

Target Market Determination – Pivotal Diversified Fund

This Target Market Determination (**TMD**) is required under section 994B of the *Corporations Act 2001* (Cth) (**The Act**). It sets out a class of consumers for whom the product, including its key attributes, would likely be consistent with their likely objectives, financial situation and needs. The TMD additionally outlines distribution conditions and information related to review and monitoring as well as certain other information. It forms part of the Issuer’s design and distribution arrangements for Pivotal Diversified Fund (**Product**).

This document is **not** a product disclosure statement and **not** a summary of the product features or terms of the product. This document provides general information only and does not take into account any person’s individual objectives, financial situation or needs. Persons interested should carefully read the Product Disclosure Statement (PDS) for the Product before making a decision whether to buy this Product.

Target Market Summary	This product is likely to be appropriate for consumers seeking capital growth and looking for a diversified investment holding. The consumer will typically have a medium to long term investment horizon, a very high risk/return profile and needs at least quarterly access to capital. It suits investors with a growth investment profile or looking to fill the growth component of an investment portfolio, which is complimented with more defensive investments.
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Fund	Pivotal Diversified Fund	Issuer	Vasco Responsible Entity Services Limited
ARSN	ARSN 653 359 445	Issuer ABN	ACN 160 969 120
Date TMD approved	18 January 2023	Issuer AFSL	AFSL 434 533
TMD Version	2.0	TMD Status	Current

DESCRIPTION OF TARGET MARKET

TMD Indicator Key

The Consumer Attributes for which the product is likely to be appropriate have been assessed using a red/amber/green rating methodology with appropriate colour coding:

In target market	Potentially in target market	Not considered in target market
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Instructions

In the tables below, Column 1, Consumer Attributes, indicates a description of the likely objectives, financial situation and needs of the class of consumers that are considering this product. Column 2, TMD indicator, indicates whether a consumer meeting the attribute in column 1 is likely to be in the target market for this product.

Generally, a consumer is unlikely to be in the target market for the product if:

- **one or more** of their Consumer Attributes correspond to a **red** rating, or
- **three or more** of their Consumer Attributes correspond to an **amber** rating.

Definitions of terms are in the attachment or otherwise in the PDS.

Investment Products and Diversification

A consumer (or class of consumer) may intend to hold a product as part of a diversified portfolio (typically with an intended product use of satellite/small allocation or core component). In such circumstances, the product should be assessed against the consumer's attributes for the relevant portion of the portfolio, rather than the consumer's portfolio as a whole. For example, a consumer may seek to construct a conservative portfolio with a satellite/small allocation to growth assets. In this case, it may be likely that a product with a High or Very High risk/return profile is consistent with the consumer's objectives for that allocation notwithstanding that the risk/return profile of the consumer as a whole is Low or Medium. In making this assessment, distributors should consider all features of a product (including its key attributes).

Consumer Attributes	TMD Indicator	Product description including key attributes
Consumer's investment objective		
Capital Growth	In target market	The Investment Manager's strategy is to invest in a number of underlying investment opportunities, but predominately in hedge funds. The strategies of each underlying investment opportunity are as described in their prospectus, information memorandum or other appropriate offer document. The Fund will provide investors with a spread across these investments according to the allocation rules.
Capital Preservation	Not considered in target market	
Capital Guaranteed	Not considered in target market	

Income Distribution	Potentially in target market	The Fund is targeting an annual rate of return to investors of 13%, net of all fees, over a rolling 5-year period. Investors should note that this is a target only and is not a forecast or guaranteed
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		return and actual returns may be lower than the target return. Distributions are intended to be made annually.
Consumer's intended product use (% of investable assets)		
Solution/standalone (75-100%)	Not considered in target market	The Fund invests in underlying funds where the overwhelming majority of investments are in listed securities in Domestic and International Markets. Each of the underlying funds takes a long to medium term capital growth approach. The Fund provides wide exposure within a single investment vehicle, therefore provides a medium level of portfolio diversification.
Core Component (25-75%)	Not considered in target market	
Satellite/small allocation (<25%)	In target market	
Consumer's investment timeframe		
Short (≤ 2 years)	Not considered in target market	Each of the underlying funds takes a long to medium term capital growth approach. The suggested minimum term is therefore a period of 5+ years.
Medium (2 - 5 years)	Not considered in target market	
Long (> 5 years)	In target market	
Consumer's Risk (ability to bear loss) and Return profile		
Very high	In target market	The Fund is in a very high-risk band.
High	Potentially in target market (subject to other factors) *	The Fund is a hedge fund of funds, so invests in underlying funds with a very high-risk profile and aims for a target return of 13% per annum. There are corresponding risks including leverage, short selling and derivative risk. Other relevant risks are highlighted in the Fund PDS.
Medium	Not considered in target market	
Low	Not considered in target market	Note*: While the Fund is targeted at investors who have a Very High risk / return profile, it may also be suitable for investors with a High risk / return profile, but only where the investor has a very small allocation (<5%) to the Fund as part of an investment portfolio. It is recommended investors who identify as having a 'High' risk profile who are seeking to incorporate the Fund as part of an investment portfolio seek independent financial advice.
Consumer's need to withdraw money		
Daily	Not considered in target market	Withdrawal requests are processed on a monthly basis and investors are required to provide at least 30 days' notice prior to the end of the month to which the withdrawal request relates. Though the Fund is still subject to liquidity risk, underlying investments of the Fund are predominately invested in highly liquid Australian and international listed or over-the-counter financial market instruments.
Weekly	Not considered in target market	
Monthly	Not considered	

