



Ethical
Managed Funds

Hunter Hall Investment Management Limited

ABN 69 063 081 612 AFSL 219462

HUNTER HALL AUSTRALIAN VALUE TRUST PRODUCT DISCLOSURE STATEMENT

Dated 1 July 2013

Hunter Hall Australian Value Trust

ARSN 098 586 586, APIR Code HHA0001AU

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Important notice

- **This PDS is a summary of significant information and contains a number of references to important additional information contained in the 'Additional Information' brochure which forms part of this PDS.**
- **You should consider the information contained in this PDS before making a decision about the Fund.**
- **The information provided in this PDS is general information only and does not take account of your personal financial situation or needs.**
- **You should obtain financial advice tailored to your personal circumstances.**

Hunter Hall Investment Management Limited (Hunter Hall) is the responsible entity of the Hunter Hall Australian Value Trust (the Fund, AVT).

This PDS has not been lodged with the Australian Securities & Investments Commission (ASIC) and is not required to be lodged. ASIC takes no responsibility for the contents of this PDS.

If you received this PDS electronically we will provide you, free of charge, with a paper copy of this PDS (together with the application form and the Additional Information brochure) upon request. Our Investor Relations department can be contacted on 1800 651 674 or by using the contact details below.

Section 9 'Further information' contains important information for investors who invest through an Investor Directed Portfolio Service (IDPS), such as a Master Trust or Wrap Account and Section 3 'Benefits of investing' contains important information for New Zealand investors.

All amounts detailed in this PDS are based on Australian Dollars unless specified otherwise.

This PDS is current as at 1 July 2013. Information in this PDS is subject to change from time to time. To the extent that the change is not materially adverse to investors, it may be updated by Hunter Hall posting a notice of the change on its website at www.hunterhall.com.au.

None of the entities referred to in this PDS, including Hunter Hall Investment Management Limited and its related companies, guarantee or make any representations as to the performance of the Fund, the maintenance or repayment of capital, the price at which units may trade or any particular rate of return. Investing in a Fund is not without risk, including possible delays in withdrawal, and loss of income and capital invested.

Contact Details

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1. About Hunter Hall Investment Management Limited

Hunter Hall Investment Management Limited (Hunter Hall) is the responsible entity and investment manager of the Hunter Hall Australian Value Trust (the Fund, AVT). As responsible entity, we are responsible for overseeing the operations of the Fund. As the investment manager, we are responsible for selecting and managing the assets of the Fund.

Hunter Hall was founded in 1993 with the objective of providing high-quality funds management services through a value investment strategy, combined with an ethical investment screen that would generate superior long-term performance.

Since then, it has managed one of the best performing funds in the country and is one of Australia's market leaders in the ethical investment space with over \$1.1 billion of funds under management as at 1 July 2013.

Hunter Hall is wholly owned by Hunter Hall International Limited which is listed on the Australian Securities Exchange (ASX: HHL).

2. How the Hunter Hall Australian Value Trust works

The Hunter Hall Australian Value Trust is a simple managed investment scheme, registered under the Corporations Act 2001 (Corporations Act). By investing in a simple managed investment scheme, your funds are added to those of other investors to create a pool of capital. The capital is invested under the direction of Hunter Hall, in a range of investments authorised under the Fund's Constitution. The duties and responsibilities of Hunter Hall and the general operations of the Fund are set out in its Constitution.

Units and unit prices

Investors in the Fund are issued units. Each unit is valued based on the assets of the investments held by Hunter Hall and units are priced each business day. The price of units will change daily as the market value of the assets in the Fund rises and falls. The net income of the Fund is distributed to investors in proportion to their unit holdings.

The number of units issued to an investor is dependent on the Entry Price (also known as the Application Price) of the Fund for that particular day. The value of your redemption is dependent on the Exit Price (also known as the Redemption Price) of the Fund for that particular day.

Applications and redemptions are processed each day. If your application or redemption request is received by 3pm it will be processed using the Entry or Exit Price at the close of business that day. If it is received after 3pm it will be processed using the Entry or Exit Price at the close of business on the following business day.

The daily unit prices are available on the Hunter Hall website www.hunterhall.com.au.

