

Eley Griffiths Group Small Companies Fund



PRODUCT DISCLOSURE STATEMENT

Dated 17 September 2008

Fundhost Limited

ABN 69 092 517 087

ARSN 106 171 224

Australian Financial Services Licence No. 233045

An important thing to remember

This product disclosure statement (“**PDS**”) is issued by Fundhost Limited ABN 69 092 517 087 AFSL 233 045 (“**Fundhost**”) as the Responsible Entity of the Eley Griffiths Group Small Companies Fund (“**Fund**”) ARSN 106 171 224 and will be circulated throughout Australia and New Zealand (when accompanied by ‘Important Information for New Zealand Investors’). Eley Griffiths Group Pty Limited ABN 66 102 271 812 AFSL No. 224 818 (“**Eley Griffiths Group**”) is the investment manager for the Fund.

This PDS is dated 17 September 2008. It has not been lodged with the Australian Securities & Investments Commission (“**ASIC**”) and is not required by the *Corporations Act 2001* (“**Act**”) to be so lodged. ASIC takes no responsibility for the contents of this PDS.

This PDS is prepared for your general information only. It is impossible in a document of this type to take into account the investment objectives, financial situation and particular needs of each reader. Accordingly, nothing in this PDS should be construed as a recommendation by Fundhost, Eley Griffiths Group, any associate of Fundhost or Eley Griffiths Group, or any other person concerning an investment in the Eley Griffiths Group Small Companies Fund. Readers should not rely on this PDS as the sole basis of a decision to invest in the Eley Griffiths Group Small Companies Fund. Readers should seek their own financial, legal and taxation advice as appropriate before making a decision to invest in the Eley Griffiths Group Small Companies Fund.

Investment in the Fund is only available to you on receiving the offer (electronically or otherwise) in Australia and New Zealand (when accompanied by ‘Important Information for New Zealand Investors’). This PDS is not an offer or invitation in relation to the Fund in any place in which, or to any person to whom, it would not be lawful to make that offer or invitation. If you received this PDS electronically we will provide you with a paper copy (together with the application form) free if you ask us.

This PDS incorporates by reference the document called “EGGSC Fund Guide” dated 17 September 2008. This document is available from www.fundhost.com.au/eleygriffiths or in paper form free of charge by contacting Fundhost on (02) 8223 5400.

If you make this PDS available to another person, you must give them the entire PDS, including the application form and any supplementary documents.

Unless otherwise stated all fees are inclusive of GST after taking into account any expected reduced input tax credits. All monetary amounts referred to in this PDS are given in Australian dollars (unless otherwise specified).

Consents

Eley Griffiths Group consents and has not withdrawn its consent to the issue of this PDS and the statements in the form and context in which they are included about Eley Griffiths Group throughout this PDS. Eley Griffiths Group has not otherwise issued or caused the issue of this PDS.

What's in this PDS?

Fundhost and the Eley Griffiths Group hope you find this PDS easy to use and encourage you to read it all before you make any investment decision.

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Glossary of Terms

This glossary is provided to help you understand unfamiliar or specialised terms that are not defined elsewhere in this PDS.

Constitution	The trust deed that governs the Fund
Distribution return	Cash distributed from the Fund to investors. Distributions may be re-invested. Distribution returns can be made up of dividends, interest, rent, realised capital gains and/or other components.
Growth return	The percentage change in the Fund's unit price over a period.
Investment Manager	Eley Griffiths Group.
Managed Fund	An investment product which enables investors to pool their funds and access a greater range of investments than if each investor had acted individually.
Management Costs	This is the total of fees, costs and charges levied against a fund expressed as a percentage of the fund's average value of assets over a year.
Platform	An investor directed portfolio service (IPDS) or similar, master trust or wrap account through which you can indirectly invest in the Fund.
Portfolio	The investment portfolio of the Fund comprising securities and cash.
Risk Management	The strategy used to control outcomes to a known or predictable range of gains or losses.
Total Return	The sum of Distribution and Growth returns.
Unlisted investments	Investments that are not listed on any stock exchange.

The Fund at a glance

Name of Fund	Eley Griffiths Group Small Companies Fund
Responsible Entity	Fundhost
Investment Manager	Eley Griffiths Group
Investment Objective	To outperform the ASX Small Ordinaries Accumulation Index over a 3 year period. Returns are not guaranteed.
Investment Strategy	The Fund invests mostly in Australian listed small companies (ASX listed companies which are outside the ASX/S&P 100 Index) and some cash.
Major asset class	Australian listed equities
Borrowing	For operational purposes only and not for investment
Income distribution frequency	Annually
Minimum initial investment	\$25,000
Minimum withdrawal	\$10,000
Minimum balance	\$25,000
Applications and withdrawals processed	Daily
Suggested investment period ¹	At least 3 years
Fund inception	22 September 2003
Management Costs	1.37% p.a. plus a performance fee of 15% of the amount by which the Fund outperforms its benchmark provided certain hurdles are met

Before you start

Using a Managed Fund as part of your investment strategy can be a very effective way of achieving your financial goals. Professional advice (i.e. from an appropriately licensed financial adviser and/or tax adviser) can be helpful before investing because no two funds are the same and every investor's situation is unique. It is important to consider if the Fund is right for you, and that it fits your investment strategy.

If you need help about investing generally, then speak to a licensed financial adviser. ASIC can help you check if they're licensed. They have a website (www.asic.gov.au) and can be phoned on 1300 300 630.

If you have questions about the Fund, speak to your adviser or contact Fundhost.

¹This suggested investment period is based on Fundhost's view about investing in the Fund which may not be appropriate for you at all times or suit your particular needs. You should regularly review all aspects of your investments.

The Responsible Entity

Fundhost is the Responsible Entity of the Fund. The duties of the Responsible Entity include:

- acting in the best interests of investors and, if there is a conflict between the investors' interest and its own interest, giving priority to the investors' interest;
- ensuring that the property of the Fund is clearly identified, held separately from any other property and is valued at regular intervals;
- ensuring that payments from the Fund are made in accordance with the Constitution and the Act; and
- reporting to ASIC breaches of the Act in relation to the Fund.

