



VOTING POLICY

ISSUER

Specialised Private Capital Ltd

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1. Background & Application

This Voting Policy (**Policy**) has been prepared and issued by Specialised Private Capital Ltd, trading as Centric Capital. The Policy has been approved by the Centric Capital Board and applies to the Centric Capital Investor Directed Portfolio Service (**Centric**), where Centric Capital act as the operator.

This Policy sets out Centric Capital's approach to voting in relation to listed securities and other investment products available for investment through Centric. This Policy only applies to the Centric Accessible Investments.

2. Overview

The general principle of this Policy is that, where applicable, voting rights should be exercised in a manner that is consistent with the voting provisions contained within the relevant product disclosure statements (**PDS**) or Guide and in the best interests of investors. Centric Capital reserves the right to apply this Policy in a flexible manner to accommodate various circumstances that may arise.

3. Voting Policy

Centric is an Investor Directed Portfolio Service (**IDPS**) that allows for investment in a variety of professionally managed 'pooled' investments, unit trusts or listed securities. These investments are held by an appointed custodian, on behalf of clients.

Whilst clients retain beneficial interest in the investment options of their portfolio, they are not the registered owner of any of the Centric Accessible Investments, and cannot participate in meetings of investors, nor do they have any voting rights.

Centric Capital, as the Responsible Entity does not participate in proxy voting in respect of Centric Accessible Investments. Since the investor has the responsibility, sometimes under the guidance of a licensed financial adviser, for the selection of investments, Centric Capital, as the provider and operator of services, is not in a position to ascertain what the best voting decision would be for individual Investors.

Centric Capital may on a best endeavours basis facilitate proxy voting on behalf of an investor, where clear, authorised and timely instructions have been received.

4. Corporate Action

Listed security investments are held in individual accounts in the name of the custodian, which means clients generally won't receive communications about their shareholding from the listed company. However, clients can ask us to provide a copy of these communications at any time.

We will exercise voting rights to participate in corporate actions, investor schemes or proposals based on any instructions we receive from clients (as the beneficial owners) or their nominated financial advisers. Where we need instructions, we will send out an 'Action Required' notification seeking instructions. We will send out a notification only for resolutions that we believe may impact clients' investments. We endeavour to provide clients with enough time to decide whether to ask us to participate on their behalf.

Clients can elect to participate in the corporate action. If a client does not provide us with a response to a corporate action offer by the closure date noted by us, we generally won't respond on that client's behalf. Also, clients may not be able to participate in certain corporate actions unless Centric Capital decides to pass on these benefits.

As the Operator, we hold ultimate discretion on decisions relating to corporate actions and aim to act on behalf of all investors in Centric. We may not necessarily be able to treat investors differently for corporate actions.

For any takeover, (de)merger and scheme of arrangement events, Centric Capital will, in general, accept the default option unless it is considered to be in the best interests of investors to select an alternative option.



Disclosure

Disclosure has been provided within our IDPS Guide, application forms or other disclosure documents to inform investors and/or their nominated representative of restrictions in this regard. By completing and/or signing the application form, investors are taken to have accepted the consumer warnings provided, acknowledging that voting rights will not be available to them when investing through Centric. Where we receive notices of meetings, or resolutions that relate to Centric Accessible Investments, we will not generally pass this information on to the client or their nominated representative.

Centric Capital may provide or make available voting information to investors under this Policy by any means it reasonably considers appropriate, including by any physical or electronic means. This Policy and the Proxy Voting Record are available free of charge upon request.

Centric Capital will make this Policy available to investors on its website and reserves the right to update this Policy at any frequency it deems appropriate and recommends that investors review the latest version of the Policy prior to submitting a request of Centric Capital.

Disclaimer

This document does not take into account any of clients' objectives, financial situation or needs. Before acting on this information, clients should consider whether it is appropriate for their situation.

Centric Capital has exercised reasonable care in preparing this document. Centric Capital and each of its related bodies corporate, and each director, officer, agent and employee of Centric Capital and each of its related bodies corporate will not be liable for any loss, harm or damage suffered by any person arising out of or related to this document.