

Identification Statement

UCA Australian Equities Portfolio

Issued 24 May 2018

Issuer details

UCA Growth Fund Limited ABN 39 075 948 435 (UCAGFL), a public company limited by guarantee incorporated under the Corporations Act ACN 075 948 435, Level 5, 130 Little Collins Street Melbourne VIC 3000 is the Issuer of the UCA Australian Equities Portfolio (the **Portfolio**).

Charitable exemption

UCAGFL relies on the exemptions under sections 5(1) and 5(2) of ASIC Corporations (Charitable Investment Fundraising) Instrument 2016/813 (**ASIC Instrument**).

The Offer Document for the Portfolio includes information that meets the requirements in section 5 and the conditions in section 7 of the ASIC Instrument for the exemptions contained in subsection 5(1) and 5(2) of the ASIC Instrument to apply.

Compliance arrangements

- › The Offer Document is reviewed by external legal counsel before it is issued to ensure it contains the information required by section 7 of the ASIC Instrument.
- › This Identification Statement was reviewed by external legal counsel to ensure compliance with section 7(2) of the ASIC Instrument.
- › Identification Statements are published on the UCA Funds Management Limited website at www.ucafunds.com.au/disclosuredocuments for at least five (5) years from the date they are accepted by ASIC and relied on by UCAGFL.
- › The Risk and Compliance Manager of UCAGFL will review any promotional material and the Offer Document before they are released to ensure that there is no reference to the charitable investment fundraiser, the Offer Document, the promotional material, the debentures having been approved by ASIC.
- › The Company Secretary of UCAGFL diarises the date when audited financial statements for the Portfolio are due to be lodged with the ACNC.
- › No retail, non-associated client holds or is issued a short term investment product.
- › 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 (the Church) associate.
- › The status of all investors has been reviewed to confirm that they are either wholesale clients or retail associated clients. Debentures are not offered to non-associated retail clients or individuals.
- › The Risk and Compliance Manager monitors proposed changes to the 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 UCA Funds Management Limited website at www.ucafunds.com.au/disclosuredocuments once ASIC has accepted it.
- › UCAGFL has arrangements in place to identify and report to ASIC a failure to comply with the conditions in section 7 of the ASIC Instrument within 15 days of becoming aware of it.

Product type – debenture or interests in managed investment schemes

UCAGFL will issue unitised debentures in relation to a portfolio of UCAGFL assets known as the UCA Australian Equities Portfolio. The debentures do not confer any beneficial interest in the assets of UCAGFL generally.

Financial Year

The financial year for UCAGFL is 1 July to 30 June.

AFS Licence

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

Charitable purpose

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

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

- › To provide an investment medium for the Synod of Victoria and Tasmania parishes, congregations, presbyteries, schools, programs and agencies of the Church;
- › To provide an investment medium for other non-profit organisations with a religious, charitable or educational purpose;
- › To further the mission of the Church by making an annual grant to the Synod of Victoria and Tasmania;
- › To make payments and provide benefits to the Uniting Church in Australia Property Trust (Victoria) and to the Uniting Church in Australia Property Trust (Tas.) for the religious and charitable work of the Church; and
- › 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 Church.

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;
- › Encouraging members, adherents, associates, parishes, agencies and programs of the Church to save and invest their funds ethically;
- › Benefiting the Church as a whole by setting aside a proportion of funds raised for the provision of low interest or no interest loans to Church parishes, programs or agencies to assist the general mission of the Church;
- › Providing grants from surplus income of the fund to assist the general mission of the Church; and
- › Helping treasurers and administrators within the Church use money effectively by providing this service.

Key terms

The terms of the debentures are annexed as Schedule A.

In particular:

Rate of Return/Distribution

- › Income derived from the Portfolio assets is distributed to investors after deduction of the fees and expenses (see below).
- › Distributions will be made within one month after 30 June and 31 December each year
- › The applicable rate of return will be notified upon payment.

Fees and Costs

- › Fees and recoverable expenses are deducted from the income of the Portfolio before income is distributed to investors.
- › The management fee is payable to the manager, UCA Funds Management, for managing the Portfolio 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:

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

These clients include, but are not limited to, church parishes, programs and agencies and associated external religious, charitable and educational not for profit organisations.

Debentures will not be offered to:

- › retail, non-associated clients
- › individuals

Debentures are offered through the Offer Document and written application form.

Investments in the Portfolio will be used to support the charitable purposes of the Portfolio as detailed in the charitable purpose section of this Identification Statement. This Identification Statement may be viewed on the UCA Funds Management Limited website at www.ucafunds.com.au/disclosuredocuments.

UCAGFL is required by law to notify investors that the debentures and their offering, are not subject to the usual protections for investors under the Corporations Act or regulation by ASIC.

UCAGFL does not hold an AFS Licence.

UCAGFL is required by law to notify investors that investment in the Portfolio is designed for investors who wish to promote the religious, educational and charitable purposes of the Church. Investors may be unable to get back some or all of their money when expected or at all. Investment in the Portfolio is not comparable to investment with banks, finance companies or fund managers.

