



FULLY INVESTED

**ASHBURTON  
MONEY MARKET  
FUNDS LIMITED**

PROSPECTUS



A part of the FirstRand Group





# Contents

**This prospectus covers the following  
Ashburton products:**

**Money Market Funds**

Dollar Money Market Feeder Fund

Managed by Ashburton (Jersey) Limited

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If you are in any doubt about the contents of this Prospectus you should contact your stockbroker, bank manager, solicitor, accountant or other financial adviser immediately.

It is strongly recommended that you read and consider this prospectus before completing an application form.

# Ashburton Money Market Funds Limited

(a company registered with limited liability in Jersey in accordance with the provisions of the Companies (Jersey) Law 1991).

## Prospectus

In respect of an unlimited number of Participating Shares of no par value divided into classes represented by the following Class Fund within Ashburton Money Market Funds Limited (the “**Company**”)

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### Dollar Money Market Feeder Fund

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The Dollar Money Market Feeder Fund Shares, also referred to as the “**Shares**”.

This Prospectus is dated 3 March 2023, which has been prepared, in accordance with the Collective Investment Funds (Certified Funds - Prospectuses) (Jersey) Order 2012 (**Prospectus Order**) of the Island of Jersey, and a copy has been sent to the Jersey Financial Services Commission.

### Declaration

**The Manager and the Directors of the Company have taken all reasonable care to ensure that the facts stated in this document are true and accurate in all material respects, and that there are no other material facts, the omission of which would make misleading any statement in this document, whether of facts or of opinion. The Manager and all the Directors accept responsibility accordingly.**

# Management and administration

## Registered Office of the Company

28 The Esplanade, St Helier, Jersey, JE2 3QA

## Manager, Investment Manager, and Administrator

Ashburton (Jersey) Limited (“Ashburton”)  
IFC 1, The Esplanade, St Helier, Jersey, JE4 8SJ

## Directors

Nicholas Taylor  
Corne Burger  
Brian James  
Paul O’Toole

## Custodian

BNP Paribas Securities Services S. C. A., Jersey Branch,  
IFC 1, The Esplanade, St Helier, Jersey, Channel Islands,  
JE1 4BP

## Bankers

BNP Paribas Securities Services S. C. A., Jersey Branch, IFC 1,  
The Esplanade, St Helier Jersey, Channel Islands, JE1 4BP

## Auditors

PricewaterhouseCoopers CI LLP  
37 Esplanade, St Helier Jersey,  
Channel Islands, JE1 4XA

## Sub-Administrator, Secretary and Registrar

JTC Fund Solutions (Jersey) Limited  
28 Esplanade, St Helier, Jersey, Channel Islands, JE2 3QA

## Legal Advisers

Ogier  
Ogier House, The Esplanade Jersey, Channel Islands, JE4 9WG

# Key features

## Investment objective - Dollar Money Market Feeder Fund

The investment objective of the Dollar Money Market Feeder Fund (**“the Feeder Fund”**) is to invest in the Institutional Cash Series plc – BlackRock ICS US Dollar Liquidity Fund (**“Dollar Liquidity Fund”**), managed by BlackRock Asset Management Ireland Limited.

The investment objective of the Dollar Liquidity Fund is to maximise current income consistent with preservation of principal and liquidity by the maintenance of a portfolio of high quality short-term “money market” instruments.

To obtain the full Institutional Cash Series plc (**“ICS”**) prospectus, please contact the Manager.

## Market exposure through investment into the Dollar Liquidity Fund.

The Feeder Fund may be exposed to the following instruments through their investment into the Dollar Liquidity Fund:

- Certificates of Deposit (**“CDs”**)
- Commercial Paper
- Floating Rate Notes (**“FRNs”**)
- Repurchase Agreements (**“Repos”**)
- Reverse Repurchase Agreements (**“Reverses”**)
- Short and Medium Term Obligations
- Supranational Bonds

The Feeder Fund may additionally be exposed to:

- Non-US Government Sovereign Bonds
- US Government Securities

## Risk control measure

The primary risk inherent in money market investments is that the issuing entity defaults on either the interest or capital repayment.

A secondary risk is Counterparty Risk. This is the risk of insolvency of any institutions providing services such as safekeeping of assets or acting as counterparty to derivatives or other instruments, and may largely expose the Feeder Fund to financial loss. Thirdly, there is the risk that future interest rates increase more than expected, resulting in a reduction in the price of money market instruments. In all these cases, diversification is the means employed to mitigate that risk. In addition, only making deposits with, or investing in securities issued by institutions with a high credit rating as assessed by the major rating agencies such as Moody’s or Standard & Poor’s makes the likelihood of default less likely. BlackRock’s dedicated credit team also conducts in depth research and due diligence on each instrument.

# General investment powers and restrictions

## Investment powers and restrictions for the Feeder Fund

- i. The Feeder Fund will invest in the Dollar Liquidity Fund. The Feeder Fund may also hold cash for ancillary purposes.
- ii. Borrowing will only be undertaken by the Feeder Fund for the purpose of meeting the payment of redemptions and will not, in any event, exceed 10% of the value of the Feeder Fund.

## General investment powers and restrictions for the Dollar Liquidity Fund

It should also be noted that the Dollar Liquidity Fund, into which the Feeder Fund invests, has the following investment and borrowing restrictions:

### 1 Permitted Investments

Investments of the Dollar Liquidity Fund are confined to:

- 1.1 Transferable securities and money market instruments which are either admitted to official listing on a stock exchange in a Member State of the European Union ("**Member State**") or non-Member State or which are dealt on a market which is regulated, operates regularly, is recognised and open to the public in a Member State or non-Member State. For a full list of the member and non-member states please refer to the international cash Series plc's prospectus.
- 1.2 Recently issued transferable securities which will be admitted to official listing on a stock exchange or other market (as described above) within a year.
- 1.3 Money market instruments, as defined in the notices issued by the Central Bank of Ireland ("**Central Bank**") in exercise of its powers under the Regulations ("**the Notices**"), other than those dealt on a regulated market.
- 1.4 Units of UCITS.
- 1.5 Units of Non-UCITS as set out in the Guidance Note 2/03 from the Central Bank.
- 1.6 Deposits with credit institutions as prescribed in the Notices.
- 1.7 FDI as prescribed in the Notices.

### 2 Investment Restrictions

2.1 The Dollar Liquidity Fund shall invest no more than:

- (a) 5% of its assets in money market instruments, securitisations and asset-backed commercial paper ("**ABCPs**") issued by the same body;
- (b) 10% of its assets in deposits made with the same credit institution, unless the structure of the banking sector in the Member State in which the Dollar Liquidity Fund is domiciled is such that there are insufficient viable credit institutions to meet that diversification requirement and it is not economically feasible for the Dollar Liquidity Fund to make deposits in another Member State, in which case up to 15% of its assets may be deposited with the same credit institution.

