



SWIMM Pooled Mortgage Fund

PRODUCT DISCLOSURE STATEMENT
27 MARCH 2025

Issued by Sydney Wyde Mortgage Management Limited
ABN 19 090 567 150 | AFSL & ACL 245506

This document is a product disclosure statement (PDS). It contains important information for summarising the benefits, options, features and risks of the product.

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IMPORTANT INFORMATION

DESCRIPTION	SUMMARY
Responsible Entity and Issuer	The issuer of interests in the SWIMM Pooled Mortgage Fund ARSN 090 880 890 (Fund) is Sydney Wyde Mortgage Management Limited ABN 19 090 567 150 (Sydney Wyde, Responsible Entity or we or us). Sydney Wyde holds Australian financial services licence no: 245506 and Australian Credit Licence no: 245506. Contact details for Sydney Wyde are set out above in the Corporate Directory at Annexure A.
About this PDS	<p>This Product Disclosure Statement (PDS) was prepared by Sydney Wyde on and is dated 27 March 2025. This PDS has not been lodged with the Australian Securities and Investments Commission (ASIC) and is not required by <i>Corporations Act 2001</i> (Corporations Act) to be lodged with ASIC.</p> <p>Sydney Wyde will notify ASIC that this PDS is in use in accordance with section 1015D of the Corporations Act. None of Sydney Wyde, or its directors or associates, guarantees the repayment of moneys invested or any particular rate of return.</p>
Offer only in Australia	This PDS can only be used by investors receiving it (electronically or otherwise) in Australia. Applications from outside Australia will not be accepted through this PDS. For the avoidance of doubt, the interests in the Fund are not intended to be sold to US Persons as defined under Regulation S of the US federal securities laws.
Electronic copies of this PDS	If an electronic copy of this PDS is printed all pages including the application form must be printed. If this PDS is made available to another person, they must be provided with the entire electronic file or printout including the application form. If you are unsure whether the electronic document you have received is complete, please contact Sydney Wyde on 02 9369 3175. An electronic copy of the PDS and the TMD may be downloaded from Sydney Wyde's website or alternatively a printed copy of this PDS, the TMD (and any supplementary documents) can be obtained free of charge on request from Sydney Wyde or by contacting your financial adviser.
Updating Information	<p>The information in this PDS is up to date at the time of preparation. However, some information can change from time to time. Sydney Wyde may make available updated information in relation to this PDS. This may include matters that ASIC requires us to tell you about on a regular basis, such as disclosing against the benchmarks that apply to the Fund, which are referred to in Section 2 - ASIC Benchmarks and Disclosure Principles and any information that must be disclosed by Sydney Wyde to meet its continuous disclosure obligations, as well as any updated TMD.</p> <p>Investors may access this information at www.sydneywyde.au. Alternatively you may request a paper copy of the information, free of charge, by calling Sydney Wyde on 02 9369 3175 or by contacting your financial adviser. The information that Sydney Wyde will make available by way of these updates will not be information that is materially adverse to investors. If new information were materially adverse, it may need to be contained in a supplementary or replacement product disclosure statement.</p>

Further Information	If after reading this PDS you require further information about the Fund you should contact your independent adviser or Sydney Wyde. The contact details of Sydney Wyde are set out in the Corporate Directory of this PDS.
Terms Used	Certain words used in this PDS are given a particular meaning. A glossary of those terms is in Section 12.

Investment decisions are important.

They often have long term consequences.

You are urged to read this PDS and the TMD carefully, ask questions, and seek independent advice.

Sydney Wyde is not authorised to give any personal financial product advice. Importantly, this PDS does not take into account your investment objectives, financial position or particular needs. Before making an investment decision on the basis of this PDS and the current TMD, you need to consider or obtain independent advice about whether the investment is suitable in the light of your personal circumstances. No person is authorised by Sydney Wyde to give any information or to make any representation not contained in this PDS. Any information or representation not contained in this PDS must not be relied upon as having been authorised by or on behalf of Sydney Wyde. Important investment considerations and risks are set out in Section 1 - Key Features of the SWIMM Pooled Mortgage Fund of this PDS. Investment in the Fund is subject to investment and other risks. These could result in delays in repayment of, or loss of, income or capital invested.

SECTION 1 – KEY FEATURES OF THE SWIMM POOLED MORTGAGE FUND

DESCRIPTION	SUMMARY	ADDITIONAL INFORMATION
Minimum application	\$1,000.00, and multiples of \$500.00 for any additional investment at a minimum.	
Entry and/or exit fees	Nil	
Mortgage Investments	<p>Loans are secured by first mortgage to no more than 66.66% of valuation.</p> <p>Loans will be made to individuals predominantly for business and investment purposes, and to companies.</p> <p>Security for the loans will be residential, commercial or industrial property or vacant land.</p> <p>Where the security is in respect of a development the loan will be subject to a loan to valuation ratio (LVR) which will not exceed 66.66% of the land value and no further advances will be considered until the construction has reached a “lock-up” stage.</p>	(A summary of the loans made by the Fund as at 28 February 2025 appears in <i>Section 7 - Mortgage Investments</i>)
Withdrawals	At the end of each month, subject to limitations.	Refer to <i>Section 1 - Key Features of the SWIMM Pooled Mortgage Fund</i>
Income Distribution	Twice a year in arrears, within 2 months after each of 31 March and 30 September.	
Distribution method	Income distributions will be made directly into your nominated bank account.	
Reinvestment plan	Investors may elect to reinvest distributions into the Fund in multiples of \$500.	
Management fees and costs	Includes a Responsible Entity management fee of 1.155% (inclusive of GST, less RITCs) per annum of the net value of the assets of the Fund, accruing and payable quarterly in arrears.	Refer to <i>Section 6 - Fees and Other Costs</i>
Brokerage and commissions	<p>No brokerage or commissions are payable to advisers of investors from the assets of the Fund. Investors may have their own arrangements with their advisers or third parties as to the payment of fees, which may include payments from distributions to them.</p> <p>Trailer fees or other commission may be paid to third parties who introduce borrowers to the Fund, such as mortgage brokers. In such cases, the borrowers pay these</p>	Refer to <i>Section 6 - Fees and Other Costs</i>

	fees and not the Fund. However, Sydney Wyde may collect these fees as agent of the brokers.	
Borrowings	The Fund has no borrowings. Nor does Sydney Wyde intend that the Fund make any borrowings.	Refer to Section 2 - ASIC Benchmarks and Disclosure Principles
Investment risks	Investors should be aware that there are risks in investing in mortgages and the Fund.	

Please note that this is a summary only of the important features of an investment in the Fund. You should read this PDS, the latest relevant TMDs and the current RG 45 Report in their entirety before deciding whether to invest in the Fund.

SECTION 2 – ASIC BENCHMARKS AND DISCLOSURE PRINCIPLES

Disclosure against the ASIC RG 45 benchmarks and disclosure principles is current as at 28 February 2025, unless otherwise stated, and may change during the currency of this PDS. These disclosures will be updated at least twice yearly and if there is a significant adverse change. Updated disclosures will be available on our website for the Fund at www.sydneywyde.au. It is anticipated that the next update will be as at 31 August 2025.

ASIC benchmark / principle	Is the benchmark met?	Sydney Wyde response	Further information
Liquidity			
Benchmark 1	Yes	Current and future prospects of liquidity	See Benchmark 8: <i>Withdrawal Arrangements</i> below.
Disclosure Principle 1	-	<p>The Responsible Entity has a well-established policy in place to manage liquidity. The liquidity of the Fund is sufficient to meet current projected cash needs, and it is anticipated this will remain so in future.</p> <p>Cash flow estimates and projected cash needs</p> <p>The Responsible Entity discloses that:</p> <ul style="list-style-type: none"> it ensures that at all times the Fund has cash or cash equivalents sufficient to meet its projected cash needs over the next 12 months; and it has no reason not to believe that it will have cash or cash equivalents sufficient to meet its projected cash needs over the next 12 months. <p>The Responsible Entity updates its cash flow needs to meet the Fund's expenses and liabilities, as well as any other cash flow needs every month. These estimates are approved by the board of the Responsible Entity at least every 3 months. The assumptions used to monitor liquidity are reviewed by the board on a regular basis.</p> <p>The Responsible Entity's policy on balancing maturities</p> <p>The Responsible Entity's policy is to ensure that the Fund has sufficient cash or cash equivalents to meet the Fund's projected cash needs over rolling 12 month periods and to accommodate withdrawals at least up to the minimum withdrawal amount contained in the current withdrawal offer.</p>	
Scheme borrowing			
Benchmark 2	Yes	Sydney Wyde does not have current borrowings and does not intend to borrow on behalf of the Fund.	-
Disclosure Principle 2	-		

Loan portfolio and diversification			
Benchmark 3	Yes	The Responsible Entity does not meet this benchmark	Section 9
Disclosure Principle 3	-	<p>The Responsible Entity meets the diversity aspect of this benchmark.</p> <p>There are 4 loans in the portfolio of loans that exceed 5% of the total Fund assets as at 28 February 2025.</p> <p>There are 4 borrowers the loans to whom exceed 5% of the Fund's total Fund assets.</p> <p>The Responsible Entity meets the first mortgage security aspect of this benchmark.</p> <p>This information is updated for the Fund at least twice yearly and is disclosed in the RG 45 Benchmarks and Disclosure Principles for the Fund at www.sydneywyde.au</p> <p>The most recent update for the Fund as at the date of this PDS was as at 28 February 2025. See the RG 45 Benchmarks and Disclosure Principles for the Fund at www.sydneywyde.au for updates.</p> <p>Also:</p> <ul style="list-style-type: none"> ▪ the Responsible Entity continues to implement its policy that it does not make loans where the borrower is permitted to capitalise interest; ▪ the Fund does not lend on the security of second mortgages alone; ▪ the Responsible Entity does not use derivatives; ▪ the non-loan assets of the Fund include cash, interest receivable and other debtors, details of which are disclosed in the RG 45 Benchmarks referred to above; ▪ the Responsible Entity does not have a general policy as to a required level of diversity of the loans that it will make, whether in terms of class of activity, location or size of loan or as to the nature of the assets of the Fund. Accordingly, there is no basis on which to disclose the extent to which its assets correlate to that policy; and ▪ the Responsible Entity has no policy that limits the amount of the loan that it may make to a single borrower and associates. However it will not make loans to any one borrower and associates exceeding 20% of the net value of the 	

		<p>assets of the Fund without the prior approval of the board.</p> <p>As part of the Fund's portfolio diversification, the Fund may also invest in other registered mortgage schemes managed by the Responsible Entity. Where it does so, the registered mortgage schemes into which the Fund makes an investment are required to meet the benchmarks to the extent determined by the Responsible Entity and apply the disclosure principles.</p>	
Related party transactions			
Benchmark 4	No	The Fund has one related party loan. Refer to Section 9	
Benchmark 4	-	<p>Sydney Wyde has not appointed an investment manager but if it were do so, Sydney Wyde would not make a loan to that person.</p> <p>Sydney Wyde has engaged the Administrator to provide certain administration services to the Fund. This includes services relating to the management of the Mortgage Investments.</p> <p>The Administrator is an associate of Sydney Wyde and the appointment under the Miscellaneous Services Agreement is a related party transaction. Details of this agreement, which is on arm's length terms, are given in the PDS.</p>	
Valuation policy			
Benchmark 5	Yes	The Responsible Entity meets this benchmark	Section 6
Disclosure Principle 5	-	<p>All valuations of properties are prepared on an "as is" basis by a member of the panel of valuers. "As if complete" valuations are not accepted.</p> <p>Further details of the Responsible Entity's Valuation Policy are provided below at Disclosure principle 5: <i>Valuation Policy</i>.</p>	
Lending principles and loan to valuation ratios			
Benchmark 6	Yes	The lending policies of the Manager include that:	Section 6
Disclosure Principle 6	-	<p>i) for all loans secured by a first mortgage, the LVR must not exceed 66.66% of the valuation of the security property as at the date of the valuation report; and</p> <p>ii) for all loans secured by a second mortgage, the amount of the loan, when aggregated with other prior or equal ranking mortgages, must not exceed</p>	

		<p>80.0% of the valuation of the security property as at the date of the valuation report.</p> <p>A copy of the <i>Valuation Policy</i> adopted by the Responsible Entity is available, free of charge on request from the Responsible Entity. It is also on the website at www.sydneywyde.au.</p> <p>Valuation Processes</p> <p>The processes that the board employs to form a view on the value of the security property is described in the Valuation Policy. The matter is first considered by the Lending Committee in the course of recommending to the board whether a particular loan is to be made.</p> <p>Frequency of valuations</p> <p>For new advances or on the extension or renewal of a loan, the valuation report must not be more than 3 months old. If the valuation states that it can only be relied upon for a shorter period, then the Responsible Entity requires the valuation to be refreshed or updated if settlement of the loan occurs outside that period.</p> <p>In the case of a variation or extension of the loan, the valuation must not be more than 3 years old.</p> <p>During the term of a loan an updated valuation will be obtained within two months after the directors form the view that there is a likelihood that a decrease in the value of the security property may have caused a material breach of the loan covenant, as described in Benchmark 5: <i>Valuation Policy</i> above.</p> <p>Material inconsistencies between any current valuation and valuation policy</p> <p>There are no material inconsistencies between any current valuation and the valuation policy adopted by the Responsible Entity</p>	
Lending Principles – Loan to valuation ratios			
Benchmark 6	Yes	As the Fund directly holds mortgage assets:	
Disclosure Principle 6	-	<p>a. where the loan relates to property development – funds are provided to the borrower in stages based on independent evidence of the progress of the development;</p> <p>b. where the loan relates to property development – the Fund does not lend more than 70% of the latest ‘as if complete’ valuation of property over which security is provided; and</p>	

		c. in all other cases – the Fund does not lend more than 80% of the latest market valuation of property over which security is provided.	
Distribution practices			
Benchmark 7	Yes	The Responsible Entity meets this benchmark	
Disclosure Principle 7	-	<p>The Responsible Entity makes distributions to members from the Fund, on a semi-annual basis. The Responsible Entity should therefore disclose:</p> <ul style="list-style-type: none"> • the source of the current and forecast distributions (eg from income earned in the relevant distribution period, operating cash flow, financing facility, capital, application money) • if the distribution is not be solely sourced from income received in the relevant distribution period, the reasons for making those distributions and the risks associated with such distributions • if the distributions sourced other than from income, whether this is sustainable over the next 12 months <p>when the Responsible Entity will pay distributions and the frequency of payment of distributions.</p>	
Withdrawal arrangements			
Benchmark 8	Yes	This liquid scheme benchmark is not applicable to the Fund and therefore the Responsible Entity meets this benchmark for the Fund as a non-liquid scheme.	
Disclosure Principle 8	-		

