

PERPETUAL CHARITABLE AND COMMUNITY INVESTOR FUND

Product Disclosure Statement

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CONTACT DETAILS

If you have any questions or would like a copy of the PDS or any updates, any information incorporated by reference in the PDS or more information about Perpetual Charitable and Community Investor Fund:

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IMPORTANT NOTES

This PDS has been prepared in accordance with Subdivision 4.2C of Division 4 of Part 7.9 of the Corporations Regulations 2001. It provides a summary of significant information and contains a number of references to other important information which also forms part of the PDS. You should consider all of this information before making a decision to invest in this product.

The information provided in the PDS is general information only and does not take account of your personal financial situation or needs. You should obtain financial advice tailored to your personal circumstances.

We may update the PDS with changes that are not materially adverse via disclosure on our website.

This PDS can only be used by investors receiving it (electronically or otherwise) in Australia. All amounts in this PDS are in Australian dollars and all times quoted are Sydney time (unless otherwise specified). A business day is a working day for Perpetual in Sydney.

PRODUCT DISCLOSURE STATEMENT (PDS)

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ABN 18 000 866 535

AFSL 234426

Perpetual 

1. ABOUT PERPETUAL INVESTMENT MANAGEMENT LIMITED

Perpetual Investment Management Limited (PIML) is:

- the responsible entity of Perpetual Charitable and Community Investor Fund (Fund)
- the issuer of units in the Fund and this PDS
- the investment manager responsible for the selection of the specialist underlying investment managers (PIML may also be a specialist investment manager).

PIML is one of Australia's leading investment managers. PIML is a wholly owned subsidiary of Perpetual Limited (ABN 86 000 431 827) and part of the Perpetual Group, which has been in operation for 125 years. By employing some of the industry's best investment specialists and applying a proven investment philosophy, PIML has been able to help generations of Australians manage their wealth.

As the responsible entity of the Fund our main responsibilities are to manage the Fund according to its constitution and investment policy as well as properly administering it. We have established investment policy committees to set the investment objectives, investment guidelines and investment approach for the Fund. We may change the Fund's investment policy whenever we believe it's in the best interests of investors, without prior notice.

In carrying out our duties, we are subject to the Corporations Act and must:

- act honestly and in the best interests of investors
- exercise care and diligence.

2. HOW PERPETUAL CHARITABLE AND COMMUNITY INVESTOR FUND WORKS

The Fund is a managed investment scheme that is registered (ARSN 123 379 135) with the Australian Securities and Investments Commission (ASIC).

The Fund commenced in January 2007.

The Fund is a liquid fund as at the date of this PDS and is expected to remain liquid. However, it is possible that the Fund could be deemed non-liquid in the future due to its exposure to non-liquid alternative assets.

INVESTORS

In this PDS, 'Perpetual Private' refers to Perpetual Group subsidiaries that act as trustee, custodian, executor or attorney, or the operator of an investor direct portfolio service (IDPS), as applicable.

We authorise the use of this PDS as disclosure only for:

- trusts, estates and agencies for which Perpetual Private is a trustee, executor or attorney
- investors who wish to access the Fund through an IDPS, IDPS-like scheme, or a nominee or custody service provided by Perpetual Private

- DIY superannuation funds for which Perpetual Private is the trustee or custodian,

which are collectively referred to in this PDS as a 'Service'.

Investment in the Fund through this PDS is offered exclusively to clients of Perpetual Private investing through a Service (referred to as 'you' in this PDS).

As an indirect investor gaining exposure to the Fund through a Service, you do not yourself become an investor in the Fund. Instead, it is Perpetual Private, which invests for you, that has the rights of an investor. Certain provisions of the Fund's constitution are not relevant to indirect investors. For example, indirect investors cannot attend investor meetings or transfer or mortgage units in the Fund. You can request reports on your investment in the Fund from Perpetual Private and you should direct any inquiries to them.

When you invest in the Fund, your money is pooled with investments from other investors and used to buy assets for the Fund, which we manage on behalf of all investors. Each unit that Perpetual Private holds in the Fund on your behalf confers a proportional beneficial interest in the Fund. However, we rather than you or Perpetual Private have control over the Fund's assets, management and operation.