2.2 By way of derogation from point (a) of paragraph 2.1, the Dollar Liquidity Fund may invest up to 10% of its assets in money market instruments, securitisations and ABCPs issued by the same body provided that the total value of such money market instruments, securitisations and ABCPs held by the Dollar Liquidity Fund in each issuing body in which it invests more than 5% of its assets does not exceed 40% of the value of its assets.

2.3 The aggregate of all of the Dollar Liquidity Fund's exposures to securitisations and ABCPs shall not exceed 20% of the assets of the Dollar Liquidity Fund, whereby up to 15% of the assets of the Dollar Liquidity Fund may be invested in securitisations and ABCPs that do not comply with the criteria for the identification of STS securitisations and ABCPs.

2.4 The aggregate risk exposure of the Dollar Liquidity Fund to the same counterparty to OTC derivative transactions which fulfil the conditions set out in Article 13 of the Money Market Fund Regulations ("**MMFR**") shall not exceed 5% of the assets of the Dollar Liquidity Fund.

2.5 The cash received by the Dollar Liquidity Fund as part of the repurchase agreement does not exceed 10% of its assets.

2.6 The aggregate amount of cash provided to the same counterparty of the Dollar Liquidity Fund in reverse repurchase agreements shall not exceed 15% of the assets of the Dollar Liquidity Fund.

2.7 Notwithstanding paragraphs 2.1 and 2.4 above, the Dollar Liquidity Fund shall not combine, where to do so would result in an investment of more than 15% of its assets in a single body, any of the following:

- investments in money market instruments, securitisations and ABCPs issued by that body;

# General investment powers and restrictions cont.

- deposits made with that body;
  - OTC financial derivative instruments giving counterparty risk exposure to that body.
- 2.8 By way of derogation from the diversification requirement provided for in paragraph 2.7, where the structure of the financial market in the Member State in which the Dollar Liquidity Fund is domiciled is such that there are insufficient viable financial institutions to meet that diversification requirement and it is not economically feasible for the Dollar Liquidity Fund to use financial institutions in another Member State, the Dollar Liquidity Fund may combine the types of investments referred to in points (a) to (c) up to a maximum investment of 20% of its assets in a single body.
- 2.9 The Dollar Liquidity Fund may invest up to 100% of its assets in different money market instruments issued or guaranteed separately or jointly by the Union, the national, regional and local administrations of the Member States or their central banks, the European Central Bank, the European Investment Bank, the European Investment Fund, the European Stability Mechanism, the European Financial Stability Facility, a central authority or central bank of a third country, the International Monetary Fund, the International Bank for Reconstruction and Development, the Council of Europe Development Bank, the European Bank for Reconstruction and Development, the Bank for International Settlements, or any other relevant international financial institution or organisation to which one or more Member States belong.
- 2.10 Paragraph 2.9 shall only apply where all of the following requirements are met:
- (a) the Dollar Liquidity Fund holds money market instruments from at least six different issues by the issuer;
  - (b) the Dollar Liquidity Fund limits the investment in money market instruments from the same issue to a maximum of 30% of its assets;
  - (c) the Dollar Liquidity Fund makes express reference, in its fund rules or instruments of incorporation, to all administrations, institutions or organisations referred to in the first subparagraph that issue or guarantee separately or jointly money market instruments in which it intends to invest more than 5% of its assets;
  - (d) the Dollar Liquidity Fund includes a prominent statement in its prospectus and marketing communications drawing attention to the use of the derogation and indicating all administrations, institutions or organisations referred to in the first subparagraph that issue or guarantee separately or jointly money market instruments in which it intends to invest more than 5% of its assets.
- 2.11 Notwithstanding the individual limits laid down in paragraph 2.1, the Dollar Liquidity Fund may invest no more than 10% of its assets in bonds issued by a single credit institution that has its registered office in a Member State and is subject by law to special public supervision designed to protect bond-holders. In particular, sums deriving from the issue of those bonds shall be invested in accordance with the law in assets which, during the whole period of validity of the bonds, are capable of covering claims attaching to the bonds and which, in the event of failure of the issuer, would be used on a priority basis for the reimbursement of the principal and payment of the accrued interest.
- 2.12 Where the Dollar Liquidity Fund invests more than 5% of its assets in the bonds referred to in paragraph 2.11 issued by a single issuer, the total value of those investments shall not exceed 40% of the value of the assets of the Dollar Liquidity Fund.
- 2.13 Notwithstanding the individual limits laid down in paragraph 2.1, the Dollar Liquidity Fund may invest no more than 20% of its assets in bonds issued by a single credit institution where the requirements set out in point (f) of Article 10(1) or point (c) of Article 11(1) of Delegated Regulation (EU) 2015/61 are met, including any possible investment in assets referred to in paragraph 2.11.
- 2.14 Where the Dollar Liquidity Fund invests more than 5% of its assets in the bonds referred to in paragraph 2.13 issued by a single issuer, the total value of those investments shall not exceed 60% of the value of the assets of the Dollar Liquidity Fund, including any possible investment in assets referred to in paragraph 2.11, respecting the limits set out therein.
- 2.15 Companies which are included in the same group for the purposes of consolidated accounts under Directive 2013/34/EU of the European Parliament and of the Council or in accordance with recognised international accounting rules, shall be regarded as a single body for the purpose of calculating the limits referred to in paragraphs 2.1 to 2.8.



# General investment powers and restrictions cont.

## 3 Eligible units or shares of MMFs

3.1 The Dollar Liquidity Fund may acquire the units or shares of any other money market fund ('**targeted MMF**') provided that all of the following conditions are fulfilled:

a) no more than 10% of the assets of the targeted MMF are able, according to its fund rules or instruments of incorporation, to be invested in aggregate in units or shares of other money market funds;

b) the targeted MMF does not hold units or shares in the acquiring Dollar Liquidity Fund.

3.2 The Dollar Liquidity Fund whose units or shares have been acquired shall not invest in the Dollar Liquidity Fund during the period in which the acquiring money market fund holds units or shares in it.

3.3 The Dollar Liquidity Fund may acquire the units or shares of other targeted MMFs, provided that no more than 5% of its assets are invested in units or shares of a single targeted MMF.

3.4 The Dollar Liquidity Fund may, in aggregate, invest no more than 17.5% of its assets in units or shares of other targeted MMFs\*.

3.5 Units or shares of other targeted MMFs shall be eligible for investment by the Dollar Liquidity Fund provided that all of the following conditions are fulfilled:

(a) the targeted MMF is authorised under the MMFR;

(b) where the targeted MMF is managed, whether directly or under a delegation, by the same manager as that of the Dollar Liquidity Fund or by any other company to which the manager of the Dollar Liquidity Fund is linked by common management or control, or by a substantial direct or indirect holding, the manager of the targeted MMF, or that other company, is prohibited from charging subscription or redemption fees on account of the investment by the Dollar Liquidity Fund in the units or shares of the targeted MMF;

\* Notwithstanding paragraph 3.4 above, no MMF Fund will invest 10% or more of its assets in units or shares of other MMFs.

