

TARGET MARKET DETERMINATION



KKR Private Equity (K-PRIME) Fund (AUD) Class B

Issuer	Channel Investment Management Limited (CIML)				
AFSL	439007	ABN	22 163 234 240		
ARSN	666 531 184	APIR Code	CHN0407AU	ISIN Code	AU60CHN04078
Underlying Fund Investment Manager	Kohlberg Kravis Roberts & Co. L.P (KKR)				
Date Issued	01 March 2024	Version	2.0	Status	Available

TARGET MARKET SUMMARY

the fund is suitable for investors seeking capital growth via an actively managed diversified portfolio of global private equity investments to be used as a satellite component of their portfolio where the investor has a medium to long-term investment timeframe of at least 5 years and a high risk/return profile. The fund is designed for investors who have a limited need for liquidity in their investment and is therefore not suitable for investors who depend on short-term availability of their funds. Whilst it is expected that redemptions will be offered monthly on the last calendar day of each month, the responsible entity may reject redemption requests at its discretion and redemptions are subject to available cash in the fund and the fund's ability to redeem from the Underlying Fund.

TARGET MARKET DETERMINATION INDICATOR KEY

The Investor Attributes for which the fund is likely to be appropriate have been assessed using a red/green rating methodology with the following meaning:

In target market	Not considered in target market
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INVESTMENT PRODUCTS AND DIVERSIFICATION

An investor (or class of investor) may intend to hold units in the fund as part of a diversified portfolio (typically with an intended product use of satellite/small allocation). In such circumstances, the fund should be assessed against the investor's attributes for the relevant portion of the portfolio, rather than the investor's portfolio as a whole. For example, an investor 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 risk/return profile is consistent with the investor's objectives for that allocation notwithstanding that the risk/return profile of the investor as a whole is low or medium. In making this assessment, distributors should consider all features of a product (including its key attributes).

INVESTOR ATTRIBUTES

INVESTOR INVESTMENT OBJECTIVE

Capital Growth	In target market	The fund seeks to attain medium to long-term capital appreciation. It provides an actively managed AUD hedged exposure to a diversified portfolio of private equity investments via investing in KKR Private Markets Equity Fund SICAV SA Class I (the 'Underlying Fund').
Capital Preservation	Not considered in target market	
Income Distribution	Not considered in target market	
		The fund seeks to distribute annually when income is available to distribute. Investors should be aware that income may not be available to distribute at every set distribution period.
		There is no guarantee that the fund will achieve its investment objective.

INVESTOR PRODUCT USE (% OF INVESTABLE ASSETS)

Solution/Standalone (up to 100%)	Not considered in target market	The Fund intends to invest in the following: <ul style="list-style-type: none"> • units in the Underlying Fund; and • cash (for short-term fund operations).
Major Allocation (up to 75%)	Not considered in target market	
Core Component (up to 50%)	Not considered in target market	<p>Authorised investments of the Underlying Fund include, but are not limited to:</p> <ul style="list-style-type: none"> • KKR managed private equity funds; • other funds managed by KKR or third-party fund managers; • capital commitments to commingled, blind pool funds managed by KKR or third-party fund managers; • investments in companies and other private assets, directly or through intermediate entities; • opportunistic investments, including but not limited to, preferred and/or structured equity investments, opportunistic credit, mezzanine debt investments and high performing debt strategies; • cash and cash equivalents, including but not limited to, U.S. and European syndicated loans and high-yield debt; and derivative instruments used to hedge foreign currency risk.
Minor Allocation (up to 25%)	In target market	
Satellite/Small Allocation (up to 10%)	In target market	

INVESTOR MINIMUM SUGGESTED INVESTMENT TIMEFRAME

Minimum Investment Timeframe	5+ years	Minimum suggested investment timeframe of at least 5 years
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INVESTOR RISK/RETURN PROFILE

Low	Not considered in target market	The fund has a high risk/return profile.
Medium	Not considered in target market	
High	In target market	
Very High	In target market	

INVESTOR WITHDRAWAL NEEDS

Within 1 week from request	Not considered in target market	<p>It is expected that, while the fund is liquid, requests for redemption of units will generally be processed monthly on the last calendar day of each month. The request must be received 10 business days prior to the last calendar day of the month to qualify for that redemption period.</p> <p>The investor's ability to withdraw is subject to:</p> <ul style="list-style-type: none"> • The availability of liquidity in the fund; • The fund's ability to redeem from the Underlying Fund; • A minimum redemption amount of \$50,000. <p>Where the fund is unable to withdraw its interests in the Underlying Fund or is restricted in the amount it may withdraw, it is likely that the responsible entity will not accept redemption requests (or will not accept redemption requests in full) and accordingly this will limit the ability of Investors to withdraw from the fund.</p>
Within 2 weeks of request	Not considered in target market	
Within 1 month of request	In target market	
Within 3 months of request	In target market	
Annually or longer (additional details provided)	In target market	

APPROPRIATENESS

The Issuer has assessed the fund and formed the view that the fund, including its key attributes, is likely to be consistent with the likely objectives, financial situation and needs of investors 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 investors with the attributes identified with a green Target Market Determination (TMD) Indicator in Column 2.