SECTION 3 – INTRODUCTION TO THE FUND

Fund establishment	The SWIMM Pooled Mortgage Fund ARSN 090 880 890 (Fund) was established by a deed poll on 6 December 1999, as amended (Constitution) and is a registered managed investment scheme. Sydney Wyde is the responsible entity and manager of the Fund. Sydney Wyde holds Australian financial services licence no. 245506 (AFS Licence) and Australian credit licence no. 245506 (ACL).																																																
Investment objective	To provide investors with an income stream with managed capital risk to investors																																																
Investment strategy	<p>To achieve its objective the Fund lends to borrowers with the loan secured by a registered first mortgage over the relevant property. Interest is payable to Sydney Wyde by a borrower at a fixed rate.</p> <p>Sydney Wyde seeks to deliver a return to investors that is higher than average cash rates (Reserve Bank of Australia target cash rates) by conducting the Fund efficiently, by seeking to minimise risk and by limiting the Responsible Entity's remuneration to a reasonable level. It also seeks to select and manage the mortgage investments in such a way as to minimise variations in the capital value of units. If additional interest is received in respect of mortgages for early repayment or late payment of interest, that interest will be for the benefit of the Fund and not for the benefit of Sydney Wyde.</p>																																																
Investor's returns	<p>The income return to investors is affected by the general level of interest rates in the economy, and such rates have varied during the term of the Fund. This applies to both the interest rate that Sydney Wyde charges to borrowers and the interest or other return rate that Sydney Wyde may receive in relation to the assets of the Fund that are not invested at the relevant time into loans to borrowers from the Fund. The net earning rate for investors, compared to the average cash rate for the last 10 years has been as follows:</p> <table border="1" data-bbox="459 1272 1359 1912"> <thead> <tr> <th>Financial year of the Fund ended</th> <th>Return to Investors</th> <th>Average Cash Rate*</th> <th>Margin over/under average cash rate</th> </tr> </thead> <tbody> <tr> <td>31 March 2024</td> <td>8.6%</td> <td>4.3%</td> <td>4.3%</td> </tr> <tr> <td>31 March 2023</td> <td>7.7%</td> <td>3.6%</td> <td>4.1%</td> </tr> <tr> <td>31 March 2022</td> <td>7.1%</td> <td>0.1%</td> <td>7.0%</td> </tr> <tr> <td>31 March 2021</td> <td>7.0%</td> <td>0.1%</td> <td>6.9%</td> </tr> <tr> <td>31 March 2020</td> <td>7.8%</td> <td>0.5%</td> <td>7.3%</td> </tr> <tr> <td>31 March 2019</td> <td>8.1%</td> <td>1.5%</td> <td>6.6%</td> </tr> <tr> <td>31 March 2018</td> <td>8.2%</td> <td>1.5%</td> <td>6.7%</td> </tr> <tr> <td>31 March 2017</td> <td>6.3%</td> <td>1.5%</td> <td>4.8%</td> </tr> <tr> <td>31 March 2016</td> <td>4.9%</td> <td>2.0%</td> <td>2.9%</td> </tr> <tr> <td>31 March 2015</td> <td>4.1%</td> <td>2.5%</td> <td>1.6%</td> </tr> <tr> <td>31 March 2014</td> <td>5.9%</td> <td>2.6%</td> <td>3.3%</td> </tr> </tbody> </table> <p>* daily weighted average of target cash rates published by the Reserve Bank of Australia</p>	Financial year of the Fund ended	Return to Investors	Average Cash Rate*	Margin over/under average cash rate	31 March 2024	8.6%	4.3%	4.3%	31 March 2023	7.7%	3.6%	4.1%	31 March 2022	7.1%	0.1%	7.0%	31 March 2021	7.0%	0.1%	6.9%	31 March 2020	7.8%	0.5%	7.3%	31 March 2019	8.1%	1.5%	6.6%	31 March 2018	8.2%	1.5%	6.7%	31 March 2017	6.3%	1.5%	4.8%	31 March 2016	4.9%	2.0%	2.9%	31 March 2015	4.1%	2.5%	1.6%	31 March 2014	5.9%	2.6%	3.3%
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	<p>It is expected that the net annual return to investors will continue to vary in accordance with changes in cash rates and other factors.</p> <p>Investors must be aware that past performance should not be used to predict future performance. Importantly, it is also not a guarantee of future performance.</p>
<p>Fund operation</p>	<p>The operation of the Fund is governed by the requirements of the <i>Corporations Act 2001</i>, the Constitution and the Compliance Plan.</p> <p>The Fund is a “pooled” mortgage scheme. The amounts paid by investors will be advanced to borrowers under a mortgage investment selected by Sydney Wyde in accordance with its lending principles for the Fund. Sydney Wyde intends to continue the policy that all mortgage loans will have first mortgage security, and to continue to implement a prudent lending policy so that loans will not exceed 66.66% of property values as determined by valuation in terms of this PDS and the policies of Sydney Wyde for the Fund. Further details of these are in Section 7 - Mortgage Investments of this PDS.</p> <p>The loans are managed by Sydney Wyde and members of the Fund receive distributions in the proportion in which the units held by a member bears to the total number of units on issue at the relevant time, subject to adjustment for the number of days that the units held by the member have been on issue. Any loss of income or capital contributed is shared by the members on the same basis.</p> <p>The decision to invest in a particular loan is made by Sydney Wyde, and not by the members.</p> <p>All of the assets of the Fund are held by the Custodian, as the agent of the Responsible Entity, on trust for the members by Sydney Wyde in accordance with the <i>Corporations Act 2001</i>, the AFS Licence and the Constitution.</p>
	<p>The assets of the Fund are predominantly the loans in the mortgage portfolio. Varying amounts of cash on deposit are also held. See the RG 45 Benchmarks and Disclosure Principles for the Fund at www.sydneywyde.au.</p> <p>Details as to the Fund’s portfolio of loans as at 28 February 2025 are given in Section 7 - Mortgage Investments. The Fund may from time to time invest in other unlisted mortgage funds. As at 28 February 2025 the Fund has made 41 such investments totalling \$107,882,000 through the contributory mortgage fund operated by Sydney Wyde, being the <i>Sydney Wyde Mortgage Fund ARSN 108 342 123</i>.</p>

SECTION 4 – INVESTING IN THE FUND

Making an investment in the Fund

How do you apply

If after reading this PDS and obtaining your independent advice you wish to invest in the Fund you should:

- complete the application form that accompanies this PDS in accordance with the instructions in Section 11 – How to Invest of this PDS;
- provide the identification other documentation required as listed in the application form; and
- send the application form and documents to Sydney Wyde with your application moneys.

If you are already a member of the Fund and wish to make an additional investment, please use the Additional Investment Application Form that is available on the website at www.sydneywyde.au or obtain one from Sydney Wyde.

How much do you pay

The application price for each unit is \$1.00.

The minimum initial investment is \$1,000 and additional investments may be made in multiples of \$500. There is no maximum amount set by Sydney Wyde. There are no entry fees payable by the investor.

How do you pay

You should pay your application moneys by cheque, or by EFT. If you wish to pay in some other way you should contact Sydney Wyde first to ensure that your proposed method of payment is acceptable to it. However, Sydney Wyde will not accept physical currency (notes and coins) in any circumstances.

The issue of any unit in the Fund against application moneys paid other than in cleared funds is void if the funds are not subsequently cleared within 1 month after the receipt of the application.

How do you become a Member

Sydney Wyde has the right to accept or reject your application in whole or in part.

If Sydney Wyde **accepts** your application, in whole or in part:

- you will be allotted 1 unit for each \$1.00 paid and accepted by way of application money;
- you will become a member of the Fund; and
- Sydney Wyde will send you written confirmation of your application.

If your application moneys are received by Sydney Wyde but there is a delay in their acceptance for any reason, Sydney Wyde must nevertheless deposit the application moneys in the trust account for the Fund, in accordance with the *Corporations Act 2001*, on trust for you. This part of the Fund's account is called the Applications Moneys Account. If any interest is earned in respect of the amounts so deposited then such interest forms part of the trust property and is

	<p>transferred to and is held in that part of the Fund's account known as the Fund Account.</p> <p>If Sydney Wyde rejects all or part of your application it will return the relevant part of your application moneys as soon as is practicable.</p>
<p>Target Market Determination</p>	<p>In accordance with the 'design and distribution' obligations under Part 7.8A of the <i>Corporations Act 2001</i>, Sydney Wyde has considered the design of the Fund and determined an appropriate target market for the Fund. These considerations are documented in a target market determination (TMD) which sets out the class of consumers for whom the relevant product, being a unit in the Fund, including its key attributes, would likely be consistent with the consumers' likely objectives, financial situation and needs. In addition, the TMD outlines the triggers to review the target market and certain other information.</p> <hr/> <p>A TMD has been prepared for membership of the Fund and is available on the website www.sydneywyde.au. A copy of the current TMD is available free of charge from Sydney Wyde.</p> <p>Sydney Wyde may from time to time seek information from individual investors to ensure that the Fund is distributed in accordance with its TMD or to otherwise fulfil our obligations under the design and distribution obligations regime.</p> <p>It is important to note that a TMD is not a product disclosure statement and is not a summary of the product features or terms. The TMD does not take into account any person's individual objectives, financial situation or needs.</p>
<p>No Cooling Off</p>	<p>Retail investors, as defined by the <i>Corporations Act 2001</i>, have the right to a "cooling off" period of 14 days during which they may request the repayment of their application moneys, unless those provisions do not apply. Investors in the Fund should note that the "cooling off" rights DO NOT apply if the Fund is not a liquid scheme, as defined by the <i>Corporations Act 2001</i>, at the relevant time. The written investment confirmation will provide further details of the cooling off rights, if any, of the members. It is considered unlikely that the Fund will ever be a liquid scheme, so that in this event the "cooling off" rights are unlikely to arise.</p>
<p>Investment of Application Monies</p>	<p>Pending the acquisition of a mortgage investment, Sydney Wyde may invest the whole or any part of the application money accepted by Sydney Wyde in any authorised investment as it determines in its absolute discretion. Authorised investments include:</p> <ul style="list-style-type: none"> ● any investment with an Australian deposit taking institution; ● any deposit at call or for a term with or loan to any financial institution; ● any cash management trust; and ● any other investment determined by Sydney Wyde to be an authorised investment of the Fund for the purpose of the Constitution. <p>The matters Sydney Wyde will take into account for the purpose of making a mortgage investment are described in Section 7 - Mortgage Investments of this PDS.</p>
<p>Labour standards, environmental, social or ethical considerations</p>	<p>Sydney Wyde does not claim to take into account labour standards or environmental, social or ethical considerations when selecting, retaining or realising a mortgage investment or any other investments of the Fund.</p>

SECTION 5 – BENEFITS AND RISKS OF INVESTING

Benefit	Commentary
Low minimum investment	You only need a minimum amount of \$1,000 to start your investment and can add to your investment at any time with a further investment of a multiple of \$500 .
No entry or exit fees	Unlike many other managed funds, Sydney Wyde does not charge investors entry (contribution) or exit (withdrawal) fees.
Competitive return	<p>The Fund seeks to provide investors a return that is higher than the average Reserve Bank of Australia target cash rates. In order to achieve this:</p> <ul style="list-style-type: none"> o the Fund predominantly invests in first-registered mortgages which have been approved in accordance with Sydney Wyde’s lending guidelines; and o Sydney Wyde adopts procedures to manage the costs efficiently, including limiting its remuneration to a reasonable level, and adopts mortgage lending, management and enforcement policies designed to minimise risk. <p>Investors should be aware that past performance is no guarantee of future performance. Sydney Wyde makes no prediction as to the rate of return to investors during the currency of this PDS and does not guarantee a particular or any rate of return.</p>
Reinvestment of distributions	Investors can elect to re-invest their semi-annual income distributions (in multiples of \$500) or have them directly credited to a nominated bank account. While the Constitution provides that distributions must be made within 2 months after the distribution calculation date, it will normally occur within 1 month.
Ability to withdraw	By investing in a pooled mortgage scheme, investors have the flexibility of being able to redeem investments , subject to the terms in this PDS and the law, whereas an investment in a direct mortgage would normally involve the investment being retained until the repayment of the loan. While there is no automatic right to withdraw from the Fund, as the Fund is not a liquid scheme (see Section 4 - Investing in the Fund), members can redeem part or all of their investment at the end of the month if Sydney Wyde has a current monthly withdrawal offer open under its withdrawal facility, and they provide Sydney Wyde with a written withdrawal request. Details of how the withdrawal facility and monthly withdrawal offers operate and the limitations that apply to withdrawals are in Section 1 - Key Features of the SWIMM Pooled Mortgage Fund. There are no early repayment penalties unlike many similar investments.
Diversification of mortgage investments	The mortgage investments are diversified across a range of borrowers for a variety of business and investment purposes, and secured against various types of properties including residential, commercial, industrial, land value of development sites and vacant land. Apart from one mortgage investment in each of Victoria and Queensland, the investments are currently geographically spread throughout New South Wales , of which

	are located (and will continue to be located) within the greater Sydney metropolitan area. Diversification of risk is explained in further detail below (see Section 5 - Benefits and Risks of Investing).
Diversification of risk	<p>As the Fund is a pooled scheme, if there is a default under a mortgage and a shortfall in recovery of a loan, the relative effect upon an individual investor should be reduced, compared with a shortfall resulting from realisation of a directly held mortgage, where the lender holds only one or a small number of mortgages.</p> <p>The Fund, in the process of mitigating risk, applies a strategy of diversifying the mortgage portfolio against secured properties across all the subsectors of real property asset classes.</p>
Experienced management team	Sydney Wyde's management team have considerable expertise in managing mortgage investments over a considerable period of time. A number of the members of the team have been involved in the management of registered mortgage schemes in various capacities over a number of years and in Sydney Wyde's own contributory mortgage scheme since its inception in 2004. Sydney Wyde is a member of a family owned and run mortgage management business which has operated since 1991.
Manageable investment sums	You may invest in the Fund with a minimum investment amount of \$1,000 and in multiples of \$500 thereafter. Additional investment sums may be invested in Loans You may be already invested in, if there is availability, or other available Loans that You consent to, based on availability at the time of further investment.

We do not guarantee your investment or the interest payment by the Borrower. You must read this PDS to appreciate the risks associated with an investment in the Fund.

Risk Management

In managing risk to investors, Sydney Wyde has the following procedures in place:

1. Borrower assessment and loan approval process;
2. Risk Management Strategy and Framework, with regular monitoring of key risks;
3. Independent and qualified panel of valuers, quantity surveyors and engineers;
4. Dedicated management of loan portfolio;
5. A thorough and registered Constitution and Compliance Plan;
6. Independent compliance plan auditor in place; and
7. Annual Responsible Entity Audit.

Notwithstanding the risk management procedures Sydney Wyde has in place, there are still risks to investors. The key risks of investment in the Fund can be described as follows:

Risk	Sydney Wyde Commentary
Investment Risks	
<p>Investors should be aware that the future level of distributions from and the repayment of their investments in the Fund may be subject to a number of risks. Sydney Wyde actively manages risk under its risk management program. In the case of an investment in the Fund the risk considerations set out below generally apply to most investors. However, the list of risks is intended as a guide only and Sydney Wyde recommends that you consider the following as ways in which you can reduce your own investment risk:</p> <ul style="list-style-type: none"> ● seek professional advice to assist in setting your investment objectives and understand your financial position and particular needs. This PDS does not replace the need for financial advice ● plan your investment strategy (in conjunction with your financial adviser) by considering at least the following: <ul style="list-style-type: none"> ○ how much risk you are comfortable taking – your risk tolerance ○ how long you plan to invest for – your risk preference ○ what level of returns you require ○ your current financial circumstances ○ your liquidity requirements ● ask questions. <p>Sydney Wyde considers that there are three basic types or risks that may be relevant to your investment.</p>	

General Mortgage Lending Risks – those that relate to the lending on mortgages generally	
Default risk	If a borrower is an individual and becomes bankrupt or passes away, or is a company and becomes insolvent or enters external administration, the loan will go into default. In this case, recoverability of distributions will arise from a pro rata share of the funds that can be realised from selling the security property and pursuing the borrower or any guarantors.
Borrower risk	The Fund intends to arrange for the Members to lend to persons involved in a wide variety of industries and activities. As at the date of this PDS, there is no one type of typical borrower. By way of example, borrowers may include those who have had or are experiencing credit difficulties with other financial institutions, or be individuals who operate their own business or who wish to borrow for investment purposes, or are those who seek non-bank financing, but are experienced borrowers who can offer security that meets Sydney Wyde’s lending criteria.
External risk	Changes to the regulatory environment relating to financial services, taxation and other regimes may adversely affect investors in the Fund. Government policies can affect the Fund in a number of ways that could be detrimental or beneficial to investors. Similarly, changes in the health (such as a pandemic like COVID-19) or social environment can impact the investors, borrowers and the Fund and cause short term or long-term market disruption to Mortgage Investments that could be detrimental to

	Members of the Fund. There can be no guarantee that investor confidence in credit or mortgage investments will not change in a manner adverse to investors in the Fund. The general economic, health, social and political climates in which the Fund operates or other like events are outside the control of Sydney Wyde.
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Specific Mortgage Lending Risks – those that may apply to a particular Mortgage Investment

Default risk	<p>This is the risk that a borrower may be unable to or fail to pay interest on the loan when due or at all or fail to repay the loan at the time required under the mortgage. In addressing this risk, Sydney Wyde has a procedure that no loan is made unless it satisfies the lending criteria adopted by Sydney Wyde and is approved by the Credit Committee. In addition, each loan must be secured over property by a registered mortgage and the LVR must not exceed 66.66% of the aggregate value of the property of the borrower, or any third party, which is used as security for the borrowing.</p> <p>Any borrower defaults are managed in accordance with well-developed procedures (see Section 7 - Mortgage Investments).</p>
Post code risk	The investment performance of a property in the portfolio may also be affected by factors of circumstances specific to a particular postcode, for example – a history of property value fluctuations, crime rates and natural disaster vulnerabilities.
Overstated valuation risk	This is only a risk to investors if the amount realised on sale of the property is insufficient to repay the loan in full. The Valuation Policy of Sydney Wyde for the Fund is that no loan is made without a valuation being obtained from a registered valuer accredited on the Fund's panel of valuers and instructed by Sydney Wyde. There is also a risk that even if a valuation is negligent or otherwise defective, liability may be denied by the valuer's insurer.
Company title lending	<p>The security provided by the owner of a company title property differs from the usual first mortgage over land. The owner holds shares in the company which give it the right to occupy the particular property. Because the owner is a shareholder in a company which holds the title to the whole property, the security provided is in the form of a charge over the owner's shares, not the usual security which is a charge over real property. The shares carry with them a right to occupy a particular space. The fact that the security is a mortgage over the shares, and not a mortgage over the property, carries additional risks. If a borrower defaults then the ability of the mortgagee to sell the borrower's shares and the associated right to occupy space, may be reduced. This risk can eventuate where:</p> <ul style="list-style-type: none"> ● a sale of the shares is hampered by the reduced market of potential buyers of company title properties, compared to strata or Torrens title properties; ● the directors of the company have an absolute discretion as to who can purchase the share; ● consent may be required from the directors of the company before the property can be leased.