# Risk analysis and warnings

All investment carries with it risk of one sort or another. The important thing is to understand what that risk is in any given situation.

Considered judgment should be given as to whether each risk is acceptable given the potential returns and each individual's personal circumstances. The value of investments and the income from them can go down as well as up. The main risks associated with investing in the Feeder Fund, and the risks the Feeder Fund may potentially be exposed to when investing in the Dollar Liquidity Fund, are detailed below.

## Yield

The indicative yield represents the weighted average yield to maturity of the assets held within the Feeder Fund, less any fees and charges. The yield quoted is for indicative purposes only. The realised yield may be higher or lower than the indicative yield and will change according to movements in interest rates, the actual composition of the portfolio over time and fluctuations in market conditions. Investors should note that the quoted yield does not represent a guaranteed rate of return.

## Inflation

The purchasing power of cash is eroded over time by inflation. Therefore, in times of inflation, keeping savings in notes and coins generates a loss. Returns need to be assessed against the rate of inflation to establish the true benefit being derived.

## Currency

The rate of exchange between various currencies is a direct consequence of interest rates in each country, which are in turn materially influenced by inflation and the general outlook for their economy. Movements in foreign exchange rates can impact the level of income received and the capital value of the investment.

## Fixed Income Investments

The primary risk in relation to fixed income investment such as deposit accounts and bonds is that the issuer will default on payment of the interest when due or on repayment of the capital at maturity. If bought on issue and held to maturity then deposits and bonds issued by first world governments, supra-national institutions and first class financial institutions carry little default risk. However, if access to an investment subsequently becomes necessary, only the current market value will be realisable. The current market value will depend on how interest rates and their future prospects have moved since the deposit or bond was issued. The level of market demand will also play a part.

## Volatility

Information travels very quickly and assessments of the short, medium and long-term value of investments are revised on the release of each and every new piece of relevant information. This can cause large swings in asset prices, which can, in turn, be very short-lived. Timing the purchase and sale of individual investments is therefore vitally important as timing may create meaningful differences in the value realised.

## Time

Taking a longer term view of investments and riding out the ups and downs of the markets will help to ensure a sound average return.

Deciding when to sell is, however, a major factor in defining the outcome of an investment. Whilst the Feeder Fund looks to preserve and grow capital over the long-term, the fact that they are exposed to the markets means that there can be times when their value falls.

Therefore, it is just as important to seek advice before selling an investment as it is before making one.

## Liquidity Risk

This is defined as the risk that a security cannot be sold at the time desired or cannot be sold without adversely affecting the price or, in the case of cash deposits, a notice or fixed deposit cannot be accessed in a timely manner without a financial penalty. A loss, or less profit than anticipated, may be caused if an asset cannot be traded quickly enough in the market or if a financial penalty is applied.

## Counterparty Risk

Exposure to financial loss may occur due to the insolvency of any institutions providing services to the Feeder Fund such as safekeeping of assets or acting as counterparty to any financial instruments or deposits held by the Feeder Fund.

Where the Feeder Fund places money on deposit with a counterparty, whilst all reasonable care is exercised when placing such deposit, no guarantee as to the repayment of a deposit by a counterparty can be given by the Manager.

It should be noted that should a counterparty default, the Feeder Fund would lose money as it will bear the risk of settlement default.

# Risk analysis and warnings cont.

## Credit Risk

This risk is where the issuer of a financial asset held, may not pay income or repay capital when due. The Feeder Fund will take credit risk exposure to all parties that the Feeder Fund transacts with.

## Collective Investment Schemes

The specific risks associated with investing in or through collective investment schemes are that the investment manager of a scheme fails to select and implement the correct investment strategy and that additional costs may be incurred in the administration and management of the scheme that materially undermine performance.

# Valuations and share price calculations

## Basis of valuation

The Company will value the property of the Feeder Fund and determine prices for the Shares on each Dealing Day that is a Business Day (as defined in this prospectus). The Company operates a single pricing methodology and will value the property for the Feeder Fund on a mid-market basis both when it is creating and issuing new Shares and when it is expropriating and redeeming Shares of the relevant class.

For the purpose of valuation, cash and amounts held on a current or deposit account shall be taken at their nominal value. All other property shall be valued in accordance with the Articles of Association of the Company which provide, inter alia:

- i. In the case of property which is an investment of any description other than a share/unit in a collective investment scheme, at the mid-market dealing price of that investment at the relevant time;
- ii. In the case of property which is in shares/units in a collective investment scheme, at a mid-price between the bid and offer prices at which shares/units of the kind in question were or would have been respectively liquidated and created following the most recent valuation of the relevant scheme.

or, if:

- (a) There are no such prices for the shares/units in question; or
- (b) The relevant prices are higher than the issue price then being offered for deals of the relevant size; or
- (c) The Manager, after making reasonable enquiries, has been unable to ascertain the relevant prices;

at a price midway between the issue price and the redemption price then being offered for deals of the relevant size; and

- iii. If there is no price of the property in question under sub- paragraph (i) or (ii), at a reasonable estimate of the amount which would be paid by a buyer and received by a seller, by way of consideration, for an immediate transfer or assignment to him at arm's length.

## Calculation of the value of the property of the company

For the purposes of calculating the net asset value of the Feeder Fund, Shares subscribed for and allotted on a Dealing Day shall not be deemed to be in issue until the commencement of business on the next Business Day and the subscription monies thereof shall not be deemed to be received until that time. Shares to be redeemed on a Dealing Day shall be deemed to remain in issue and the redemption monies therefore not paid out until close of business on that Dealing Day.

## Calculation of the subscription price

On any issue of a Participating Share there shall be payable by the applicant an amount per share to be known as the "Subscription Price" which shall be ascertained in the following manner:

$$SP = \frac{NAV + DC + D}{N} \times (1 + PC)$$

Where:

- |     |   |
|-----|---|
| SP  | equals the Subscription Price for each Participating Share;   |
| NAV | equals the Net Asset Value on a mid market price basis of the class of Participating Shares in accordance with the Articles on the relevant Dealing Day;                              |
| PC  | equals any preliminary charge for the account of the Manager calculated in accordance with the provisions of Article 34 of the Articles of Association and expressed as a percentage; |
| DC  | equals such Duties and Charges (if any) as may be determined by the Directors (which provision may be different for different Funds);   |
| D   | equals any Dilution Levy (if any) determined to apply to subscriptions on the relevant Dealing Day;   |
| N   | equals the number of Participating Shares of that class then in issue or deemed to be in issue.   |

The Subscription Price may be calculated to such number of decimal places as the Directors may determine.

