

Identification Statement UCA Cash Management Fund Limited

Issuer details

UCA Cash Management Fund Limited ABN 41 075 948 444 ("**UCACMFL**"), a public company limited by guarantee incorporated under the Corporations Act ACN 075 948 444, Level 5, 130 Little Collins Street Melbourne VIC 3000.

Identification of relevant exemption

UCACMFL relies on the First Exemption in ASIC Class Order [CO 02/184] as extended by section 8 of ASIC Corporations (Charitable Investment Fundraising) Instrument 2016/813 ("**ASIC Instrument**").

The offer document will include information that meets the requirements in clause 2 of CO 02/184 and UCACMFL will comply with clauses 3 and 5 of CO 02/184 until 31 December 2017.

Compliance arrangements for these provisions are as follows:

- The offer document is reviewed by external legal counsel before it is issued to ensure it contains the information required by clause 2 of CO 02/184 – namely, that it identifies UCACMFL as the charitable body, that it describes the terms and conditions of the offer, that it describes any terms and conditions under which any other person may receive material benefits in connection with the promotion, administration or management of UCACMFL debentures or in giving investment advice about the debentures and that it contains certain prescribed statements about the charitable purpose and regulatory status of UCACMFL debentures.
- The Risk and Compliance Manager of UCACMFL will review any promotional material and the offer document before they are released to ensure that there is no reference to the charitable scheme having been approved by ASIC.
- The Company Secretary of UCACMFL diarises the date when audited financial statements for the Fund are due to be lodged with the ACNC and ASIC.

In relation to the conditions in section 8 of the Instrument, UCACMFL intends to meet these conditions by:

- Not issuing any short-term investment product to retail, non-associated clients on or after 1 January 2017;
- Ensuring that no retail, non-associated client holds a short term investment product on or after 1 January 2018;
- Lodging with ASIC this Identification Statement that has been revised to comply with section 7(2) of the ASIC Instrument;
- Complying with sections 7(3) and (4) of the ASIC Instrument from 1 March 2017.

Compliance arrangements for these provisions are as follows:

- Application forms for the debentures will require applicants to attest to their charitable status and that they are either a wholesale client or a Uniting Church in Australia associate. The Risk and Compliance Manager will review the status of all investors before 1 January 2018 to confirm that they are either wholesale clients or retail associated clients.
- The Identification Statement is reviewed by external legal counsel to ensure it complies with section 7(2) of the ASIC Instrument.
- The Identification Statement will be published on the UCA Funds Management Limited website for at least 5 years from the date it is accepted by ASIC and relied on by UCACMFL.

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- The Risk and Compliance Manager monitors proposed changes to the Fund's terms and conditions and the Identification Statement to ensure that it is up to date and does not contain any misleading statements or material omissions. If changes are to be made or it is considered that the Identification Statement inadvertently contains any misleading statement or material omission, a replacement Identification Statement will be lodged with ASIC and published on the website once ASIC has accepted it.

Product type– debenture or interests in managed investment schemes

UCACMFL will issue unitised debentures in relation to a portfolio of UCACMFL assets known as the UCA Enhanced Cash Portfolio (Portfolio). The debentures do not confer any beneficial interest in the assets of UCACMFL generally.

Financial Year

The financial year for UCACMFL is 1 January to 31 December.

AFS Licence

UCACMFL does not hold and will not be required to hold an AFS Licence.

Charitable Purpose

UCACMFL is a charity registered with the Australian Charities and Not-for-profits Commission (“ACNC”).

The charitable purpose of UCACMFL is ‘advancing religion’. More specifically, UCACMFL’s objectives are:

- To provide an investment medium for the Synod of Victoria and Tasmania parishes, congregations, presbyteries, schools, programs and agencies of the Uniting Church in Australia
- To provide an investment medium for other non-profit organisations with a religious, charitable or educational purpose
- To further the mission of the Uniting Church in Australia by making an annual grant to the Synod of Victoria and Tasmania
- To make payments and provide benefits to The Uniting Church in Australia, Synod of Victoria and Tasmania for the religious and charitable work of the Uniting Church in Australia
- To do all such other lawful things as are incidental or conducive to the attainment of the above objects or which may be calculated to advance directly or indirectly the interests of the Uniting Church in Australia.

The issue of debentures will promote this charitable purpose by:

- providing an ethical investment treasury function for its investors;
- maximising the use of financial resources within the Church by pooling those resources;
- helping treasurers and administrators within the Church use money effectively by providing this service;
- lending up to 15% of the portfolio to parishes, agencies and divisions within the Church to further the general mission of the Church; and
- facilitating grants to Synod.

