

River Capital

FOUNDERS FUND
2025

Application Form

Section 01 –
Required Wholesale
Client Certification

River Capital can only accept applications from investors who are ‘wholesale’ clients as defined by the Corporations Act 2001. Your accountant will be familiar with this requirement and will be able to provide this certification.

Have you included a wholesale client certification from your accountant?

☐ Yes ☐ No

Section 02 –
Applicant Details

Please indicate who is making the investment.

Investor Type	Please provide the information in:	Page /s
Tick		
☐ Individual, Joint, Sole Trader or Individual Trustee	Section 2A, 3, 4A, 5, 6, 7A	Page 2, 7, 9, 11, 12, 13
☐ Company	Section 2B, 3, 4D, 5, 6, 7A, 7B	Page 3, 7, 10, 11, 12, 13, 14
☐ Trust or Superannuation Fund with Individual Trustee	Section 2A, 2C, 3, 4B or 4C, 5, 6, 7A, 7C	Page 2, 4, 7, 9, 11, 12, 13, 14
☐ Trust or Superannuation Fund with Corporate Trustee	Section 2B, 2C, 3, 4B or 4C, 5, 6, 7A, 7B, 7C	Page 3, 7, 9, 11, 12, 13, 14
☐ Partnership	Section 2D, 3, 4E, 5, 6, 7A, 7D	Page 5, 7, 10, 11, 12, 13, 15
☐ Agent of a Customer	Complete all sections based on Investor Type plus Section 2E & 7E	

Section 2A

Please provide the following information if the investor is an:
INDIVIDUAL, INDIVIDUAL TRUSTEE, SOLE TRADER, OR ARE JOINT INVESTORS

Full Name/s:

Date of Birth/s:

Residential Address:

Tax File Number/s or Exemption Code:

Country of residence for tax purposes:

IF YOU ARE A SOLE TRADER

Full business name:

Principal place of business:

Section 02 – continued

Section 2B

Please provide the following information if the investor is:
A COMPANY OR A CORPORATE TRUSTEE

Full company name:

ACN or ARBN:

Tax File Number or other identification number for a foreign company:

ABN or Exemption Code if applicable:

Country of residence for tax purposes, and country of formation, incorporation or registration:

Name of corporate regulator (if licensed by an Australian Commonwealth, State or Territory statutory regulator):

Name of each director of the company:	Date of Birth/s:

Registered business address:

Principal place of business:

Is the company listed on an exchange, or a majority-owned subsidiary of a listed company?

☐ Yes ☐ No

If the company is an Australian proprietary company or a foreign private company which is not regulated, please provide details for each individual who owns 25% or more of the company’s issued capital through one or more shareholdings:

Name/s:	Date of birth/s:

Section 02 – continued

Section 2C

Please provide the following information if the investor is:
A TRUST OR SUPERANNUATION FUND WITH AN INDIVIDUAL OR CORPORATE TRUSTEE

Full name of the Trust/Superannuation Fund:

Full business name or Name of the Trustee:

Country in which the Trust/Superannuation Fund was established:

Country of residence for tax purposes:

Tax File Number:

ABN or Exemption Code if applicable:

The type of Trust (e.g. a registered managed investment scheme; foreign Superannuation Fund); regulated trust (e.g. Self-Managed Superannuation Fund; government Superannuation Fund); or other trust type (e.g. family, unit, charitable):

If the terms of the Trust identify the beneficiaries by reference to membership of a class, please provide details of membership class(es) (eg unitholders, family members of named person, charitable purposes):

Name in full: Membership class:

If the terms of the Trust don't identify the beneficiaries by reference to membership of a class, please provide full names of all company and individual beneficiaries:

Name of each beneficiary:

Section 02 – continued

Section 2D

Please provide the following information if the investor is:
A PARTNERSHIP

Full name of the Partnership:

Registered business name of the Partnership (if any):

Country in which the Partnership was established:

Country of residence for tax purposes:

Tax File Number:

ABN or Exemption Code if applicable:

The type of Partnership, and details of any professional association which regulates the Partnership:

Details of the partners in the Partnership, including full name and address:

Name in full:

Address:

In respect of at least one of the partners, please also provide the information outlined in Section 2A

Section 02 – continued

Section 2E

Please provide the following information if the investor is an:
AGENT OF A CUSTOMER

Full name of the Agent:

Agent’s company name (if any):

Licence Number or Authorised Representative Number of Agent (if any):

Contact details of the Agent

Phone:

Email:

Address:

If a verifying officer has been appointed to liaise with the authorised Agent, please provide details of the verifying officer

Name:

Date of birth:

Address:

Section 03 –
Important Contact
& Investment Details

Section 3A – Point person’s contact details

PLEASE PROVIDE THE FOLLOWING DETAILS FOR THE INVESTORS' CONTACT PERSON/PEOPLE.
If you'd like more than one person (including accountants, advisors, etc.) to receive communications such as Confirmation & Tax statements, please be sure to include the names, email addresses and/or addresses below for each person:

Full name/s:

Mobile and/or phone number/s:

Email Address/es:

Addresess/es:

Section 3B – Investment amount

Investment Amount

AUD\$

Please arrange for investments to be made via bank transfer to the below account :

Account Name: River Cap Founders Fund App Ac
NAB BSB: 083-054
Account Number: 211688714

SWIFT Code (if required): NATAAU33

Section 03 – continued

Section 3C – Bank account details

Please provide details of the bank account to which you would like distribution payments and returns of capital to be made. This account must be held in the same name as the account holder supplied in Section 2. The bank accounts must be domiciled in Australia and denominated in Australian dollars.

Australian bank account details

Bank / Institution:

Branch:

Account name:

BSB:

Account number:

Section 3D – Re-investment of distributions or cash distributions

☐ Please tick this box if you wish your distributions from the Founders Fund to be paid in Cash. If you do not tick this box, the default option will be for all distributions to be reinvested in that Fund (where possible). You may change this instruction at any time by informing River Capital in writing. Instructions received at least ten business days before a distribution period will be effective for the next distribution period.

Section 04 – USA Foreign Account Tax Compliance Act (FATCA) Status

Capitalised terms in this Section's questions have meanings defined in the intergovernment agreement between the Australian and U.S. governments to implement FATCA, dated 28 April 2014 (Australian IGA). For Joint Investors, please ensure each investor fills out this Section 4 individually.

Section 4A

If you are investing as an **INDIVIDUAL, JOINT, or SOLE TRADER**, please answer these questions:

- ☐ Yes ☐ No Are you an individual who is not a U.S. citizen or resident for tax purposes?
- ☐ Yes ☐ No Are you an individual who is a U.S. citizen or resident for tax purposes? If yes, please provide your U.S. Taxpayer Identification Number/s (TIN): _____

Section 4B

If the entity investing is a **TRUST** (with either a **CORPORATE TRUSTEE** or an **INDIVIDUAL TRUSTEE**), please answer these questions:

- ☐ Yes ☐ No Are you a trust that is not a Foreign (ie: non-U.S.) Financial Institution* and does not have any Controlling Persons** who are U.S. citizens or residents for FATCA purposes?
- ☐ Yes ☐ No Are you a trust that is a Foreign Financial Institution* and has registered with the IRS and obtained a Global Intermediary Identification Number (GIIN)? If yes, please provide your GIIN: _____
- ☐ Yes ☐ No Are you a trust that is a Non-Reporting Australian Financial Institution or a non-reporting Partner Jurisdiction Financial Institution?
- ☐ Yes ☐ No Are you a trust that is not a Foreign Financial Institution*, with a trustee that is a Foreign Financial Institution*? If the trustee holds a GIIN, please provide it: _____
- ☐ Yes ☐ No Are you a trust that is established under the laws of the U.S. and is a Specified U.S. Person under the Australian IGA? If yes, please provide your TIN: _____