On its receipt by the Company, the Subscription Price of a Participating Share less the preliminary charge and less the amount of the Equalisation Payment, if any, deemed to be included therein pursuant to Article 48 shall be credited to the stated capital account of the relevant Fund and the amount of the Equalisation Payment, if any, shall be credited to the Equalisation Account. The preliminary charges shall be either retained or paid to the Manager.

# Valuations and share price calculations

## cont.

### Calculation of the redemption price

The Redemption Price of a Participating Share of any class shall be calculated on any Valuation Point for the relevant Dealing Day by:

- a. ascertaining the Net Asset Value on a mid market price basis of the class of Participating Share in accordance with the Articles;
- b. deducting therefrom the Dilution Levy (if any) determined to apply to redemptions on the relevant Dealing Day and such provisions (if any) for Duties and Charges as may be determined by the Directors (which provision may be different for different Funds);
- c. dividing the sum resulting from a. and b. above by the number of Participating Shares of that class then in issue or deemed to be in issue.

The Redemption Price may be calculated to such number of decimal places as the directors may determine.

### Suspension of dealings

The Directors, or the Manager with the prior agreement of the Custodian, may at any time suspend the valuation of the assets of the Feeder Fund or of the Company for the whole or any part of a period during which:

- (a) there is a closure of, or the suspension of, trading in the Dollar Liquidity Fund; or
- (b) A compulsory redemption notice has been issued pursuant to the Articles of the Company; or
- (c) Circumstances exist in which the Directors or the Manager have reason to believe that if the assets of the Company were to be revalued in accordance with the valuation provisions, their value would have increased or decreased materially from the valuation calculated at the last Valuation Point; or
- (d) In the opinion of the Directors, the Manager or the Custodian, there is good and sufficient reason to do so having regard to the interest of Shareholders of the Feeder Fund.

No dealings in Shares will be permitted during any period in which the valuation of the assets of the Company has been suspended.

The Manager will use its best endeavours to cause notice of such suspension and of the lifting of such suspension on the Ashburton website at [www.ashburtoninvestments.com](http://www.ashburtoninvestments.com).

In any such circumstances, the Manager shall (unless such applications are withdrawn) hold over applications for the subscription and redemption of Shares to the next Dealing Day following the end of the suspension or, in its absolute discretion, may declare an additional Dealing Day to which the provisions set out otherwise in connection with Dealing Days would apply in respect of both applications for the subscription and redemption of Shares.

### Revaluation and basis of dealing

The Manager reserves the right to suspend dealing at the Subscription and Redemption Prices last calculated in any circumstances in which it knows or has reason to believe that if the assets of the Company were to be revalued in accordance with the valuation provisions, their value would have increased or decreased materially from the value calculated at the last Valuation Point. In such circumstances, the Manager may hold over applications to the next Dealing Day or, in its absolute discretion, may declare an additional dealing period to which the provisions set out otherwise in connection with Dealing Days would apply to the new Valuation Point.

The Manager may choose to deal at either forward or historic prices and has elected that pricing will be calculated on a forward basis.

### Publication of prices

Prices will be published daily on the Ashburton website at [www.ashburtoninvestments.com](http://www.ashburtoninvestments.com).

### Distribution policy

#### The Dollar Money Market Feeder Fund

The Directors intend to accumulate and reinvest the income of the above mentioned Feeder Fund which might otherwise be available for distribution by dividend.

### Accounting period

The year end of the Company is 31 May.

# Investing in the Feeder Fund

## Dealing arrangements

The Price at which Shares can be purchased or sold will normally be calculated according to values determined at 10.00am (the “**Valuation Point**”) on every Dealing Day.

The Directors have determined that for the Feeder Fund a Dealing Day shall be any day that is a Business Day, being a day on which commercial banks are open for full banking services in Jersey, or otherwise on the next Business Day thereafter, except a business day falling within a period of suspension of the determination of the net asset value of Shares as described in this prospectus.

The Manager will deal in Shares on any Dealing Day at a price based on the valuation of the underlying investments as set out in this prospectus.

For the Feeder Fund instructions for the purchase and redemption/repurchase of Shares may be placed at any time up to 4.00 pm on the previous Business Day and will be dealt with on the next Dealing Day. Shares can only be purchased where cleared funds have been received.

Applications for the purchase or redemption of Shares received after 4.00 pm on the previous Business Day will be treated as if they have been received on the next Business Day and on acceptance by the Manager will be dealt with at prices ruling on the relevant corresponding Dealing Day.

Transactions will be effected at the price calculated at the next Valuation Point following the time an application or a redemption request is accepted by the Manager (or if no price is available at that time, due to suspension or revaluation, at the next available price).

All communications regarding the purchase or redemption of Shares must be made to the Manager or its appointed agent.

## Purchases

Applications for Shares may be made to the Manager on any Dealing Day as described in this Prospectus. Applications should be made by completing the Application Form (“the **Application Form**”) and returning it as per the instructions in the Application Form.

**The applicant is strongly recommended to read and consider this prospectus before completing an application.**

An acknowledgement of the investment will be made by the issue of a Contract Note. Details of methods of payment are contained in the Application Form. Shares will be allocated as soon as reasonably practicable after receipt of cleared funds, or as otherwise agreed with the Manager, provided that all requisite documentation has been received and accepted. Investors should ensure that sufficient time is allowed for their payments to clear.

Applications must in the first instance be for Shares having a minimum value of US\$15,000.

## Sales

The Manager will redeem Shares on each Dealing Day. Requests to redeem Shares should be made to the Manager and may be made by telephone, facsimile or in writing, subject to receipt of the appropriate indemnity.

Redemption proceeds will only be paid away to a bank account in the name of the investor upon receipt by the Manager of an original signed authority.

Requests for redemptions received by 4.00 pm on the previous Business Day, on a Dealing Day, and accepted by the Manager will be dealt with at the relevant Price ruling on the next Business Day. Requests received after 4.00 pm on the previous Business Day will be treated as if they have been received on the next Business Day. The Manager may refuse to comply with instructions for dealings in Shares if to do so would result in a residual holding having a value of less than \$15,000. The Manager may, at its discretion, reduce such minimum requirements in specific and exceptional circumstances.

Requests to redeem, once made, may only be withdrawn in the event of a suspension or deferral of the redemption of Shares.

For the Feeder Fund there is no minimum redemption size.

Redemption payments will be made to the bank account of the redeeming Shareholder specified in accordance with the redemption payment instructions:

- i. contained in the Application Form delivered to the Manager at the time of subscription; or
- ii. delivered to the Manager subsequent to the delivery of the Application Form for Shares

Payments of redemption proceeds will normally be made in the base currency of the Feeder Fund within two business days. It should be noted that no third party payments will be permitted and all payments must be made to an account in the name of the Shareholder. Settlement of redemptions is made on those deals complete in all aspects including the receipt of an original written instruction duly signed in accordance with the mandate. It should be further noted that a transaction cost per payment will be charged and will be deducted from redemption proceeds.

