

FIRST AUSTRALIANS CAPITAL CATALYTIC IMPACT FUND (A)

Identification Statement

Issued in reliance on *ASIC Corporations (Charitable Investment Fundraising Instrument 2016/813)*

1 Important information

This Identification Statement is dated 26 June 2023 and is issued by First Australians Capital Ltd (ACN 615 225 182) in its capacity as trustee (**Trustee**) of the First Australians Capital Catalytic Impact Fund (A) (**Fund**), a unit trust and unregistered managed investment scheme.

The Trustee seeks to raise funds via the issue to investors of units in the Fund (**Units Offer**).

The Trustee does not hold an Australian Financial Services Licence (**AFSL**) and acts as Trustee of the Fund in reliance on the conditional relief provided under *ASIC Corporations (Charitable Investment Fundraising) Instrument 2016/813 (ASIC Instrument 2016/813)*.

The Offer is only available to, and this Identification Statement is only intended for use by, 'wholesale clients', as defined under section 761G of the *Corporations Act 2001* (Cth) (**Corporations Act**).

The information contained in this Identification Statement is not personal financial product advice and does not take into account the investment objectives, financial situation or particular needs of any prospective investor.

It is important that you read this Identification Statement, the accompanying information memorandum for the Offer (**Information Memorandum**), and the trust deed of the Fund (**Trust Deed**) carefully and in full before deciding whether to invest in the Fund, and that you carefully consider the risks of this investment in light of your investment objectives, financial situation and particular needs (including financial and taxation issues).

2 Identification information for the charitable investment fundraiser

- (a) **ABN:** First Australians Capital Ltd (ABN 14 615 225 182).
- (b) **Particulars of corporate status:** Company Limited by Guarantee, incorporated under the Corporations Act (ACN 615 225 182).
- (c) **Address:** C/- Arnold Bloch Leibler, Level 21, 333 Collins Street, Melbourne, Victoria, Australia, 3000.

3 Exemptions relied on

The Trustee intends to rely on the following exemption under section 5(2) of ASIC Instrument 2016/813:

- (a) exemption from the requirement under section 911A(1) of the Corporations Act for the Trustee to hold an AFSL in connection with it:
 - (i) issuing Units in the Fund;
 - (ii) dealing (other than by way of issue) in financial products where the dealing is:
 - (A) on behalf of any holder of a Unit issued by the Trustee; and
 - (B) in the course of operating the Fund;
 - (iii) providing a custodial or depository service where the service is provided:

- (A) by holding a financial product, or a beneficial interest in a financial product on trust for or on behalf of any holder of a Unit issued by the Trustee; and
- (B) in the course of operating the Fund; and
- (iv) providing general advice that is included in an offer document for Units in connection with the Fund.

4 Compliance

The Trustee expects to meet the conditions of the exemption set out in part 3 of this Identification Statement and ensure compliance more broadly with ASIC Instrument 2016/813 by implementing appropriate policies, practices and procedures, including the following:

- (a) The Trustee has lodged this Identification Statement with ASIC and will maintain a public copy of this Identification Statement on the First Australians Capital website (www.firstaustralianscapital.org). The Identification Statement will be available to the public for a period of 5 years after the last time the Trustee relies on the relief in ASIC Instrument 2016/813.
- (b) The Trustee will regularly review the Identification Statement and any relevant offer documents to ensure that they are up to date, complete, true and not misleading. The Trustee acknowledges that it is required to lodge a replacement Identification Statement with ASIC in the event of a change in circumstances.
- (c) The Trustee will review all promotional materials and offer documents for the Fund (including the Information Memorandum) to ensure they do not state or imply that ASIC has approved or examined the Trustee, the Units in the Fund, or any relevant promotional materials or offer documents.
- (d) The Trustee does not intend to offer Units to retail clients or in any other manner that would require the provision of a product disclosure statement for the Units.
- (e) The Trustee will ensure that all relevant offer documents including the Information Memorandum (which will be provided to all wholesale clients seeking investment in the Fund) discloses the terms and conditions of the Offer (or a summary of those terms and conditions).
- (f) The Trustee will, within 6 months after the end of each financial year:
 - (i) prepare a financial report for the Fund for the financial year that comply with the accounting standards (**Financial Statements**);
 - (ii) have a registered company auditor audit the Financial Statements and provide an auditor's report;
 - (iii) give the audited Financial Statements and auditor's report to ASIC, unless it is required by law to give the audited Financial Statements and auditor's report to the Australian Charities and Not-for-profits Commission (**ACNC**); and
 - (iv) publish, and maintain for at least 3 years from the date of issue, the audited Financial Statements and auditor's report at a website accessible to the public by a direct link from the website (www.firstaustralianscapital.org) where this Identification Statement is published.
- (g) If the Trustee becomes aware of a breach or likely breach of a condition of relief in section 7 of ASIC Instrument 2016/813, the Trustee undertakes to give full particulars of the matter to ASIC in writing within 15 business days of becoming aware of the breach or likely breach, unless:
 - (i) it has received written notification from ASIC that the exemptions in ASIC Instrument 2016/813 continue to apply despite the Trustee not having given ASIC full particulars of the matter, including for example because ASIC

determines that the nature and materiality of the breach means that the burden on compliance outweighs the benefit of disclosure; or

- (ii) it has been notified in writing by ASIC that breaches of that kind need not be notified and the Trustee may continue to rely on the relief in ASIC Instrument 2016/813, and ASIC has not revoked that notification in writing.