VALUE OF YOUR INVESTMENT

The value of your investment in the Fund will vary as the Fund's unit prices change to reflect increases or decreases in the market value of the Fund's underlying assets.

INVESTMENTS AND WITHDRAWALS

As you are investing indirectly through a Service, please contact Perpetual Private for details of any minimum investment or withdrawal amounts and processing requirements.

There could be times, such as when there is a suspension on withdrawals, when you may not be able to withdraw your investment within the usual period of 14 business days from when we accept your Service operator's request.

DISTRIBUTIONS

Distribution of the Fund's distributable income to investors generally occurs quarterly as at 31 March, 30 June, 30 September and 31 December and proceeds are generally paid to Perpetual Private within 14 days after the end of the distribution period. The distributable income may include interest, dividends, foreign income, realised net capital gains and other income. The components of a distribution will depend on the nature of the Fund's underlying assets.

The distribution amount depends on the Fund's distributable income. The amount you receive will be proportionate to the number of units you hold relative to the number of units on issue at the end of the distribution period. The amount will vary and sometimes there might not be any distribution.

Please refer to Perpetual Private for details of any distribution payment options.

FURTHER INFORMATION

Further details about how the Fund works, including information about acquiring and disposing of interests, are contained in a separate document titled 'Perpetual Charitable Funds – Additional information', which forms part of this PDS.

You should also read the important information about how the Fund works, before making a decision. Go to www.perpetual.com.au/ccif-funds-updates.

The material relating to how the Fund works may change between the time when you read this PDS and the day when the product is acquired.

3. BENEFITS OF INVESTING IN PERPETUAL CHARITABLE AND COMMUNITY INVESTOR FUND

Perpetual Charitable and Community Investor Fund is designed for charitable trusts and non-profit organisations seeking an investment that aims to provide both long-term growth and income.

The Fund provides a diversified investment portfolio, with an emphasis on Australian shares and alternative assets, in a convenient single investment.

A MULTI-MANAGER INVESTMENT APPROACH

The Fund adopts a multi-manager approach to investing, where PIML chooses several specialist investment managers for the various asset classes to manage the assets of the Fund. This multi-manager approach reduces the risk associated with using a single specialist investment manager, as an individual specialist investment manager's performance can change over time or with different market conditions.

PIML chooses specialist investment managers to combine their different styles, philosophies, approaches and techniques in selecting their portfolios, with the aim of enhancing diversification within each asset class and producing more consistent returns.

Each specialist investment manager is subject to a rigorous selection process and regular monitoring. The selection and monitoring process is conducted by PIML's experienced investment team. External consultants contribute to certain aspects of the specialist investment manager screening or portfolio construction but any decisions about the appointment of specialist investment managers rest with PIML.

The specialist investment managers are regularly reviewed and may be appointed or removed at any time without notifying you. As a result, the specialist investment managers may vary throughout the life of your investment. Details about the current specialist investment managers at any time are available at our website or can be obtained free of charge by phoning us.

4. RISKS OF MANAGED INVESTMENT SCHEMES

All investments carry risk. The value of your investment may fall for a number of reasons, including the risks set out below, which means that you may receive back less than your original investment when you withdraw. Before making an investment decision, it's important to understand the risks that can affect the value of your investment. While it's not possible to identify every risk relevant to investing in the Fund, we have detailed in the following table significant risks that may affect your investment. Different strategies may carry different levels of risk, depending on the assets that make up the strategy, and assets with the highest long-term returns may also carry the highest level of short-term risk due to their generally larger fluctuations in returns.

While we can't completely eliminate investment risks, we aim to manage the impact of these risks by setting consistent and carefully considered investment guidelines.

The level of risk for each person will vary depending on a range of factors including age, investment timeframe, other investments and risk tolerance. Your financial adviser can assist you in determining whether the Fund is suited to your financial needs and the level of diversification you need.

Neither we nor any company in the Perpetual Group guarantee that you will earn any return on your investment or that your investment will gain in value or retain its value. The level of returns will vary, and future returns may differ from past returns. Investment in the Fund is subject to investment risk, including possible delays in repayment and loss of income and capital invested.