	<p>These risks mean that the shares may be less marketable than the sale, for example, of a strata title unit. It would be necessary to ensure that the valuer takes the risks into account in any valuation.</p>
Construction and development lending risk	<p>Sydney Wyde recognises that property construction and development loans generally carry a greater risk due to factors outside the control of Sydney Wyde including timing and completion of the development.</p> <p>Sydney Wyde does not undertake property construction and development lending, where the loan is secured on the development site and advanced in stages to meet construction or development progress payments and costs, and interest is often capitalised.</p> <p>Advances in respect of development sites are restricted to the land value of the site and further advances are only contemplated when a project has reached lock-up stage. Such loans are based on the “as is” land value of the site, and “as if complete” valuations are not accepted.</p>
Inadequate insurance risk	<p>This is only a risk to investors if the property held as security is damaged or destroyed, and no insurance cover is held, or inadequate insurance cover is held.</p> <p>Sydney Wyde has well developed procedures in place to ensure all properties held as security maintain adequate insurance cover at all times, when necessary (refer to Section 7 - Mortgage Investments). If it becomes necessary Sydney Wyde will purchase adequate insurance cover on behalf of the borrower and seek reimbursement of the applicable premiums from the borrower. This may not always be able to be achieved for instance because of the refusal by insurers to provide insurance in such circumstances or on terms that are acceptable to the Responsible Entity, acting in the interests of the unit holders. Sydney Wyde does not require borrowers to take out mortgage insurance.</p>
Litigation / Disputes risk	<p>This is the risk that any lender faces when it takes legal action to enforce the mortgage by the sale of the security property. Borrowers may defend the enforcement proceedings successfully in whole or in part, in light of judicial interpretation of the borrowing and enforcement arrangements, which may vary over time. In addition, Courts are vested with wide discretionary powers, and these may be exercised in favour of the borrower.</p> <p>Sydney Wyde is a member of AFCA, an ASIC approved external dispute resolution scheme, in accordance with its obligations in respect of the members of the Fund. In addition to considering complaints by members, AFCA may also consider any complaint that is lodged by a borrower from the Fund, even if the borrower does not have a <i>National Consumer Credit Protection Act</i> regulated loan. There is now the additional risk that either during the course of a loan, or more typically when Sydney Wyde seeks to enforce the loan, the borrower lodges a complaint with AFCA that has the effect of “freezing” any enforcement action that is being taken or delaying any enforcement action that may be taken, while AFCA considers the complaint.</p>
Documentation risk	<p>There is a risk of deficiency in the accuracy of documentation, including the mortgage documentation entered into, which could, in certain circumstances, adversely affect the recoverability of moneys invested by the Members and reduce the value of your investment. Sydney Wyde endeavours to mitigate this risk by ensuring that all template loan and</p>

	<p>security documents are reviewed by a suitably qualified solicitor periodically.</p> <p>Sydney Wyde has a comprehensive documentation review and due diligence process in place to ensure all loan and security documents are reviewed by a suitably qualified person prior to their issuance.</p> <p>Furthermore, solicitors acting for Sydney Wyde are required to maintain professional indemnity insurance.</p>
Regulatory risk	<p>Sydney Wyde is licensed to make loans regulated under the NCCPA. If a loan is a regulated loan, documentation will be provided which will set out risks associated with it, particularly should the loan go into default. In general terms there are limits on the amount of default interest that may be charged, and the actions that Sydney Wyde may have to take in enforcing a regulated loan are more demanding and may take longer to implement. In addition, the terms of the loan may be changed if the borrower is having or will have trouble making payments by reason of financial hardship caused by illness, unemployment or other reasonable cause.</p>
Related party lending risk	<p>Sydney Wyde has not lent and does not intend to lend to any related parties, including the directors and employees of Sydney Wyde or the Miscellaneous Services Provider, their spouses, or siblings or any associated entities.</p>
Fund Membership Risks – those that are specific to membership of the Fund	
Operational risk	<p>Operational risk includes the possibility of fraud, systems failure, regulatory requirements, documentation risk, legal issues and other unforeseen circumstances.</p>
Technology and cyber attack risks	<p>Sydney Wyde uses a variety of technologies to manage the Fund and to protect the Fund from malicious cyber activity including that directed at computer systems or the commission of traditional crimes such as fraud and forgery, identity and data theft or the disclosure of personal information.</p> <p>A cyber-attack is an attempted or actual incident and a successful cyber-attack may result in the commission of crimes such, as fraud and forgery, and the significant disruption of services or data and privacy breaches.</p>
Personnel risk	<p>Changes in personnel within Sydney Wyde could potentially adversely affect the level of expertise and experience of the key persons who are primarily responsible for the operation of the Fund and the management of the Mortgage Investments. However, Sydney Wyde considers that it has a team that is in a position at all times to meet all of its legal and operational obligations at the highest level despite periodic or unforeseen changes in personnel.</p>
Conflicts of interest	<p>Sydney Wyde does not make loans to itself or to any person associated with it unless the loan is to assist with the recovery of an existing loan which is in default and provided the board of Sydney Wyde unanimously approves the details of the loan which it reasonably believes at the time of its decision that there are very strong prospects of the full recovery of the loan within a time period not to extend beyond 24 months. At the date of this PDS Sydney Wyde has made one such loan, refer to ##.</p>

	<p>Sydney Wyde or persons related to it or its associates may, however, be a member of a particular Mortgage Investment.</p> <p>Sydney Wyde also engages the services of parties that are associated with it.</p> <p>Any potential or perceived conflict of interest is addressed in accordance with Sydney Wyde's management of conflict of interest policy. Investors are referred to the information in 'Management of Conflicts of Interest' in Section 10 - Parties involved in the Fund of this PDS.</p>
Investor Risks – those that are specific to an investor	
Delay in withdrawals and liquidity risk	<p>Since the scheme is an "illiquid scheme" (see Section 4 - Investing in the Fund) withdrawals are only permitted in accordance with the provisions of the <i>Corporations Act 2001</i> (see Section 1 - Key Features of the SWIMM Pooled Mortgage Fund). There may be delays in withdrawing from the Fund should the Fund experience any liquidity problems that may arise from its requirement to fund its on-going commitments, if it receives a high volume of withdrawal requests or should there be a significant reduction in interest income as a result of a default. Each of these may absorb the cash reserves of the Fund or make the assets of the Fund insufficiently liquid to enable Sydney Wyde to permit withdrawals in accordance with the law. While Sydney Wyde has the power to borrow to meet withdrawal requests it has no present intention to do so. Sydney Wyde has processes in place to monitor the cash holdings of the Fund and its liquidity on a regular basis.</p> <p>Another aspect of liquidity risk is that although investors may transfer their units to some other person in accordance with the requirements of the Constitution, there is no secondary market for the units and it may therefore be difficult to find a person willing to acquire the units.</p>
Income distribution rate risk	<p>This risk relates to the volatility of income distributions to investors. Income distributions to investors in the Fund primarily depend upon the net return that the Fund receives from the mortgage investments. We seek to stabilise investor interest distribution rate risk by ensuring mortgage investments utilise a combination of short lending terms and a policy of annual interest rate reviews during the term of the mortgage and on any refinancing at the end of the term of the mortgage investments.</p>
Operational risk	<p>Operational risk includes the possibility of fraud, systems failure, regulatory requirements, documentation risk, legal issues and other unforeseen circumstances.</p> <p>These risks have been considered by Sydney Wyde and are mitigated through the strict compliance with the Fund's Constitution, the Compliance Plan and Sydney Wyde's internal risk management processes.</p>

SECTION 6 – FEES AND OTHER COSTS

This section shows fees and other costs that you may be charged. These fees and costs may be deducted from your money, from the returns on your investment or from the assets of the Fund as a whole.

Taxes are set out in another part of this document.

You should read all the information about fees and costs, because it is important to understand their impact on your investment.

CONSUMER ADVISORY WARNING ¹	
<p>DID YOU KNOW?</p> <p>Small differences in both investment performance and fees and costs can have a substantial impact on your long term returns.</p> <p>For example, total annual fees and costs of 2% of your investment balance rather than 1% could reduce your final return by up to 20% over a 30 year period (for example, reduce it from \$100,000 to \$80,000).</p> <p>You should consider whether features such as superior investment performance or the provision of better member services justify higher fees and costs.</p> <p>You may be able to negotiate to pay lower contribution fees and management costs where applicable. Ask the fund or your financial adviser.</p>	<p>TO FIND OUT MORE</p> <p>If you would like to find out more, or see the impact of the fees based on your own circumstances, the Australian Securities and Investments Commission (ASIC) Moneysmart website (www.moneysmart.gov.au) has a managed funds fee calculator to help you check out different fee options.</p>

¹ The consumer advisory warning set out above is in the form that is required by the Corporations Regulations. The warning aims to alert investors of the importance of value for money and the compounding value of fees and costs and their impact over time on end benefits. The example given is not intended to represent an investment in the Fund offered through this PDS. For an additional description of the fees and other costs charged by the Fund, please read the section below.

SWIMM Pooled Mortgage Fund		
Type of Fee or Cost	Amount	How and when paid
Ongoing annual fees and costs		
<p><i>Management fees and costs</i></p> <p>The fees and costs for managing your investment.</p>	<p>1.85% per annum of the net value of the assets of the Fund (inclusive of GST, less RITCs) ²</p>	<p>The management fee is calculated on the net value of the assets of the Fund and accrues and is payable quarterly in arrears from the assets of the Fund.</p> <p>This fee is not negotiable.</p> <p>All other management costs and expenses are reimbursed to Sydney Wyde or paid as they are incurred.</p> <p>Fees and costs for investing the assets, payable by the Borrower in connection with the loan are paid by the borrower at the times provided in the loan documentation.</p>
<p><i>Performance fees</i></p> <p>Amounts deducted from your investment in relation to the performance of the product</p>	<p>Nil</p>	<p>Not applicable</p>
<p><i>Transaction costs</i></p> <p>The costs incurred by the Fund when buying or selling assets</p>	<p>Nil</p>	<p>Not applicable</p>
Member activity related fees and costs (fees for services or when your money moves in or out of the Fund) ³		
<p><i>Establishment fee</i></p> <p>The fee to open your investment</p>	<p>Nil</p>	<p>Not applicable</p>
<p><i>Contribution fee</i></p> <p>The fee on each amount contributed to your investment</p>	<p>Nil</p>	<p>Not applicable</p>
<p><i>Buy-sell spread</i></p> <p>An amount deducted from your investment representing costs incurred in transactions by the Fund</p>	<p>Nil</p>	<p>Not applicable</p>
<p><i>Withdrawal fee</i></p>	<p>Nil</p>	<p>Not applicable</p>

² See 'Additional Explanation of Fees and Costs' for further information as to the 'components' of 'Management fees and costs'

³ For the position of commissions or other fees payable to advisers, mortgage brokers or others see "Adviser Remuneration" and "Mortgage Brokerage Remuneration" below.

SWIMM Pooled Mortgage Fund		
Type of Fee or Cost	Amount	How and when paid
The fee on each amount you take out of your investment for exiting the Fund		
<i>Switching fee</i> The fee for changing investment options	Nil	Not applicable

Example of annual Fees and Costs

The following table gives an example of how fees and costs on this product can affect your investment over a 1 year period. You should use this table to compare this product with other managed investment products.

Example – SWIMM Pooled Mortgage Fund ⁴		Balance of \$50,000 with a contribution of \$5,000 during year
Management fees and costs	1.85%	For every \$50,000 you have in the Fund, you will be charged \$925.00 each year
PLUS Performance fees	NIL	N/A
PLUS Transaction costs	NIL	N/A
EQUALS Cost of Fund	1.85%	If you had an investment of \$50,000 at the beginning of the year and you put in an additional \$5,000 during that year, you would be charged fees and costs of \$925.000 ⁵

⁴ This table is in the form specified by the Corporations Regulations. It assumes that you put in the additional \$5,000 on the last day of the year. It therefore does not take account of any management costs referable to the additional \$5,000 you put in during the year.

⁵ Additional fees may apply.

Additional Explanation of Fees and Costs – Management Fees and Costs	
Cost	Sydney Wyde Commentary
Annual Management Fee	<p>Sydney Wyde is entitled to charge a management fee of 1.05% (plus GST) per annum of the net value of the assets of the Fund, accruing and payable quarterly in arrears.</p> <p>Therefore, as at the date of this PDS, the base fee for managing assets of the Fund is 1.076% (inclusive of GST, less RITCs) of the net value of assets of the Fund. The net value of the assets of the Fund as at 28 February 2025 was \$193,185,068. The management fee that Sydney Wyde would charge, based on this value, if the net value of the assets did not change in the next 12 months, is \$2,078,671 (inclusive of GST, less RITCs).</p> <p>Where the Fund receives additional interest for the early/late repayment of loans or for the late payment of interest, the additional interest will be for the benefit of the Fund and not for the benefit of Sydney Wyde.</p> <p>The Fund is not responsible for the payment of fees for the services rendered by Russto Pty Ltd under the Miscellaneous Services Agreement. These are paid by Sydney Wyde from its own resources.</p>
Other costs and expenses	<p>All expenses incurred by Sydney Wyde in the proper performance of its duties in respect of the Fund are payable or reimbursable out of the assets of the Fund, to the extent that that is not prohibited by the <i>Corporations Act 2001</i>.</p> <p>Expenses incurred by Sydney Wyde in relation to the performance of its duties in respect of the Fund and which are payable to Sydney Wyde in respect of the Fund (to the extent not paid by the service provider in terms of the Miscellaneous Services Agreement) include:</p> <ul style="list-style-type: none"> ● audit fees and expenses; ● the Compliance Committee fees and expenses; ● the Custodian’s fees and expenses; and ● other recoverable expenses under the Fund’s Constitution, such as the cost of preparing and amending the Constitution, the cost of producing the PDS, the cost of member meetings and communications, postage, and other Fund administration expenses. <p>The amount of these costs and expenses varies over time and Sydney Wyde is unable to ascertain precisely the amount of the Fund expenses in advance. However, in light of its experience in operating the Fund over the recent past Sydney Wyde anticipates that the expenses for operating the Fund on an annual basis during the currency of this PDS will continue to be approximately 0.174% (inclusive of GST, less RITCs) of the net value of the Fund’s assets. Investors should be aware however that Sydney Wyde does not put a cap on these and the actual costs and expenses that may be incurred and charged may be both higher and lower than 0.174%. The amount of these costs and expenses based on the net assets as at 28 February 2025 would be in the region of \$336,142 (inclusive of GST, less RITCs).</p>
Indirect costs	<p>Indirect costs cover the amounts that Sydney Wyde receives by way of fees and charges from borrowers that it retains for its own benefit. (For further information see ‘Fees payable by Borrower’ below). Historically the amount of this fee received by Sydney Wyde in each financial year was 0.60% (inclusive</p>

	of GST, less RITCs) of the net assets of the Fund.
Waiver and changes to fees	As at the date of this PDS Sydney Wyde charges the maximum management fee that may be charged under the terms of the Constitution. Accordingly, the fees charged to investors will not be increased unless this is permitted by a variation of the Constitution. At any time during the currency of this PDS, Sydney Wyde may waive or defer the payment of any portion of its management fee.
Adviser remuneration fee	Sydney Wyde does not intend to pay in the future, any brokerage, trail fees or commissions to advisers to attract investors. Any amount payable by a member to his or her adviser is a matter between the member and the adviser. However, if so instructed by the member, Sydney Wyde may pay an amount to the member's adviser from a distribution made to that member from the Fund.
Mortgage broker remuneration	Trailer fees or other commissions may be paid to third parties who introduce borrowers to the Fund, such as mortgage brokers. These fees are not paid by Sydney Wyde, the members of the Fund, nor the Fund. In such cases the borrowers pay those fees. However, Sydney Wyde may collect these fees from the borrower as the agent of the brokers.
Taxation - GST	<p>Where Sydney Wyde incurs goods and services tax (GST) in relation to its fees for the management of the Fund, investors bear the GST related increase in management costs. It is considered that the Fund is entitled to a refund of "reduced input tax credits" (RITCs) for GST in terms of the legislation.</p> <p>Unless otherwise stated, all fees and charges are shown inclusive of GST net of any available RITCs. The Management Costs are based on the GST rate (currently 10%) and available RITCs however this estimate may vary from time to time depending on a variety of factors including the types of fees and costs paid and any changes to the GST rate and the RITC available. See 'Goods and Services Tax' in Section 9 - The Fund Documents.</p> <p>For information on other taxation issues, please refer to Section 8 - Your Investment in the Fund of this PDS.</p>
Fees payable by borrowers	
Various fees received directly from borrowers	Under the Constitution Sydney Wyde is entitled to receive fees directly from the borrower as part of its remuneration. Sydney Wyde may charge establishment or other fees to borrowers for the making of the loan, whether or not the loan is made. If charged, these fees will generally be in the range of 0.55% to 2.20% (inclusive of GST, less applicable RITCs) of the amount of the loan. Sydney Wyde may also charge borrowers other fees, such as loan variation or extension of term fees, loan administration fees or the like. These fees are not brought to account as income of the Fund but are retained by Sydney Wyde as part of the remuneration to which Sydney Wyde would be entitled under the provisions of the Constitution. The borrower must also meet all of the fees and costs associated with the borrowing, including valuation, legal and mortgage broker fees, as well as any other costs and disbursements incurred including those that may have been incurred by Sydney Wyde.