5 Financial year for the Fund

The Fund has a financial year of 1 July to 30 June.

6 Requirement to hold AFSL

The Trustee does not hold an AFSL. Pursuant to ASIC Instrument 2016/813, the Trustee is a wholesale charitable investment fundraiser and is exempt from the requirement to hold an AFSL to issue Units, to deal on behalf of Unit holders in the course of operating the Fund and to provide general advice that is included in an offer document (including the Information Memorandum).

7 Charitable Purpose of the charity

The wholesale charitable investment fundraiser, First Australians Capital Ltd, is registered with the ACNC for the following charitable purposes:

- (a) Public Benevolent Institution; and
 (b) advancing social or public welfare,

as those terms are defined in the *Charities Act 2013* (Cth).

8 How issue of Units will promote the charitable purpose

The Trustee will promote the charitable purposes of the charitable investment fundraiser (First Australians Capital Ltd) by issuing Units in the Fund to wholesale investors, pooling the subscription amounts and investing them in Aboriginal and Torres Strait Islander enterprises registered in Australia, and at the Trustee's discretion outside Australia, that are determined to be consistent with the Fund's investment strategy. The Trustee takes fees from profits prior to making distributions, if any. These fees fund the operating costs of the Trustee.

Additional information about the Trustee's offer of Units and the Fund's investment mandate and selection criteria is available in the Information Memorandum.

9 Method of fundraising / investments offered

The Trustee offers and issues Units in the Fund. The Fund is a close ended unit trust and unregistered managed investment scheme.

The Trustee does not issue debentures in the course of its charitable investment fundraising activities.

10 Key terms of the Offer

Trustee	First Australians Capital Ltd or such other trustee as may be appointed from time to time.
Fund Manager	First Australians Capital Ltd or any other related entity of First Australians Capital Ltd.

Offer Size	<p>The capitalisation requirements to secure the Fund launch are as follows:</p> <ul style="list-style-type: none"> • target Offer size: AUD\$30 million • target minimum Offer size: AUD\$20 million • maximum Offer size: AUD\$50 million
Offer Period	<p>The period commencing on the date of the Information Memorandum and ending on the first to occur of:</p> <ul style="list-style-type: none"> • 24 months from the date of the Information Memorandum; • the date on which the Trustee secures capital commitments (Committed Capital) totalling AUD\$50 million; or • at the discretion of the Trustee, the date on which the Trustee secures Committed Capital of AUD\$30 million; <p>(Offer Close Date).</p> <p>The Offer period may be extended by the Trustee in its discretion, following consultation with existing investors.</p>
First Close Date	<p>The date during the First Offer Period that the Trustee first secures Committed Capital of AUD\$20 million from investors in the Fund.</p>
First Offer Period	<p>The period on and from the date the first Units are issued in the Fund (First Issue Date) until the date that is 6 months following that First Issue Date.</p>
Fund Term	<p>10 years (with a Trustee option to extend for a further term of up to 2 years).</p> <p>The Trustee may terminate the Fund at any time including if it believes it is not economically viable for the Fund to continue. The net proceeds of the Fund's wind up will be returned to investors.</p>
Fund Structure	<p>Close-ended unit trust and unregistered management investment scheme.</p> <p>Each investor will be required to enter into a subscription agreement pursuant to which it agrees to subscribe and pay for its Units when required by the Trustee for the purpose of making Fund investments (Subscription Agreement).</p>
Issue Price of Units	<p>The issue price for all units during the First Offer Period is AUD\$1.00 per Unit.</p> <p>Following the First Offer Period, the issue price for Units will be calculated as the aggregate of:</p> <ul style="list-style-type: none"> • the latest Net Asset Value; and • to the extent not otherwise adjusted, the total amount that is unpaid on Units already issued, <p>as determined by the Trustee, acting reasonably.</p>
Minimum capital commitment	<p>AUD\$250,000 per investor.</p> <p>The Trustee may accept lower amounts at its discretion.</p>