Section 4C

If the entity investing is a **SUPERANNUATION FUND** (with either an **INDIVIDUAL TRUSTEE** or a **CORPORATE TRUSTEE**), please answer this question:

- ☐ Yes ☐ No Are you an Australian superannuation fund (i.e. a superannuation entity or public superannuation scheme, including an exempt public sector superannuation scheme, as defined in the Superannuation Industry (Supervision) Act 1993); a constitutionally protected fund; or a pooled superannuation trust as defined in the Income Tax Assessment Act 1997; or any other entity described in paragraph II of Annex II of the Australian IGA)?

Section 04 –
continued

Section 4D

If the entity investing is a COMPANY, please answer these questions:

☐ Yes ☐ No

Are you a non-U.S. company, that is not a Foreign Financial Institution*, and that has no Controlling Persons** who are U.S. citizens or residents for FATCA purposes?

☐ Yes ☐ No

Are you a company that is a Foreign Financial Institution* and has registered with the IRS and obtained a Global Intermediary Identification Number (GIIN)? If yes, please provide your GIIN:

☐ Yes ☐ No

Are you a company that is a Non-Reporting Australian Financial Institution or a non-reporting Partner Jurisdiction Financial Institution?

☐ Yes ☐ No

Are you a company that is established under the laws of the U.S. and is a Specified U.S. Person under the Australian IGA? If yes, please provide your TIN: _____

Section 4E

If the entity investing is a PARTNERSHIP, please answer these questions:

☐ Yes ☐ No

Are you a partnership that is not a Foreign Financial Institution* and does not have any Controlling Persons** who are U.S. citizens or residents for FATCA purposes?

☐ Yes ☐ No

Are you a partnership that is a Foreign Financial Institution* and has registered with the IRS and obtained a Global Intermediary Identification Number (GIIN)? If yes, please provide your GIIN:

☐ Yes ☐ No

Are you a partnership that is a Non-Reporting Australian Financial Institution or a non-reporting Partner Jurisdiction Financial Institution?

☐ Yes ☐ No

Are you a partnership that is established under the laws of the U.S. and is a Specified U.S. Person under the Australian IGA? If yes, please provide your TIN: _____

If you have answered "Yes" to any of the questions for your Investor Type in the above, then you do not need to answer any further questions regarding your FATCA status.

If you have not answered "Yes" to any of the questions for your Investor Type, we will provide you with additional questions regarding your FATCA status.

* For FATCA purposes, a Foreign Financial Institution means a non-US Financial Institution. A Foreign Financial Institution would include Australian Financial Institutions, Partner Jurisdiction Financial Institutions, & participating Foreign (ie: non-U.S.) Financial Institutions.

** Controlling Persons means any people who exercise control over an entity. In the case of a trust, such term means the settlor, the trustees, the protector (if any), the beneficiaries (or a class of beneficiaries), & any other natural person exercising ultimate effective control over the trust. In the case of a legal arrangement other than a trust, such term means persons in an equivalent or similar positions. It includes any individual who ultimately beneficially owns 25% or more of an entity or controls the entity, including control through a chain of ownership or by means of control other than direct control.

Section 05 – Acknowledgements and Representatives

Acknowledgements made by all classes of Investor

By signing this application form, you acknowledge and agree that:

- you have received, read, understood and are bound by the terms and conditions set out in the Founders Fund Information Memorandum (IM) and Term Sheet, this application form and the constitution of the Fund, as may be amended from time to time, if your application for units in the Fund is accepted;
- investing in the Fund is subject to investment risk, including possible delays in repayment and loss of income and principal invested; and
- River Capital does not guarantee the performance of the Fund, any particular rate of return on your investment or the repayment of capital invested in the Fund;
- all information provided by you, or on your behalf, is accurate, complete and current in all material respects;
- if requested, you will provide additional information and assistance and comply with all requests to facilitate our compliance with AML/CTF Laws in Australia or any overseas jurisdiction;
- you will provide any additional information and/or documentation required by River Capital for FATCA/CRS purposes, and will inform River Capital if a change in circumstances means that any of the information or documentation provided in the application form or otherwise is no longer correct; and
- you agree to personal information about you being collected, held, used and disclosed in accordance with our Privacy Policy and the privacy section in the IM, as may be amended from time to time.