Fundhost is a public company that has been established to be a Responsible Entity and provide essential services to managed investment schemes. Fundhost's core business is to operate managed investment schemes. The Fundhost team includes investment, compliance, marketing and administration professionals.

The Investment Manager

Eley Griffiths Group is the Investment Manager of the Fund.

Eley Griffiths Group is a boutique investment manager specialising in Australian small companies. It is jointly owned by Brian Eley and Ben Griffiths. Eley Griffiths Group has a commitment to excellence in the management of small company portfolios and the principals have extensive experience in this area. The business operates an outsourced service provider model which allows the principals to concentrate their time and energy on portfolio management and the discovery of stocks that they believe have been inefficiently valued by the market.

The investment objective of the Fund

The objective of the Fund is to outperform the ASX Small Ordinaries Accumulation Index over a 3 year period. This investment objective is not a forecast. It is only an indication of what the investment strategy aims to achieve over the medium term, assuming that financial markets remain relatively stable. Returns are not guaranteed.

The investment strategy of the Fund

The Fund principally invests in the shares of Australian companies listed on the Australian Securities Exchange ("ASX") which are outside the S&P/ASX 100 Index. The Eley Griffiths Group is an active manager who makes decisions about buying and selling investments of the Fund on a daily basis.

The Fund invests mostly in Australian listed small companies (ASX listed companies which are outside the S&P/ASX 100 Index) and some cash.

Eley Griffiths Group actively adjusts the investment mix within the ranges below. The "target" position is where Eley Griffiths Group aims to have the Fund invested given a fairly valued investment market. All other things being equal, the target position would be the investment mix of the Fund.

Asset class	Minimum	Maximum	Target
Australian shares	80%	100%	95%
Cash	0%	20%	5%

Remember that the investment mix can change within the ranges significantly and sometimes quickly.

Ask your financial adviser or contact Fundhost on 02 8223 5400 or visit www.fundhost.com.au for the latest investment mix and the size of the Fund.

Eley Griffiths Group's philosophy involves a belief in stock-picking, the need for a disciplined stock selection process, the value of market experience and intelligence to identify information inefficiencies, rigorous risk control measure and an extensive company visitation programme. Eley Griffiths Group undertakes approximately 300 company contacts per year.

The investment process involves a stock scoring system across the small companies universe in which the stocks with the highest scores are included in the final Portfolio with a weight commensurate with their score.

Companies are scored quantitatively and qualitatively to produce a total score. The quantitative is effectively "value for money" score where all companies' earnings growth profiles and price earnings ratios are compared against each other to determine those companies that offer the best "value for money". Eley Griffiths Group has an extensive library and database of small company financial models to facilitate this process. The qualitative scorecard involves assessing the quality of a company's management and the industry structure in which it operates. The total score is then used to determine whether a stock is to be included in the Portfolio and if so, what weight it receives.

The Investment Manager also has a discretion to apply a limited tactical shift to the core Portfolio positions to capture the effect of "market noise" (that is, the effect of price and volume fluctuations in the market that are not reflective of overall market sentiment) and generate value add from factors that generally cannot be incorporated in to the standard process.

What about Fund performance?

Past performance is after all fees and charges and is not a reliable indicator of future performance.

Fund performance as at 31 July 2008 was:

Period	Fund	Benchmark
1 year	(18.56%)	(24.02%)
2 years	5.90%	4.43%
3 years	12.27%	9.50%
Since inception	18.51%	14.30%

If you are interested in:

- up to date Fund performance,
- current unit prices, or
- the current size of the Fund,

then ask your adviser or go to www.fundhost.com.au or phone 02 8223 5400. Up to date information is always free of charge.

Unit prices are published regularly on Fundhost's website.

What are the benefits of the Fund?

The Fund provides you with access to Eley Griffiths Group's investment management professionals and other resources such as market data, networks and opportunities including new floats and share placements.

Generally you can add to or withdraw your investment daily.

You have the right to receive any distributions made from the Fund (usually shortly after the end of June each year). Distributions will often include taxable capital gains although they may also carry imputation or other tax credits. Distributions can be reinvested in the Fund or credited to your financial institution account.

What are the significant risks?

About risk and return

All investments are subject to varying risks and the value of an investment can decrease as well as increase (i.e. you can experience investment gains or investment losses). Changes in value can be significant and they can happen quickly. Investments within categories can have varying performance results. These results are dictated by the individual risk characteristics of the investment, timing and market volatility.

The significant risks for the Fund are discussed below. Not all risks can be eliminated and the risk management strategies that are adopted may not always be successful. However, the Eley Griffiths Group's Risk Management policies are an important step in minimising many of these risks.

If these risks happen, distributions may be lower than expected or there may be none, the value of your investment could fall and you could lose money.

Fund risk

Risks particular to the Fund include that it could terminate (for example, if its costs of operating become unreasonable), the fees and expenses could change (see "Can the fees change?" on page 9), Fundhost could be replaced as Responsible Entity and its management and staff could change.

There is also a risk that investing in the Fund may give different results than investing individually because of income or capital gains accrued in the Fund and the consequences of investment and withdrawal by other investors.

Individual investment risk

Investments can (and do) fall in value for many reasons. Equities may fall in value due to changes in the relevant company's internal operations or management, or in its business environment.

These risks are managed by Eley Griffiths Group through careful analysis of research from many sources and by talking to those people who run companies and are responsible for changes which may impact on the Fund's investments.

Market risk

Economic, technological, political or legal conditions, interest rates and even market sentiment, can (and do) change, and this can mean that changes in the value of investment markets can affect the value of the investments in the Fund.

Investment manager risk

It is possible that Eley Griffiths Group could be wound up or liquidated, they might cease to manage the investments of the Fund and be replaced, their investment methodology could change or they could manage operational risks poorly.

If this happens Fundhost would do all things reasonably practicable to recover the value of the investments and consider seeking a new investment manager or programme with a similar investment profile. If the investment programme changed significantly, you would be given at least 30 days' notice (where possible).

Key person risk

Only a small number of investment professionals at Eley Griffiths Group are responsible for managing the Fund and their personal circumstances can change.

This risk is reduced by having additional investment resources available through Fundhost.