	in target market
Quarterly	In target market
Annually or longer	In target market

APPROPRIATENESS

The Issuer has assessed the product and formed the view that the product, including its key attributes, is likely to be consistent with the likely objectives, financial situation and needs of consumers in the target market as described above, as the features of this product in Column 3 of the table above are likely to be suitable for consumers with the attributes identified with a green TMD Indicator in Column 2.

DISTRIBUTION AND REVIEW

This product can only be offered and/or issued in accordance with the relevant product terms and conditions outlined in the Product Disclosure Statement (as amended from time to time).

Distribution Conditions/restrictions	
Distribution channel	Condition / rationale
Direct	<p>Direct investors who are wholesale or sophisticated investors can invest in the Fund.</p> <p>Direct investors who are retail investors are asked to complete a series of questions in the application form in order for the Issuer to understand whether the consumer is likely to be within the target market. The Issuer will review the information provided in response to the questions, assess those answers against the Fund's key attributes (set out above), and assess whether it is likely the investor is in the target market and an investment in the Fund would likely be consistent with the likely objectives, financial situation and needs of the investor. Where the Issuer concludes the investor is not likely to be within the target market, the Issuer may reject the application or seek further information from the investor.</p>
Adviser (personal advice)	<p>Investor to confirm through online application they have received personal advice.</p> <p>Financial adviser to provide details of AFS licence and confirm they have reviewed and considered the TMD in providing personal advice to the investor.</p>

Review triggers

- 1) Any material change to key attributes, fund investment objective and/or fees which may reasonably suggest the TMD is no longer appropriate.
- 2) Any material deviation from benchmark / objective over sustained period.
- 3) The key attributes have not performed as disclosed by a material degree and for a material period.
- 4) Any significant increase in fund outflow or losses suffered by unit holders which reasonably suggests the product is not going to achieve its investment objective over a certain time.
- 5) The liquidity of the product has changed, reasonably suggesting that this TMD is no longer appropriate.
- 6) Determination by the Issuer of a Significant Dealing to be reported to ASIC which reasonably suggests that TMD is no longer appropriate.
- 7) The receipt of a Material or unexpectedly high number of complaints (as defined in section 994A (1) of the Act) from consumers who have acquired this product, regarding the product design, features, availability and distribution condition that would reasonably suggest the TMD is no longer appropriate.
- 8) The receipt of a Product Intervention Power order from ASIC
- 9) The receipt of regulatory orders or directions that affects the product.

Mandatory review periods

Review period	Maximum period for review
Initial Review	1 Year
Subsequent review	1 Year from the date of the prior review (for whatever reason)

Distributor reporting requirements

Reporting requirement	Reporting period	Which distributors this requirement applies to
Complaints (as defined in section 994A (1) of the Act) relating to the product design, product availability and distribution. The distributor should provide all the content of the complaint, having regard to privacy.	Within 10 business days following end of calendar quarter	All distributors
Significant dealing outside of target market, under s994F (6) of the Act. See Definitions for further detail.	As soon as practicable but no later than 10 business days after distributor becomes aware of the significant dealing.	All distributors

To the extent a distributor is aware of dealings outside the target market these should be reported to the issuer, including reason why acquisition is outside of target market, and whether acquisition occurred under personal advice.	Within 10 business days following end of calendar quarter	All distributors
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This document provides general information only and does not take into account a person's individual objectives, financial situation or needs. Before making an investment decision a person should critically assess whether this product is appropriate and obtain financial advice tailored to the person having regard to personal objectives and circumstances. This document is not a financial product recommendation or an offer or solicitation with respect to the purchase or sale of any financial product in any jurisdiction.