Representations and warranties where the Investor is not an individual

The Investor represents and warrants to River Capital that each of the following statements is true, accurate and not misleading as at the date it completes this application form and each day it holds units in the Fund:

- its execution, delivery and performance of this application does not violate its constitution (or other constituent documents);
- it is a validly existing entity under the laws of its place of incorporation or establishment;
- it has the corporate power to enter into and perform its obligations under this application and to carry out the transactions contemplated by it;
- it has taken all necessary corporate action to authorise its execution, delivery and performance of this application form and to carry out the transactions contemplated by this application form;
- this application is a valid and binding obligation on it; and
- in applying for units in the Fund, it is in compliance with all relevant laws and regulations.

Additional representations where the Investor is a trustee

Where the Investor is a trustee, it represents and warrants to River Capital that each of the following statements is true, accurate and not misleading as at the date of this application form and each day it holds units in the Fund:

- it is empowered by the trust deed establishing the trust under which it is appointed as trustee (Trust Deed) to enter into and perform its obligations under the application form and to carry out the acts and transactions contemplated by this application form;
- all necessary resolutions have been duly passed and all consents, approvals and other procedural matters have been obtained or attended to as required by the Trust Deed;
- it is the sole trustee of the trust;
- no property of the trust is liable to be re settled or set aside or transferred to any other trust;
- the trust has not been terminated, nor has any event for the vesting of the assets of the trust occurred;
- subject to the terms of the Trust Deed and limitations which may be imposed by general law, its right of indemnity out of, and lien over, the assets of the trust have not been limited in any way. To the best of its knowledge, it has no liability which may be set off against that right of indemnity; and
- to the best of its knowledge, it has complied with all obligations and duties under the Trust Deed and at law where failure to comply would have a material adverse effect on its ability to perform under this application form.

Section 06 –
Signatures

Applicant 1

Signature*

Name (Print)

On (Date)

☐ Director ☐ Secretary ☐ Sole Director

Applicant 2

Signature*

Name (Print)

On (Date)

☐ Director ☐ Secretary ☐ Sole Director

* Joint applicants must both sign. Company applications must be signed by two Directors, a Director and Secretary, or the Sole Director of the company. Applications under Power of Attorney must be accompanied by a certified copy of the Power of Attorney.

Section 07 – Identification Documents

To comply with obligations under anti-money laundering and counter-terrorism financing legislation, we must collect certain information, supported by original or certified copies of relevant documents. Documents written in a language other than English must be accompanied by an English translation prepared by an accredited translator.

Please provide the Identification Documents as outlined in the below section relevant to your application. Furthermore, should your circumstances change you agree to provide River Capital with a copy of new documents to reflect those changed circumstances.

Regardless of the Investor Type (ie: Corporate Trustee, Superfund or otherwise) we also require identification documents for the Underlying Individual Investor(s).

The Underlying Individual Investor(s) are typically the signatories of this Application Form.

Section 7A

If the investor is an INDIVIDUAL, SOLE TRADER, INDIVIDUAL TRUSTEE, THE AGENT OF A CUSTOMER, UNDERLYING INDIVIDUAL INVESTOR or are JOINT INVESTORS:

Please provide the documents from Part I. If you can't supply documents from Part I, please provide documents from Part II.