Liquidity risk

There are circumstances under which access to your money may be delayed – these are discussed under the heading "Payments can be delayed" on page 15. Further, the level of overall market liquidity is an important factor that may contribute to the profitability of the Fund and access to your money. Illiquid markets can make it difficult to trade profitably and to realise assets in a timely fashion to meet withdrawal requests.

Also note that units in the Fund are not quoted on any stock exchange and you cannot sell them through a stockbroker.

Fees and other 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 the Fund or your financial adviser.

TO FIND OUT MORE

If you would like to find out more, or see the impact of the fees based on your own circumstances, **the Australian Securities and Investments Commission (ASIC)** website (www.fido.asic.gov.au) has a managed investment fee calculator to help you check out different fee options.

This document shows fees and other costs that you may be charged. These fees and costs may be deducted from your money or from the returns on your investment or from the Fund's assets as a whole.

Taxes are set out in another part of this document.

You should read all the information about fees and costs, because it is important to understand their impact on your investment.

Type of fee or cost	Amount	How and when paid
Fees when your money moves in or out of the Fund²		
Establishment fee: The fee to open your investment.	Nil	Not applicable
Contribution fee: The fee on each amount contributed to your investment.	Nil	Not applicable
Withdrawal fee: The fee on each amount you take out of your investment.	Nil	Not applicable
Termination fee: The fee to close your investment.	Nil	Not applicable
Management costs The fees and costs for managing your investment.		
	Administration/ investment costs 1.23% per annum of net assets	Paid monthly in arrears from net Fund assets based on the daily net value of the Fund. Part of this fee is paid to Eley Griffiths Group.
<i>plus</i>		
	Recoverable expenses up to 0.14% p.a. of net assets	Paid as incurred from net Fund assets. Please refer to 'Recoverable expenses' under the heading 'Additional explanation of fees and costs' on page 9 for more information.
<i>plus</i>		
	1.37% per annum For a worked dollar example of the Management Costs, please refer to 'Example of fees and costs' on pages 11 and 12.	The amount of the Administration/investment costs can be negotiated. See 'Can fees be different for different investors?' under the heading 'Additional explanation of fees and costs' on page 9 for more information.
	Performance Fee 15% of the amount by which the Fund outperforms its benchmark provided the "high water mark" has been exceeded.	Paid six monthly in arrears from net Fund assets only if specified hurdles are met. Refer to the 'Performance fee' section under the heading 'Additional explanation of fees and costs' on page 9 for more information.
Service Fees		
Investment switching fee: The fee for changing the investment options.	Nil	Not applicable

²Buy/sell spreads apply when you invest in the Fund and when you redeem units from the Fund

Additional explanation of fees and costs

Recoverable expenses

As disclosed in the table on page 8, up to 0.14% per annum is charged for expenses. These are the fees and costs for operating the Fund and are deducted from the net assets of the Fund as and when they are incurred. The Constitution of the Fund provides that expenses incurred in relation to the proper performance of Fundhost's duties as responsible entity are payable or reimbursable out of the assets of the Fund. Should the usual costs of the Fund exceed 0.14% per annum, Eley Griffiths Group will bear the excess amount from its own fees.

Performance fee

A performance fee is charged by Eley Griffiths Group when the Fund exceeds certain performance. Performance fees form part of the "Management Costs" for the Fund.

The performance fee is 15% of the amount by which the Fund (after fees and expenses) outperforms its benchmark (the S&P/ASX Small Ordinaries Accumulation Index), provided the "high-water mark" has been exceeded. The high-water mark means no performance fee is payable for a calculation period where at the end of that calculation period the unit price on an accumulation basis (i.e. with distributions reinvested, but not performance fees deducted) is lower than the previous highest unit price calculated on the same basis at the end of any calculation period. Calculation periods end at 30 June and 31 December each year.

Before a performance fee can be paid the following conditions must be met:

- The Fund must make a positive return;
- The Fund must outperform the S&P/ASX Small Ordinaries Accumulation Index; and
- The previous high-water mark must be exceeded.

A performance fee is calculated every 6 months although it may not be payable each 6 months.

For a worked dollar example please refer to the "Example of Annual Fees and Costs" on pages 11 and 12.

Financial planner commissions

No commissions are paid to financial planners.

You should also refer to any statement of advice and financial services guide your financial planner gives you for additional information about commissions and other remuneration they may receive.

Fundhost maintains an Alternate Forms of Remuneration Register. The register, which you can review, outlines some alternative forms of remuneration that may be paid to or received from licensees, fund managers or representatives (if any is paid or received at all in relation to the Fund).

Can the fees change?

Yes, all fees can change. The Constitution for the Fund sets the maximum amount that can be charged in fees. The approval of investors is needed in order to raise fees above the amounts allowed for in the Fund's Constitution.

You or your Platform operator will receive 30 days' written notice of any proposed change to these fees. See page 13 "Investing through a Platform".

Buy-Sell spread

When you invest in the Fund, Eley Griffiths Group buys investments, and this incurs costs (for example, to buy shares, a sharebroker charges a fee). When you withdraw, investments are sold so cash can be paid to you, and this costs money too. This is called a buy-sell spread. A buy-sell spread is an adjustment to the unit price reflecting Fundhost's estimate of the transaction costs that may be incurred as a result of the purchase/sale of assets arising from the issue/withdrawal of units. This adjustment ensures that existing investors do not pay costs associated with other investors acquiring/withdrawing units in the Fund. The buy-sell spread is reflected in the buy and sell unit prices (see page 15).

Currently, the buy-sell spread is estimated to be 0.8% of the unit price (that is +0.4% on the entry price and -0.4% on the exit price). So if the net asset value of each unit is \$1.00, on entry the unit price is adjusted up approximately 0.4% (up 0.4 cents) and on exit down approximately 0.4% (down 0.4 cents). None of this amount is paid to Fundhost or Eley Griffiths Group nor is money deducted from your account. So you won't see the buy-sell spread on any account statement.

Fundhost has a formal policy in regard to calculating the buy-sell spread and other matters impacting unit pricing. A copy of this policy (together with any departures from it) is available free on request.

Can fees be different for different investors?

The Act allows fees with "wholesale" investors to be negotiated. The size of the investment and other relevant factors may be taken into account. The terms of these arrangements are at the discretion of Fundhost.

If you qualify as a wholesale investor, contact Fundhost and/or Eley Griffiths Group to see if you're eligible to negotiate fees.