You can increase your investment at any time by acquiring more units in the Fund. Generally, you can decrease your investment by disposing of some of your units, although in certain circumstances (such as a freeze on withdrawals) you may have to wait a period of time before you can reduce your investment.

Making an investment

Initial investments may be made by sending us a fully completed and signed Application Form. We accept application monies by either cheque or electronic funds transfer.

Members can increase their investment, acquiring further interest in the Fund by:

- cheque or electronic funds transfer and notifying us in writing, or
- via the Regular Savings Plan, or
- reinvestment of distributions.

The minimum initial investment is \$5,000 and the minimum additional investment is \$2,000. The Regular Savings Plan minimum contribution is \$200 per month.

Making a redemption

You can redeem all or part of an investment by notifying us of your instructions by sending us a completed Redemption Form, in writing (post, email or facsimile) or by telephone, quoting your unitholder code. Telephone redemptions will only be paid to a bank account you have previously provided in writing.

The minimum redemption is \$500 unless the total investment has a redemption value of a lesser amount.

It is the policy of Hunter Hall that redemption monies will be available within seven business days. Unitholders residing outside Australia may experience delays in the clearance of funds for payment of redemptions.

Delays in payment may occur during distribution periods (post 30 June and 31 December) due to calculating and striking post-distribution prices.

Hunter Hall may also delay a redemption payment in circumstances such as when there is a freeze on withdrawals or where the Fund is illiquid (as defined in the Corporations Act).

Distributions

Net income, when it is available, will be distributed to unitholders as soon as reasonably practicable after 30 June and 31 December each year.

The net income for a half-year period is broadly calculated by deducting expenses and fees from the income. The income of the Fund may include dividends, interest and net realised gains from the sale of investments.

You should read the additional information on the acquisition and disposal of interests in section 2 of the Additional Information brochure before making a decision to invest in the Fund. The material relating to the acquisition and disposal of interests may change between the time you read this PDS and the day when you sign the Application Form.

3. Benefits of investing in the Hunter Hall Australian Value Trust

Significant features

The Fund is an ethically screened portfolio that invests in stocks trading at prices that are substantially less than Hunter Hall's assessment of their intrinsic value. Hunter Hall implements the investment strategy of the Fund through a value investment methodology based on the fundamental analysis of individual stocks.

The objective of the Fund is to outperform the S&P/ASX Small Ordinaries Accumulation Index (Small Ords) over the long term without incurring significant risk to capital.

Other significant features include:

- The Fund is managed using a 'value' investment style based on fundamental analysis of individual companies.
- The Fund invests in small and mid-size companies listed on the Australian Securities Exchange and excludes large companies listed on the S&P/ASX 100.
- A concentrated portfolio of typically no more than 60 stocks.
- The total size of an investment in any one company will not exceed 10% of the market value of the Fund's portfolio.
- The Fund will be fully invested, with its cash holding limited to 10%.

Investment strategy and process

Hunter Hall's investment philosophy is based on the view that equity markets are inefficient and opportunities exist to find quality securities that are temporarily priced below their intrinsic value. We also believe that over time, the market will generally recognise such companies' true qualities and share prices tend to move towards that intrinsic value. As a result, Hunter Hall's investment process is focussed on making a careful assessment of the intrinsic value of a stock and its growth potential. One of our key competitive advantages lies in the depth of research that we apply to each investment. Our aim is to make investments at prices well below intrinsic value in the expectation that the share prices will rise towards that value, which itself will rise over time as the profitability of a business grows.

Clearly, all other things being equal, there is much less risk in paying 50c for \$1 of value than paying \$2 for \$1 of value, and the bigger the positive gap between price and value, the greater potential for capital growth. In other words, buying at a discount to intrinsic value reduces risk and allows greater potential reward. This is an inversion of the traditional wisdom that as potential rewards increase so must risk.

The intrinsic value of good quality companies should continue to grow over time. Thus, the market price of such stocks should also rise over the long term.

Our Portfolio Managers focus their efforts on discovering opportunities in individual securities rather than attempting to time the movement of markets. Therefore, short term performance is likely to differ from that of the market in general and sometimes this difference could be quite substantial.