# Investing in the Feeder Fund cont.

Any costs in respect of currency conversions will be borne by the Shareholder. The rate of conversion will be that which the Manager considers fit. No interest shall be payable on monies held in the clients' settlement account pending settlement.

## Exchange of Shares

The structure of the Company allows investments to be switched between the Funds should there be more than one fund at minimal cost. There may, however, be taxation consequences dependent upon the investor's particular tax regime; for example, a switch may be a realisation for the purposes of capital gains taxation and where appropriate professional advice should be sought in this regard.

Under no circumstances will a holder who switches shares between classes be given a right by law to reverse the transaction except as a new transaction.

## Minimum holdings

The minimum holding in the Feeder Fund (other than in relation to a first application) is Shares to the value of \$15,000. The Manager may, at its discretion, reduce such minimum requirements in specific and exceptional circumstances.

## Currency of payment and foreign exchange transactions

Where payments in respect of purchases or redemptions of Shares are tendered or requested in a currency other than the base currency of the Feeder Fund, any necessary foreign exchange transactions will be arranged by the Manager at prevailing market rates, for the account of, and at the expense of, the investor at the time the application, or redemption instruction, is received and accepted. You should be aware that a foreign exchange transaction could lead to a postponement of the allotment of shares or the payment of redemption proceeds.

## Registration procedures

An account cannot be registered until all necessary legal and regulatory documentation formalities have been completed, details of which can be found in the Application Form. In the event that such documentation is not received within a reasonable time frame, the Manager reserves the right to sell the unregistered Shares at the Redemption Price ruling on the relevant day and return the proceeds to the investor at the investor's risk and cost.

## Transfers

The transfer of Shares may normally be effected by delivery to the Manager of an instrument of transfer in a form acceptable to the Manager, together with a specimen signature of the transferee.

It should be noted that instruments of transfer are not required for a redemption/repurchase of Shares.

## Reporting

Valuations are accessible through Ashburton's secure Online Valuation Service on [www.ashburtoninvestments.com](http://www.ashburtoninvestments.com). Investors in the Feeder Fund will also receive the Statutory Annual Report and Audited Financial Statements as at 31 May, the Feeder Fund's year end, plus interim unaudited financial statements, as at 30 November, for the half-year. It is expected that these reports will ordinarily be distributed within approximately four months of the relevant period end. Copies may be obtained from the Manager and are also available on Ashburton's website at [www.ashburtoninvestments.com](http://www.ashburtoninvestments.com).

## Key Information Document

The Feeder Fund packaged retail and insurance-based product ("PRIIPS") key information document is available on [www.ashburtoninvestments.com](http://www.ashburtoninvestments.com)

# Charges and Expenses

## Initial charge

No initial charge will currently be levied when an investment is made.

## Early redemption charge

The Manager is entitled to charge investors an early redemption fee of up to 1% of the Redemption Price of the Shares if they are held for less than six months from the initial investment date, however, this charge will generally be waived unless the Manager feels there are particular circumstances which warrant its imposition. Furthermore, no such charge will be levied if clients are transferring their investment to other Ashburton funds.

## Switching charge

The Manager is entitled to charge a switching fee of 0.5% of the value of the Shares tendered for exchange.

Investors should note that the Directors of the Manager have resolved that they will not impose early redemption or switching fees at this time. Any change in this policy would be subject to the notice provision described in this prospectus.

## Remuneration of functionaries

### Manager

The Manager is entitled to receive from the Feeder Fund a management charge as a percentage per annum of the value of the property of the Feeder Fund. This charge is known as the Annual Management Charge.

The management charge accrues daily and is paid monthly in arrears.

The Feeder Fund is liable to pay a maximum aggregate Management and Administration fee of 2% per annum. The Manager is authorised to increase the percentage, but not above the maximum amount specified above, by giving ninety days' notice in writing to each Shareholder of its intention to do so.

### Administration fee

A separate administration fee will be paid by the Feeder Fund. This separate periodic charge is based on the net asset value of the property of the Feeder Funds.

Certain administrative duties will be delegated by the Administrator to the Sub-Administrator with the Sub-Administrator's remuneration being paid by the Administrator in accordance with the terms of the Sub-Administration Agreement dated 1 May 2020

The Administrator's fee is 0.10%.

## Custodian

The remuneration of the Custodian will be paid by the Company at the rate of 0.02% per annum of the net asset value of the Feeder Fund, on a mid-basis, together with a tiered transaction charge structure and normal banking charges. Such remuneration will accrue daily and be paid monthly in arrears.

## Dollar Liquidity Fund fee

The Dollar Liquidity Fund charges an all-inclusive annual fee of 0.125% to which the Feeder Fund will be exposed.

## Dilution

The price of a Participating Share is calculated by reference to the Net Asset Value of the Feeder Fund. A Feeder Fund's investments are valued on a mid-market basis however, the actual cost of purchasing or selling investments for the Feeder Fund may deviate from the mid-market value used in calculating the price of a Participating Share due to dealing costs such as broking charges, taxes and any spread between the buying and selling prices of the underlying investments. These dealing costs can have an adverse effect on the value of the Feeder Fund known as "dilution".

## Dilution Levy

The dilution levy of the Feeder Fund will be calculated by reference to the costs mentioned above under the heading "Dilution". The need to charge a dilution levy will depend on the volume of sales or repurchases. The Manager may charge a discretionary dilution levy, to be determined by the Manager, on the sale and repurchase of shares if, in its opinion, the existing Shareholders (for sales) or remaining Shareholders (for repurchases) might otherwise materially be adversely affected. A dilution levy must be imposed only in a manner which, in so far as practicable, is fair to all Shareholders or potential shareholders. In particular, the dilution levy may be charged in the following circumstances: on the Fund experiencing large levels of net sales relative to its size, on "large" deals (being a deal with a total value of \$20,000 or more), where the Fund is in continual decline, and in any other case where the Manager is of the opinion that the interests of the existing/remaining Shareholders and any potential shareholders require the imposition of a dilution levy. In order to reduce the volatility in the rate of any dilution levy, the Manager may take account of the trend of the Fund to expand or to contract, and the transactions in shares at a particular Valuation Point. As dilution is directly related to the inflows and outflows of monies from the scheme it is not possible to accurately predict whether dilution will occur at any point in time. If charged, the Manager has no entitlement to the dilution levy, which will either be paid into the Fund, in the case of a sale of shares, or retained in the Fund, in the case of a repurchase of shares.



# Detailed information

## Management and Administration

### Directors of the Company

**Nicholas Taylor** is a Jersey based Non-Executive Director with Altair Partners Limited and has over 30 years' financial services experience. Prior to joining Altair Partners in 2018, he was Chief Financial Officer for Ashburton International for over twenty years where he was responsible for all financial, operational and support services of the international business. He remains on the Board of Directors of Ashburton and various Ashburton funds as a Non-Executive Director. After graduating as an electrical engineer, Nicholas trained and qualified with Coopers & Lybrand and spent time in their Jersey, London and Nairobi offices. He is a Fellow of the Institute of Chartered Accountants in England and Wales and is a member of the Institute of Directors.