Government charges and taxation

Taxes such as GST will be applied to your account if required by law. In addition to the fees and costs described in this section, standard government fees, duties and bank charges may also apply. Some of these charges may incur additional GST and will apply to your investments and withdrawals as appropriate.

The fees outlined in the tables take into account any input tax credits which may be available.

Product access payments

Payments of up to \$50,000 and fund manager payments of up to 0.50% of amounts invested in the Fund may be paid to your Platform provider from Fundhost's and/or Eley Griffiths Group's own ongoing fees. So, on a \$25,000 investment these payments would be up to \$125 a year out of the administration/management fee Fundhost and/or Eley Griffiths Group receives. These are not additional costs to investors. They are paid entirely by Fundhost and/or Eley Griffiths Group, either as a cash payment or in the form of paid-for units in the Fund.

Example of annual fees and costs

The following tables give examples of how the fees and costs for this product can affect your investment over a 1 year period. You should use these tables to compare this product with other managed investment products.

EXAMPLE 1 – where no performance fee is payable		BALANCE OF \$50,000 INCLUDING A CONTRIBUTION OF \$5,000 AT THE BEGINNING OF THE YEAR
Contribution fee	Nil	For every additional \$5,000 you put in, you will be charged \$0 as a contribution fee.
PLUS Management costs ³	1.37% per annum of net assets ⁴	And for every \$50,000 you have in the Fund you will be charged \$685 each year.
PLUS Performance fee ⁵	15% of the amount by which the Fund outperformed the benchmark provided the “high-water mark” has been exceeded.	If the requirements for a performance fee to be paid are not met no performance fee will be paid. If this occurs you will be charged \$0
EQUALS Cost of Fund		If you invest \$5,000 at the beginning of the year and your average balance is \$50,000 over the course of the year, you would be charged \$685 ⁶ . What it costs you will depend on the fees you negotiate with the Fund or your financial adviser.

³ See “Management costs” in the table on page 8 for a more detailed description of how Management costs are calculated.

⁴ Management costs include all direct and indirect management costs for managing the Fund. They do not include the transaction and operational costs of the Fund such as the buy-sell spreads.

⁵ See “Performance fee” in the table on page 8 for a more detailed description of how performance fees are calculated.

⁶ This example is calculated on the basis that your balance remains constant at \$50,000 throughout the year (i.e. no further contributions are made and the Fund’s unit price does not change). The example assumes the Fund will claim 0.14% per annum as recoverable expenses, that no additional service fees are incurred by you and that fees are not individually negotiated. The example is based on the net assets of the Fund.

This following table shows how the fees and costs for this product are impacted by the payment of a performance fee where the Fund has returned 20% for a calculation period compared with a benchmark return of 15% over the same period.

EXAMPLE 2 – where a performance fee is payable		BALANCE OF \$50,000 INCLUDING A CONTRIBUTION OF \$5,000 AT THE BEGINNING OF THE YEAR
Contribution fee	Nil	For every additional \$5,000 you put in, you will be charged \$0 as a contribution fee.
PLUS Management costs ⁷	1.37% per annum of net assets ⁸	And for every \$50,000 you have in the Fund you will be charged \$685 each year.
PLUS Performance fee ⁹	15% of the amount by which the Fund outperformed the benchmark provided the “high-water mark” has been exceeded.	And if the Fund meets the criteria to be paid a performance fee subject to the assumptions outlined, you will be charged \$375
EQUALS Cost of Fund		If you invest \$5,000 at the beginning of the year and your average balance is \$50,000 over the course of the year, you would be charged \$1,060 ¹⁰ . What it costs you will depend on the fees you negotiate with the Fund or your financial adviser.

Historic Management Costs

This table shows the Management Costs, including performance fees, for the Fund for the past 3 financial years.

2006	2007	2008
2.09% ¹¹	1.25%	1.26%

⁷ See “Management costs” in the table on page 8 for a more detailed description of how Management costs are calculated.

⁸ Management costs include all direct and indirect management costs for managing the Fund. They do not include the transaction and operational costs of the Fund such as the buy-sell spreads or the borrowing costs.

⁹ See “Performance fee” in the table on page 8 for a more detailed description of how performance fees are calculated. No performance fee was paid in the year ended 30 June 2008.

¹⁰ This example is calculated on the basis that your balance remains constant at \$50,000 throughout the year (i.e. no further contributions are made and the Fund’s unit price does not change). The example assumes the Fund will claim 0.14% per annum as recoverable expenses, that no additional service fees are incurred by you and that fees are not individually negotiated. The example is based on the net assets of the Fund.

¹¹ This MER is produced by an unusually high performance fee being payable in 2006

How to invest directly

You need to invest at least \$25,000 initially and you must use the application form accompanying this PDS.

Interest is neither earned nor paid on application monies held prior to the time units are issued.

Additional investments of any amount can be made any time using the application form from the then current PDS which is available free anytime.

Application requests will generally be processed each day using the unit price effective for that day. If your application request is received before 4pm Sydney time it will be processed using the unit price effective for that day. If an application request is received after this time, or on a non-business day, it is treated as having been received before 4pm Sydney time the next business day.

Investing through a Platform?

If you're investing through a Platform, the minimum investment amount may be different, and you do not need to complete the application forms accompanying this PDS. Instead, complete the forms the Platform operator requires. If you have enquiries, that operator can help you.

If this is you, then remember that it is generally the operator of that Platform, which becomes the investor in the Fund (not you). It follows that they have the rights of an investor and can exercise them (or not) in accordance with their arrangements with you. Fundhost are not responsible for the operation of any Platform through which you invest.

If you are investing through a Platform you will receive reports from that operator, not from us. Enquiries should be directed to that operator of the Platform. You can however still rely on the information in this PDS in regard to this Fund.

If you are investing through a Platform, you should also take into account the fees and charges of the operator of that Platform.

In addition to reading this PDS, you should read the document which explains the Platform.

Cooling off

If you decide that you don't want the units issued to you in the Fund, Fundhost must repay your money.

Fundhost is allowed to (and generally does) make its usual adjustments for market movements up or down, any tax and also reasonable transaction and administration costs. For example, if you invest \$25,000 and the value of the units falls by 1% between the time you invest and the time you notify us that you wish to withdraw your investment, you would receive \$24,552 calculated as under.