Significant benefits of the Hunter Hall Australian Value Trust

- Equities offer superior investment returns versus other asset classes over the long term.
- Value investing is a proven approach for the creation of excess returns over the long term.
- Small and mid-size companies outperform large companies over the long term.
- Hunter Hall is a thought leader in ethical/sustainable funds management.
- Hunter Hall is a well-established boutique fund manager with a strong commitment to ethics, independence and transparency in investing.
- An experienced Investment Team located in Sydney and London that follows a rigorous research process.
- An ethically screened portfolio of undervalued stocks from diverse sectors.
- When net income is available to distribute, distributions are paid each 6 months.

Further information regarding Hunter Hall's investment style can be found on the Hunter Hall website.

New Zealand investors

This offer to New Zealand (NZ) investors is a regulated offer made under Australian and NZ law and is principally governed by Australian law. There are differences in how securities are regulated under Australian law. The rights, remedies and compensation arrangements that apply to Australian securities may differ to those available for investments in NZ securities. For more information please refer to the Additional Information brochure.

You should read the additional information on these and other features and benefits, including further information for New Zealand investors, in section 3 of the Additional Information brochure before making a decision to invest in the Fund. The material relating to the benefits of investing may change between the time you read this PDS and the day when you sign the Application Form.

4. Risks of managed investment schemes

All investments carry risk. Different strategies may carry different levels of risk, depending on the assets that make up the strategy. Assets with the highest long-term returns may also carry the highest level of short-term risk.

The performance of a managed investment scheme depends upon the performance of its investments. The significant risks of a managed investment scheme include:

- the value of the investments may rise or fall,
- the level of returns will vary and future returns may differ from past returns,
- positive returns are not guaranteed, and you may lose some of your money, and
- laws affecting managed investment schemes will probably change in future.

The level of risk for each person will vary depending on a range of factors, including age, investment timeframe, where other parts of your wealth are invested and your risk tolerance.

Risks specific to the Hunter Hall Australian Value Trust include:

Macroeconomic risks

The general state of the Australian and international economies as well as changes in taxation policy, monetary policy, and statutory requirements are some of the factors which may influence the progress of financial markets and individual companies.

Currency risk

The Hunter Hall Australian Value Trust may own foreign investments which give rise to an exposure to movements in currency exchange rates.

Portfolio risks

The investment portfolio of the Hunter Hall Australian Value Trust may be less diversified than other managed investment schemes. In addition, the largest holdings in the portfolio may have a higher relative portfolio weighting and be relatively illiquid. This means the Fund is more sensitive to movements in the price of individual holdings than most other schemes.

Liquidity risk

Liquidity relates to how quickly you can access your money from an investment. If market trading suspensions or other significant market events occur, it may take longer for you to access your money. Furthermore, if the level of withdrawal exceeds the available liquid assets, it may take longer for you to access your money.

In addition, the Fund may have exposure to some shares with a low market capitalisation, also known as microcaps, which can be more volatile than other listed shares. As microcap shares are generally traded at lesser volumes and less frequently than other companies, there is a risk that it may take longer to withdraw your money.

Company-specific risks

In addition to the macroeconomic risks outlined above, the progress of individual companies may be affected by changes in factors such as the competitive environment, technology, personnel and consumer preferences.

The Portfolio Managers believe, in general terms, that small and medium sized companies offer superior returns over the medium to long term; however, investors should be aware that in the short term they can involve more risk because of their lower liquidity and sensitivity to management and general economic conditions.

Default and counterparty risks

Whilst the Fund is generally invested in listed securities in markets that are subject to credit evaluation and regulatory oversight, there are times when the Fund may invest in securities that are traded 'over-the-counter'. Securities traded on an 'over-the-counter' market are inherently more exposed to default and counterparty risks. This, in turn, exposes the Fund to the risk that a counterparty will not settle a contract, causing the Fund to suffer a loss.

5. How we invest your money

Before making an investment, you should consider the likely investment return, the risk and your investment timeframe.