DEFINITIONS

Term	Definition
Consumer's investment objective	
Capital Growth	The consumer seeks to invest in a product designed to generate capital return. The consumer prefers exposure to growth assets or otherwise seeks an investment return above the current inflation rate.
Capital Preservation	The consumer seeks to invest in a product to reduce volatility and minimise loss in a market down-turn. The consumer prefers exposure to defensive assets (such as cash or fixed income securities) that are generally lower in risk and less volatile than growth investments.
Capital Guaranteed	The consumer seeks a guarantee or protection against capital loss whilst still seeking the potential for capital growth (typically gained through a derivative arrangement). The consumer would likely understand the complexities, conditions and risks that are associated with such products.
Income Distribution	The consumer seeks to invest in a product designed to distribute regular and/or tax-effective income. The consumer prefers exposure to income-generating assets (typically, high dividend-yielding equities, fixed income securities and money market instruments).
Consumer's intended product use	
Solution/Standalone (75-100%)	The consumer intends to hold the investment as either a part or the majority (up to 100%) of their total <i>investable assets</i> (see definition below). The consumer typically prefers exposure to a product with at least High portfolio diversification (see definitions below).
Core Component (25-75%)	The consumer intends to hold the investment as a major component, up to 75%, of their total <i>investable assets</i> (see definition below). Consumer typically prefers exposure to a product with at least Medium portfolio diversification (see definitions below).
Satellite (<25%)	The consumer intends to hold the investment as a smaller part of their total portfolio, as an indication it would be suitable for up to 25% of the total <i>investable assets</i> (see definition below). The consumer is likely to be comfortable with exposure to a product with Low portfolio diversification (see definitions below)
Investable Assets	Those assets that the investor has available for investment, excluding the residential home.
Portfolio diversification (for completing the key product attribute section of consumer's intended product use)	
Low	Low Single asset class, single country, low or moderate holdings of securities - e.g., high conviction Aussie equities.
Medium	Medium 1-2 asset classes, single country, broad exposure within asset class, e.g., Aussie equities "All Ords".
High	High Highly diversified across either asset classes, countries or investment managers, e.g., Australian multi-manager balanced fund or global multi-asset product (or global equities).
Consumer's Risk (ability to bear loss) and Return profile	
Short (≤ 2 years)	Short (≤ 2 years) The consumer has a short investment timeframe and may wish to redeem within two years.

Medium (2 – 5 years)	Medium (2 – 5 years) The consumer has a medium investment timeframe and is unlikely to redeem within five years.
Long (> 5 years)	Long (> 5 years) The consumer has a long investment timeframe and is unlikely to redeem within five years
Consumer’s Risk (ability to bear loss) and Return profile	
<p>Issuers should undertake a comprehensive risk assessment for each product. The FSC strongly recommends adoption of the Standard Risk Measure (SRM) to calculate the likely number of negative annual returns over a 20 year period, using the guidance and methodology outlined in the <i>Standard Risk Measure Guidance Paper For Trustees</i>. SRM is not a complete assessment of risk and potential loss. For example, it does not detail important issues such as the potential size of a negative return or that a positive return could still be less than a consumer requires to meet their investment objectives/needs. Issuers may wish to supplement the SRM methodology by also considering other risk factors. For example, some products may use leverage, derivatives or short selling, may have liquidity or withdrawal limitations, or otherwise may have a complex structure or increased investment risks, which should be documented together with the SRM to substantiate the product risk rating.</p> <p>A consumer’s desired product return profile would generally take into account the impact of fees, costs and taxes.</p> <p>For the avoidance of doubt, in measuring risk to determine the risk and return profiles of investors in the target market the Issuer has used SRM and also had regard to other risk factors including leverage, short selling and derivative risk and other risks as detailed in the Fund PDS, including development and valuation risk, key person risk, performance and returns risk. That is, to measure risk, the Issuer has had regard to numerous factors relevant to the Fund’s underlying investments including the number of years of a potential negative return and the potential size and likelihood of any negative returns.</p>	
Very high	<p>The consumer has a more aggressive or very high-risk appetite, seeks to maximise returns and can accept higher potential losses (e.g., has the ability to bear 6 or more negative returns over a 20-year period (SRM 7) and other risk factors, such as leverage, short selling and derivative risk, and other relevant risks as highlighted in the Fund PDS.). The consumer has a very high tolerance for the real risk investment in the product may result in the loss of all or a significant portion of the capital invested because of the nature of the markets invested in by the product and its underlying investments. The consumer has a very high tolerance that these markets can be complex, volatile, and especially vulnerable to fluctuation having regard to prevailing economic conditions.</p> <p>Consumer typically prefers growth assets such as shares, property and alternative assets.</p>
High	<p>The consumer is higher risk in nature and can accept higher potential losses (e.g., has the ability to bear up to 6 negative returns over a 20-year period (SRM 6) and other risk factors, such as leverage, short selling and derivative risk, and other relevant risks as highlighted in the Fund PDS.) in order to target a higher target return profile. The consumer has a high tolerance for the real risk investment in the product may result in the loss of all or a significant portion of the capital invested because of the nature of the markets invested in by the product and its underlying investments. The consumer has a high tolerance that these markets can be complex, volatile, and especially vulnerable to fluctuation having regard to prevailing economic conditions.</p> <p>Consumer typically prefers predominantly growth assets such as shares, property and alternative assets with only a smaller or moderate holding in defensive assets such as cash and fixed income.</p>