**Paul O'Toole** is Finance Director of Ashburton and sits as director on other fund company boards. Paul joined Ashburton in 2009 as Group Financial Controller with responsibility for the Finance department as well as providing input to the Audit Committee, Risk Committee and Jersey Boards. Prior to Ashburton, he worked at PwC, Equity Trust and HSBC Private Bank. Paul holds the Fellowship of the Institute of Chartered Accountants in England and Wales.

**Corne Burger** is the Head of Ashburton International and is responsible for the strategic management of the business. Corne has a B Comm Honours Degree in Financial Analysis and Portfolio Management and has 20 years' experience in the wealth management and asset management industry. He acts as Chair of Ashburton's Manco and sits as a director on a number of fund company boards and a member of various executive and management committees within FirstRand's investment management pillar.

**Brian James** is a Client Director for JTC having joined in January 2021. Brian has over 40 years' experience in the financial services sector. Prior to joining JTC, Brian worked for over 30 years with the Lloyds Banking Group where he held a number of senior positions, in Financial Control, Risk Management and Investment Operations before being appointed as a Director to the International Funds Companies. Brian is a Chartered Director, Fellow of the Institute of Directors, holder of the International Diploma in Governance, Risk & Compliance and is a member of the International Compliance Association.

Directors may be appointed and removed by the Company in general meetings in accordance with the articles of association of the Company.

### Manager, Investment Manager and Administrator

The Company entered into an agreement with Ashburton (Jersey) Limited on 30 January 2009. ("**Ashburton**"). Ashburton will provide Management Services to the Company including the investment management and administrator roles. Ashburton will delegate the role of the registrar, secretary and certain administrative duties to JTC Fund Solutions (Jersey) Limited.

Ashburton is a company incorporated with limited liability in Jersey under the provisions of the Companies (Jersey) Laws, 1861 to 1968, on 18 April 1983 and is now registered in accordance with the Companies (Jersey) Law, 1991 ("**Companies Law**"). It is a wholly owned subsidiary of FirstRand Investments Management Holdings Limited, incorporated in South Africa. Ashburton has an authorised share capital of £4,025,000 which is fully paid up. The Directors of Ashburton are C Burger, J Cooke, N J Taylor (Non-Executive Director) P O'Toole, and S Volpe.

Ashburton is registered by the Jersey Financial Services Commission under Article 8 of the Financial Services (Jersey) Law 1998 for the purpose of carrying on investment business. Ashburton is also licensed by the Jersey Financial Services Commission under the Financial Services (Jersey) Law 1998 to carry out fund services business.

The Manager is also the manager of Ashburton Global Investment Funds Limited and Ashburton Replica Portfolio Limited, each a Certified Fund. The Directors of the Company are also Directors of Ashburton Replica Portfolio Limited and Ashburton Global Investment Funds Limited. N J Taylor and C Burger are also Directors of Ashburton Investments SICAV.

The agreement between the Company and the Manager permits the Manager to deal in the Shares of the Company as principal and to make a market in the Shares at a forward pricing basis. The Manager is not obliged to account to the Company for any profit or loss it may make from dealing in the Shares. The register of Shareholders of the Company may be inspected at the registered office of the Company.

### Sub-Administrator, Secretary and Registrar

The Sub-Administrator, a limited company incorporated in Jersey on 8 July 1985, is appointed as Sub-Administrator to the Company by Ashburton pursuant to a Sub-Administration Agreement made between Ashburton and JTC Fund Solutions (Jersey) Limited effective 1 May 2020 (The "**Sub-Administration Agreement**"). The Sub-Administrator's role under the Sub-Administration Agreement included (amongst other things) the maintenance of the Company's records, preparation and submission of certain tax returns, invoice and payment processing services and transfer agency services.

# Detailed information cont.

The Sub-Administrator is indemnified under the Sub-Administration Agreement in respect of its acts or omissions where these do not arise as a result of fraud, bad faith, wilful misconduct or material breach of the agreement. Either Ashburton or the Sub-Administrator may terminate the Sub-Administration agreement upon 180 days' notice (or at any time by notice in writing in the case of certain bankruptcy events or where there have been material breaches of that agreement which are not remedied within 30 Days). JTC Fund Solutions (Jersey) Limited will also provide Secretary and Registrar services to the Company as well as the provision of the Registered office.

## Custodian

BNP Paribas Securities Services S.C.A. acting through its Jersey Branch, has been appointed as Custodian. The Custodian's registered office is 3 Rue d'Antin, 75002 Paris, France. Its place of business in Jersey is IFC 1, The Esplanade, St Helier Jersey, JE1 4BP.

The Custodian is a Société en Commandite par Actions ('partnership limited by shares') with BNP Paribas S.A. acting as the sole shareholder. The principal business activity of the Custodian is the provision of specialist securities services and investment operations support to a wide range of financial intermediaries, institutional investors and issuers. It was incorporated in France on 1 September 1955 and has an authorised and issued share capital of €182,839,216.

The ultimate parent company of the Custodian is BNP Paribas S.A., a company incorporated in France.

The Custodian is regulated by the Jersey Financial Services Commission to carry out deposit taking business under the Banking Business (Jersey) Law 1991 and fund services business, investment business and money services business under the Financial Services (Jersey) Law 1998.

The Custodian holds (either itself or through its agents or delegates) all the assets of the Company and all documents of title to the assets but has no responsibility for selecting or valuing the investments of the Company.

## Information in respect of the Dollar Liquidity Fund

ICS was incorporated in Ireland on 9 December 1998 as an investment company with variable capital with limited liability under registration number 298213, under the name "Merrill Lynch Mercury Institutional Liquidity Funds Public Limited Company" and under Certificate of Incorporation upon Change of Name dated 9 November 2005 is known as "Institutional Cash Series plc".

The Feeder Fund invests into the Dollar Liquidity Fund, the inception date of which is 17 December 1998.

The authorised share capital of the ICS is £40,000 divided into 40,000 Subscriber Shares of a par value of £1 each and 500,000,000,000 shares of no par value initially designated as unclassified shares.

In order to provide for the minimum share capital on incorporation required under Irish law, BlackRock Asset Management Ireland Limited, subscribed for 29,993 Subscriber Shares for cash at par fully paid up and a further seven Subscriber Shares were issued fully paid up for cash at par to nominees of BlackRock Asset Management Ireland Limited. 29,997 of the Subscriber Shares referred to above were repurchased on or about 15 September 1999 at a repurchase price of £1 per Subscriber Share. No further Subscriber Shares will be issued.

The ICS's accounting period ends on 30 September in each year and half-yearly accounts are prepared to each 31 March.