SECTION 7 – MORTGAGE INVESTMENTS

<p>What Mortgage Investments are made available?</p>	<p>The loans, or mortgage investments, that Sydney Wyde makes are primarily to individuals, predominantly for business and investment purposes, and to companies.</p> <p>Sydney Wyde does not make advances to related parties (refer to Section 2 - ASIC Benchmarks and Disclosure Principles and Section 7 - Mortgage Investments).</p> <p>The information below provides a general description of the mortgage investments held by the Fund as at 28 February 2025.</p>																								
<p>Ranking of securities</p>	<p>All loans were secured by first registered mortgages.</p>																								
<p>Types of securities</p>	<table border="1" data-bbox="432 741 1378 1234"> <thead> <tr> <th>Loan type</th> <th>Number</th> <th>Value of loans (\$)</th> <th>% of value of loans</th> </tr> </thead> <tbody> <tr> <td>Residential</td> <td>30</td> <td>66,319,500</td> <td>35.14</td> </tr> <tr> <td>Commercial</td> <td>5</td> <td>144,535,000</td> <td>7.70</td> </tr> <tr> <td>Industrial</td> <td>4</td> <td>10,546,000</td> <td>5.58</td> </tr> <tr> <td>Vacant land value of residential development projects</td> <td>21</td> <td>97,349,500</td> <td>51.58</td> </tr> <tr> <td>Totals</td> <td>60</td> <td>188,750,000</td> <td>100.0</td> </tr> </tbody> </table> <p>None of the above loans is a “specialty” loan (that is, a loan secured over hotels, motels, squash courts, caravan parks, nursing homes and the like) apart from one loan for \$460,000 (included under the heading ‘commercial’ above) secured over a child care centre with a loan to valuation ratio of 41%. Likewise, none of the above loans has been made on the security of company title property. The policy of Sydney Wyde is that such loans would not be made without Sydney Wyde adopting further lending policies that would identify and assess the potential higher risks that the Fund may face in making loans on that security.</p> <p>The Fund does not invest in “reverse mortgages”. (A reverse mortgage is a mortgage that allows the borrower to borrow cash against the value of his or her home in circumstances where the borrower does not have to make principal or interest payments until he or she leaves the security property. When the loan ends the borrower or his or her estate, must repay what is owing, usually out of the proceeds of the sale of the security property).</p> <p>The Fund may, from time to time, make advances that fall within the provisions of the <i>National Consumer Credit Protection Act (NCCP Act)</i>.</p>	Loan type	Number	Value of loans (\$)	% of value of loans	Residential	30	66,319,500	35.14	Commercial	5	144,535,000	7.70	Industrial	4	10,546,000	5.58	Vacant land value of residential development projects	21	97,349,500	51.58	Totals	60	188,750,000	100.0
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Location of security properties	Location	Number	Value of loans (\$)	% of value of loans
	Sydney	50	165,705,000	87.79
	Wollongong Southern Highlands area	5	8,946,000	4.74
	Newcastle and Central Coast	5	14,099,000	7.47
	Interstate	0	0	0
	Totals	60	188,750,000	100.00
	As at the date of this PDS, Sydney Wyde's policy in relation to the geographical location of the security properties is that it will primarily consider lending against properties situated in the Sydney metropolitan area. It may make loans secured over properties located in other areas, including regional areas of New South Wales or in Canberra, Melbourne and south east Queensland. Sydney Wyde does not have a policy as to the proportion of the Fund's loan portfolio secured against properties located in each of these areas.			
Size of loans	The average loan size as at 28 February 2025 was \$3,145,833. The largest separate loan, being for \$112,415,000, represented approximately 6.58% of the total loans (and 6.43% of the net asset value of the Fund). The security property for that loan was valued on an "as is" basis as described in Section 2 - ASIC Benchmarks and Disclosure Principles. The 10 largest loans made by the Fund as at 28 February 2025 represented approximately 42.63% of the total loans. Sydney Wyde has no policy that limits the maximum amount that may be lent to any one borrower and associates. However it will not make loans to any one borrower and associates exceeding 25% of the net value of the assets of the Fund without the prior approval of the board. Sydney Wyde considers that this level of consideration adequately addresses portfolio 'concentration' risk.			
Loan to valuation ratios	The weighted average loan to valuation ratio was approximately 59.86% as at 28 February 2025.			
	The table below indicates the range of LVRs as at 28 February 2025:			
	LVR range	No. of loans	Value of loans (\$)	% of value of loans
	60.00 to 66.66%	47	136,569,500	72.35
	50.00 to 59.99%	8	36,334,000	19.25
	40.00 to 49.99%	4	9,595,000	5.08
	Less than 40.00%	1	6,251,500	3.32
	Totals	60	188,750,000	100.0

	<p>Sydney Wyde does not have a policy as to whether a proportion of the Fund's loan portfolio, whether by number or by value, or whether in relation to the types of security provided or its geographical location, as at any time must be within a certain LVR range.</p>																								
Term of loans (maturity profile):	<p>The majority of the loans made by the Fund are for terms of 2 years or less. The maturity profile of the loan portfolio is monitored and assessed in relation to the cash needs of the Fund on a regular basis. The table below indicates the maturity profile of these loans as at 28 February 2025:</p> <table border="1"> <thead> <tr> <th>Loan term</th> <th>No. of loans</th> <th>Value of loans (\$)</th> <th>% of value of loans</th> </tr> </thead> <tbody> <tr> <td>0 to 12 months</td> <td>43</td> <td>119,916,000</td> <td>63.53</td> </tr> <tr> <td>13 to 24 months</td> <td>17</td> <td>68,834,000</td> <td>7.05</td> </tr> <tr> <td>25 to 36 months</td> <td>0</td> <td>0</td> <td>0</td> </tr> <tr> <td>Totals</td> <td>60</td> <td>188,750,000</td> <td>100.0</td> </tr> </tbody> </table> <p>The Constitution provides that a mortgage investment must be repayable no later than 5 years after the investment date unless repayable on demand.</p>	Loan term	No. of loans	Value of loans (\$)	% of value of loans	0 to 12 months	43	119,916,000	63.53	13 to 24 months	17	68,834,000	7.05	25 to 36 months	0	0	0	Totals	60	188,750,000	100.0				
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Interest rates	<p>The following table indicates the range of the interest rates charged to borrowers in respect of the loans as at 28 February 2025:</p> <table border="1"> <thead> <tr> <th>Interest rate</th> <th>No. of loans</th> <th>Value of loans (\$)</th> <th>% of value of loans</th> </tr> </thead> <tbody> <tr> <td>11.0+</td> <td>4</td> <td>15,360,000</td> <td>8.14</td> </tr> <tr> <td>10.0% to 10.99%</td> <td>45</td> <td>1141,099,000</td> <td>74.75</td> </tr> <tr> <td>9.0% to 9.99%</td> <td>11</td> <td>32,291,000</td> <td>17.11</td> </tr> <tr> <td>8.0% to 8.99%</td> <td>0</td> <td>0</td> <td>0</td> </tr> <tr> <td>Totals</td> <td>60</td> <td>141,050,500</td> <td>100.0</td> </tr> </tbody> </table> <p>The interest rates charged to a particular borrower at any time reflects a balancing of current official interest rates, interest rates charged by other mortgage providers and the risks associated with the borrower or the nature of the security provided.</p>	Interest rate	No. of loans	Value of loans (\$)	% of value of loans	11.0+	4	15,360,000	8.14	10.0% to 10.99%	45	1141,099,000	74.75	9.0% to 9.99%	11	32,291,000	17.11	8.0% to 8.99%	0	0	0	Totals	60	141,050,500	100.0
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Capitalisation of Interest	<p>Sydney Wyde does not make loans where the interest is capitalised.</p>																								
Use of Derivatives	<p>Sydney Wyde does not use derivatives.</p>																								

Loan Documentation	Sydney Wyde does not lend on a full loan documentation basis. This means that loans are assessed primarily against the asset value of the security property and it is not the policy of Sydney Wyde to require evidence of a borrower's income or capacity to service a loan, except in the circumstances referred to below under the heading "Credit worthiness of borrowers".
Borrowers and Lending	<p>Persons seeking to borrow money, from time to time, approach Sydney Wyde and submit an application to Sydney Wyde for funding. The borrowers are usually persons or companies seeking the convenience of a straightforward "asset loan" assessed primarily against the value of the security property, without having to provide current financial statements or other evidence of income, which it is not the policy of Sydney Wyde to require except in the circumstances referred to under the heading "Credit worthiness of borrowers".</p> <p>Loan applications are submitted to the Credit Committee of Sydney Wyde for consideration and possible approval. The Credit Committee has the primary responsibility to ensure that:</p> <ul style="list-style-type: none"> • credit reference checks to a Credit Reference Organisation or Bureau are undertaken in respect of the borrower and guarantors; • the value of the security provided complies with the Constitution; and • legal title to the mortgage investment is vested in the Custodian which holds the mortgages and other Fund property as the agent of the Responsible Entity, in accordance with the Constitution, the <i>Corporations Act 2001</i> and the Custodian Agreement.
Credit worthiness of borrowers	<p>It is not the policy of Sydney Wyde to require details of assets and liabilities of borrowers and/or guarantors of loans or to consider the capacity of the borrower to service the loan in terms of timing and amount, unless:</p> <ul style="list-style-type: none"> • the Credit Committee considers that the results of credit reference checks of borrowers and guarantors are not satisfactory; • in the case where a borrower is known to be refinancing an existing loan, the Credit Committee is not able to obtain evidence from the existing lender of the history of servicing of the loan which it considers satisfactory; or • the Credit Committee becomes aware of some other circumstances that it considers adversely affects the reliability of the borrower or capacity of the Borrower to meet loan commitments. <p>The Constitution provides that a mortgage investment must be repayable no later than 5 years after the investment date unless repayable on demand.</p>
Valuations	<p>The lending policies of Sydney Wyde provide that loans must be secured by first mortgage to no more than 66.66% of proper valuation. Second mortgage securities are only accepted as supporting additional security to a first mortgage, where either:</p> <ul style="list-style-type: none"> • the second mortgage is in respect of a different property than the mortgaged property securing the first mortgage and the first mortgage is no more than 66.66% of the proper valuation; or

	<ul style="list-style-type: none"> the second mortgage is in respect of the same property and the aggregate amount secured by the first and second mortgages is not more than 66.66% of the proper valuation. <p>Sydney Wyde does not make advances by way of progress payments in respect of development sites, and advances in respect of development sites are restricted to the land value of the site and further advances are only contemplated when a project has reached lock-up stage.</p> <p>Advances are made by Sydney Wyde in respect of residential property, commercial and industrial property, development sites, subdivisions and vacant land. Advances are not necessarily made to the maximum ratio of 66.66% of valuation. The main criterion of Sydney Wyde is the securing of loans against the asset valuation of the security. In order to rely upon the asset value of the security Sydney Wyde has instituted strict valuation practices.</p> <p>Sydney Wyde has appointed a panel of approved valuers, requires valuations to be carried out by panel valuers who are instructed by Sydney Wyde, and will not accept valuations supplied by borrowers. Each valuer must be properly qualified, be a member of an appropriate professional body in the State in which the property is situated, be independent of Sydney Wyde, have experience in valuing properties for mortgage purposes and produce annually certificates of currency of professional indemnity insurance. All valuations must clearly set out the methodology of valuation, refer to a recommendation of the security for mortgage purposes, and be addressed to Sydney Wyde.</p> <p>The valuation of a security property in respect of any loan must not be more than 3 months old. A further valuation of the property must be obtained by Sydney Wyde before the term of the loan is extended or the loan is rolled over. A further independent valuation must be obtained within 2 months after the board forms the view that there is a likelihood that a decrease in value of the security property may have caused a material breach of the loan covenant.</p>
Insurance	<p>Sydney Wyde ensures that at the date of the loan appropriate insurance is effected by borrowers in respect of securities (apart from vacant land or for strata title insurances where insurance is effected in the name of the body corporate), and that if acceptable to the insurer, Sydney Wyde is noted on the insurance policy as an interested party.</p> <p>Sydney Wyde requires the borrower to maintain and renew adequate insurance over any improvements to a mortgaged property during the term of the loan and monitors compliance with this obligation.</p> <p>Sydney Wyde also has effective procedures to ensure that even if this obligation is not complied with, it will effect insurance on behalf of the borrower if that is reasonably possible in the circumstances.</p>
Management of mortgage investments	
Authority to manage the mortgage investments	<p>On becoming a member of the Fund, each member appoints and authorises Sydney Wyde to manage the mortgage investments in accordance with the requirements of the Constitution, this PDS and the relevant provisions of the <i>Corporations Act 2001</i>.</p> <p>Sydney Wyde has engaged Russto Pty Ltd to provide certain staffing, IT, facilities and equipment services to the Fund. That company, the Miscellaneous Services Provider, has the necessary systems in place to provide real time reporting to Sydney Wyde and to members of the Fund regarding the investments of the Fund, including the status of mortgage interest and repayment receipts, property</p>

	insurance cover and arrears.
Collection of income and proceeds	Sydney Wyde must collect and receive all income due and payable by the borrowers and the proceeds of the realisation of any mortgage investment on or before the maturity date of that investment or consider the loan to be in default.
Default management and enforcement of mortgage investments	<p>Sydney Wyde has a well-developed system of pursuing defaults and arrears and effecting appropriate recovery action. These processes include the following:</p> <ul style="list-style-type: none"> • If interest payments in respect of an advance fall in arrears (generally 7 days past due date), correspondence is forwarded to the borrower demanding payment of the arrears immediately. • If payment of arrears is not received within 7 days after the next interest payment due date, further correspondence is forwarded to the borrower stating that if payment has not been received within a further 7 days, legal action for recovery will be instituted without further notice. • At this point interest payments will be 2 months in arrears. Unless there is an acceptable undertaking, or other acceptable information, solicitors are instructed to effect immediate recovery action which may result in Sydney Wyde taking possession of the property. <p>Where an enforcement right in respect of a mortgage investment becomes exercisable by Sydney Wyde, whether by the default of the borrower or the occurrence of an event that constitutes a default, Sydney Wyde may call a meeting of all members or adopt such other procedure to ascertain the views of the members, as it thinks fit, before it exercises a right or power of enforcement. The members may direct Sydney Wyde by special resolution to exercise its powers in a particular manner. If members do direct Sydney Wyde to exercise a power in a particular way, Sydney Wyde must be indemnified against any losses, costs, expenses, claims or liabilities which Sydney Wyde may incur in following that direction.</p>
Loans in default	<p><i>Interest on a loan</i></p> <p>A loan is considered to be in default if interest is not received within 7 days after the due date for payment and that interest payment is still outstanding. The position as to loans in arrears as at 28 February 2025 is given in the RG 45 Benchmarks and Disclosure Principles for the Fund at www.sydneywyde.au as at that date. The information will be updated not less than twice yearly and if there is a significant adverse change.</p> <p>Experience in the past shows that many defaults are resolved by the borrower paying all arrears (both principal and interest) or by the borrower refinancing the mortgage. In other cases, it is necessary for Sydney Wyde to conduct mortgagee sales of the security properties.</p> <p><i>Principal of a loan</i></p> <p>A loan may also be considered to be in default if the borrower, while continuing to pay all interest payments within the time provided, has not repaid the loan as at the due date. These past due loans do not include the loans described in relation to the late payment of interest. The position as to such loans in arrears as at 28 February 2025 is given in the RG 45 Benchmarks and Disclosure Principles for the Fund at www.sydneywyde.au as at that date. The information will be updated not less than twice yearly and if there is a significant adverse change.</p>