Medium	<p>The consumer is moderate or medium risk in nature, seeking to minimise potential losses (e.g., has the ability to bear up to 4 negative returns over a 20-year period (SRM 3 to 5) and other risk factors, such as leverage, short selling and derivative risk, and other relevant risks as highlighted in the Fund PDS) and comfortable with a moderate target return profile.</p> <p>Consumer typically prefers a balance of growth assets such as shares, property and alternative assets and defensive assets such as cash and fixed income.</p>
Low	<p>The consumer is conservative or low risk in nature, seeks to minimise potential losses (e.g., has the ability to bear up to 1 negative return over a 20-year period (SRM 1 to 2) and other risk factors, such as leverage, short selling and derivative risk, and other relevant risks as highlighted in the Fund PDS) and is comfortable with a low target return profile.</p> <p>Consumer typically prefers defensive assets such as cash and fixed income.</p>
<p>Consumer's need to withdraw money</p>	
<p>Issuers should consider in the first instance the redemption request frequency under ordinary circumstances. However, the redemption request frequency is not the only consideration when determining the ability to meet the investor's requirement to access capital. To the extent that the liquidity of the underlying investments or possible liquidity constraints (e.g., ability to stagger or delay redemptions) could impact this, this is to be taken into consideration in completing this section.</p>	

Daily/Weekly/Monthly /Quarterly/Annually or longer	The consumer seeks to invest in a product which permits redemption requests at this frequency under ordinary circumstances and the issuer is typically able to meet that request within a reasonable period.
Distributor Reporting	
Significant dealings	<p>Section 994F (6) of the Act requires distributors to notify the issuer if they become aware of a significant dealing in the product that is not consistent with the TMD. Neither the Act nor ASIC defines when a dealing is ‘significant’ and distributors have discretion to apply its ordinary meaning.</p> <p>The issuer will rely on notifications of significant dealings to monitor and review the product, this TMD, and its distribution strategy, and to meet its own obligation to report significant dealings to ASIC.</p> <p>Dealings outside this TMD may be significant because:</p> <ul style="list-style-type: none"> • they represent a material proportion of the overall distribution conduct carried out by the distributor in relation to the product, or • they constitute an individual transaction which has resulted in, or will or is likely to result in, significant detriment to the consumer (or class of consumer). <p>In each case, the distributor should have regard to:</p> <ul style="list-style-type: none"> • the nature and risk profile of the product (which may be indicated by the product’s risk rating or withdrawal timeframes), • the actual or potential harm to a consumer (which may be indicated by the value of the consumer’s investment, their intended product use or their ability to bear loss), and • the nature and extent of the inconsistency of distribution with the TMD (which may be indicated by the number of red or amber ratings attributed to the consumer). <p>Objectively, a distributor may consider a dealing (or group of dealings) outside the TMD to be significant if:</p> <ul style="list-style-type: none"> • it constitutes more than half of the distributor’s total retail product distribution conduct in relation to the product over the reporting period, • the consumer’s intended product use is <i>Solution / Standalone</i>, or • the consumer’s intended product use is <i>Core component</i> and the consumer’s risk (ability to bear loss) and return profile is <i>Low</i>.