The Fund provides a single investment option, as summarised in the following table:

Hunter Hall Australian Value Trust	
Description	Established on 29 November 2001, the Hunter Hall Australian Value Trust (AVT) is invested in an ethically screened portfolio of domestic small capitalisation equities
Asset classes and strategic asset allocation	Australian and New Zealand Equities
Investment return objective	To outperform the Australian stockmarket, as benchmarked by the S&P/ASX Small Ordinaries Accumulation Index (Small Ords), over the medium to long term without incurring significant risk to capital
Minimum investment timeframe	5 years +
Risk level	High

Ethical Investment Policy

Hunter Hall is committed to the concept of responsible investing and seeks to avoid investing in businesses that are, in its opinion, involved in activities that are harmful to people, animals or the environment.

The Hunter Hall Australian Value Trust utilises a negative screening process which seeks to avoid investment in companies that derive operating revenues from direct and material business involvement in:

- the manufacture or sale of weapons and weapon components,
- tobacco manufacture,
- gambling outlets or systems,
- intensive animal farming,

- animal testing for cosmetics,
- activities that give rise to human rights violations,
- unremediated destruction of the environment, and
- uranium mining and nuclear reactors.

Labour standards are not systematically taken into account in the selection, retention or realisation of investments.

You should read the additional information about our 'Ethical Investment Policy' in section 5 of the Additional Information brochure before making a decision to invest in the Fund. The material relating to our Ethical Investment Policy may change between the time you read this PDS and the day when you sign the Application Form.

6. Fees and costs

DID YOU KNOW?

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

For example, total annual fees and costs of 2% of your account 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 client service justify higher fees and costs. You may be able to negotiate to pay lower entry fees and management costs where applicable. Ask Hunter Hall or your financial advisor.

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.moneysmart.gov.au) has a managed funds calculator to help you check out different fee options and which can also be used to calculate the effect of fees and costs on account balances.

This section shows fees and other costs that you may be charged. These fees and costs may be deducted from your investment, from the returns on your investment or from the Fund's assets as a whole. You should read all the information about fees and costs as it is important to understand their impact on your investment. You can also use this information to compare the fees and costs with those of other investment funds.

Fees and costs disclosed in this section are inclusive of the net effect of GST (i.e. inclusive of 10% GST, less any reduced input tax credits (RITCs) available to the Fund).

Summary of Fees and Costs

Type of Fee or Cost	Amount
Fees when your money moves in or out of the Fund	
Establishment Fee	Nil
Contribution Fee	5% ¹
Withdrawal Fee	Nil
Termination Fee	Nil

¹ The amount of this fee may be negotiated.

Management Costs (the fees and costs for managing your investment)		Amount
Management Fee	Paid to Hunter Hall for investing the assets of the Fund, represented as a percentage of the total value of the Fund	1.85% pa ¹
Reimbursable Expenses	These are estimates of the out-of-pocket expenses that Hunter Hall is entitled to recover from the Fund	0.26% pa ²
Performance Fee	Paid to Hunter Hall each half-year when it outperforms the S&P/ASX Small Ordinaries Accumulation Index (Small Ords)	15.38% pa

¹ Wholesale clients, as defined in the Corporations Act, may negotiate the amount of this fee.

² Estimate based on Hunter Hall's reimbursable expenses for the period to 1 July 2013, including administration fees, registry fees and custody fees.

Dollar example of fees and other costs

This table gives an example of how the fees and costs for this product can affect your investment over a one year period. You can use this table to compare this product with other managed investment schemes.

Example		Balance of \$50,000 with a contribution of \$5,000 during the year
Establishment Fee	Nil	Nil
Contribution Fee	5% ¹	For every additional \$5,000 you put in, you will be charged between \$0 and \$250
Withdrawal Fee	Nil	Nil
Termination Fee	Nil	Nil
Management Fee	1.85% pa of total net assets	And , for every \$50,000 you have in the Fund you will be charged \$925 each year ²
Reimbursable Expenses	0.26% ³ pa of total net assets	And , for every \$50,000 you have in the Fund you will be charged \$130 each year ²
If you had an investment of \$50,000 at the beginning of the year and you put in an additional \$5,000 during that year, you would be charged fees from \$1,055 to \$1,305 ⁴		
What it costs you will depend on the Fund you choose and the fees you negotiate with your Fund or financial advisor		

In addition, you may incur the following fees:

Performance Fee	\$384.50 ^{2,5}
Transaction Costs	\$15.00

¹ The amount of this fee may be negotiated.

