS

3. Description of your investment options

Fund	Summary of investment objectives and strategy	Target asset MIX	Risk category	Minimum suggested investment timeframe
NZ Shares Fund	<p>Objective: To provide a Gross Return above the return of the S&P/NZX 50 Index (on a gross basis and including imputation credits) over a rolling three year period.</p> <p>Strategy: Investment is in a diversified portfolio of New Zealand shares with the scope to hold Australian shares. The investment approach is research driven and involves determining financial forecasts of companies. The results of these forecasts are then compared against each company's current share price. The investment manager looks for companies which have a sustainable competitive advantage, good growth outlook and the ability to grow earnings. Environmental, Social and Governance characteristics are integrated into the underlying investment manager's investment process.</p> <p>The base position is for the Australian dollar exposure to be unhedged.</p>	<p>Australasian equities</p> <p>100%</p>	5	5 years
Australian Shares Fund	<p>Objective: To provide a Gross Return above the return of the S&P/ASX 200 Accumulation Index (in NZD) on a rolling three year basis.</p> <p>Strategy: Invests in shares listed, or about to be listed, on the Australian Securities Exchange, through investment in the AMP Capital Equity Fund, a unit trust managed by AMP Capital Australia. The investments of the AMP Capital Equity Fund are diversified across a range of industries and sectors, with a focus on the largest 200 companies. In constructing the portfolio, AMP Capital Australia employ a systematic rules-based approach. Environmental, Social and Governance characteristics are integrated into AMP Capital Australia's investment process.</p> <p>The base position is for the Australian dollar exposure to be unhedged.</p>	<p>Australasian equities</p> <p>100%</p>	6	5 years
Ethical Leaders NZ Shares Fund	<p>Objective: To provide a Gross Return above the return of the S&P/NZX 50 Index (on a gross basis and including imputation credits) over a rolling three year period.</p> <p>Strategy: Investment is in a portfolio of predominantly New Zealand shares which is generally exposed to companies with a sustainable competitive advantage, a good growth outlook and the ability to grow earnings. The portfolio takes a responsible investment approach, which integrates Environmental, Social and Governance factors while avoiding companies or industries with recognised high negative social impact. This fund has been certified by the Responsible Investment Association of Australasia (RIAA*).</p> <p>The base position is for the Australian dollar exposure to be unhedged.</p>	<p>Australasian equities</p> <p>100%</p>	5	5 years

*RIAA is the industry body representing responsible and ethical investors across Australia and New Zealand. For more information on RIAA and what certification means, please see the offer register at www.companiesoffice.govt.nz/disclose in the document titled 'Other material information', located under the 'Documents' tab on the managed fund offer register for the AMP Capital Investment Funds.

The Manager can make changes to the Statement of Investment Policy and Objectives (SIPO) of any fund in accordance with the Trust Deed and the FMC Act 2013. Before making changes to the SIPO, the Manager will consider if the changes are in your best interests and consult with the Supervisor. We will give notice of changes to unit holders of the relevant fund prior to effecting any material changes. The most current SIPO for the funds can be found on the scheme register at www.companiesoffice.govt.nz/disclose.

The Manager's use of the various market indices referred to here is subject to certain terms, conditions and disclaimers as described in the offer register at www.companiesoffice.govt.nz/disclose in the document titled 'Other material information', located under the 'Documents' tab on the managed fund offer register for the AMP Capital Investment Funds.

Further information about the assets in each fund can be found in the fund updates at www.ampcapital.com.

5. What are the fees?

You will be charged fees for investing in the AMP Capital New Zealand and Australian Shares Funds. Fees are deducted from your investment and will reduce your returns. If any of the funds invest in other funds, those other funds may also charge fees. The fees you pay will be charged in two ways:

Regular charges - for example annual fund charges. Small differences in these fees can have a big impact on your investment over the long term.

One-off fees - for example the initial buy spread fee.

Annual fund charges

	Management fees (excluding GST)	Estimated Administration charges (including GST)	Total Annual fund charges
NZ Shares Fund	0.75%	0.03%	0.78%
Australian Shares Fund	0.45%	0.03%	0.48%
Ethical Leaders NZ Shares Fund	0.75%	0.19%	0.94%

Management fees - We charge an annual management fee to each fund as set out above. GST is currently charged at 15% on 10% of the management fee in accordance with the non-binding IRD agreement with the Financial Services Council of New Zealand Incorporated on behalf of the funds management industry. GST on management fees is currently under review and therefore this percentage may change in the future.

Administration charges - These charges cover the general management of the fund e.g. supervisor, legal, custodian and audit fees. Subject to the exception noted below, they also cover charges payable in respect of the underlying funds that the above funds invest in. These charges are an estimate. Actual charges over the previous 12 months are available in the latest fund update.