If the ICS shall be wound up the liquidator shall apply the assets of the ICS in such manner and as they think fit in satisfaction of creditors' claims. The liquidator shall in relation to the assets available for distribution among the members make in the books of the ICS such transfers thereof to and from the ICS funds as may be necessary to ensure that the effective burden of such creditors' claims may be shared between the holders of shares of different classes in such proportions as the liquidator in their discretion may deem equitable having regard to the provisions detailed in the ICS's prospectus.

# Detailed information cont.

The assets available for distribution among the members of the ICS shall then be applied in the following priority:

- i. firstly, in the payment to the holders of the Shares of each class of the ICS Fund of a sum in the currency in which that class is designated or in any other currency selected by the liquidator as nearly as possible equal (at a rate of exchange determined by the liquidator) to the Net Asset Value of the Shares of such class held by such holders respectively as at the date of commencement to wind up provided that there are sufficient assets available in the ICS Fund to enable such payment to be made. In the event that, as regards any class of Shares, there are insufficient assets available in the ICS Fund to enable such payment to be made recourse shall be had:
  - (a) first, to the assets of the ICS not comprised within the ICS Fund; and
  - (b) second, to the assets remaining in the ICS Fund for the other classes of Shares (after payment to the holders of the Shares of the classes to which they relate of the amounts to which they are respectively entitled under this paragraph (i)) pro rata to the total value of such assets remaining within the ICS Fund;
- ii. secondly, in the payment to the holders of the Subscriber Shares of sums up to the nominal amount paid thereon out of the assets of the ICS not comprised within the Feeder Fund remaining after any recourse thereto under sub-paragraph (i) (a). above. In the event that there are insufficient assets as aforesaid to enable such payment in full to be made, no recourse shall be had to the assets comprised within the ICS Fund;
- iii. thirdly, in the payment to the holders of each class of Shares of any balance then remaining in the ICS Fund, such payment being made in proportion to the number of Shares held;
- iv. fourthly, in the payment to the holders of the Shares of any balance then remaining and not comprised within the ICS Fund, such payment being made in proportion to the value of the ICS Fund and within the ICS Fund to the value of each class and in proportion and to the number of Shares held in each class.

- v. If the ICS shall be wound up (whether the liquidation is voluntary, under supervision or by the court) the liquidator may, with the authority of a Special Resolution and any other sanction required by the Companies Acts of Ireland, divide among the members in specie the whole or any part of the assets of the ICS, and whether or not the assets shall consist of property of a single kind, and may for such purposes set such value as they deem fair upon any one or more class or classes of property, and may determine how such division shall be carried out as between the members or different classes of members. The liquidator may, with the like authority, vest any part of the assets in trustees upon such trusts for the benefit of members as the liquidator, with the like authority, shall think fit, and the liquidation of the ICS may be closed and the ICS dissolved, but so that no member shall be compelled to accept any assets in respect of which there is liability and any member may instruct the liquidator to sell any assets, to which he is entitled, on his behalf. The liquidator may with a like authority transfer the whole or part of the assets of the ICS to a company (the "Transferee Company") on terms that members of any class of Share in the ICS shall receive from the Transferee Company shares in the Transferee Company of the equivalent value to their shareholding in the ICS and the liquidator shall be entitled with such authority to enter into an arrangement with the Transferee Company to give effect to any such transfer.

# Taxation

## General

The taxation of the income and capital gains of the Company and Shareholders is subject to the fiscal law and practice of Jersey, the jurisdictions in which the Company invests and the jurisdictions in which Shareholders are resident or otherwise subject to tax. The following summary of the anticipated tax treatment in Jersey and the United Kingdom, which is not intended to be comprehensive, does not constitute legal advice and applies only to persons resident in Jersey or resident, ordinarily resident and domiciled in the United Kingdom holding Shares as an investment and who are not regarded as connected with the Company for relevant tax purposes. No attempt has been made to summarize the income and capital gains taxation liabilities of the Company and Shareholders in other jurisdictions where the Company may invest, as the Company may invest in companies traded in markets worldwide where deemed appropriate within the Company's investment objectives, and tax legislation will change from time to time.

Prospective investors should ascertain from their professional advisers the consequences to them of acquiring, holding, redeeming, transferring, converting or selling Shares under the relevant laws of the jurisdictions to which they are subject, including the tax consequences and any exchange control requirements. These consequences will vary with the law and practice of an investor's country of citizenship, residence, domicile or incorporation and with their personal circumstances.

The summary below is based on current law and practice in Jersey and the UK and is subject to changes therein.

The information should not be regarded as legal or tax advice.

## Taxation of the Company

The Company is taxed at 0% on its profits.

## Shareholders

Investors, other than persons resident in Jersey, are not subject to any tax in Jersey in respect of any Shares owned by them.

## Jersey

Jersey income tax will not be deducted from dividends, if any, payable in respect of Shares held by or on behalf of residents of Jersey and all gross dividends should be declared to the Comptroller of Income Tax.

The attention of investors who are resident in Jersey is drawn to the provisions of Article 134A of the Income Tax (Jersey) Law 1961 which may, in certain circumstances, render such a resident liable to income tax on the undistributed income or profits of the Feeder Fund.

No duties are payable in Jersey on the issue, conversion, redemption or transfer of Shares.

There is no Capital Gains Tax, Estate Duty or Capital Transfer Tax in Jersey.

## United Kingdom

Investors who are resident or ordinarily resident in the United Kingdom for taxation purposes should be aware of the provisions contained in Part 8 of the Taxation (International and Other Provisions) Act 2010 supplemented by the regulations contained within The Offshore Funds (Tax) Regulations 2009, as amended.

The Company is an offshore fund for the purpose of United Kingdom taxation. The Company has not applied to become a Reporting Fund and therefore the unindexed gains derived from disposals of Shares in the Company will generally be liable to tax as income.

## South Africa

South African resident investors are obliged to declare in their Tax Return for the fiscal year in which the disposal is made, any gains made on sale of their shares to the Manager.

## Common Reporting Standard ("CRS") and US Foreign Account Tax Compliance Act ("FATCA")

Following the development of the CRS by the Organisation for Economic Co-operation and Development ("OECD") and enactment of FATCA a number of jurisdictions have entered into Intergovernmental Agreements to exchange tax information. Under those Agreements entered into by the Government of Jersey, Ashburton is required to obtain information to enable it to determine where a shareholder is tax resident. Ashburton is also obliged to report certain account holder details and financial information to its local tax authority, which may, in turn, pass the information to a shareholder's tax authority in their country of residence.

For further information on CRS and an up to date list of participating jurisdictions, please visit

[www.oecd.org/tax/automatic-exchange/common-reporting-standard](http://www.oecd.org/tax/automatic-exchange/common-reporting-standard)

# Taxation cont.

## Tax Information Exchange Agreements (“TIEAs”)

TIEAs are signed by two countries that agree to co-operate in tax matters by exchanging information. The agreements help governments to enforce domestic tax laws by allowing the opportunity to exchange relevant tax information on request. All of Jersey’s TIEAs are in line with the international standard, and broadly follow the OECD’s model agreement on Exchange of Information on Tax Matters. Jersey has signed a number of TIEAs based on this OECD model, which allow the Jersey tax authority to send and receive tax information. Tax information can also be exchanged with other countries under double taxation agreements.