Initial investment	\$25,000
Less buy spread	-\$100
Balance	\$24,900
1% Market movement	-\$249
Less sell spread	-\$99
Balance withdrawn	\$24,552

If you change your mind about investing in the Fund, you have 14 days to tell Fundhost, starting on the earlier of:

- when you are sent the confirmation that you are invested, or
- the end of the 5th day after the day on which units are issued to you.

This right terminates immediately if you exercise a right or power under the terms of product, such as selling part of your investment or voting on any units held by you. For any subsequent investments made under a distribution reinvestment plan, cooling off rights do not apply.

Investors investing in the Fund via a Platform should speak to the operator of that service to determine whether cooling off rights are available to them for that service.

Withdrawing your investment

When you want to withdraw

Simply tell Fundhost in writing how much you need to withdraw. The request must be signed by the investors who signed the application form.

Withdrawals will be paid to the bank account that you nominate on the application form. Cheque withdrawals are not available.

There is generally a minimum withdrawal amount of \$10,000. The Fund has a minimum balance requirement of \$25,000 and if processing your withdrawal will cause your account balance to fall below that minimum balance then the whole of your investment may be paid to you.

Withdrawal requests will generally be processed each business day. If your withdrawal request is received before 4pm Sydney time, it will be processed using the unit price effective for that day. If your withdrawal request is received after this time, or on a non-business day for us, it is treated as having been received before 4pm Sydney time the next business day.

Normally once Fundhost decides you can withdraw your money (usually this happens within 7 days of receipt of your withdrawal request), the request is processed within 5 business days (although the Constitution for the Fund allows us a reasonable period, which could be significantly longer than 5 days), and then funds are paid to your financial institution account.

Also note that units in the Fund are not quoted on any stock exchange and you cannot sell them through a stockbroker.

Facsimile instruction terms and conditions

Faxed withdrawal requests can be made on the following conditions:

- faxed instructions must be legible;
- instructions must bear the investor's investor number and signature; and
- withdrawal proceeds will only be transferred to the financial institution account previously nominated on the application form.

To use this service you will need to accept full responsibility (to the extent permitted by law) for loss arising from Fundhost acting upon faxed instructions which comply with these security processes and you also agree to release and indemnify Fundhost in respect of any liabilities arising from their acting on faxed instructions, even if those instructions are not genuine. Also you agree that neither you nor any other person has any claim against Fundhost or the Fund in relation to a payment made or action taken under the facsimile instruction service if the payment is made in accordance with these conditions. These terms and conditions are additional to any other requirements for giving withdrawal instructions.

Some detail about withdrawals

How much money you receive for each unit depends on the withdrawal price. See the section "How are unit prices calculated".

Fundhost can withhold from amounts due to you any amount you owe them or they owe someone else relating to you (for example, the tax office).

Payments can be delayed

Withdrawal of your money can be delayed for such period as considered reasonable in all the circumstances if:

- there are not enough investments which can be easily turned into cash (the Act dictates this). Neither Fundhost nor Eley Griffiths Group anticipate the Fund would ever become illiquid but if it did, the Act says Fundhost can make some money available, and allocate it on a pro rata basis amongst those wanting to withdraw;
- something outside Fundhost's control impacts on their ability to properly or fairly calculate the unit price (for example, if the investments are subject to restrictions or if there is material market uncertainty like a stock market crash) then payment can be delayed for so long as this goes on; or
- Fundhost receive withdrawal requests representing more than 20% of the net assets of the Fund. In this case withdrawal payments for each of the withdrawal requests received may be staggered.

Fundhost has a policy on processing withdrawal requests during periods of illiquidity (see also page 7). A copy of this policy is available free of charge.

Your invested money can be returned

Some or all of your units can be withdrawn without you asking including:

- If you no longer maintain the minimum balance in the fund (currently \$25,000);
- if you breach your obligations (for example, you provide misleading information in your application form) or Fundhost need to pay any amount you owe (for example, to the tax office);
- to satisfy any amount of money due to Fundhost or Eley Griffiths Group (as Responsible Entity or in any other capacity relevant to the Fund) by you;
- to satisfy any amount of money Fundhost (as Responsible Entity or in any other capacity relevant to the Fund) owes someone else relating to you (for example, to the tax office) or

where Fundhost suspects that law prohibits you from legally being an investor.

How are unit prices calculated?

The market value of the Fund is determined daily based on the closing market prices as at the previous business day.

Unit prices are calculated in three steps.

First, the market value is calculated and the value of the liabilities as defined in the Fund's Constitution deducted.

Then an adjustment (up for the entry price, to take account of the costs of buying investments or down for the exit price to take account of the costs of realising investments) is made, and each such adjustment can be up to 0.4% of the net value of the assets of the Fund. This adjustment is called the buy-sell spread and more information about it is on page 10.

Last, this result is divided by the number of units on issue to give a per unit price.

Because of the adjustments made in step two, there are two unit prices; a "buy" price and a "sell" price. The "buy" price is used when issuing units and the "sell" price is used when processing withdrawals.

There is a third type of unit price, the "mid" price. This is the unit price without any adjustments. It is used to calculate the number of units you will receive when you re-invest your distributions instead of taking them in cash.

All of these unit prices are regularly posted on Fundhost's website.

Distributions

Annual income distributions are made at the end of each financial year (June) and can be reinvested in the Fund or paid to the financial institution account nominated on your application form. You can indicate your choice on the application form. If you do not make a choice then distributions will be re-invested.

Distributions cannot be paid by cheque.

Any distributions reinvested are reinvested at the ex-distribution mid price.

Enquiries and complaints

Contact Fundhost:




	telephone	+61 2 8223 5400
	fax	+61 2 9232 8600
	email	info@fundhost.com.au
	website	www.fundhost.com.au
	post	PO Box N561, Grosvenor Place, NSW 1219

It helps if you have your investor number handy when you contact Fundhost. Business hours are 9.00am ~ 5:00pm on Sydney business days.

If you have a complaint, it is better it be made in writing although you can always call. Complaints will always be acknowledged and responded to within 45 days.

If you remain unhappy you can contact the independent Financial Ombudsman Scheme ("FOS").