Buy/Sell spreads

Indicative buy and sell spreads as at the date of this PDS are set out in the table below:

	Buy spread	Sell spread
NZ Shares Fund	0.45%	0.45%
Australian Shares Fund	0.20%	0.20%
Ethical Leaders NZ Shares Fund	0.45%	0.45%

These spreads may change at any time and without notice to investors.

Explanation

Buy/Sell spreads - The purpose of buy/sell spreads is to ensure fair treatment of all investors in the fund by making sure that any trading costs incurred as a result of an investor entering or leaving the fund are borne by that investor, and not other investors in the fund.

When you enter or leave a fund, the buy or sell spread will be a cost to you. The buy spread is added to the unit price on entry to the fund, and the sell spread is deducted from the unit price on exit from the fund. The buy/sell spreads belong to the fund and are not fees paid to us. There is no GST charged on buy/sell spreads.

We determine the buy/sell spreads based on what we consider to be the expected trading expenses incurred by the fund in carrying out the buy/sell request. Buy/sell spreads may rapidly change in stressed market conditions and therefore we will regularly review the spreads to ensure they are appropriate for the prevailing market conditions. We may change the buy/sell spreads from time to time and without notice to investors. To view the current buy/sell spreads applicable to the funds, please go to www.ampcapital.com/nz/spreads.

There are no other one-off fees currently being charged to any of the funds offered under this PDS.

Example of how fees apply to an investor

Deborah invests \$10,000 in the Ethical Leaders NZ Shares Fund. A buy spread of 0.45% is incorporated in the unit price that she pays for her investment. This equates to \$45.

This brings the starting value of her investment to \$9,955.

She is also charged management and administration fees, which work out to about \$93.57 (0.94% of \$9,955). These fees might be more or less if the value of her investment has increased or decreased over the year.

Estimated total fees for the first year

Buy spread: \$45

Fund charges: \$93.57

See the latest fund update for an example of the actual returns and fees investors were charged over the past year.

This example applies only to the Ethical Leaders NZ Shares Fund. If you are considering investing in other funds in the scheme, this example may not be representative of the actual fees you may be charged.

The fees can be changed

We can change fees from time to time. We can also add new fees. The rules about fee changes are in the Trust Deed which can be found on the scheme register at www.companiesoffice.govt.nz/disclose.

AMP Investment Management (N.Z.) Limited must publish a fund update for each fund showing the fees actually charged during the most recent year. Fund updates, including past updates, are available on the offer register at www.companiesoffice.govt.nz/disclose.

6. What taxes will you pay?

Each fund is a portfolio investment entity. The amount of tax you pay is based on your PIR. To determine your PIR, go to www.ird.govt.nz/roles/portfolio-investment-entities/find-my-prescribed-investor-rate. If you are unsure of your PIR, we recommend you seek professional advice or contact the Inland Revenue. It is your responsibility to tell the Manager (or, if you invest through an administration and/or custodial service, the provider of that service) your PIR when you invest or if your PIR changes.

The Manager will apply the PIR you provide, unless the Manager is directed by Inland Revenue to apply a different rate. If you do not tell the Manager (or the provider of the administration and/or custodial service you invest through, if applicable), a default rate may be applied. If you are a New Zealand resident natural person (excludes those acting in the capacity of a trustee) and the advised PIR is lower than the correct PIR, you may need to pay any tax shortfall, plus interest, and penalties. If you are a New Zealand resident natural person (excludes those acting in the capacity of a trustee) and the default rate or the advised PIR is higher than the correct PIR, then any additional tax paid by the Scheme on your behalf may reduce your income tax liability for that income year, and may give rise to a tax refund.

7. Who is involved?

About AMP Investment Management (N.Z.) Limited

AMP Investment Management (N.Z.) Limited is the manager of the funds.

You can contact us by:

Telephone: 0800 400 499

Overseas: +64 (4) 494 2157

Email: ampcapitalnz@ampcapital.com

In writing:

AMP Investment Management (N.Z.) Limited

PO Box 3764

Wellington 6140

In person:

Level 1, Meridian Building,

55 Lady Elizabeth Lane

Queens Wharf

Wellington 6011

Who else is involved?

Title	Name	Role
Supervisor	The New Zealand Guardian Trust Company Limited	Supervisor of the funds under the FMC Act, responsible for supervising AMP Investment Management (N.Z.) Limited as manager of the funds.
Custodian	BNP Paribas Fund Services Australasia Pty Ltd	Appointed by the Supervisor to hold the assets of the funds on behalf of investors.
Investment Manager	AMP Capital Investors (New Zealand) Limited	Makes decisions about what the funds invest in. The investment manager may also appoint sub-investment managers to manage fund assets.
Investment Manager	Salt Funds Management Limited	Appointed by AMP Investment Management (N.Z.) Limited as investment manager of the NZ Shares Fund. Makes decisions about what the funds invest in.
Investment Manager	Harbour Asset Management	Appointed by AMP Investment Management (N.Z.) Limited as investment manager of the Ethical Leaders NZ Shares Fund. Makes decisions about what the funds invest in.
Administration Manager	AMP Capital Investors (New Zealand) Limited	Appointed by the Manager. Provides administration functions for the funds.