Type of risk	Description of risk
Market and economic risk	Certain events may have a negative effect on the price of all types of investments within a particular market. These events may include changes in economic, social, technological or political conditions, as well as market sentiment.
Asset risk	A particular asset that the Fund invests in may fall in value, which can result in a reduction in the value of your investment.
Currency risk	For investments in international assets, which have currency exposure, there is potential for adverse movements in exchange rates to reduce their Australian dollar value. For example, if the Australian dollar rises, the value of international investments expressed in Australian dollars can fall.
Interest rate risk	Changes in interest rates may have a negative impact, either directly or indirectly, on investment returns.
Credit risk	The issuer or party to a transaction may not repay the principal, make interest payments or fulfil other financial obligations in full and/or on time. The market value of an investment can also fall significantly when the perceived risk of a note or bond increases or its credit rating declines.
Liquidity risk	The absence of an established market or shortage of buyers for an investment can result in a loss if the holder of the investment needs to sell it within a particular timeframe. A shortage of liquidity can also result in delays in the payment of withdrawals from a fund (see 'Liquidity risk' on this page for further information).
Derivatives risk	Losses can occur if there is an adverse movement in the asset underlying the derivative or where a derivative is costly to reverse – see 'Use of derivatives' on page 6 for further details about how derivatives may be used in managing the Fund.
Counter-party risk	A loss may occur if the other party to a contract, including derivatives contracts, defaults on their obligations under the contract.
Legal and regulatory risk	Changes in legislation and other rules in domestic and foreign markets, including those dealing with taxation, accounting and investments, may adversely impact your investment.
Portfolio concentration risk	Investing in a fund with a smaller number of investments may lead to more volatile returns than investing in a fund with a more diversified portfolio.
Investment strategy risks	A fund's investment strategy may involve specific risks. These include gearing risk and short-position risk (see 'Investment strategy risks' on this page for details).
Other risks	The investment professionals employed by the appointed specialist investment managers or PIML may change, which may affect the future performance of the Fund. Investing in the Fund may have a different tax outcome than investing directly because of the application of tax laws to the Fund and the impact of investments and withdrawals by other investors. One result is that you may receive back some of your capital as income in a distribution. Transactions may be suspended, which may result in delays in paying withdrawal requests. The Fund may be terminated.

LIQUIDITY RISK

In the absence of an established market or shortage of buyers for certain investments, such as some alternative assets, the Fund may not be liquid from time to time. This means there is a risk you will have difficulty withdrawing your investment. While we generally strive to make proceeds from your withdrawal request available to Perpetual Private within 14 business days from when we have accepted the request, in certain circumstances we may not be able to meet your withdrawal request when received.

INVESTMENT STRATEGY RISKS

GEARING RISK

The Fund doesn't use gearing as an investment strategy but some of the underlying investments managed by the specialist investment managers may gear.

With gearing, money is borrowed to increase the amount that can be invested. While this can result in larger investment gains in a rising market, it can also magnify losses in a falling market.

Gearing increases the volatility of a fund's investment returns. Consequently, a fund that gears is considered to have a higher investment risk than a comparable fund that does not gear.

SHORT-POSITION RISK

The Fund doesn't use short positions as an investment strategy but some of the underlying investments managed by the specialist investment managers may do so.

Where permitted, a short position can be created when a fund sells a borrowed security before buying it back from the open market to return to the securities lender. If the security falls in value, the fund makes a profit because it buys it back for less than it was sold. However, if the security rises in value, the fund will incur a loss when buying it back for more than it was sold.

Establishing a short position in a security involves a higher level of risk than investing in a security. This is because when you invest in a security, the maximum loss is generally limited to the amount invested. With short positions there is no limit on the maximum loss because there is no upper limit on the security's price. In other words, the loss will continue to increase as the security's price rises.

A further risk is that the securities lender may recall a borrowed security, so the fund will have to find another securities lender willing to lend the security, or may have to buy the security quickly at an unfavourable price.

HOW WE MANAGE RISK

PIML (as the responsible entity of the Fund) and the specialist investment managers (including PIML) aim to manage the impact of these risks by following consistent and carefully considered investment guidelines.

Importantly, we aim to reduce the risk of investment returns by diversifying the investments of the Fund across:

- several investment managers
- markets and regions
- different asset classes.