² This cost does not include the management costs charged on the additional \$5,000 investment. This is on the assumption that the \$5,000 investment was made on the last business day of the year.

³ Estimate based on Hunter Hall's reimbursable expenses for the period to 1 July 2013, including administration fees, registry fees and custody fees.

⁴ Additional fees may apply. Please refer to the additional explanation of fees and costs in the Additional Information brochure.

⁵ Assumes that Hunter Hall outperforms the index by 5% (0.769% is equal to 15.38% of 5%). The performance fee is an estimate only and is not a forecast. The performance fee may be higher, lower or not payable at all.

Contribution fee

Under the Funds' Constitutions, Hunter Hall is entitled to a contribution fee of 5% (GST inclusive) of the value of your initial investment and any subsequent investments (other than automatic reinvestment of income, or switching between Funds).

Hunter Hall has elected to forgo its entitlement to the first 1% of this fee for the duration of this PDS.

For investors using a licensed broker or financial advisor (Advisor), Hunter Hall, acting as agent for the Advisor, will deduct up to 4% of the investment amount in accordance with the directions detailed on the Application Form Section 11 "Contribution Fee Direction Form". Any additional investments or amounts contributed under a regular savings plan will be processed in accordance with the Contribution Fee Direction Form, until Hunter Hall has been advised otherwise. A portion of the fee paid to your Advisor may be rebated to you in the form of additional units.

Investors who apply for units directly to Hunter Hall (i.e. without an Advisor) will also be charged a 4% contribution fee, however, Hunter Hall reserves the right to rebate up to 100% of the fee to you.

No contribution fee is payable on additional units issued as a result of the automatic reinvestment of income, or on switching between Funds.

Hunter Hall does not charge a termination fee or exit fee.

Reimbursable expenses

These are estimates of the out-of-pocket expenses that Hunter Hall is entitled to recover from the Fund. Costs

include direct costs such as administration costs, custody costs, audit fees and legal costs, and registry related costs such as printing confirmation statements and cheques. The figures in the above table are based on expenses for the year to 31 May 2013, as a percentage of the average net asset value of the Fund. These expenses are accrued daily and paid monthly from the Fund's assets.

Transaction costs

The Application Price (Entry Price) and the Redemption Price (Exit Price) for units in the Fund are adjusted to reflect the transaction costs of converting your application monies into fund investments and cash, respectively. The difference between the Unit Value, Entry Price and Exit Price is known as the spread.

The transaction costs or spread for the Fund is +/- 0.30%. This cost is an additional cost to the investor and is paid to the Fund.

Performance fee position

As a result of underperformance over the last five years the Fund has developed a large negative performance fee accrual of \$9.8 million as at 31 May 2013. Note that the Fund will not accrue or charge any positive fee before it has made up all of the negative accrual.

Changes in fees

With the exception of the reimbursable expenses and transaction costs all other fees are capped by the Fund's Constitution. An increase in the capped fees requires unitholder approval. However, we may decrease the capped fees without your consent. Reimbursable and transaction costs will vary in accordance with the costs incurred by the fund.

You should read the additional information titled 'Fees and Costs' in section 6 of the Additional Information brochure before making a decision to invest in the Fund. The material relating to fees and costs may change between the time you read this PDS and the day when you sign the Application Form.

7. How managed investment schemes are taxed

Investing in a registered managed investment scheme is likely to have tax consequences for the investor. Hunter Hall will generally not pay tax on behalf of investors. Rather, investors will be assessed directly for tax on any income and capital gains generated by the registered managed investment scheme, which may include capital gains, dividends and other income derived by the Fund. Tax may apply even if distributions are reinvested. With the exception of a tax year where there is no distribution, Hunter Hall will provide an annual tax statement to unitholders who have received distributions in December or June to assist them in completing their tax return.

Unitholders may also be taxed on any disposal of their units.

If a unitholder does not provide a tax file number or (if applicable) Australian Business Number, Hunter Hall may be required to deduct tax from distributions at the current rate of 46.5%.

Other taxes may impact the returns generated by the Fund, or distributions from the Fund. Prospective investors are strongly advised to seek their own professional tax advice on the tax consequences of investing in the Fund.