Contact FOS:

	telephone	1300 780 808 (local call)
	email	info@fos.org.au
	post	Financial Ombudsman Scheme GPO Box 3, Melbourne VIC 3001

FOS is an independent body and is approved by ASIC to consider complaints. In order for a complaint to be considered by FOS, the claim must be less than \$150,000 (unless Fundhost and you agree otherwise in writing).

Important information for New Zealand investors in the Fund

This offer to New Zealand investors is a regulated offer made under Australian and New Zealand law. In Australia, this is Chapter 8 of the Corporations Act 2001 and Regulations. In New Zealand, this is Part 5 of the Securities Act 1978 and the Securities (Mutual Recognition of Securities Offerings—Australia) Regulations 2008.

This offer and the content of the offer document are principally governed by Australian rather than New Zealand law. In the main, the Corporations Act 2001 and Regulations (Australia) set out how the offer must be made.

There are differences in how securities are regulated under Australian law. For example, the disclosure of fees for collective investment schemes is different under the Australian regime.

The rights, remedies, and compensation arrangements available to New Zealand investors in Australian securities may differ from the rights, remedies, and compensation arrangements for New Zealand securities.

Both the Australian and New Zealand securities regulators have enforcement responsibilities in relation to this offer. If you need to make a complaint about this offer, please contact the Securities Commission, Wellington, New Zealand. The Australian and New Zealand regulators will work together to settle your complaint.

The taxation treatment of Australian securities is not the same as for New Zealand securities.

If you are uncertain about whether this investment is appropriate for you, you should seek the advice of an appropriately qualified financial adviser.

The offer may involve a currency exchange risk. The currency for the securities is not New Zealand dollars. The value of the securities will go up or down according to changes in the exchange rate between that currency and New Zealand dollars. These changes may be significant.

If you expect the securities to pay any amounts in a currency that is not New Zealand dollars, you may incur significant fees in having the funds credited to a bank account in New Zealand in New Zealand dollars.

The dispute resolution process described in this offer document is only available in Australia and is not available in New Zealand.

The above statements are required pursuant to New Zealand Regulations. For the avoidance of any doubt, Fundhost will only remit distributions and redemptions in Australian dollars. If you credit New Zealand dollars to Fundhost's application account you may incur an unfavourable currency conversion rate and you will also have to pay any applicable fees. You can avoid these fees by only crediting Australian dollars.

How to Complete the Application Form

To invest in the Eley Griffiths Group Small Companies Fund, please complete all relevant sections of the Application Form and forward your completed Application Form, together with your cheque or confirmation of EFT payment to:

Fundhost Limited
PO Box N561
Grosvenor Place NSW 1219

If you need assistance, please telephone Fundhost on (02) 8223 5400 or email info@fundhost.com.au.

You need to provide the original of this form, not a fax.

If you have obtained the PDS electronically, you should print them all and this application form, and remember that more copies are available free anytime.

Your identity needs to be verified

Information about you is required to enable Fundhost to fulfil its obligations under the *Anti-Money Laundering & Counter-Terrorism Financing Act 2006* (Cth) and related regulations and rules. If you don't provide all the information required, Fundhost may have to redeem your application at some time in the future. Fundhost will take appropriate steps to verify the information you supply, as required by law. To do this, Fundhost may disclose your information to various government agencies in Australia and overseas. Take time to read the section headed Privacy in the PDS before submitting this form.

Providing complete and accurate information will enable Fundhost to process your application efficiently and to meet its obligations under the Act. Failure to provide the requested information and/or certified documentation may prevent or delay the processing of your application.

Providing certified copies of documents

If you have been asked to provide a certified copy of a document in the Application Form, please ensure:

- the certified copy includes the statement 'I certify this to be a true copy of the original document'; AND
- is signed by an eligible certifier (please refer opposite [page](#)). The certifier must state their qualification or occupation to confirm their eligibility to certify the document.

Please note the copy actually signed by the certifier must be submitted with your Application Form.

Primary photographic identification document means any of the following:

1. a licence or permit issued under a law of a State or Territory or equivalent authority of a foreign country for the purpose of driving a vehicle that contains a photograph of the person in whose name the document is issued;
2. a passport issued by the Commonwealth;
3. a passport or a similar document issued for the purpose of international travel, that:
 - contains a photograph and the signature of the person in whose name the document is issued;
 - is issued by a foreign government, the United Nations or an agency of the United Nations; and
 - if it is written in a language that is not understood by the person carrying out the verification - is accompanied by an English translation prepared by an accredited translator;
4. a card issued under a law of a State or Territory for the purpose of proving the person's age which contains a photograph of the person in whose name the document is issued;
5. a national identity card issued for the purpose of identification, that:
 - contains a photograph and the signature of the person in whose name the document is issued;
 - is issued by a foreign government, the United Nations or an agency of the United Nations; and
 - if it is written in a language that is not understood by the person carrying out the verification - is accompanied by an English translation prepared by an accredited translator.

Primary non-photographic identification document means any of the following:

1. a birth certificate or birth extract issued by a State or Territory;
2. a citizenship certificate issued by the Commonwealth;
3. a citizenship certificate issued by a foreign government that, if it is written in a language that is not understood by the person carrying out the verification, is accompanied by an English translation prepared by an accredited translator;

4. a birth certificate issued by a foreign government, the United Nations or an agency of the United Nations that, if it is written in a language that is not understood by the person carrying out the verification, is accompanied by an English translation prepared by an accredited translator;
5. a pension card issued by Centrelink that entitles the person in whose name the card is issued, to financial benefits.

Secondary identification document means any of the following:

1. a notice that:
 - was issued to an individual by the Commonwealth, a State or Territory within the preceding twelve months;
 - contains the name of the individual and their residential address; and
 - records the provision of financial benefits to the individual under a law of the Commonwealth, State or Territory (as the case may be);
2. a notice that:
 - was issued to an individual by the Australian Taxation Office within the preceding 12 months;
 - contains the name of the individual and their residential address; and
 - records a debt payable to or by the individual by or to (respectively) the Commonwealth under a Commonwealth law relating to taxation;
3. a notice that:
 - was issued to an individual by a local government body or utilities provider within the preceding three months;
 - contains the name of the individual and their residential address; and
 - records the provision of services by that local government body or utilities provider to that address or to that person.
4. In relation to a person under the age of 18, a notice that:
 - was issued to a person by a school principal within the preceding three months;
 - contains the name of the person and their residential address; and
 - records the period of time that the person attended at the school.