CURRENCY RISK

PIML also considers currency exposure when formulating guidelines for the Fund's investments in international shares. The currency exposure arising from these international assets is reviewed by us at least monthly and hedging strategies (using derivatives) may be employed by PIML or the specialist investment managers to reduce the impact of adverse currency movements.

5. HOW WE INVEST YOUR MONEY

When choosing a fund in which to invest, you should consider the likely investment return, the risk and your investment timeframe. We recommend you consult a financial adviser for assistance in determining whether the Fund is appropriate for you.

FUND INVESTMENTS

INCOME ASSETS

CASH

Cash investments include discount securities (eg bank bills), short-term deposits and money market funds which may invest in fixed income instruments and loans.

Cash provides a relatively consistent rate of return in the form of regular interest payments, generally in line with short-term interest rates and is widely considered the lowest investment risk.

CREDIT

Credit may involve investing in income generating securities such as corporate debt, mortgages, infrastructure debt, private debt, asset-backed and debt-like hybrid securities, discount securities and sub-investment grade securities that have higher credit risk and less liquidity than cash and fixed income investments.

GROWTH ASSETS

REAL ESTATE

A real estate (property) investment involves buying shares that represent a portion of ownership in a property related company, buying units in an unlisted property trust or buying property directly. Property investments can be in a range of sectors including commercial, industrial, residential and retail. Returns are usually generated from rental income and changes in the value of the underlying properties.

SHARES

Shares represent a portion of ownership in a company. Shareholders can benefit if a company passes on some of its profits to them through dividends and/or from capital growth if the share price rises.

ALTERNATIVE ASSETS

INCOME ALTERNATIVES

Specialist credit is an alternative strategy that has similar characteristics to fixed income. However, it may involve investing in sectors that have higher credit risk and forego some liquidity to target a higher return profile, such as high yield and convertible bonds.

INCOME/GROWTH ALTERNATIVES

Absolute return funds can display characteristics of either income or growth alternatives, depending on the actual underlying assets and investment techniques used by the investment managers. Furthermore, a portfolio of multiple absolute return funds can be configured to display either income or growth characteristics, which will also affect the portfolio's risk profile.

Absolute return funds are actively managed investments that aim to produce returns in both rising and falling markets by using a broad range of securities and investment techniques. These techniques may be different to methods used by traditional fund managers and may include:

- the use of derivatives
- hedging – where the manager uses two or more securities that are likely to move in opposition to each other, thereby attempting to mitigate risk
- short selling
- investments in exotic and/or low-liquid securities
- leverage – where the fund manager borrows or gears the fund's assets.

This means that absolute return funds won't necessarily follow the movements in the indices for traditional assets, making them effective for diversification and for reducing portfolio risk when used in conjunction with traditional assets. Investors can receive returns in the form of capital growth (or loss) and income.

GROWTH ALTERNATIVES

Infrastructure involves investing by purchasing listed or unlisted equity or debt securities in companies and/or large projects that provide facilities and services needed by the community (eg transport, power, roads, telecommunications or water supply), or in other capital intensive assets (eg timberland and regional infrastructure). The return on an infrastructure equity investment generally includes capital growth (or loss) and income. Alternatively, infrastructure debt securities pay regular interest similar to that of other fixed income investments.

Private equity comprises investments in unlisted companies that offer the prospect for a major escalation in economic value through a range of strategies including product development, market expansion, mergers and acquisitions, corporate and balance sheet restructuring. They are generally long-term investments that aren't liquid, and usually generate their returns through an initial public offering, a sale or merger, or a recapitalisation.

Private real estate is the real estate equivalent of unlisted private equity. It seeks high returns by investing in property projects with a large potential escalation in economic value, mainly via major redevelopment or repositioning of the asset.

INVESTMENT APPROACH

The Fund invests in a diverse mix of assets either directly or indirectly via underlying managed funds. PIML selects investment managers that have expertise in relevant asset sectors and combines investment managers with different investment styles and philosophies.