Unitholders who provide an address outside of Australia will be treated as non-residents of Australia for tax purposes unless Hunter Hall is notified otherwise, and may be subject to different rules.

Further guidance is provided in the Additional Information brochure.

You should read the additional information titled 'How managed investment schemes are taxed' in section 7 of the Additional Information brochure before making a decision to invest in the Fund. The material relating to how managed investment schemes are taxed may change between the time you read this PDS and the day when you sign the Application Form.

8. How to apply

Before completing the Application Form please ensure you have read this PDS together with the Additional Information brochure.

Making an investment

Initial applications for units can only be made on the current Application Form issued with this PDS.

Your completed valid Application Form should be forwarded to:

**FundBPO - Unit Registry
GPO Box 4968
Sydney NSW 2001
Australia**

Payment instructions are included on the Application Form.

Cooling-off

New investors in the Fund have the benefit of a 14 day cooling-off period starting from the earlier of the receipt of written notification from Hunter Hall confirming your investment or the end of the 5th day after the issue of written notification from Hunter Hall confirming your investment.

If you cancel your investment during the cooling-off period, you must do so by writing to Hunter Hall within the 14 day period advising that you wish to cancel your investment. The cooling-off period only applies to initial investments and does not apply to any additional investments.

Unitholder complaints

If you have a complaint about Hunter Hall or your investment in the Hunter Hall Australian Value Trust, please contact our Investor Relations department on 1800 651 674 or by using the contact details below. Hunter Hall must, having regard to the Constitution of the Fund and the Corporations Act, acknowledge any complaint within 10 business days of receipt and investigate, properly consider and decide on what action to take or offer the unitholder within 30 days of the complaint being made.

If the action taken or offered by Hunter Hall is not acceptable to the unitholder, the unitholder may appeal to an external industry complaints handling body. Hunter Hall is a member of Financial Ombudsman Service (FOS), an independent body established to help investors in the resolution of complaints through conciliation. If FOS does not resolve the complaint, the matter is formally referred to an independent adjudicator. The service offered by FOS is free of charge to unitholders. FOS can be contacted on 1300 780 808. Their website address is www.fos.org.au.

You should read the additional information titled 'Cooling-Off' in section 8 of the Additional Information brochure before making a decision to invest in the Fund. The material relating to cooling-off may change between the time you read this PDS and the day when you sign the Application Form.

9. Further information

Transparency in communications

Hunter Hall has a policy of transparency in communication. Regular reports of the Fund's investments are available on the Hunter Hall website or by request. In addition, unitholders and supporting advisors are invited to Hunter Hall's Annual Investors and Advisors Meeting in Sydney.

Hunter Hall is also a member of the Responsible Investment Association of Australasia (RIAA) and is a signatory to the United Nations-backed Principles for Responsible Investment (UNPRI). This is a voluntary global initiative to encourage investment institutions to incorporate environmental, social and governance (ESG) considerations into their decision-making and reporting practices.

Investor Directed Portfolio Service providers (IDPS)

Hunter Hall may authorise IDPS providers (also known as Master Trusts or Wrap Accounts) to offer the Fund as underlying investments of their IDPS and to use this PDS as a disclosure to clients, and prospective clients. If an IDPS invests in a Hunter Hall Fund, the IDPS (or its Custodian) becomes the unitholder in the Fund.

Accordingly, they will receive all the correspondence and hold the rights to the account. All enquiries on the account should be directed to the IDPS provider.

IDPS providers or individual investors with an initial application of \$500,000 or more in the Fund may request to be treated as wholesale investors and be entitled to a monthly fee rebate of 0.35%. Hunter Hall can, in its absolute discretion, accept such a request including on the basis of FoFA (Future of Financial Advice) regulations.

Anti Money Laundering (AML) and Counter-Terrorism Financing (CTF) Act 2006

In order to meet our obligations under the AML/ CTF Act, we may require further information from you as to your identity, the source of your funds and similar matters. Hunter Hall, or its agents, are required to verify that information by sighting appropriate documentation.

Privacy

Your details will be solely used by Hunter Hall and its agents. Please refer to our Privacy Policy which can be found at <http://www.hunterhall.com.au/privacy.html>