The following list of people can certify Identification Documents:

CERTIFIED COPY means a document that has been certified as a true copy of an original document by one of the following persons:

1. a person who is enrolled on the roll of the Supreme Court of a State or Territory, or the High Court of Australia, as a legal practitioner (however described);
2. a judge of a court;
3. a magistrate;
4. a chief executive officer of a Commonwealth court;
5. a registrar or deputy registrar of a court;
6. a Justice of the Peace;
7. a notary public (for the purposes of the Statutory Declaration Regulations 1993);
8. a police officer;
9. an agent of the Australian Postal Corporation who is in charge of an office supplying postal services to the public;
- 10.a permanent employee of the Australian Postal Corporation with 2 or more years of continuous service who is employed in an office supplying postal services to the public;
- 11.an Australian consular officer or an Australian diplomatic officer (within the meaning of the Consular Fees Act 1955);
- 12.an officer with 2 or more continuous years of service with one or more financial institutions (for the purposes of the Statutory Declaration Regulations 1993);
- 13.a finance company officer with 2 or more continuous years of service with one or more finance companies (for the purposes of the Statutory Declaration Regulations 1993);
- 14.an officer with, or authorised representative of, a holder of an Australian financial services licence, having 2 or more continuous years of service with one or more licensees;
- 15.a member of the Institute of Chartered Accountants in Australia, CPA Australia or the National Institute of Accountants with 2 or more years of continuous membership.

New Zealand investors note: unless the list above specifies that the certifier must hold an Australian qualification, eg. An agent of the Australian Postal Corporation, a New Zealand equivalent is generally acceptable.

Eley Griffiths Group Small Companies Fund – Application Form

This application form accompanies the Product Disclosure Statement (PDS) dated 17 September 2008 for the Eley Griffiths Small Companies Fund issued by Fundhost Limited AFSL No. 233 045. The PDS contains important information about investing in the Eley Griffiths Small Companies Fund.

You should read the PDS carefully before completing this application form. Any person who gives you access to the application form must ensure that they also give you access to the PDS and any supplementary PDS. If you have received the PDS and/or application form electronically, Fundhost will send paper copies or request and without charge.

Please complete this form clearly in blue or black ink using BLOCK letters. Initial corrections.

1. Do you already have investments in funds issued by Fundhost?

Yes, I am an existing investor. My Investor ID is:

You must complete one of sections 2A, 2B, 2C, 2D and you MUST ALSO complete sections 3, 4, 5 and 6.

Fundhost will use the Tax File Number (TFN) / Australian Business Number (ABN) or Exemption you have previously advised unless you request otherwise.

If you do not wish to use the TFN/ABN or Exemption already advised, please tick this box:

No, I am a new investor. I am applying as:

- An individual investing on own behalf – complete 2A. You MUST ALSO complete sections 3, 4, 5 and 6.
- An individual investing as a trustee – complete 2A and 2D. You MUST ALSO complete sections 3, 4, 5 and 6.
- An individual investing as a sole trader – complete 2A and 2B. You MUST ALSO complete sections 3, 4, 5 and 6.
- A company investing on own behalf – complete 2C. You MUST ALSO complete sections 3, 4, 5 and 6.
- A company investing as a trustee – complete 2C and 2D. You MUST ALSO complete sections 3, 4, 5 and 6.

If you are investing in another capacity, please contact Fundhost.

2A. Individual investors

Investor 1

Title Mr Mrs Miss Ms Other:

Given Names :

Surname: Date of birth: / /

Occupation:

Residential address (must NOT be PO Box):

State: Postcode:

You do not have to provide your TFN. However, if you do not, Fundhost is required to deduct tax at the highest marginal rate (plus Medicare Levy) from the distributions made to you.

Tax File Number: or exemption:

You need to provide the following support documentation (failure to verify your identity at the time your application is received may prevent or delay the processing of your application):

- Original or certified copy of primary photographic identification document (eg. driver's licence), OR
- Original or certified copy of primary non-photographic identification document AND original or certified copy of secondary identification document showing name and either residential address and/or date of birth.

Investor 2

Title Mr Mrs Miss Ms Other:

Given Names:

Surname: Date of birth: / /

Occupation:

Residential address (must NOT be PO Box):

State: Postcode:

You do not have to provide your TFN. However, if you do not, Fundhost is required to deduct tax at the highest marginal rate (plus Medicare Levy) from the distributions made to you.

Tax File Number: or exemption:

You need to provide the following support documentation (failure to verify your identity at the time your application is received may prevent or delay the processing of your application):

- Original or certified copy of primary photographic identification document (eg. driver's licence), OR
- Original or certified copy of primary non-photographic identification document AND original or certified copy of secondary identification document showing name and either residential address and/or date of birth.

2B. Sole trader

If you are a sole trader please provide your:

Full business name:

ABN/ARBN:

Business address (if different from address given in 2A):

State: Postcode:

2C. Australian company

Full legal name:

ABN/ARBN/ACN:

Full registered address in Australia:

State: Postcode:

Principal place of business (if different from registered address):

State: Postcode:

Is company registered by ASIC as a public company or a proprietary company?

Public company: Listed public company OR Majority-owned subsidiary of a listed public company

Proprietary company. Please provide the name of each director:

Licensed. Please provide name of regulator and licence number:

2D. Trustee/Self Managed Super Fund

Name of the Trust:

Full business name (if any) of the Trustee:

ABN/ARBN/ACN:

Was the Trust formed/incorporated in Australia:

Yes No. Please state country of incorporation:

What type of Trust is this?

Private discretionary trust

Private unit trust

Public unit trust

Registered managed investment scheme (as defined by the Corporations Act 2001 (Cth))

Unregistered managed investment scheme (as defined by the Corporations Act 2001 (Cth))

Does the trust have only wholesale clients (as defined by the Corporations Act 2001 (Cth), or both wholesale and retail clients?

Wholesale clients only Wholesale and retail clients

Does the trust make small scale offerings to which section 1012E of the Corporations Act 2001 (Cth) applies?