Part I	
TICK	Please provide one original, or certified copy, of a document from this section
☐	Current Australian driver's licence containing your photograph and date of birth
☐	Australian passport (a passport that has expired within the past 2 years is acceptable)
☐	Foreign passport or similar travel document containing your photograph and signature
☐	Current Card issued by an Australian State or Territory for the purpose of proving your age containing your photograph and date of birth
TICK	And one document from this section
☐	An original or certified copy of a notice, showing your name and residential address, issued by a local government body or utilities provider (eg: rates notice or electricity bill) within the past 3 months
☐	An original or certified copy of a notice, showing your name and residential address, issued by the Commonwealth or a State or Territory within the past 12 months that records the provision of financial benefits to you
☐	An original or certified copy of a notice, showing your name and residential address, issued by the Australian Taxation Office within the past 12 months that records a debt payable by you
☐	If you are under age 18: a notice, showing your name and your residential address, issued by a school principal within the past 3 months which records the period of time that you attended at that school
Part II (Only provide documents from Part II if you cannot provide the documents from Part I)	
TICK	If you have no documents from Part I, please provide an original, or certified copy, of both the documents from this section
☐	Foreign driver's licence containing your photograph and date of birth; and
☐	National ID card issued by a foreign government containing your photograph and signature

Section 07 – continued

Section 7B

If the investor is a COMPANY or a CORPORATE TRUSTEE:

TICK

Please provide one original, or certified copy, of a document from this section

☐

Certificate of registration or incorporation issued by ASIC

☐

Certificate of registration or incorporation issued by the relevant foreign registration body

TICK

And only if the investor is a company, please provide documents from this section. These documents below are not required for a corporate trustee, only for a company.

☐

If a regulated company: a search of the licence or other records of the relevant Commonwealth, State or Territory statutory regulator

☐

If a listed company: a search of the relevant financial market

Section 7C

If the investor is a TRUST or a SUPERANNUATION FUND:

If investor is a Registered Management Investment Scheme, Regulated Trust, or Government Superannuation Fund:

TICK

Please provide this document

☐

Screen print from the relevant regulator’s website showing the full name of the Trust, and that the trust is a registered scheme, regulated trust or government superannuation fund

If the investor is a SUPERANNUATION FUND, a FOREIGN SUPERANNUATION FUND or any OTHER TRUST:

TICK

Please provide one document from this section

☐

An original or certified copy or certified extract of the Trust Deed

☐

A notice issued to the Trust by the Australian Taxation Office within the past 12 months

☐

Letter from a solicitor or qualified accountant verifying the name of the Trust

TICK

And both documents from this section

☐

Full name and residential / registered office address of all Individual and Corporate Trustees

☐

The documents set out in Section 7A if it is an Individual who is investing or the documents set out in Section 7B if it is a Corporate Trustee who is investing

Section 07 – continued

Section 7D

If the investor is a PARTNERSHIP:

TICK

Please provide one document from this section

☐

An original or certified copy (or extract) of the partnership agreement

☐

A certified copy or extract of the minutes of a partnership meeting

☐

An original current membership certificate (or equivalent) of a professional association

☐

Membership details independently sourced from the relevant professional association

☐

A notice issued to the Partnership by the Australian Taxation Office within the past 12 months

☐

An original or certified copy of a certificate of registration of business name issued by a government or government agency in Australia

TICK

And documents from this section

☐

The relevant identification documents set out in Section 7A (for the Partner who completed Section 2A)

TICK

And (only if regulated by a professional membership) one document from this section

☐

An original current membership certificate (or equivalent) of a professional association

☐

Membership details independently sourced from the relevant professional association

Section 7E

If you are completing this form as an AGENT OF A CUSTOMER:

TICK

Please provide both these documents

☐

Evidence of the Agent's authority to act on behalf of the Investor (eg signed letter, power of attorney)

☐

The relevant identification documents set out in Section 7A in respect of the Agent (if individual agent appointed) or in respect of the verifying officer (if verifying officer has been appointed)

TICK

And this document only if a verifying officer has been appointed

☐

Written evidence of the Investor's authorisation of the verifying officer to act as a verifying officer

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