USE OF DERIVATIVES

A derivative is a financial instrument that derives its value from the price of a physical security or market index. Derivatives may be used by PIML and the specialist investment managers in the management of their funds to:

- protect against changes in the market value of existing investments in a managed fund
- achieve a desired investment position without buying or selling the underlying physical asset
- manage actual and anticipated interest rate and credit risk for cash assets and/or
- protect against adverse currency movements.

Derivatives may also be used for broader purposes to increase returns.

ENVIRONMENTAL, SOCIAL AND ETHICAL FACTORS AND LABOUR STANDARDS

Increasingly members of the investment management industry (including PIML) are developing policies regarding their methods for considering environmental, social (including labour standards) and governance (ESG) factors which may influence the purchase, sale or retention of an individual investment.

As the responsible entity of the Fund, we consider these policies when choosing specialist investment managers only to the extent that they may have an effect on an investment manager's style and investment performance. We will neither choose nor exclude a specialist investment manager solely on their ESG policies/practices but it will contribute to our overall assessment of a manager's style and capability.

Where PIML is the investment manager, we don't attempt to apply ethical standards, and we will only take ESG factors into account to the extent that we believe they may impact the current and potential future quality or value of an individual investment (either positively or negatively).

FUND PROFILE

Perpetual Charitable and Community Investor Fund

Suitability

Designed for investors with the appropriate risk level, investment timeframe and objective – see below.

Risk level¹

6 – High

Minimum suggested timeframe²

Five years or more

Investment return objective

Aims to provide investors with long-term capital growth and to maximise income through investment in a diversified portfolio with an emphasis on Australian shares and alternative investments.

Investment guidelines³

Cash	0-12%
Credit	0-20%
Alternatives – income	0-30%
Real estate	0-20%
Australian shares	40-60%
International shares	0-20%
Alternatives – growth	0-20%

¹ The risk level represents the Standard Risk Measure (SRM) based on industry guidance to allow investors to compare investment options that are expected to deliver a similar number of negative annual returns over any 20 year period, as follows.

Risk band	Risk label	Estimated number of negative annual returns over any 20 year period
1	Very low	Less than 0.5
2	Low	0.5 to less than 1
3	Low to medium	1 to less than 2
4	Medium	2 to less than 3
5	Medium to high	3 to less than 4
6	High	4 to less than 6
7	Very high	6 or greater

The SRM is not a complete assessment of all forms of investment risk, for instance it does not detail what the size of the negative return could be or the potential for a positive return to be less than an investor may require to meet their objectives. Further, it does not take into account the impact of administration fees and tax on the likelihood of a negative return. Investors should still ensure they are comfortable with the risks and potential losses associated with their chosen Fund.

- This is a guide only and not a recommendation. You should discuss your investment in the Fund with your adviser to ensure that it meets your needs.
- This provides an indication of what the Fund will invest in directly or indirectly. You can obtain information on the actual asset allocations (updated as at the end of each month) by contacting us.

6. FEES AND COSTS

Did you know?

Small differences in both investment performance and fees and costs can have a substantial impact on your long-term returns.

For example, total annual fees and costs of 2% of your fund 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).

You should consider whether features such as superior investment performance or the provision of better member services justify higher fees and costs.

You may be able to negotiate to pay lower contribution fees and management costs where applicable. Ask us or your financial adviser.

To find out more

If you would like to find out more or see the impact of fees based on your own circumstances, the **Australian Securities and Investments Commission (ASIC)** website <http://www.moneysmart.gov.au/tools-and-resources/calculators-and-tools> has a managed investment fee calculator to help you check out different fee options.

The following information can be used to compare costs between different managed investment schemes.

Unless otherwise stated, all fees and costs disclosed in this PDS are inclusive of the net effect of goods and services tax (GST).

Fees and costs can be deducted from investment returns or from the Fund's assets as a whole.

Any additional fees that you may be charged by Perpetual Private for investing in the Fund via their Service should be set out in their disclosure document.

FURTHER INFORMATION

Further information about fees and costs, including expense recoveries, performance fees, transaction costs and maximum amounts allowable under the Fund's constitution, is available in a separate document titled 'Perpetual Charitable Funds – Additional information', which forms part of this PDS. Current buy/sell spread details, which also form part of this PDS, are publicly available at our website.