SECTION 8 – YOUR INVESTMENT IN THE FUND

<p>Payment of Income</p>	<p>Sydney Wyde must collect and receive all money arising from the assets of the Fund, including the mortgage investments. Each member has an immediate beneficial interest vested absolutely in the net income of the Fund to the extent of the member’s present entitlement to that share of the net income.</p> <p>The amount payable by Sydney Wyde to a member of the Fund is calculated in accordance with the proportionate interest that each member has in the Fund at the relevant date. The distributions of amounts received from borrowers, after deduction of any fees payable by the Fund, are made semi-annually in arrears within 2 months after 31 March and 30 September. However, a distribution will normally occur within 1 month after the distribution calculation dates.</p> <p>Sydney Wyde may make an interim distribution of income in respect of a distribution period.</p>
<p>Withdrawal of Investment</p>	<p>Sydney Wyde is entitled to redeem units and thus permit a member to withdraw from the Fund only in accordance with the Constitution and the <i>Corporations Act 2001</i>. When, as will usually be the case, less than 80% of the assets of the Fund are “liquid” for the purpose of the <i>Corporations Act 2001</i>, as at the date of this PDS Sydney Wyde has adopted the following procedures:</p> <ul style="list-style-type: none"> • the Responsible Entity has adopted a Withdrawal Facility that consists of making a separate withdrawal offer to all members of the Fund in respect of the month ending 30 September 2024 and thereafter, each month commencing on 1 October 2024 until 30 September 2025. Sydney Wyde may extend this Withdrawal Facility at the end of that period; • upon becoming a member of the Fund, each investor will be provided with a copy of the current Withdrawal Facility, if any, and the terms on which a monthly offer is made under that facility; • to make a withdrawal of all or part of their units in the Fund during a particular month, the member must lodge a withdrawal request with Sydney Wyde before 10am on the last business day of the month. Investors should note that the minimum withdrawal amount is \$500 and that if as a consequence of the withdrawal the member would hold less than \$1,000 units, Sydney Wyde may treat the request as being for the balance of the units held; • if the request to withdraw the units is accepted by Sydney Wyde, the proceeds of the request will be paid into the nominated bank account of the member within 21 days after the end of that month but normally by close of business on the next business day after the end of that month; • the assets of the Fund that will be used to satisfy withdrawal requests are the cash assets of the Fund as at the last business day of the relevant month; • the amount of cash that will be made available to meet withdrawal requests made in respect of any month is not less than \$2.0 million; <p>and</p>

	<ul style="list-style-type: none"> • if the amount specified above is insufficient to meet each withdrawal request, the requests will be satisfied on a pro-rata basis. <p>A withdrawal request form is available from Sydney Wyde on request. Details of the continued availability of the Withdrawal Facility and of each monthly offer that is made in accordance with that facility will be available on the website of Sydney Wyde at www.sydneywyde.au. Investors should note that Sydney Wyde has the right to cancel both the Withdrawal Facility and any or all monthly offers at any time in accordance with the terms of the facility. Investors should read the terms of the Withdrawal Facility and contact Sydney Wyde on 02 9369 3175 if they have any questions. While the current Withdrawal Facility is for a 12 month period to 30 September 2025, thereafter it is anticipated that further withdrawal facilities, each falling on the first of October each month until September in each following year will be made available by Sydney Wyde.</p> <p>Investors are advised that Sydney Wyde has adopted internal policies and procedures for the monitoring of the liquidity of the Fund on an on-going basis. These include weekly, monthly and quarterly cash flow monitoring (including analysing the cash needs of the Fund, the receipt of income and repayments, current and anticipated withdrawal requests, and applications). In determining the amount of liquid assets available to meet any monthly withdrawal request, it does not, however, take into account any anticipated inflows from new applications.</p>
Transfers	A member may transfer its units to another person in the form required or accepted by Sydney Wyde. Sydney Wyde may refuse to register a transfer without giving any reason for the refusal.
Other rights of members	<p>An interest in the Fund and the holding of units also entitles a member to:</p> <ul style="list-style-type: none"> • receive notice of and attend and vote at meetings of members. A member has 1 vote on a show of hands and, on a poll, 1 vote for each dollar of the value of the total number of units they hold in the Fund; • requisition a meeting of members in accordance with the Constitution and the Corporations Act 2001; and • participate in the division of any surplus of assets or profits of the Fund if the Fund is terminated.
Limitations on members	<p>A member may not:</p> <ul style="list-style-type: none"> • interfere with the rights and powers of Sydney Wyde in its dealings with the assets and the Fund; • exercise any rights, powers or privileges in respect of any part of the assets; • lodge a caveat in respect of any property comprised in the assets or in relation to mortgaged property comprised in a mortgage investment; or • require the transfer of any property comprised in the assets of the Fund.
Liability of members	Other than tax liability arising from a member's action or inaction, or liability for payments due and payable to Sydney Wyde, the liability of a member

	<p>under the Constitution is limited to the amount paid as its application money. The member need not indemnify Sydney Wyde if there is a deficiency in the assets of the Fund and is not liable for the claim of any creditor of Sydney Wyde in relation to the Fund. However, no complete assurance can be given with regard to the above as the ultimate liability of an investor as a member of a scheme has not been finally determined by the courts.</p>
Reporting to members	<p>Sydney Wyde will provide to members a written confirmation of the transaction after the application moneys of the applicant are accepted by Sydney Wyde.</p> <p>Members will receive annual statements as to mortgage interest received and distributed. If applicable, they will receive an AMIT Member Annual Statement (while the AMIT rules apply to the Fund) no later than 3 months after the end of the relevant income year, disclosing the amounts attributed to them from the Fund each year.</p> <p>In accordance with the Constitution and the <i>Corporations Act 2001</i> members will receive periodic financial statements as to the Fund.</p> <p>A member may check the status of its investment at any time during business hours by contacting Sydney Wyde.</p>
Continuous Disclosure	<p>As at the date of this PDS the Fund is a disclosing entity under the <i>Corporations Act 2001</i>. It is therefore subject to regular reporting and disclosure obligations. Sydney Wyde has elected to meet its continuous disclosure obligations by disclosing new material information on the website at www.sydneywyde.au. Members of the Fund should visit this site regularly. Copies of documents lodged with ASIC in relation to the Fund may be obtained from, or inspected at, any ASIC office. Sydney Wyde will, on request, provide to members, free of charge, a copy of the annual financial report most recently lodged with ASIC for the Fund, any half yearly financial reports for the Fund and any continuous disclosure notices given for the Fund after the lodgement of an annual report. The contact details are in the Corporate Directory at Annexure A - of this PDS.</p>
Updated benchmark disclosures	<p>As stated in Section 2 - ASIC Benchmarks and Disclosure Principles we anticipate that we will continue to update the information as to the extent to which the ASIC benchmarks are met at any time, and if not, why not, on a regular basis, and at least twice yearly. This information will be available on our website at www.sydneywyde.au. It will also be made available to both the members of the Fund and applicants under this PDS in hard copy on request. It is anticipated that the next update will be as at 31 August 2025.</p>
Meetings of Members	<p>Sydney Wyde may at any time convene a meeting of members. We will also convene a meeting of members if requisitioned by at least 100 or 5% of the votes that may be cast on the proposed resolution. Each member is entitled to attend and vote unless prohibited from doing so under the <i>Corporations Act 2001</i>. All members are entitled to receive notices of all meetings.</p>
Complaints	<p>Sydney Wyde seeks to deliver to investors an optimal level of client service and is committed to handling any complaint quickly, fairly and in strictest confidence. We welcome suggestions for service improvements. If a member does have a complaint regarding any aspect of Sydney Wyde's services, the member should contact Sydney Wyde and put the complaint in writing. Any such complaint is handled in accordance with the internal policy and</p>

	<p>procedures that Sydney Wyde has adopted. A copy of the policy and procedures is obtainable from Sydney Wyde.</p> <p>On receipt of a complaint, Sydney Wyde aims to resolve a complaint as quickly as possible, and unless it has been resolved within 5 business days, will provide you with a written “IDR response” setting out the final outcome. Other than in limited circumstances, including where the complaint is particularly complex, Sydney Wyde will provide the IDR response within 30 calendar days after receipt of the complaint. If there is to be a delay, it will advise you of the reasons for the delay and your further rights.</p> <p>If an issue has not been resolved to the member’s satisfaction in accordance with the policy and procedures, the Member can lodge a complaint with the Australian Financial Complaints Authority (AFCA) of which Sydney Wyde is a member. AFCA provides fair and independent financial services complaint resolution that is free to consumers.</p> <p>AFCA has authority to hear certain complaints. Contact AFCA to confirm if they can assist you.</p> <p>Time limits may apply to complain to AFCA and so you should act promptly or otherwise consult the AFCA website to find out if or when the time limit relevant to your circumstances expires.</p> <p>The contact details are in the Corporate Directory at Annexure A - of this PDS.</p>
<p>Privacy and personal information</p>	<p>By applying to invest in the Fund, the applicants consent to certain personal information about themselves being collected and used by Sydney Wyde for:</p> <ul style="list-style-type: none"> • processing the application for units; • informing the investor of any other potential investment opportunities in other schemes, products or services to be promoted and/or managed by Sydney Wyde; • administering the Fund (including calculation of entitlements and distributions); and • any purpose related to the above purposes. <p>Your personal information may be disclosed to related entities of Sydney Wyde and any organisation (such as the Custodian, the Miscellaneous Services Provider, mailing or distribution houses, an accountant or auditor) involved with the administration of the Fund for any of the above purposes.</p> <p>Sydney Wyde, in its capacity as the responsible entity of the Fund, is bound by the <i>Privacy Act 1988 (Privacy Act)</i> as amended from time to time and the principles and procedures to be adopted under the legislation. The <i>Privacy Act</i> regulates, among other things, the collection, storage and security, quality, management, correction, use and disclosure of personal information.</p>

	<p>The application form accompanying this PDS requires you to provide personal information. Sydney Wyde, and any service providers to Sydney Wyde or the Fund, may collect, hold and use your personal information in order to assess your application, service your needs as a client or investor, provide facilities and services to you, Sydney Wyde or the Fund and for other purposes permitted under the <i>Privacy Act</i>.</p> <p>Taxation (Australian and international), company, anti-money laundering and other laws also require some of the information to be collected in connection with your application. If you do not provide the information requested or provide us with incomplete or inaccurate information, your application may not be able to be processed efficiently, or at all.</p>
<p>Disclosing your personal information</p>	<p>To comply with various laws and regulatory requirements Sydney Wyde may have to pass on your information (or parts of it) to government agencies, such as the Australian Taxation Office (ATO) and the Australian Transaction and Reports Analysis Centre. Information may also be disclosed to external parties on your behalf, such as your financial adviser, unless you have instructed Sydney Wyde in writing to do otherwise. Sydney Wyde may also disclose your personal information to its service providers (lawyers and others) to enable the printing, distribution and administration of documents relevant to the Mortgage Investment and for other administration of your investment purposes.</p> <p>Your personal information may also be used by Sydney Wyde to administer, monitor and evaluate products and services, gather, aggregate and report statistical information, assist you with any queries and take measures to detect and prevent fraud and other illegal activity. It may also be allowed or obliged to disclose information by law and to report on risk management matters. It is not anticipated that it will ever need to disclose your personal information to overseas recipients.</p>
<p>Accessing and correcting your personal information</p>	<p>Members are entitled to access, correct and update all personal information which Sydney Wyde holds about them. This information held may be obtained by contacting Sydney Wyde.</p> <p>You should contact Sydney Wyde if you have concerns about the completeness or accuracy of the information, we have about you or would like to access or amend your personal information held by Sydney Wyde (or its service providers). Please advise Sydney Wyde of any changes to such information you have provided.</p> <p>If you have any complaint about the way in which the Responsible Entity complies with the <i>Privacy Act</i> or if you have any questions relating to Sydney Wyde's privacy policy or anything else found in this PDS, please contact Sydney Wyde by e-mail, fax or phone during normal business hours. The contact details are set out in the <i>Corporate Directory</i> on page -iii- of this PDS. Important Note: You should also check the website at www.sydneywyde.au for the current version of the Privacy Policy of Sydney Wyde. Changes will be made to the policy from time to time to reflect changes in the law, including the <i>Privacy Act</i>.</p>
<p>Anti-Money Laundering and Counter-Terrorism Financing</p>	<p>Sydney Wyde is required to comply with the <i>Anti-Money Laundering and Counter-Terrorism Financing Act 2006 (Cth)</i> and associated regulations (AML/CTF law). Sydney Wyde will require you to provide personal information and documentation in relation to your identity and that of any controlling person, beneficial owner, or beneficiary when you invest in the</p>

	<p>Fund. Sydney Wyde may need to obtain additional information and documentation from you to process your application or subsequent transactions or at other times during your investment. The obtaining of information will be pursuant to the AML/CTF Program that has been adopted. Sydney Wyde may need to identify:</p> <ul style="list-style-type: none"> o transferees of your units in the Fund. Sydney Wyde will not register a transfer until all relevant information has been received and your or your transferee's identity or that of its beneficial owners has been satisfactorily verified; o your estate. If you die while you are the owner of units in the Fund, Sydney Wyde may need to identify your legal personal representative prior to transferring ownership or making any payments; and o anyone acting on your behalf, including under your power of attorney. <p>In some circumstances, Sydney Wyde may need to re-verify this information and may request additional information.</p> <p>By applying to become a Member of the Fund, you also acknowledge that Sydney Wyde may decide to delay or refuse any request or transaction, if it is concerned that the request or transaction may breach any obligation of, or cause Sydney Wyde to commit or participate in an offence under, any AML/CTF law, and Sydney Wyde or any of its related bodies corporate, affiliates, associates or officers will incur no liability to you if it does so.</p> <p>Investors should also note the following requirements:</p> <p><i>Beneficial owners</i></p> <p>To comply with AML/CTF law Sydney Wyde also requires you to disclose beneficial owners. 'Beneficial owner' means an individual who ultimately owns or controls, directly or indirectly, the applicant investor. 'Control' includes control as a result of, or by means of, a trust, agreements, arrangements, understandings and practices, whether or not having legal or equitable force and whether or not based on legal or equitable rights, and includes exercising and control through the capacity to determine decisions about financial and operating policies. 'Owns' means ownership, either directly or indirectly, of 25% or more of the applicant.</p> <p><i>Source of funds</i></p> <p>As part of the obligation to 'know your customer' and to assess money laundering and terrorism financing risk under its AML/CTF program, the AML/CTF law requires Sydney Wyde to ask about the applicant's (and of their beneficial owners') income and assets available for investment and the sources of funds, including their origin.</p>
<p>Foreign Tax Compliance Disclosure</p>	<p>Each investor agrees to provide, and it is a condition of becoming a Member of the Fund, certain information that Sydney Wyde or the Custodian requires in order for it and the Custodian to comply with any applicable law, including any foreign law.</p>
	<p><i>Foreign Account Tax Compliance Act (FATCA)</i> is tax legislation that enables the Internal Revenue Service of the United States of America (USA) to identify and collect tax from USA residents that invest in assets through non-US</p>

	<p>entities. The OECD <i>Common Reporting Standards for Automatic Exchange of Financial Account information (CRS)</i> is a similar global regime aimed at collecting and reporting on investor's tax status. If you are a foreign resident for tax purposes, then you should note that the Fund will comply with its FATCA and CRS obligations by collecting, retaining and reporting about certain investors to the ATO.</p> <p>In order for the Fund to comply with its FACTA and CRS obligations, Sydney Wyde may require potential investors to provide certain information about themselves including their country of tax residence and may include providing their US Taxpayer Identification Number (TIN) or CRS status as appropriate. Further information is provided in the Tax Status Declaration Form which must be completed at the same time as the application form. If you require further information or details as to the completion of the form or relating to the implementation of FATCA and CRS, please refer to the Australian Taxation Office's guidance material link: https://www.ato.gov.au/General/International-tax-agreements/In-detail/International-arrangements/Automatic-exchange-of-information---guidance-material/.</p>
Taxation	<p>Sydney Wyde cannot give tax advice on obtaining, retaining or disposing of investments in the Fund. Investing in a managed investment product such as a unit in the Fund is likely to have taxation consequences. Australian tax laws are complex and subject to change. The tax comments below are only in respect of Australian tax and are based on the current law in Australia as at the date of this PDS. The comments do not take into account any changes in the tax law or future judicial precedents of the law after this time. The tax comments in this section are only relevant for Australian resident investors that hold their interests in the Fund on capital account. Further, they may not be relevant to investors that are subject to special tax rules such as banks, insurance companies, managed investment trusts, tax exempt organisations and dealers in securities. Sydney Wyde advises you to seek professional tax advice on your proposed investment in the Fund before making a decision to invest.</p> <p>Funds are generally not subject to tax on the net (tax) income of the trust for the relevant year. Rather, the investors in the trust are generally assessed on their proportionate share of net income of the trust. The share is determined based on the distribution of the different income characters by the Fund to the Investors. This is the case even where distributions are reinvested into the Fund, where no cash distributions are made by the trust to its investors, or where the income distributions differ to the net (tax) income of the Fund.</p> <p>Any tax losses made by the Fund cannot be distributed to investors. Rather, the tax losses are carried forward and may be utilised by the Fund against its income in future income years, subject to satisfying any loss utilisation rules that may be applicable. The Fund may qualify as a Managed Investment Fund (MIT) as defined in the income tax law, and if so, then consideration will be given by the Fund to making a choice to elect into the Attribution Managed Investment Fund (AMIT) taxation regime.</p> <p>The tax outcomes for investors from election by the Fund into this AMIT regime should not differ to those noted above, though there should be greater certainty of the taxation position. In particular, it is noted that:</p> <ul style="list-style-type: none"> • The net (tax) income of the Fund for an income year will be attributed to investors in the Fund based on their entitlement to the Fund's

income and/or capital each year, as defined in the Fund's Constitution and this PDS.