Investors	<p>“Wholesale clients” as defined under section 761G of the Corporations Act.</p> <p>First Australians Capital Ltd is seeking investors who are committed to the guiding principles of its Indigenous First Impact Framework.</p> <p>Fund investors will be given preferential investment status for those investors seeking to participate in future First Australian Capital Ltd funds.</p> <p>Further details about investor eligibility and the Indigenous First Impact Framework are included in the Information Memorandum.</p>
Distributions	<p>The Trustee will distribute Fund net taxable income to investors on an annual basis as at 30 June, and more frequently at the Trustee’s discretion.</p> <p>During the Investment Period, the Trustee may request investors to reinvest distributions to manage Fund liquidity.</p>
Financial Return objective	<p>Target financial net returns of 1.7% per annum net of fees. This may vary from year to year because of Fund performance or as different capital is introduced or returned to investors.</p>
Investment Impact Mandate	<p>The purpose of the Fund is to raise funds to support First Australians Capital Ltd’s charitable purpose by issuing Units in the Fund.</p> <p>The Fund aims to catalyse the Indigenous business sector in Australia and develop the pipeline of talented Indigenous entrepreneurs. The Fund will be used to offer affordable and accessible finance into a targeted and diversified portfolio of predominantly small and medium sized Indigenous businesses and Indigenous community organisations based in Australia (Investees).</p>
Management fee	<p>2% of Committed Capital until commitments have been fully drawn and 2% per annum of the Fund Net Asset Value thereafter.</p>
Technical assistance fee	<p>0.65% per annum of the Fund’s Net Asset Value payable to First Australians Capital Ltd for technical assistance provided to Fund Investees.</p>
Establishment costs	<p>Fund establishment costs to be recovered from the Fund will be capped, currently estimated at AUD\$50,000–\$60,000. Any excess over this cap will be borne by First Australians Capital Ltd.</p>
Ongoing fund expenses	<p>The Trustee is entitled to recover ongoing expenses such as administration, audit and legal fees from the Fund. These are estimated to be 0.35% per annum of Committed Capital on the basis of a fund size of AUD\$30 million.</p>
Trustee’s indemnity from the assets of the Fund	<p>To the fullest extent permitted by law, the Trustee (and each of its officers, partners, employees, shareholders, associates and other agents) will be indemnified out of the assets of the Fund for any cost incurred by the Trustee, in its own capacity or through an officer, employee, agent, manager, advisor or delegate.</p> <p>The type of costs for which the Trustee is entitled to be indemnified include charges, fees, expenses, outgoings, commissions, liabilities, losses, damages, taxes and all amounts payable in respect of any of them or like payments.</p>

11 Investors

The Trustee offers and issues Units in the Fund only to persons that qualify as 'wholesale clients' as defined under section 761G of the Corporations Act.

12 Audited financial reports

The charitable investment fundraiser, First Australians Capital Ltd, must provide audited financial reports to the ACNC. Because First Australians Capital Ltd lodges these audited reports with the ACNC, it is not required to lodge them with ASIC.

First Australians Capital Ltd, in its capacity as Trustee of the Fund, is not required by law to provide audited financial reports for the Fund to the ACNC. The Trustee will prepare and publish audited Financial Statements for the Fund in accordance with part 4(f) of this Identification Statement.

13 Guarantees or obligations

The Trustee may, from time to time, facilitate arrangements pursuant to which a party other than the Trustee will provide a guarantee for the benefit of a holder/holders.

In the event that such an arrangement is entered into, the Trustee will provide updated disclosure to ASIC in accordance with section 7(2)(j) of ASIC Instrument 2016/813.

14 Asset types

The Trustee intends that the Fund will invest in assets within the following asset classes:

- (a) loans (including term loans, working capital loans, secured loans and soft loans);
- (b) mezzanine finance;
- (c) units in funds that in turn invest in yield/income securities including bonds, social impact bonds, corporate securities, RMBS etc;
- (d) real property including both direct investment and indirect investment;
- (e) cash, including fixed interest term deposits, bonds, cash management trusts and appropriate derivative products.

The above-listed assets may be located in Australia or outside Australia, at the Trustee's discretion.

The Fund may acquire other assets including shares, options, convertible notes and alternative asset pooled funds (including private equity, trading strategies and hedge funds) in accordance with the Fund's investment strategy. Further details are available in the Information Memorandum.

15 Sponsor

There is no sponsor involvement in regard to acceptance of this Identification Statement.

16 Consent to examine Identification Statement

The Trustee consents to allow any person on request to ASIC to examine:

- (a) this Identification Statement; and
- (b) any other information lodged by the Trustee or the Fund with ASIC in connection with its application for relief pursuant to ASIC Instrument 2016/813.

Dated: 26 June 2023

A handwritten signature in black ink, appearing to read 'Leah Armstrong', written in a cursive style.

Leah Armstrong

Director

First Australians Capital Ltd