You should also read the important information about fees and costs before making a decision. Go to www.perpetual.com.au/ccif-funds-updates.

The material relating to fees and costs may change between the time when you read this PDS and the day when the product is acquired.

TYPE OF FEE OR COST	AMOUNT
Fees when your money moves in or out of the Fund	
Establishment fee	Nil
Contribution fee	Nil ¹
Withdrawal fee	Nil ¹
Termination fee	Nil
Management costs	
The estimated fees and costs for managing your investment ²	1.74% pa of net assets of the Fund

- A buy/sell spread will generally apply.
 - These estimated management costs consist of:
 - the management fee of 1.12% pa (comprising a base fee of 0.74% pa plus investment management fee of 0.38% pa)
 - estimated expense recoveries of 0.62% pa (comprising estimated asset fees of 0.29% pa, estimated performance fees of 0.20% (based on historical performance fees for the year ended 30 June 2011) plus estimated other expenses of 0.13% pa).
- As rebates may apply to the base fee component of the management fee and since expense recoveries are variable, it's not possible to provide fixed management costs for the investment options.

We won't increase our fees, or introduce new fees, without giving Perpetual Private at least 30-days' written notice except for government fees or charges. Actual expense recoveries, including alternative asset fees and performance fees, will vary from year to year without notice.

EXAMPLE OF ANNUAL FEES AND COSTS

This table gives an example of how the fees and costs in Perpetual Charitable and Community Investor Fund can affect your investment over a 1 year period. You should use this table to compare this product with other managed investment schemes.

EXAMPLE – Perpetual Charitable and Community Investor Fund		Balance of \$50,000 ¹ with a contribution of \$5,000 during year
Contribution fees	Nil	For every additional \$5,000 you put in, you will be charged \$0.00. ²
PLUS Management costs ¹	1.74%	And , for every \$50,000 you have in the Fund, you will be charged \$870.00 each year.
EQUALS Cost of Fund		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 of \$870.00 . ² What it costs you will depend on the fees you negotiate with Perpetual Private.

1 We have assumed a constant value of \$50,000 for the whole year.

2 A buy spread of 0.30% (as at the issue date of this PDS), equal to \$15.00 on a \$5,000 contribution, will also apply.

7. HOW MANAGED INVESTMENT SCHEMES ARE TAXED

Your investment in a registered managed investment scheme is likely to have tax consequences for you each year, even if you don't change your investment. Registered managed investment schemes generally don't pay tax on behalf of investors and you may be assessed for tax on any income and capital gains arising from your investment in the Fund.

The tax consequences of investing in managed investment schemes are particular to your circumstances, so we recommend you seek professional tax advice.

FURTHER INFORMATION

Further general information about how managed investment schemes are taxed is available in a separate document titled 'Perpetual Charitable Funds – Additional information', which forms part of this PDS.

You should also read the important information about tax before making a decision. Go to www.perpetual.com.au/ccif-funds-updates.

The material relating to tax may change between the time when you read this PDS and the day when the product is acquired.

As you are investing indirectly through a Service, you should also refer to Perpetual Private for further information about the tax treatment of your investment in the Fund.

TAX FILE NUMBER (TFN)/AUSTRALIAN BUSINESS NUMBER (ABN)

Providing your TFN isn't compulsory but without it or the appropriate exemption information Perpetual Private has to withhold tax from your distributions at the highest marginal tax rate (plus Medicare levy) until your TFN or exemption is provided.

You may prefer to provide an ABN as an alternative to your TFN if your investment is made as part of an enterprise.

Please refer to Perpetual Private for more information on the collection of TFNs and ABNs for investors investing in the Fund through their Service.

8. HOW TO APPLY

As you are investing indirectly through a Service, you should complete any relevant forms provided by Perpetual Private.

YOUR COOLING-OFF RIGHTS

No cooling-off rights apply in respect of any investment in the Fund acquired by Perpetual Private on your behalf. For information about any cooling-off rights that may apply to you in respect of the Service that you invest through, please contact Perpetual Private directly or refer to their disclosure document.

INQUIRIES AND COMPLAINTS

As you are investing indirectly through a Service, any inquiries or complaints about your investment through the Service or about the Service should be directed to Perpetual Private.

Perpetual