- The amounts attributed to investors from the Fund each year will be disclosed in an AMIT Member Annual Statement (**AMMA Statement**). This statement will be provided to investors no later than three months after the end of the relevant income year.
- The amounts attributed to investors from the Fund as disclosed in the AMMA Statement should be taken into account in the taxable income calculation of investors for the relevant year of income.
- The amounts attributed to investors from the Fund should retain the character they had in the Fund for income tax purposes.
- Investors can rely on specific legislative provisions that allow for an adjustment in calculating the net (tax) income of the Fund for an income year to be carried forward and dealt with in the year that the adjustment is discovered.
- Investors will be subject to a tax cost base adjustment mechanism, which may result in increases or decreases to the tax cost base of units held in the Fund, where there is a difference between the amount distributed by the Fund and the taxable amounts attributed to investors for an income year. Details of these tax cost base adjustments will be shown in the AMMA Statement.
- Australian withholding tax, if applicable, will be levied on the amounts attributed to a non-resident from the Fund, which may be different to the cash that is actually distributed by the Fund for the year.
- An amount of net (tax) income may be attributed to Investors by the Fund at the time of any withdrawal or cancellation of units in the Fund. This will be based on any entitlement to the Fund's income for the period up to the withdrawal or cancellation of units in the Fund.

Taxable distributions from the Fund should primarily be in the form of interest income and revenue gains from financial arrangements. On the basis that the Fund will not make any tax timing elections pursuant to the Taxation of Financial Arrangement rules, such income and gains should be determined on a compounding accruals basis or realisation basis, depending on whether the returns are sufficiently certain. Where temporary differences exist, non-assessable distributions may also be made by the Fund.

Non-assessable components distributed will broadly arise where the taxable components of the Fund are lower than the cash distribution amount. Such non-assessable components are not immediately assessable to Investors when received or entitled to be received but are applied to reduce an Investor's tax cost base of each unit on which the distribution is made. This will impact on the calculation of any capital gain or capital loss made on the ultimate withdrawal or cancellation of each unit (refer below). Further, where the tax cost base is reduced to nil, the amount by which the non-assessable component exceeds the tax cost base of the unit will be regarded as a discountable capital gain made by the holder of that unit.

For an Australian resident investor, the disposal or withdrawal of any unit in the Fund may give rise to a capital gain or capital loss that is included in the net capital gain calculation of that investor for the relevant period.

Australian income tax may be payable on any net capital gain that is made for a period. A capital gain would be made where the capital proceeds from the disposal or withdrawal exceeds the cost base of the relevant unit. A capital loss would be made from the disposal or withdrawal where the reduced cost base is greater than the capital proceeds from the disposal or withdrawal. In order to determine their net capital gain position from the disposal or withdrawal of any unit, investors will need to adjust the tax cost base of each unit in the Fund for any tax deferred distributions that have been received from the Fund on that unit. Further, a discount may be available for certain

	<p>investors in calculating the net capital gain. Such a discount is available on capital gains made on units in the Fund (after the application of capital losses) where the units have been held for at least 12 months. The discount is one-half for resident individuals and trusts, and one-third for complying superannuation funds.</p> <p>Australian resident investors will be asked to provide their tax file number (TFN) or Australian Business Number (ABN) or exemption number in the Application Form. If this information is not provided, the Fund is required to deduct tax from the taxable component of any distributions at the highest marginal rate plus the Medicare levy and the deficit levy.</p> <p>All non-resident investors should seek the advice of a professional tax adviser in relation to withholding taxes.</p>
<p>Goods and Services Tax</p>	<p>Fees and expenses incurred by the Fund, such as management costs, will generally attract Goods and Services Tax (GST) at the rate of 10%. Given the nature of the Fund's activities, the Fund will generally not be entitled to claim input tax credits for the full amount of the GST incurred. However, Reduced Input Tax Credits (RITCs) should be available for the GST paid on the expenses incurred by the Fund. Where RITCs are available, the prescribed rate is currently 55% or 75% depending on the nature of the fee or cost incurred.</p> <p>No GST obligations arise for investors on the application, withdrawal or transfer of interests in the Fund. Distributions made by the Fund will also not be subject to GST.</p>

SECTION 9 – THE FUND DOCUMENTS

<p>The Constitution</p>	<p>The Fund is established under the Constitution. It is the Constitution that primarily governs the powers and duties of the Responsible Entity, the rights and obligations of the members and the structure of the Fund.</p> <p>The Constitution binds Sydney Wyde and each Member of the Fund.</p> <p>In addition to those matters set out elsewhere in this PDS (such as the rights of Members, the liability of Members, withdrawal rights, applications for interests, the investment and return of application moneys, the making, management, realisation and enforcement of Mortgage Investments) the Constitution also contains provisions as to:</p> <ul style="list-style-type: none"> ● the powers of Sydney Wyde ● the liability of Sydney Wyde and its rights to indemnity ● the termination of the Fund ● the retirement of Sydney Wyde ● the amendment of the Constitution ● the meetings of Members. <p>Any Member or adviser wishing to gain full knowledge of the contents of the Constitution should inspect it. It is available for inspection at the registered office of Sydney Wyde during normal business hours. Sydney Wyde will provide a copy of the Constitution to any person upon written request.</p>
<p>Amendment or Replacement of Constitution</p>	<p>Sydney Wyde’s right to amend, replace or repeal the Constitution are specified in the Corporations Act. Generally, the Constitution may be amended by special resolution of Members or by Sydney Wyde alone if Sydney Wyde reasonably believes that the change will not adversely affect the rights of Members. .</p>
<p>The Compliance Plan</p>	<p>The Responsible Entity has adopted a compliance plan for the Fund (Compliance Plan) as required by the <i>Corporations Act 2001</i>. The Compliance Plan sets out the key criteria that the Responsible Entity follows to ensure that it is complying with the <i>Corporations Act 2001</i> and the Constitution. The Compliance Plan is audited on an annual basis.</p>
<p>The Miscellaneous Services Agreement</p>	<p>Certain staffing, IT, facilities and equipment services relating to the administration of the Fund are provided to Sydney Wyde by Russto Pty Ltd under an agreement between them (Miscellaneous Services Agreement). These services must be provided diligently and in a proper, business-like and skilful manner and in accordance with performance criteria set out in the agreement. These include the times and manner in which various activities must be carried out and reports provided. Under the agreement, Sydney Wyde pays to Russto Pty Ltd fees for the services provided. These fees are paid by Sydney Wyde from its own resources and are not an expense of the Fund.</p>

Disclosure of Interests and Management of Conflicts

Sydney Wyde receives remuneration and is reimbursed its expenses in accordance with the Constitution. The Directors of Sydney Wyde may receive directors' fees for services provided in relation to the Fund, such fees being payable by Sydney Wyde and not by the Fund. Russto Pty Ltd, which is a related party of Sydney Wyde, is paid fees by Sydney Wyde and not the Fund, for the services it provides to Sydney Wyde under the Miscellaneous Services Agreement.

The Fund has one related party loan. The loan is for \$8,471,000 and is secured by a first ranking mortgage over a retirement village at Cooranbong in NSW. The loan had been in default for more than 9 months and the property had failed to sell with offers received being substantially less than the full amount of the loan. The Manager then took possession of the security and foreclosed on the property. In an arm's length transaction the Manager transferred ownership of the property along with an assignment of the first mortgage debt owed to the Fund to a new entity in which the Manager has a minority financial interest. The term of the loan now expires on 30 June 2026, paying monthly interest at 9.70% per annum.

Also, Sydney Wyde or any of its related parties may, from its or their own resources, invest in a Mortgage Investment

In accordance with good governance principles and its obligations under its AFS Licence, Sydney Wyde identifies and manages any perceived or potential conflict of interest that may arise in the manner identified in its management of conflicts of interest policy. That policy and the related procedures require, among other things:

- the identification of any actual or potential conflicts and the reporting of these to Sydney Wyde's Compliance Officer and the board;
- the establishment and maintenance of a register of conflicts; and
- the consideration of the register by the Compliance Committee of the Fund on a quarterly basis.

In no event may it act in a manner that prefers the interests of Sydney Wyde, or any of its associates, over that of the members of the Fund.

SECTION 10 – PARTIES INVOLVED IN THE FUND

The Responsible Entity	<p>The <i>SWIMM Pooled Mortgage Fund</i> is a registered managed investment scheme for the purposes of Chapter 5C of the <i>Corporations Act 2001</i>. Sydney Wyde Mortgage Management Limited is the responsible entity of the Fund.</p> <p>Sydney Wyde Mortgage Management Limited is an unlisted public company. It was incorporated specifically to operate the <i>Sydney Wyde Mortgage Fund</i> ARSN 108 342 123 which is a registered contributory mortgage managed investment scheme. It is now also the responsible entity of the Fund.</p>			
Directors of Sydney Wyde	<p>Tim Stoyles</p> <p>Bachelor Business (UTS) major accounting/banking Diploma Financial Services (Financial Planning) Diploma Mortgage Lending MFAA Membership Finsia – Senior Associate.</p> <p>Tim is the business development manager and managing director of Sydney Wyde Mortgage Management Limited. Tim has over 25 years' experience in mortgage origination, management and mortgage broking.</p> <p>Tim is responsible for assessment of mortgage proposals to be assessed for suitability by the Lending Committee and compliance with the scheme lending guidelines. He has been a responsible manager for Sydney Wyde's AFSL since the inception of the Fund in 2004.</p>	<p>Michael Bray</p> <p>SAB Law</p> <p>Michael is a Non-executive Director and chairman of the board of Sydney Wyde. Michael has held his solicitor's practising certificate for over 45 years operating a law practice in Double Bay for the majority of that time. Michael operated a solicitors mortgage lending practice prior to the introduction of the FSRA Act.</p> <p>Michael is very experienced in the preparation and enforcement of mortgage agreements and mortgage law.</p>	<p>Derek Martin</p> <p>Derek is a Non-executive director on the board of Sydney Wyde. He is currently the Head of Claims, Australasia, for Munich Re (Sydney based) where he holds the responsibility for claims across the non-life reinsurance business.</p> <p>Through this and in previous roles held in insurance over the past 25 years Derek brings to Sydney Wyde a solid understanding of the regulatory environment as well as strong knowledge in the areas of strategy, growth and distribution.</p>	<p>Thomas Bignill</p> <p>Tom is a non-executive director on the board of Sydney Wyde. He is the Managing Director of Tribeca Private, a private investment advisory firm. Tom has over 25 years' experience in wealth management. Over the last two decades Tom has advised a substantial number of clients and worked closely with advisory groups on managing investments across all asset classes.</p> <p>Through his current and previous executive roles Tom brings to Sydney Wyde his vast knowledge and experience gained from operating in the funds management industry.</p>

Powers of the Responsible Entity	Subject to any express limitation in the Constitution Sydney Wyde, as responsible entity, can exercise all the powers in respect of the Fund and the trust assets, (including using the assets and credit of the Fund and doing anything else on behalf of the Fund) which it could exercise or do if it were the absolute and beneficial owner of the Fund and the trust assets. Sydney Wyde in its capacity as the responsible entity of the Fund has power to borrow (whether or not on security) and to incur all types of obligations and liabilities. It has not exercised this power and has no current intention to do so. The Responsible Entity may also authorise any person to act as its agent or delegate.
Liability of Responsible Entity	If in the proper performance of its duties Sydney Wyde acts in good faith and without negligence, it is not liable in contract, tort, or otherwise to members for any loss suffered in any way relating to the Fund, including any mortgage investment. Sydney Wyde is otherwise liable only to the extent of the value of assets vested in it or received by it under the Constitution. The liability of the Responsible Entity to any person, other than a member, including any contracts entered into as responsible entity of the Fund or in relation to the assets, is limited to the Responsible Entity's ability to be indemnified from the assets.
Indemnity of Responsible Entity	The Responsible Entity acting in good faith is entitled to be indemnified out of the assets or, where appropriate, the proceeds of the realisation of a mortgaged investment in respect of all liabilities, costs and expenses incurred by the Responsible Entity in relation to the operation of the Fund or the enforcement of the mortgage investment. The right of the Responsible Entity to be indemnified is limited to the assets and does not extend to enable the Responsible Entity to recover from any member or other person beneficially entitled to any interest or mortgage investment any loss or liability incurred by the Responsible Entity.
Compliance Committee	<p>A compliance committee has been appointed in accordance with the requirements of the <i>Corporations Act 2001</i> to oversee compliance by Sydney Wyde with the requirements of the <i>Corporations Act 2001</i>, the Constitution and the Fund's Compliance Plan. The role of the Compliance Committee is to::</p> <ul style="list-style-type: none"> ● monitor the Responsible Entity's compliance with the Compliance Plan and report to the Responsible Entity; ● report to the Responsible Entity any breach of the <i>Corporations Act 2001</i> or the Constitution; ● report to ASIC where the Compliance Committee forms the view that the Responsible Entity is not taking steps to remedy matters reported to it by the committee; and ● regularly review the adequacy of the Compliance Plan and where necessary recommend changes to the plan
The Custodian	Sydney Wyde has appointed Perpetual Corporate Trust Limited ABN 99 000 341 150 as the Custodian. That company will now hold all of the assets of the Fund as the agent of the Responsible Entity. The Custodian acts in accordance with a Custody Agreement, which sets out service standards and requires it to comply with all instructions from Sydney Wyde, subject to certain agreed criteria. It has no supervisory role in relation to the operation of the Fund and is not responsible for protecting the interests of members of the Fund. Nor has it any liability or responsibility to any member for any act done or omission made in accordance with the terms of the Custody Agreement or for any acts of Sydney Wyde.