DISTRIBUTION CHANNELS AND CONDITIONS

CHANNEL	CONDITIONS
Special invitation only	<ul style="list-style-type: none">Please note that this class is by invitation only. Therefore, the offer documents are not publicly available and are not for general distribution.The minimum investment amount is \$50,000,000 (the Issuer has discretion to accept lower amounts).

REVIEW REQUIREMENTS

REVIEW TRIGGERS

Material change to key attributes and/or fees
Material deviation from benchmark/objective over sustained period
Key attributes have not performed as disclosed by a material degree and for a material period
Determination by the Issuer of an ASIC reportable Significant Dealing
Material or unexpectedly high number of complaints (as defined in section 994A(1) of the Act) about the fund or distribution of the fund
Material or unexpectedly high number of withdrawal requests the fund
The use of Product Intervention Powers, regular orders or directions that affects the fund
Any other event occurs that indicates that, in the reasonable opinion of the Issuer, indicates that this TMD is no longer applicable

REVIEW PERIODS

Initial review	Within 1 year and 3 months.
Regular scheduled review	Annually, following the initial review

DISTRIBUTOR REPORTING

REGULAR REPORTING

Complaints relating to the fund design, product availability and distribution (as defined in section 994A(1) of the Act)	Quarterly (within 10 business days of the end of each calendar quarter)
Significant dealing outside of target market (s994F(6) of the Act) See Definitions for further detail	As soon as practicable (no later than 10 days of the Distributor becoming aware)

CONTACT DETAILS

For any queries in relation to this target market determination or associated products, please contact clientservices@channelcapital.com.au or visit the fund's website www.kkr-knight.com.au.

DISCLAIMER

This Target Market Determination (TMD) is required under section 994B of the Corporations Act 2001 (Cth) (the Act) and is prepared by Channel Investment Management Limited ACN 163 234 240 AFSL 439007 (CIML) as the responsible entity and Issuer of units for the fund. It sets out the class of investors for whom the fund, including its key attributes, would likely be consistent with their likely objectives, financial situation and needs. In addition, the TMD outlines the triggers to review the target market and certain other information. It forms part of CIML's design and distribution arrangements for the fund.

This document is not a product disclosure statement and is not a summary of the fund features or terms of the fund. This TMD does not take into account any person's individual objectives, financial situation or needs. For that reason, persons interested in acquiring this product will need to consider the appropriateness of the information contained in this TMD having regard to their objectives, financial situation and needs and should carefully read the Product Disclosure Statement (PDS) for the fund before making a decision whether to invest in this fund.

Important terms used in this TMD are defined in the Definitions section of this document. Capitalised terms have the meaning given to them in the fund's PDS, unless otherwise defined. The PDS can be obtained by contacting the Client Services Team or on the fund's website at <https://www.channelcapital.com.au/>.

No representation or warranty, express or implied, is made as to the accuracy, completeness or reasonableness of any assumption contained in this document. To the maximum extent permitted by law, none of CIML, KKR and its directors, employees or agents accepts any liability for any loss arising, including from negligence, from the use of this document or its contents. This document shall not constitute an offer to sell or a solicitation of an offer to purchase or advice in relation to any securities within or of units in any investment fund or other investment product described herein. Any such offer shall only be made pursuant to an appropriate offer document. Past performance is not indicative of future performance.