Key Terms

The terms of the debentures are annexed as Schedule A. In particular:

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Rate of Return/Distribution

- Income derived from the Portfolio assets is distributed to investors after deduction of the applicable management cost (see below) and any allocation, at the manager's discretion, of a portion of income derived from the Portfolio to reserves, for the purpose of smoothing returns to investors.
- Income will be calculated as at 30 June and 31 December
- Distributions will be paid half-yearly at rates determined by the manager, UCA Funds Management and approved by the Board of Directors of UCACMFL. Such rates will be determined having regard to the average earning rate of the Portfolio during the preceding half-year, after allowing for the deductions referred to above.

Fees and Costs

- Fees and costs are deducted from the income of the Portfolio. The management costs are deducted before income is distributed to investors.
- Management cost is comprised of a management fee and any recoverable expenses.
- The management fee is payable to the manager, UCA Funds Management for managing the investments and providing service to clients in a professional manner. It also covers operating costs and the grant to Synod.

Investor information

Debentures will be offered to Church parishes, programs and agencies and for associated external religious, charitable and educational not for profit organisations. These investors are either:

- wholesale clients, including wholesale clients that may not be associated with UCACMFL; or
- retail, associated clients, such as congregations and agencies of the Uniting Church in Australia, that have the Taxation Concession Charity endorsement from the Australian Tax Office

Debentures will not be offered to:

- retail, non-associated clients
- individuals

Debentures are offered through a formal Offer Document and written application form.

Audited Financial Statements

UCACMFL is a charity registered with ACNC. UCACMFL will lodge audited financial statements with ACNC and ASIC.

Asset Types

UCACMFL may hold cash, fixed interest securities (including hybrid securities, debentures, corporate bonds and mortgage backed securities), commercial mortgages, and other loans.

All assets will be held in Australia.

Consent

UCACMFL consents to the examination of its application to register this Identification Statement on request to ASIC.

Authorised Signatory

I, Leeanne Allouise Lukaitis, am authorised to sign this identification statement on behalf of UCA Cash Management Fund Limited in the capacity of Company Secretary.



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Leeanne Lukaitis
Company Secretary
UCA Cash Management Fund Limited
27 February 2017

Schedule A

Terms and Conditions

Your investment in the debentures relating to the UCA Enhanced Cash Portfolio (the Portfolio) is governed by the terms and conditions set out below.

UCA Cash Management Fund Limited (UCA Cash) may amend the Terms and Conditions from time to time, without prior notice to investors.

1. The debentures represent an obligation of UCA Cash to repay your investment as a debt of the company.
2. UCA Cash is not subject to the requirements to have a disclosure document and trust deed under the Corporations Act 2001 and has not been examined or approved by the Australian Securities and Investments Commission (ASIC). UCA Cash will provide audited financial accounts to ASIC and Australian Charities and Not-for-Profit Commission (ACNC) each year. The normal protections that would apply under the Corporations Act do not apply.
3. Performance of investments in the Portfolio is not guaranteed.
4. Income derived from the investments is distributed to investors subject to (a) deduction of the applicable management fee and any expenses; and (b) allocation, at UCA Cash's discretion, of a portion of income derived from the Portfolio to reserves, for the purpose of smoothing returns to investors.
5. Investors may receive a written acknowledgment for each investment.
6. Additional investments of any amount may be lodged at any time.
7. An investor may arrange for interest due to be either: (a) credited to their Portfolio account; (b) credited to the investor's nominated bank account; or (c) dealt with in a manner otherwise agreed with UCA Cash.
8. Investments can be made by negotiable instruments (eg cheques) or electronically or by cheque. Cash will not be accepted.
9. UCA Cash reserves the right to refuse any initial investments without assigning a reason.
10. Investments in debentures relating to the Portfolio are not transferable without the approval of UCA Cash.
11. Interest is calculated on a daily basis from the date of receipt of monies by UCA Cash provided the investments are received before 11 a.m. on that day. Upon repayment, interest will be calculated to the day prior to the date of redemption.
12. Interest will be paid or credited to accounts half-yearly after 30 June and 31 December. Investors whose investments are partly repaid will receive income at the normal distribution date. For an investor whose investment is repaid in full, income will be calculated and paid at the date of the repayment, based on the forecast rate.
13. A signed redemption form is the only authority required for a redemption, provided it has been signed by the registered signatories.

14. Investments of less than \$1 million are repayable on the next business day. Investments of \$1 million or more are repayable within 10 business days of receiving a redemption request. .
15. UCA Cash reserves the right to unilaterally repay investments, in full or in part, together with any accrued interest entitlements up to the date of repayment without prior notice. However, UCA Cash will generally provide an investor with one calendar month's notice of its intention to do so by letter forwarded to the last known address of the investor.
16. Investments are made within the Ethical Investment Policy approved by The Uniting Church in Australia, Synod of Victoria and Tasmania, details of which will be provided upon request.
17. Written communications may be delivered by mail or electronically.
18. The liability of investors is limited to the amount invested with UCA Cash.
19. UCA Cash will have no liability to investors for anything done or omitted by it in good faith in reliance upon any advice provided by a professional adviser.

1 March 2017