Yes No

Self managed superannuation fund (as defined by the Superannuation Industry (Supervision) Act 1993 (Cth))

Registrable superannuation entity (as defined by the Superannuation Industry (Supervision) Act 1993 (Cth))

Government superannuation fund established by legislation

Other type of trust:

Please provide the name of each beneficiary (if members of a class, insert details of each class):

You need to provide Fundhost with the following support documentation (unless the trust is a registered managed investment scheme). Failure to verify your identity at the time your application is received may prevent or delay the processing of your application):

Trust deed, OR Certified copy of trust deed, OR Certified extract of trust deed showing the full name of the trust.

3. Investor contact details

Please indicate who you would like to receive all unitholder correspondence.

Contact name:

Entity name (if applicable):

Postal address:

State: Postcode:

Daytime Phone Number: () Email:

Would you like to receive a copy of the Fund's Annual Report? Yes No

Would you like to receive a monthly investment report? Yes No

Would you like to receive information from Fundhost about future investment opportunities? Yes No

4. Account signing authority

Please indicate who can give instructions in relation to the investment:

Investor 1 AND 2

Either Investor 1 OR 2

Investor 1 ONLY

Investor 2 ONLY

Allow other authorised signatories (you must provide a certified copy of all authorised signatories)

If you do not tick one of the above options, all future instructions must be signed by all signatories or as otherwise permitted by law.

5. Investment information

INITIAL INVESTMENT

I wish to invest the following amount (the minimum investment amount is \$25,000): \$.00

Make cheques payable in Australian dollars to Fundhost – EGGSCF. Ensure that your cheque is crossed 'Not negotiable'.

Electronic funds transfers can be made. Please fax Fundhost the details and include your investor number in the payment. The account details are:

Account Name

BSB and Account Number

NNL Fundhost EGGSCF Application A/C

083043 868 759 804

I wish any distributions by the Funds to be:

reinvested as additional units in the Funds

paid to the following bank account:

Name of financial institution:

Branch number (BSB):

Account number:

Account name:

6. Declaration

I/we request Fundhost to issue the units applied for and authorise Fundhost to register the applicant(s) as the holder(s) of the units and declare that the execution of this Application Form by me/us constitutes a representation by me/us that:

- this Application was provided with a PDS for the Eley Griffiths Group Small Companies Fund dated 17 September 2008
- the PDSs and application form were provided to me/us at the same time
- I/we read and understood the PDS
- I/we understand that neither the repayment of capital nor the performance of the Eley Griffiths Group Small Companies Fund is guaranteed
- I/we agree to be bound by the terms of the PDS and the Constitution of the Eley Griffiths Group Small Companies Fund, as amended from time to time, and understand that a copy of the Constitution is available to me/us for free if I/we wish
- the details given in this application are correct
- I/we am/are over 18 years of age
- I/we declare that I am/we are not commonly known by any other names different from those disclosed in this application form
- I/we declare any documents or information whatsoever used for verification purposes in support of my/our application are complete and correct
- I/we acknowledge that this application form, once signed by me/us, holds me/us to a number of representations and warranties, among other things, relating to matters which the Responsible Entity must seek confirmation of in order to comply with the provisions of the Anti-Money Laundering and Counter-Terrorism Financing Act 2006
- I/we agree to give further information or personal details to Fundhost if it reasonably believes that they are required to meet its obligations under Anti-Money laundering, counter terrorism or taxation legislation
- I/we declare that the monies I/we am/are investing are not the proceeds of crime, money laundering or connected with the financing of terrorism. I/we agree that Fundhost may in its absolute discretion determine not to issue units to me/us, may cancel any units which have been issued to me/us or may redeem any such units if it believes such action to be necessary or desirable in light of its obligations under the Anti-Money Laundering and Counter-Terrorism Financing Act 2006
- I/we will not transfer the units to anyone who does not agree to these things
- none of the units being applied for will breach or result in a breach of any exchange control, fiscal or other laws or regulations for the time being applicable
- I/we agree to indemnify Fundhost and any of its related bodies corporate against any loss, liability, damage, claim, cost or expense incurred as a result, directly or indirectly, of the use of the facsimile withdrawal facility referred to in the PDS
- I/we agree to indemnify Fundhost and any of its related bodies corporate against any loss, liability, damage, claim, cost or expense incurred as a result, directly or indirectly, of any of these declarations proving to be untrue or incorrect
- the details of my/our investment can be provided to Eley Griffiths Group by the means and in the format that they direct
- in the case of joint applications, the joint applicants agree that unless otherwise expressly indicated on this application form, the units will be held as joint tenants and either investor is able to operate the account and bind the other investor for future transactions, including additional deposits and withdrawals
- if I am/we are a New Zealand investor, I/we confirm that I/we have received the 'Important Information for New Zealand Investors'.

Investor 1

Name of investor 1:

Signature of investor 1: Date: / /

Tick capacity (mandatory for companies): Sole Director Director Secretary

Investor 2

Name of investor 2:

(if joint, both must sign)

Signature of investor 2: Date: / /

Tick capacity (mandatory for companies): Sole Director Director Secretary

Adviser contact details

Adviser

Title Mr Mrs Miss Ms Other:

Given Names:

Surname: ABN:

Administration contact

Title Mr Mrs Miss Ms Other:

Given Names:

Surname: AFSL:

Company:

Phone number: () Fax:

Email:

Office address:

State: Postcode:

Postal address (if different from above):

State: Postcode:

Please tick

Yes, I would like to receive daily unit prices via email - where available.

Yes, I would like to receive a copy of my client's confirmation via email.

Yes, I would like to receive reports via email.

Yes, I would like to receive information about future investment opportunities

Adviser Signature:

IMPORTANT INFORMATION

Once you have completed and signed this Application Form, please send both this form and cheque to:

**Fundhost EGGSCF, PO BOX N561, Grosvenor Place, NSW 1219 OR
hand deliver to: Level 9, 70 Castlereagh St, Sydney NSW 2000**

Please ensure your cheque is crossed "Not Negotiable" and made payable to: **Fundhost EGGSCF**

If you have any questions about completing this form, please contact Fundhost on (02) 8223 5400.



contact details???