More information, including the Trust Deed, is available at www.companiesoffice.govt.nz/disclose.

You will invest in the Funds through an administration and custodial service we deal with. In this case, the administration and custodial service will hold the units in the Funds on your behalf. You should refer to the administration and custodial service terms and the relevant marketing information about investing in the funds through that service for more information.

8. How to complain

Any complaints or problems with the investment should be directed to the Manager using the contact details in section 7 of the PDS, "Who is involved?" on page 10.

In addition, the Manager is a member of Financial Services Complaints Limited, a dispute resolution scheme approved under the Financial Service Providers (Registration and Dispute Resolution) Act 2008. Under that scheme, if you have any complaints or problems with your investment, you should first try to resolve these with the Manager.

If your complaint cannot be resolved with the Manager, you may direct your complaint to:

Financial Services Complaints Limited
4th Floor, 101 Lambton Quay
PO Box 5967, Wellington

Telephone: 0800 347 257

Overseas: +64 (4) 472 3725

Fax: +64 (4) 472 3728

The scheme will not charge a fee to any complainant to investigate or resolve a complaint.

If you are not satisfied with the outcome of your complaint you can contact the Supervisor:

Manager Corporate Trusts
The New Zealand Guardian Trust Company Limited
Level 2, Perpetual Guardian House
99 Customhouse Quay
PO Box 3845, Wellington 6140

Telephone: (04) 901 5406

9. Where you can find more information

Further information relating to the AMP Capital New Zealand and Australian Shares Funds is available on the offer register and the scheme register at www.companiesoffice.govt.nz/disclose and a copy of information on the offer register or scheme register is available on request to the Registrar of Financial Service Providers.

Other information we will provide

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

Information	How to obtain
Latest unit price	The latest unit price is available on our website: www.ampcapital.com .
Fund information relevant to you	You can inspect documents we hold that are relevant to you, and other documents that are legally required to be provided to you, at our offices during normal business hours, or request an extract of those documents, by written request to us.
Fund updates	The fund updates for the funds will be publicly available from our website and can be requested from us.

You will also be sent an annual tax statement which will include the amount of PIE income allocated to you and the amount of tax paid at your chosen PIR. You will also be asked to confirm your IRD number and PIR.

You can find general information about us, the funds, and our management team on our website www.ampcapital.com

10. How to apply

You will invest in the Funds through an administration and custodial service we deal with. In this case you will not be a direct investor in a Fund and will not have a direct relationship with the Supervisor or ourselves. Instead, the Supervisor and the Manager have a direct relationship with the administration and custodial service, and they will be able to exercise any rights attached to units held. We will send all reports, distribution notifications, and documentation to the administration and custodial service, not directly to you.

We have entered into arrangements with select administration and custodial services in relation to investing in the Funds. As such, you should contact your financial adviser or administration and custodial service for more information on minimum investment or withdrawal levels and cut off times for application. You should refer to the administration and custodial service terms and the relevant marketing information about investing in the funds through that service.

If you wish to invest in the Funds and you do not have a financial adviser or administration and custodial service then please contact us using the contact details in section 7 of this PDS, "Who is involved?" on page 10.

Glossary

"AMP Capital Australia" means AMP Capital Investors Limited, a company incorporated in Australia.

"Australian Shares Fund" means AMP Capital Australian Shares Fund.

"Current Value" means the value of the assets of the fund less the value of the liabilities of the fund as defined in more detail in the Trust Deed.

"Ethical Leaders Charter" means the charter that has been established for the Ethical Leaders Funds, available at www.ampcapital.com/ethicalcharter.

"Ethical Leaders NZ Shares Fund" means AMP Capital Ethical Leaders NZ Shares Fund.

"FMC Act" means the Financial Markets Conduct Act 2013.

"Gross Return" means the return before the deduction of tax, expenses and fees and assumes all income is reinvested.

"Manager" means AMP Investment Management (N.Z.) Limited.

"NZ Shares Fund" means AMP Capital NZ Shares Fund.

"Trust Deed" means the AMP Capital Investment Retail Funds Trust Deed dated 24 November 2015 (as amended and consolidated from time to time).

Words or phrases not defined in this Glossary have the same meaning as in the Trust Deed.

Contact details

Wellington office

Level 1, Meridian Building
55 Lady Elizabeth Lane
Queens Wharf
Wellington 6011
PO Box 3764
Wellington 6140

Auckland office

Level 16, PwC Tower
188 Quay Street
Auckland 1010
PO Box 5346,
Wellesley Street,
Auckland 1141
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Monday to Friday
E: ampcapitalnz@ampcapital.com