	<p>The Custodian has given and has not, before the issue of this PDS, withdrawn its consent to be named in this PDS as a custodian in the form and context in which it is named.</p> <p>The Custodian does not make, or purport to make, any statement that is included in this PDS and there is no statement in this PDS which is based on any statement by it. To the maximum extent permitted by law, the Custodian expressly disclaims and takes no responsibility for any part of this PDS other than the references to its name. The Custodian does not guarantee the repayment of capital or any particular rate of capital or income return.</p>
<p>Other Service Providers</p>	<p>Sydney Wyde has engaged Russto Pty Ltd to provide to it miscellaneous services in relation to the Fund under the agreement described in Section 9 - The Fund Documents of this PDS.</p>

SECTION 11 – HOW TO INVEST

Applications	<p>Applications may only be made on the application form accompanying this PDS or on the application form supplied by Sydney Wyde where the investor already holds a current PDS.</p> <p>You become a member of the Fund only:</p> <ul style="list-style-type: none"> ● on receipt of: <ul style="list-style-type: none"> ○ a fully completed application form; ○ verification of the applicant’s identity and any beneficial owner’s identity; ○ payment in full in cleared funds; ● and acceptance of your application. <p>If you are a current Member of the Fund and want to make an additional investment, you should use the additional application form that is available from Sydney Wyde.</p> <p>You must also complete the separate Tax Status Declaration Form.</p> <p>If you are in any doubt as to how to what form to use, how to complete a form or what information must be provided with a form, please contact Sydney Wyde on 02 9369 3175.</p> <p>Please complete the form using a black ballpoint pen and CAPITAL LETTERS.</p> <p>Please read the application form carefully and ask questions if there is something that you do not understand.</p>
Entity type	<p>Please ensure:</p> <ul style="list-style-type: none"> ● You complete the FULL name of all applicants. Your name must match your drivers licence, passport or other document you are using as proof of identity. ● Company applicants include a contact name and ACN, ABN or ARBN as applicable. ● Individual applicants are to be 18 years of age or over. ● We cannot accept your referring agent or financial adviser’s address or a PO Box (except for postal address). ● For company investors we require the full address of the registered office, plus principal place of business. <p>Tax File Number (TFN)</p> <ul style="list-style-type: none"> ● Enter your TFN, exemption category or ABN if applicable. You are not obliged to provide your TFN, or claim an exemption. However, if you do not do so we are required to deduct Australian tax from distributions of income made to you at the highest marginal rate, plus Medicare Levy (if you are an Australian resident) and forward to the Australian Taxation Office. If you

	<p>hold your interest in the Fund in the course of furtherance of an enterprise, you may quote your ABN instead of your TFN.</p> <ul style="list-style-type: none"> • TFNs for minors will not be accepted. • If you are claiming an exemption, write the full name of the benefit you receive e.g. age pension, service pension, special benefit pension etc. <p>If you have more than two individual applicants or beneficiaries, you will need to obtain a second copy of the PDS and complete a second original application for the additional applicants or download another copy of the application form from the website. Photocopies of the application form will not be accepted.</p> <p>See also <i>Examples of Correct Names and Account Designations</i> following.</p> <p>AML/CTF identification documents</p> <p>At the end of each of Part 1, 2 and 3 there is a list of the identification documents that need to be provided. For further information please see the end of this Section 11 and under the heading 'Anti-money laundering and counter-terrorism financing' in Section 8 - Your Investment in the Fund. This contains material as to politically exposed persons and beneficial owners.</p>
Investor Contact Details	<ul style="list-style-type: none"> ▪ (OPTIONAL) Enter account designation, eg, name of minor. ▪ You may only elect one postal address for all notices and correspondence. ▪ Please ensure that you complete this Part, if different from the information provided in Parts 1, 2 or 3, as this will allow Sydney Wyde to contact you if there are any issues with your application or it needs to contact you during the term of your membership of the Fund.
Investment Details	<p><i>Section A: Details</i></p> <ul style="list-style-type: none"> • The minimum application amount is \$1,000 and thereafter in multiples of \$500. • Only Australian currency will be accepted. • Application for membership of the Fund will only be issued on receipt of the full application amount in clear funds and receipt of the required documentation and original completed application form, issued together with the PDS dated 27 March 2025. <p>Payment of application moneys by ETF or by cheque:</p> <ul style="list-style-type: none"> • Sydney Wyde does NOT accept cash or third party cheques in any circumstances. • Details for electronic payment are in the application form. Please ensure that you provide your name in the reference field. • If paying by cheque, make it payable to "The Trust Company (PTAL) Limited" and cross your cheque "not negotiable". <p>Source of funds and investment purpose:</p>

	<ul style="list-style-type: none"> The information as to source of investment funds and purpose of your investment must be completed. For further information see the material under the heading 'Anti-money laundering and counter-terrorism financing' in Section 8 - Your Investment in the Fund. <p>Section B: What financial advice have you received</p> <ul style="list-style-type: none"> These questions must be answered so as to determine to what extent Section C applies. <p>Section C: Target Market for Membership of the Fund</p> <ul style="list-style-type: none"> The answers you provide will be used to determine whether you are within the target market as set out in the TMD for the Fund. The TMDs for Membership of the Fund and each of the Mortgage Investment types are available on the website at www.sydneywyde.au.
Bank Account Details	<p>The bank account you elect on the application form will be used by us to pay out any distributions and repayments of your investment.</p> <p>The account must be in the name of the investor.</p> <p>The account must be an Australian resident bank, building society or credit union.</p> <p>You may change these details at any time by contacting Sydney Wyde.</p>
Operating Authority	<p>When giving instructions to us about your investment please indicate who has authority to operate your account.</p>
Request for Annual Accounts	<p>It is very costly to print and post annual accounts to investors. You are taken to have agreed to access this from the website if you do not indicate on the application form that you wish to receive a copy from Sydney Wyde by mail or by email. We request that investors leave all boxes blank, or tick the box "email notify" box. If this is done, we will send you a copy of the accounts by email.</p> <p>Please think of the environment before requesting a printed copy.</p>
Privacy	<p>Sydney Wyde may wish to contact you from time to time about future investment opportunities. You can elect to receive this information by ticking the box. Any electronic commercial messages sent to you will be sent in accordance with the requirements of the <i>Spam Act 2003</i> (Cth).</p>
Declarations and Signatures	<ul style="list-style-type: none"> Declarations: by completing the application form to invest, you are declaring that you have read and understood the PDS along with a number of other declarations, acknowledgements and consents. Please ensure you read these. Signatures: you should ensure that you have read the attached PDS before signing the application. Joint applications must be signed by all persons. Applications which are not signed or not signed correctly may be rejected. <ul style="list-style-type: none"> Joint Applications – all applicants must sign. Signature under Power of Attorney – a certified copy of the Power of Attorney must accompany this application form. Where this

	<p>application form is signed under a Power of Attorney, the Attorney declares that the Attorney has no notice of revocation.</p> <ul style="list-style-type: none"> ○ Company – this application form must be signed by 2 directors or a director and company secretary, or a sole director in the case of companies with a sole director who is also sole company secretary. Titles of all signatories should indicated and inapplicable titles deleted. ○ If signed under company seal, the directors and/or secretary attest that the common seal was affixed in accordance with the company’s constitution. If not executed under company seal, the persons authorised to sign must be authorised to do so in accordance with the company’s constitution.
Financial Adviser details and Customer identification declaration	<p>If you are investing in the Fund through your financial adviser this Part is to be completed by your adviser. Both you and adviser must sign this Part.</p> <p>As detailed in Section 6 - Fees and Other Costs any fees payable to your adviser by us will be paid by Sydney Wyde from its own funds and/or management fee. They are not deducted from your investment. Your adviser may charge you other fees. You should obtain the details from your adviser.</p>
Tax Status Declaration Form	<p>Please ensure that this separate form is completed for each applicant and EACH Controlling Person. For further information please see the material under the heading ‘Foreign Tax Compliance Disclosure’ in Section 8 - Your Investment in the Fund.</p> <p>Tax File Number (TFN) or TIN or Controlling Persons:</p> <ul style="list-style-type: none"> ● Enter the TFN, exemption category or ABN if applicable. <p>Collection of your TFN or ABN is authorised and its use and disclosure are strictly regulated by the tax laws and <i>Privacy Act</i>.</p>
Lodging the application	<p>Please mail the completed application form to:</p> <p>Sydney Wyde Mortgage Management Limited PO Box 840, Bondi Junction NSW 1355</p> <p>Please remember to attach your cheque to the application form if your funds have not been electronically transferred and provide the other documentation required.</p>
Anti-Money Laundering and Counter-Terrorism Financing	<p><i>Forms of Identification required from Investors</i></p> <p>The application form states the form of identification documents that Sydney Wyde will collect from you. Sydney Wyde will usually collect these documents before processing the application, but may request additional information at a later date. If you do not provide the documents and information we may not be able to process your application.</p> <p>Alternative forms of documents may be acceptable under certain circumstances permitted by law.</p> <p>Non-English documents must be accompanied by a translation prepared by an accredited translator.</p> <p>It is not compulsory for applicants to provide the information requested by Sydney Wyde. However, if not all the requested information is provided Sydney Wyde may</p>

	<p>not be able to process an applicant's application, administer their investment or comply with any of their instructions.</p> <p>If you are in any doubt as to what information must be provided with the application form, please contact Sydney Wyde. Its contact details are set out in the Corporate Directory at Annexure A of this PDS.</p>
Certification of documents	<p>The certification of your documents must be completed in Australia by a person in one of the positions below and who is not related to you (i.e. a parent, spouse, de facto partner or child).</p> <p>When having copies of documents certified, you should show both the original document and copy to the eligible certifier.</p> <p>There is a wide range of persons who may certify your documents. They include those persons in the following list:</p> <ul style="list-style-type: none"> Judge Lawyer Notary Public Magistrate Justice of the Peace Police Officer Finance company officer * Full-time employee of a bank * Accountant with CPA or NIA membership * Full-time employee of a post office * Authorised representative of a holder of an Australian financial services licence * <p>* Must have two or more years of continuous service or membership.</p> <p>A full list of the persons who may certify documents is available on request from Sydney Wyde. Contact us through tim@sydneywyde.au.</p>
Certified copies	Please ensure you send a certified copy only and not the original.
Information requirements	It is not compulsory for you to provide certain information requested by us. However, if some of the information is not provided by you, Sydney Wyde may not be able to process your application, administer your investment in the Fund or comply with any investment or instructions that you may provide.
Correspondence	<p>All correspondence should be addressed to:</p> <p>Sydney Wyde Mortgage Management Limited PO Box 840, Bondi Junction NSW 1355</p>

Examples of correct names and account designations

Individual	<p>Correct: Luke John Smith, Susan Mary Smith</p> <p>Not: Luke J Smith, Susan M Smith</p> <p>Signature(s) required: Each applicant</p>
Company	<p>Correct: ZYX Pty Ltd</p> <p>Not: ZYX inc, ZYX Co, ZYX p/l</p> <p>Signature(s) required: two directors; OR one director and company secretary; OR a single director provided that the applicant is a single director company</p>
Minors	<p>Correct: Susan Mary Smith a/c designation <John Smith></p> <p>Not: Josh Smith</p> <p>Signature(s) required: Each applicant (not minor)</p>
Superannuation funds/trusts for individual(s)	<p>Correct: Susan Mary Smith a/c designation <SMS Trust>, <SMS Super Fund></p> <p>Not: SMS Trust, SMS Super Fund</p> <p>Signature(s) required: Each Trustee</p>
Superannuation funds/trusts for companies	<p>Correct: ZYX Pty Ltd <ZYX Trust. <ZYX Super Fund></p> <p>Not: ZYX Trust, ZYX Super Fund</p> <p>Signature(s) required: Each Trustee (as per company holding above)</p>

The following is a guide as to the form of the certification.

Document Type	Sample wording	Certification requirements
Single page	I, [full name], certify that this is a true and correct copy of the original.	Certified within the last 12 months
Multiple page document (with certification on every page)	I, [full name], certify that this is a true and correct copy of the original.	<ul style="list-style-type: none"> • Signed and dated • Includes name, occupation and any licence number of the certifier
Multiple page document (with certification on front page only)	I, [full name], certify that this page and the following 'x pages' are a true and correct copy of the original.	

SECTION 12 – DICTIONARY

Term	Definition
Administrator	means Sydney Wyde Mortgage Corporation Pty Ltd.
AFCA	means the Australian Financial Complaints Authority which is the external dispute resolution scheme approved by ASIC and of which Sydney Wyde is a member.
Application Moneys	means the amount specified in an application to become a Member of the Fund (minimum \$1,000.00).
Application Moneys Account	means before the approval of an application, the amount specified in the application becomes part of this account, held on trust by Sydney Wyde.
ASIC	means the Australian Securities and Investments Commission.
Borrower	means the person(s) who apply for, and are granted, a loan by Sydney Wyde.
Compliance Committee	means the body appointed by Sydney Wyde to ensure it complies with the requirements of the Corporations Act, the Constitution and the Fund's Compliance Plan.
Compliance Plan	means the document adopted by Sydney Wyde that sets out the key criteria and procedures that Sydney Wyde is to follow to ensure that it complies with the requirements of the Corporations Act and the Constitution.
Constitution	means the deed poll entered into by Sydney Wyde establishing the Fund dated 4 March 2004, as amended.
Corporations Act	means the <i>Corporations Act 2001</i> (Cth).
Corporations Regulations	means the <i>Corporations Regulations 2001</i> (Cth).
CRS	means the OECD Common Reporting Standards for Automatic Exchange of Financial Account information which has been implemented in Australia commencing from 1 July 2017 and imposes certain due diligence and reporting obligations on financial institutions and other financial intermediaries, including the Fund, in respect of foreign investors from participating jurisdictions.
FATCA	means the <i>Foreign Account Tax Compliance Act</i> which is a United States tax law imposing certain due diligence and reporting obligations on foreign (non-US) financial institutions and other financial intermediaries, including the Fund, to prevent tax evasion by US citizens and US tax residents through the use of non-US domiciled investments or accounts.
Fund	means Sydney Wyde Pooled Mortgage Fund ARSN 090 880 890.
Fund Account	means after approval of an application, the amount specified in the application becomes part of this account, held on trust by Sydney Wyde.
GST	means the goods and services tax within the meaning of the <i>A New Tax System (Goods and Services Tax) Act 1999</i> .

Indirect Costs	means any amount that Sydney Wyde knows, reasonably ought to know; or, where this is not the case, may reasonably estimate will directly or indirectly reduce the return on the product that is paid from, or the amount or value of, the income of or property attributable to the investment, or an 'interposed vehicle' in or through which the property attributable to the investment is invested These cover amounts that Sydney Wyde receives by way of fees and charges from Borrowers that it retains for its own benefit. Sydney Wyde must tell you about these and will do so, in respect of any particular Mortgage Investment in the relevant Syndicate SPDS.
LTC	means loan to cost ratio, calculated as the amount of the loan to the cost to build the project as a percentage of the cost to complete the construction and development.
LVR	means loan to valuation ratio, percentage of the total value of the security property Sydney Wyde is willing to lend to the Borrower (a maximum of 80%).
Manager's Interest	means the interest in the Fund of Sydney Wyde, entitling it to the receipt by way of income an amount equal to the reduced input tax credits refunded as a result of the GST payable by Sydney Wyde for its services provided to the Fund.
Member(s)	means the successful applicants who have an interest in the Fund by way of investment.
Miscellaneous Services Agreement	means the agreement, dated 20 February 2004, between Sydney Wyde and the Administrator, under which the Administrator is to provide certain administration services to Sydney Wyde.
Mortgage Interest Account	means the account maintained by Sydney Wyde into which all payments of interest and repayments of principal are held by Sydney Wyde on trust for the Members of the relevant Syndicate pending distribution.
Mortgage Investment	means any loan or debt secured by a legal mortgage over real property, by a Syndicate.
PDS	means either i) a Product Disclosure Statement as required under the relevant provisions of the Corporations Act; or ii) this Product Disclosure Statement.
Responsible Entity	means Sydney Wyde Mortgage Management Limited.
SPDS	means a Supplementary Product Disclosure Statement.
Syndicate	means a conglomerate of Members of the Fund who elect to invest in a particular Mortgage Investment through the relevant Syndicate SPDS.
Syndicate SPDS	means a SPDS which outlines details of a Mortgage Investment and is to be used by Member(s) of the Fund to invest into a Syndicate.
TMD	means a Target Market Determination which describes the key features and attributes of a product that affect whether it is likely to be consistent with the objectives, financial situation and needs of consumers in the target market.