Audited Financial Statements

UCAGFL is a charity registered with ACNC. UCAGFL will within six (6) months after the end of the financial year have a registered company auditor audit the financial statements and provide an auditor's report and lodge the audited financial statements and auditor's report with ACNC. Following acceptance by ACNC the audited financial statements and auditor's report will be published on the UCA Funds Management Limited website at www.ucafunds.com.au/disclosuredocuments for at least three (3) years.

UCAGFL, as a reporting entity, will ensure that the financial statements comply with the accounting standards.

Asset types

The Portfolio is invested in Australian shares with a small allocation in cash to manage liquidity. Fixed interest and cash is generally held through debentures relating to the UCA Enhanced Cash Portfolio.

All assets will be held in Australia.

Consent

UCAGFL 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 Growth Fund Limited in the capacity of Company Secretary.



Leeanne Lukaitis
Company Secretary
UCA Growth Fund Limited
24 May 2018

Schedule A

Terms and Conditions UCA Australian Equities Portfolio

UCA Growth Fund Limited ABN 39 075 948 435

Your investment in debentures relating to the UCA Australian Equities Portfolio (the Portfolio) is governed by the Terms and Conditions set out below:

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

1. The debentures represent an obligation of UCA Growth to repay your investment as a debt of UCA Growth.
2. UCA Growth relies on ASIC Corporations (Charitable Investment Fundraising) Instrument 2016/813. The normal protections that would apply under the Corporations Act do not apply.
3. Income derived from the investments is distributed to investors subject to the deduction of the applicable management fee and any expenses.
4. Investors may receive a written acknowledgement for each investment.
5. Additional investments of any amount may be made at any time.
6. An investor may arrange for distribution income to be either:
 - a) credited to their UCA Enhanced Cash Portfolio account;
 - b) credited to the investor's valid nominated bank account;
 - c) reinvested; or
 - d) dealt with in a manner otherwise agreed with UCA Growth.
7. Investments can be made by negotiable instruments (for example cheques) or electronically. Cash will not be accepted.
8. UCA Growth reserves the right to refuse any initial investments without providing a reason.
9. Investments in debentures relating to the Portfolio are not transferable without the approval of UCA Growth.
10. The debentures are unithised. Unit prices, which reflect the net asset value of the Portfolio's investments, are calculated each business day. The value of your investment in the Portfolio, and therefore the amount payable upon the redemption of your investment in the Portfolio, is calculated by reference to the unit price.
11. Investors receive distributions based on the amount of income derived by the Portfolio during each distribution period being each period of six months ending 30 June and 31 December in each year. The applicable rate of return per unit will be notified upon payment.
12. Distributions to investors will be made within one (1) month after 30 June and 31 December each year.
13. A redemption form, signed by the registered signatories, is required in order to release funds. Investors requiring repayment of their investment will receive any accrued income in the redemption price of the units.
14. Valid redemption requests of less than \$1 million received on a business day before 3 p.m. are repayable on the next business day. Valid redemption requests of less than \$1 million received after 3 p.m. are repayable on the business day following the next business day. Valid redemption requests of \$1 million or more are repayable within ten (10) business days of receiving a valid redemption request.
15. UCA Growth reserves the right to unilaterally repay investments, in full or in part, together with any accrued income entitlements up to the date of repayment without prior notice. However, UCA Growth will generally provide an investor with one (1) 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 are available at www.ucafunds.com.au or can 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 Growth.
19. UCA Growth does not guarantee a return on money invested in debentures relating to the Portfolio, the performance of any investment or that the capital/principal invested will be repaid.
20. The net asset value of investments in the Portfolio is the value of all the investments, accrued income and other property held in the Portfolio less all amounts required to repay borrowings and to meet liabilities of accrued charges for fees and expenses, excluding the liability to repay debenture holders. The assets of the Portfolio must be valued at their market value unless UCA Growth determines there is no applicable market value or the market value does not represent the fair value of that part of the assets.
21. UCA Growth reserves the right to revalue the Portfolio's investments at any time to reflect major disruptions, or changes in the financial markets.
22. Valid application forms and valid redemption requests received before 3.00 p.m. on a business day are processed the next business day at the price applicable on the date of receipt.

23. Valid application forms and valid redemption requests received after 3.00 p.m. are processed at the price applicable on the next business day.
24. Income derived by the Portfolio during the distribution period will be reinvested in order to maximise the amount of income for distribution at the end of the distribution period.

24 May 2018

State of Victoria
Statutory Declaration

I, Leeanne Allouise Lukaitis of UCA Growth Fund Limited, 130 Little Collins Street Melbourne Victoria, 3000, Company Secretary, do solemnly and sincerely declare that:

1. I am the Company Secretary of UCA Growth Fund Limited ABN 39 075 948 435.
2. UCA Growth Fund Limited is a charity as defined in ASIC RG 87.

I acknowledge that this declaration is true and correct, and I make it with the understanding and belief that a person who makes a false declaration is liable to the penalties of perjury.

Declared at Melbourne this 24 day of May 2018



Leeanne Allouise Lukaitis

Before me:



Paul Connelly
130 Little Collins Street
Melbourne, Vic 3000
CPA 1527279
24 May 2018