DO NOT USE

DEFINITIONS

TERM	DEFINITION
INVESTOR'S INVESTMENT OBJECTIVE	
Capital Growth	The investor seeks to invest in a product designed to generate capital return. The investor prefers exposure to growth assets (such as shares or property) or otherwise seeks an investment return above the current inflation rate.
Capital Preservation	The investor seeks to invest in a product to reduce volatility and minimise loss in a market down-turn. The investor prefers exposure to defensive assets (such as cash or fixed income securities) that are generally lower in risk and less volatile than growth investments.
Income Distribution	The investor seeks to invest in a product designed to distribute regular and/or tax-effective income. The investor prefers exposure to income-generating assets (typically, high dividend-yielding equities, fixed income securities and money market instruments).
INVESTOR'S INTENDED PRODUCT USE	
Solution/Standalone (up to 100%)	The investor intends to hold the investment as a solution or standalone product, being up to 100% of their total Investable Assets (see definition below). The investor typically prefers exposure to a product with Very High portfolio diversification (see definition below).
Major Allocation (up to 75%)	The investor intends to hold the investment as a major component (up to 75%), of their total Investable Assets (see definition below). The investor is likely to seek a product with at least High portfolio diversification (see definition below).
Core Component (up to 50%)	The investor intends to hold the investment as a core component (up to 50%), of their total Investable Assets (see definition below). The investor typically prefers exposure to a product with at least Medium portfolio diversification (see definition below).
Minor Allocation (up to 25%)	The investor intend to hold the investment as a minor allocation (up to 25%) of their total Investable Assets (see definition below). The investor is likely to seek a product with at least Low portfolio diversification (see definition below).
Satellite/Small Allocation (up to 10%)	The investor intends to hold the investment as a smaller part of their total portfolio, as an indication it would be suitable for (up to 10%) of the total Investable Assets (see definition below). The investor is likely to be comfortable with exposure to a product with Very Low portfolio diversification (see definition below).
PORTFOLIO DIVERSIFICATION (for completing the key product attribute section of investor's intended product use)	
Low	Single asset class, single country, low or moderate holdings of securities, e.g. high conviction Australian equities.
Medium	1-2 asset classes, single country, broad exposure within asset class, e.g. Australian equities "All Ords".
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).
INVESTOR'S RISK (ABILITY TO BEAR LOSS)/ RETURN PROFILE	
<p>Issuers should undertake a comprehensive risk assessment for each product. The FSC 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 Standard Risk Measure Guidance Paper for Trustees. 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 an investor 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 fund risk rating.</p> <p>A investor's desired product return profile would generally take into account the impact of fees, costs and taxes.</p>	
Low	The investor 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 is comfortable with a low target return profile. Investor typically prefers defensive assets such as cash and fixed income.
Medium	The investor 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 comfortable with a moderate target return profile. Investor typically prefers a balance of growth assets such as shares, property and alternative assets and defensive assets such as cash and fixed income.
High	The investor 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)) in order to target a higher target return profile.

TERM	DEFINITION
Very High	<p>Investor 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> <p>The investor 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 possibly other risk factors, such as leverage).</p> <p>Investor typically prefers growth assets such as shares, property and alternative assets.</p>
INVESTOR'S WITHDRAWAL NEEDS	
<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 completing this section.</p>	
<p>Within 1 week from request / Within 2 weeks of request / Within 1 month of request / Within 3 months of request / Annually or longer (additional details provided)</p>	<p>The investor 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.</p>
DISTRIBUTOR REPORTING	
Approved Platforms	<p>Platforms are not authorised to distribute the fund unless:</p> <ul style="list-style-type: none"> • The Platform has completed due diligence process (as determined by the Issuer) and the Issuer has determined the Platform is competent and suitable to distribute the fund; and • The Issuer has provided, and not withdrawn, its consent to distribution of the fund by the Platform; and • The Platform, as distributor, complies with the terms and conditions of the Issuer's consent to distribution of the fund. These terms and conditions may include, as appropriate: <ul style="list-style-type: none"> ○ Periodic review/audit of the Platform's internal controls and distribution practices (for example, by requesting/reviewing a sample Application against the TMD and information collected by the Distributor). ○ Periodic reporting by the Platform to the Issuer on its compliance with the TMD and Design and Distribution Obligations. <p>A Platform can request to become an Approved Platform by writing to the Issuer at distribution@channelcapital.com.au</p>
Significant Dealing	<p>Section 994F(6) of the Act requires distributors to notify the Issuer if they become aware of a significant dealing in the fund 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. The Issuer will rely on notifications of significant dealings to monitor and review the fund, its 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 fund, or • they constitute an individual transaction which has resulted in, or will or is likely to result in, significant detriment to the investor (or class of investor). <p>In each case, the distributor should have regard to:</p> <ul style="list-style-type: none"> • the nature and risk profile of the fund (which may be indicated by the fund's risk rating or withdrawal timeframes), • the actual or potential harm to a investor (which may be indicated by the value of the investor'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 investor). <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 fund over the reporting period, • the investor's intended product use is Solution/Standalone, or • the investor's intended product use is Core Component and the investor's risk (ability to bear loss) and return profile is Low.