ANNEXURE A – CORPORATE DIRECTORY

Responsible Entity	<p>Sydney Wyde Mortgage Management Limited</p> <p>ABN 19 090 567 150 AFSL 245506 ACL 245506</p> <p>Suite 506, Level 5 35 Spring Street BONDI JUNCTION NSW 2022</p> <p>PO Box 840, Bondi Junction NSW 1355</p> <p>Telephone: (02) 9369 3175 Facsimile: (02) 9369 2037 Email: tim@sydneywyde.au</p>
Registered Office	<p>Suite 506, Level 5 35 Spring Street BONDI JUNCTION NSW 2022</p>
Directors	<p>Timothy Richard Stoyles Michael John Bray Derek Ranier Martin Thomas Mason Bignill</p>
Auditor of the Responsible Entity, the Fund and the Compliance Plan	<p>BDO Audit Pty Limited ABN 33 134 022 870 Level 11, 1 Margaret Street SYDNEY NSW 2000</p>
Lawyers for the Fund	<p>Piper Alderman Level 23, Governor Macquarie Tower 1 Farrer Place, Sydney NSW 2000 Telephone: +61 2 9253 9999 Facsimile: +61 2 9253 9900</p>
Custodian for the Fund	<p>Perpetual Corporate Trust Limited ABN 99 000 341 150 13/123 Pitt Street SYDNEY NSW 2000</p>
Complaints Resolution Scheme	<p>Australian Financial Complaints Authority GPO Box 3 Melbourne VIC 3001 Free call: 1800 931 678 Email: info@afca.org.au Website: www.afca.org.au</p>

SWIMM Pooled Mortgage Fund Application Form

ARSN 090 880 890

It is important that you read and acknowledge the terms of the Product Disclosure Statement (PDS) dated 27 March 2025.

Investments are able to be made by completing this form.

Please note that by completing this application, a certified copy of identification will need to be provided for all individuals identified in Section A and B attached to this application.

SECTION A – Individual Investor Details

- Please note details of company directors, individuals trustees or partners (as is relevant) are required below if completing on behalf of corporation/organisation/partnership as per Section B.
- If there are more than two (2) applicants including trustees, company directors or partners (as is relevant), please provide their details on a separate page in the form prescribed below.
- Do not complete 'Tax Residence' when the applicant is a company director, trustee or partner if completing this form on behalf of a body corporate applicant.

Applicant 1

Investor Type:

- Individual
 Agent
 Trustee
 Parent/Guardian
 Joint
 Company Director
 Partner

Title: Surname:

Given Name (s):

Other names known by: DOB / /

Countr(y/ies) of citizenship:

TFN or Exemption Reason:

Tax Residence: Resident of Australia Resident of another country outside Australia

Address and contact details

Residential street address:

City: State: Postcode:

Country (if not Australia):

Postal address (if different):

Telephone: Email:

Applicant 2

Investor Type:

Individual
 Agent
 Trustee
 Parent/Guardian
 Joint
 Company Director
 Partner

Title: Surname:

Given Name (s):

Other names known by: DOB / /

Country(ies) of citizenship:

TFN or Exemption Reason:

Tax Residence: Resident of Australia Resident of another country outside Australia

Address and contact details

Residential street address:

City: State: Postcode:

Country (if not Australia):

Postal address (if different):

Telephone: Email:

SECTION B – Company / Trust / Self-Managed Super Funds (SMSF) / Associations / Partnerships

- Section A is to be completed for individual trustees/company directors/partners.
- For the questions related specifically to trusts, please mark the answer as 'N/A' if not applicable.
- If you answer 'None of the above' in the question marked 'Tax Resident Country' you must complete a separate Tax Status Declaration Form available at www.sydneywyde.au.

If investing in the name of a company, trust, partnership or other entity, please complete the following:

Entity:

Company
 SMSF
 Sole Trader ABN
 Custodian
 Trust
 Partnership
 Association

Other (please specify):

Full name of entity:

Trustee name (if applicable):

Trust type:

Trust Settlor:

ACN/ARBN: ABN:

Tax residence country:

- Australian superannuation fund
- Australian Financial Institution (FATCA and CRS)
- Listed public company regularly traded on an established market
- Tax resident in Australia only, non financial institution (investment earnings <50% of revenues in previous reporting period and income generating assets <50% of total assets)
- None of the above

Country of incorporation or registration:

Registration identification number:

Type of government body, level of government and jurisdiction:

Control

- Any individuals who hold more than 25% ownership of the entity, please insert the name in this section below. Section A is required to be completed for all individuals below.
- Certified copies of Trust Deeds (and any Deeds of Variation in relation to those Deeds) must be annexed to this application.
- Certified copies of authorities for agents to act on behalf of the entity must also be supplied.

Name of individual:

Name of individual:

Name of individual:

Name of individual:

Registered address and principal place of business

- Only complete the principal place of business cell if different from registered office.

Registered office street address:

City: State: Postcode:

Country (if not Australia):

Principal place of business street address:

City: State: Postcode:

Country (if not Australia):

Associations

- Full names and addresses of chairperson, secretary and treasurer

Name of chair:

Registered office street address:

City:

State:

Postcode:

Country (if not Australia):

Name of secretary:

Registered office street address:

City:

State:

Postcode:

Country (if not Australia):

Name of treasure:

Registered office street address:

City:

State:

Postcode:

Country (if not Australia):

SECTION C – Operating Authority

- Authorisation for account changes

One signatory

All signatories

Other (please provide details)

SECTION D – Investment

- The minimum initial investment is \$1,000.00 (and thereafter in multiples of \$500.00)
- If paying by EFT or direct deposit, please transfer your payment electronically to the following account:

Westpac Banking Corporation

Perpetual Corporate Trust Limited ACF SWIMM Pooled Mortgage Fund

BSB 032 000

Account 969061

Investment Amount

I/We apply to invest \$ in the SWIMM Pooled Mortgage Fund.

Investment Method

EFT Cheque

Source of Investment Funds

Gainful employment Inheritance/gift Superannuation Business Activities
 Financial investments Other

Purpose of Investment

Savings Growth Income Retirement
 Business account Other

What financial advice have you received?

- I have received personal financial product advice in relation to my/our investment in the Fund. Have your adviser complete Section G. Note also that you do not need to complete Section H in this circumstance.
- I have received general advice in relation to my/our investment in the Fund. Please complete Section H. Failure to do so may result in your application being rejected.
- I have not received any advice in relation to my/our investment in the Fund. Please complete Section H. Failure to do so may result in your application being rejected.

SECTION E – Distribution election

I/we elect to receive any distribution:

- Reinvested into additional units
- Paid in cash to my/our account

Note: If no box is selected then your entitlement will automatically be reinvested in units.

SECTION F – Nominated bank account

- Must be in the name of the investor

Account Name

BSB Account Number

Bank Branch

SECTION G – Financial adviser details and declarations

- If a new adviser, please annex a copy of your employment / representative authority to this application form
- Street address cannot be a postal address

Adviser to complete

Identity verification declaration

In accordance with the Financial Services Council/Financial Planning Association Industry Guidance Note 24, I confirm that customer identification has taken place under the *Anti-Money Laundering and Counter-Terrorism Financing Act 2006 (Cth) (Act)* and that I will provide Sydney Wyde with access to the records as required, or that the industry agreed 'Customer Identification Form' confirming compliance is attached. I also agree to forward these documents to Sydney Wyde if I ever become unable to retain the documents. I understand and agree that Sydney Wyde is authorised to conduct random audits of these records in accordance with its obligations under the Act.

Advice confirmation

I confirm that in relation to the investor's investment in the Fund, I:

have / have not provided the investor with personal financial product advice;

have / have not provided the investor with general financial product advice;

have / have not reviewed and considered the Target Market Determination in providing the financial product advice indicated above to the investor.

Financial Adviser Name

Business name

Adviser number

AFSL #

ABN

Name of regulator

Dealer group name

Street address

Suburb/Town

State

Postcode

Country (if not Australia)

Postal address

Suburb/Town

State

Postcode

Country (if not Australia)

Telephone

Mobile

Email

Signature of Financial Adviser

Date

Investor to complete

I wish / do not wish for my financial adviser to have access to information and/or to receive copies of all transaction confirmations.

I wish / do not wish to receive information from Sydney Wyde regarding future investment opportunities.

You may change your election at any time by contacting Sydney Wyde.

The accounts for the Fund will be posted on the website at www.sydneywyde.au

You may also make the following elections as to how to receive the accounts from us:

Please send the copy of the accounts by email

Please post a copy of the accounts to the mailing address

I/we do not want to receive a copy of the accounts by post or by email.

SECTION H – Target market for fund membership

- Acceptance of an application is not confirmation by Sydney Wyde that an investment in the Fund is, or is likely, to be consistent with your intentions, objectives and needs.
- When completing the sections below, you should refer to the TMD (including the terms defined in that TMD and used below).

My/our primary investment objective in investing in the Fund is (select more than one):

Regular income distribution Preservation of capital Capital growth Capital guarantee
 Other (please specify)

My intended use of the Fund in my investment portfolio is (select one):

Large/standalone (>50% of investment portfolio) Core component (25%-50% of investment portfolio)
 Satellite/small (<25% of investment portfolio)

My intended time in which I plan to hold an investment in the Fund is: (select one):

Short term (<2 years) Medium term (between 2-5 years) Long term (>5 years)

My risk tolerance (appetite to lose invested capital) is (select one):

Low Medium High Very High

I will need to gain access to my invested capital (select one):

Daily Weekly Monthly Quarterly Annually or longer

SECTION I – Identification documents required

- To comply with Australia’s Anti-Money Laundering and Counter-Terrorism Financing legislation, Sydney Wyde must collect certain information from prospective individual investors (and beneficial owners) supported by ORIGINAL CERTIFIED COPIES of relevant identification documents for all investors (and beneficial owners).
- Investments are unable to be made until the verification of identity process has been completed.
 - Certified copy of identification:** Certified copy of identification for each Applicant (Section A) or individual (Section B) MUST be attached to the application if this method is selected.
- Please note that by signing this application form, you will be consenting to Sydney Wyde collecting information about you for the purposes of verifying you. This may include sending your information to credit reporting agencies for the purpose of verification.
- For trusts, we also require to be annexed either: i) the full trust deed; or ii) an extract of the trust deed containing the cover page, full names of trustees, recitals, names of members and signature page; or iii) an original letter from a solicitor or qualified accountant confirming the name of the trust and its settlor.

Applicants

Individual 1

Australian Drivers Licence # Card #

State Expiry

Australian Passport # OR Certified copy of documents

Individual 2

Australian Drivers Licence # Card #

State Expiry

Australian Passport # OR Certified copy of documents

Individual 3

Australian Drivers Licence # Card #

State Expiry

Australian Passport # OR Certified copy of documents

Individual 4

Australian Drivers Licence # Card #

State Expiry

Australian Passport # OR Certified copy of documents

SECTION J – Declaration and Signature

1. I/we have read and understood the PDS to which this application form applies, including any supplemental information, and the current TMD for the Fund (and the relevant Mortgage Investment type);
2. I/we have received this PDS personally, or a printout of it, accompanied by or attached to the application form before signing the form;
3. If I/we have received the PDS from the internet or other electronic means, that it was received either personally or a printout accompanied the application form before making an application for membership of the Fund;
4. I/we are a resident of Australia, or of another country to whom it is lawful to make the offer and acknowledge that this PDS does not constitute an offer in any jurisdiction in which, or to any person to whom, it would be unlawful to make the offer;
5. I/we have received and accepted the offer to invest in Australia;
6. I/we declare that the information provided in my/our application form or any other information provided in support of the application is true, correct and complete in all respects;
7. I/we agree to be bound by the provisions of the Constitution governing the Fund and the terms and conditions of the PDS, each as amended from time to time;
8. I/we acknowledge that none of Sydney Wyde, its related entities, directors or officers has guaranteed or made any representation as to the performance or success of the Fund, or the repayment of capital from the Fund. Investments in the Fund are subject to investment risk, including delays in repayment and loss of income or principal invested. Investments in the Fund are not deposits with or other liabilities of Sydney Wyde or any of its related bodies corporate or associates;
9. I/we acknowledge Sydney Wyde reserves the right to reject any application or scale back an application in its absolute discretion;
10. If applicable, after assessing any of my/our circumstances, I/we have obtained my/our own independent financial advice prior to investing in the Fund;
11. If this application form is signed under Power of Attorney, each Attorney declares he/she has not received notice of revocation of that power (a certified copy of the Power of Attorney should be submitted with this application form);
12. I am/we are over 18 years of age and I/we are eligible to invest in the Fund and in a Syndicate;
13. I/we have all requisite power and authority to execute and perform the obligations under the PDS and this application form;
14. I/we acknowledge that application monies will be held in a trust account until invested in the Fund or returned to me/us. Interest will not be paid to applicants in respect of their application monies if their application is not accepted and their monies are returned;
15. I/we agree that the method of the payment to me/us of any return on my/our investment in the Fund will be in accordance with my/our instructions given in the application form accompanying the PDS and that unless I/we otherwise direct, no separate written confirmation of the transactions comprised of those payments need be made;
16. I/we have read the information on privacy and personal information contained in the PDS and consent to my/our personal information being used and disclosed as set out in the PDS and acknowledge and agree to the terms of Sydney Wyde's privacy policy as amended from time to time;
17. I/we acknowledge that Sydney Wyde may deliver and make reports, statements and other communications available in electronic form, such as e-mail or by posting on a website;

18. I/we acknowledge that that neither Sydney Wyde nor any of its directors or associates guarantees the repayment of moneys invested or any particular rate of return;
19. I/we acknowledge that an investment in the Fund is subject to investment and other risks including possible delays in receipt of distributions and possible loss of capital invested;
20. I/we indemnify Sydney Wyde and each of its related bodies corporate, directors and other officers, shareholders, servants, employees, agents and permitted delegates (together, the Indemnified Parties) and to hold each of them harmless from and against any loss, damage, liability, cost or expense, including reasonable legal fees (collectively, a Loss) due to or arising out of a breach of representation, warranty, covenant or agreement by me/us contained in any document provided by me/us to Sydney Wyde, its agents or other parties in connection with my/our investment in the Fund. The indemnification obligations provided herein survive the execution and delivery of this application form, any investigation at any time made by Sydney Wyde and the issue and/or sale of the investment;
21. To the extent permitted by law, I/we release each of the Indemnified Parties from all claims, actions, suits or demands whatsoever and howsoever arising that I/we may have against any Indemnified Party in connection with the PDS or my/our investment;
22. Other than as disclosed in this application form, no person or entity controlling, owning or otherwise holding an interest in me/us is a United States citizen or resident of the United States for taxation purposes (US Person);
23. I/we will promptly notify Sydney Wyde of any change to the information I/we have previously provided to Sydney Wyde, including any changes which result in a person or entity controlling, owning or otherwise holding an interest in me/us who is a US Person;
24. I/we consent to Sydney Wyde disclosing any information it has in compliance with its obligations under the U.S. Foreign Account Tax Compliance Act (FATCA) and the OECD *Common Reporting Standards for Automatic Exchange of Financial Account Information* (CRS) and any related Australian law and guidance implementing the same. This may include disclosing information to the Australian Taxation Office, which may in turn report that information to the relevant tax authorities as required;
25. I/we acknowledge that the collection of my/our personal information may be required by the *Financial Transaction Reports Act 1988*, the *Corporations Act 2001*, the *Income Tax Assessment Act 1936*, the *Income Tax Assessment Act 1997*, the *Taxation Administration Act 1953*, the FATCA and CRS (which for these purposes includes any related Australian law and guidance) and the *Anti-Money Laundering and Counter-Terrorism Financing Act 2006*. Otherwise, the collection of information is not required by law, but I/we acknowledge that if I/we do not provide personal information, Sydney Wyde may not allow me/us to invest in the Fund;
26. I am/we are not aware and have no reason to suspect that the monies used to fund my/our investment in the Fund have been or will be derived from or related to any money laundering, terrorism financing or similar or other activities illegal under applicable laws or regulations or otherwise prohibited under any international convention or agreement (AML/CTF Law);
27. I/we will provide Sydney Wyde with all additional information and assistance that Sydney Wyde may request in order for Sydney Wyde to comply with any AML/CTF Law, FATCA and CRS;
28. I/we acknowledge that Sydney Wyde may decide to delay or refuse any request or transaction, including by suspending the issue or redemption of investment in the Fund, if Sydney Wyde is concerned that the request or transaction may breach any obligation of, or cause Sydney Wyde to commit or participate in an offence, including under any AML/CTF Law, FATCA and CRS;
29. I/we acknowledge Sydney Wyde reserves the right to accept any application regardless of whether or not Section D of the application form is fully completed;

30. I/we confirm that my/our answers to the design and distribution obligations filtering questions in Section H of this application form are correct; and
31. I/we wish to proceed with this investment notwithstanding how/we may have answered some or all of the filtering questions or am/are investing more of my/our available assets than are indicated with the TMDs that are issued by Sydney Wyde.

Signing

Applicant 1 Signature

Applicant 1 Print Name

Date

Capacity (mandatory for companies):

- Sole Director
- Director
- Company Secretary

Applicant 2 Signature

Applicant 2 Print Name

Date

Capacity (mandatory for companies):

- Sole Director
- Director
- Company Secretary