For an up to date list of countries with TIEAs, please visit:

<https://www.gov.je/TaxesMoney/InternationalTaxAgreements/pages/default.aspx>

# Statutory and general information

The Company was incorporated on 30 July 2002 with limited liability in Jersey under the provisions of the Companies Law.

The duration of the Company is unlimited. The Company may be wound-up at any time in accordance with the provisions of the Companies Law. The rights of the participants are set out below.

Annual General Meetings of the Company will be held in Jersey.

## Share capital and rights

The Company is authorised to issue up to 100 Management Shares of no par value and an unlimited number of Participating Shares of no par value.

### Management Shares

Under Jersey Law, Participating Redeemable Preference Shares must have preference over another class of shares and this is the reason for the existence of the Management Shares.

The Management Shares carry one vote each on a poll. They carry no rights to dividends and on a winding-up rank only for the return of paid-up capital (but after the return of capital paid-up on the Shares) and any residual amount that is not otherwise capable of equitable distribution to Shareholders in an economically viable manner. The Manager owns beneficially the two issued Management Shares.

### Participating Redeemable Preference Shares

At general meetings, each holder of the Participating Redeemable Preference Shares will be entitled on a poll to one vote for each Share held (in respect of the Feeder Fund to which they relate) whether present in person or by proxy appointed by the Shareholder (and who does not need to be a Shareholder of the Company). The Shares of the Company carry the exclusive right to dividends (if any) declared by the Company or by the Directors. In a winding-up, each Share has a preferential right to return of paid-up capital and a right to share in the surplus assets of the Feeder Fund maintained in the books of the Company in respect of each class of Shares after return of capital paid-up on Management Shares.

The Company is an umbrella scheme with one fund presently established. Should further funds be launched in the future, investors should be aware that, where assets of an individual fund were insufficient to meet that Fund's liabilities, then any liabilities that remained undischarged would revert to the Company as a whole and be allocated amongst the other funds.

### Variation of class rights

The rights attached to any class of share (unless otherwise provided by the terms of issue of that class) may, whether or not the Company is being wound up, be varied with the consent in writing of a majority of the holders of the issued shares of that class or with the sanction of an Ordinary Resolution passed at a separate meeting of the holders of the shares of that class.

### Issue and redemption of shares

The Articles of Association of the Company provide that, after the initial issue, except where there is a suspension of the valuation of the Company's assets, further Shares may be issued and Shares redeemed on Dealing Days at a price per share being:

- i. The amount obtained by deducting from the value of all the assets attributed to the Feeder Fund, calculated on a mid-market basis, together with any provision for any duties and charges for acquiring or disposing of the property of the Feeder Fund, all liabilities of the Company attributable to the Feeder Fund and dividing the resulting amount by the number of Shares of the relevant class in issue and deemed to be in issue to determine the Price.

The Company is not bound to redeem on any Dealing Day more than one-tenth of the total number of Shares of the relevant class in issue.

### Conversion formula

The number of Participating Shares of the new class to be allotted or to be otherwise created on conversion shall be determined by the Directors in accordance (or as nearly as may be in accordance) with the following formula:

$$N = \frac{(F \times P \times X)}{S \times (1 + C)}$$

Where

- |   |  |
|---|--|
| N | is the number of Participating Shares of the Second Class to be allotted;  |
| F | is the number of Participating Shares of the First Class to be converted;  |
| P | is the Price per Share of the First Class ruling on the relevant Dealing Day;  |
| X | is the current exchange rate (where applicable) determined by the Directors on the relevant Dealing Day as representing the effective rate of exchange applicable to the transfer of relevant assets between the relative Funds, after adjusting such rate as may be necessary to reflect the effective costs of making such a transfer; |
| C | is the conversion charge of up to a maximum of 0.5% levied at the discretion of the Manager, expressed as a fraction;  |
| S | is the Price per Share for the Second Class ruling on the relevant Dealing Day.  |

# Statutory and general information cont.

## Qualified holders

The Directors may determine whether or not any particular person or class of person should become or remain the holder of Shares should they be of the opinion that the holdings of Shares by such person may be in breach of any government regulation or announcement or would otherwise render the Feeder Fund liable to taxation for which it would otherwise not be liable.

## Registration

The Directors are authorised without limitation but subject always to the availability of Shares, to allot and issue Shares at any time without reserving preferential subscription rights to existing Shareholders.

The Feeder Fund shall register Shares jointly in the names of not more than four holders should they so require. In the case of joint holders, the vote of the senior who tenders a vote whether in person or by proxy shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of holders. An application form should be duly completed by the applicants themselves. Documentation required to accompany the application form, in order for the Company to complete its statutory obligations, is given in detail in the latest application form as amended by the Manager from time to time.

The register of Shareholders may be inspected at the registered office of the Company.

## Jersey probate and Power of Attorney

Full details of both Jersey probate and Power of Attorney are available from the Administrator upon request.

## Articles of Association

The Articles of Association of the Company include the following provisions in relation to the Directors' powers:

1. Except in certain circumstances set out in the Articles of Association of the Company, a Director may not vote in respect of any contract or arrangement in which he is materially interested.
2. There is no share qualification or age limit for Directors.
3. The Directors may exercise the powers of the Company to borrow. The Directors shall adopt borrowing restrictions for the Feeder Fund prior to the issue of Shares of that class. However, the Directors have resolved that there will be no borrowing in respect of the Feeder Fund save for the purpose of the payment of redemptions, which will not exceed 10% of the value of the Feeder Fund.

The Articles of Association may be inspected at the registered office of the Company.

# General information

## 1. Expenses

The Company will bear certain expenses of the Custodian specified in the Custodian Agreement, also certain expenses referred to in the Management Agreement including audit and legal fees and expenses in relation to the acquisition, holding and sale of the Company's assets, the provision of accounts and the reports to Shareholders and the publication of the prices of Shares.

The Directors of the Company are entitled to receive such remuneration as may be voted to them by the Company in General Meetings. The Directors and any Alternate Director may also be paid all travelling, hotel and other expenses properly incurred by them in attending and returning from meetings of the Directors or any committee of the Directors or general meetings of the Company or in connection with the business of the Company.

## 2. Special Terms

Save as disclosed herein, no commissions, discounts, brokerage or other special terms have been granted in relation to Shares issued or to be issued by the Company.

## 3. Directors' agreements

There are no existing or proposed service agreements between any of the Directors and the Company.

## 4. Directors' interests

- (a) Except as disclosed herein, no Director has had any interest in the promotion of the Company or in any assets acquired, disposed of, or leased to or by, or proposed to be acquired, disposed of, or leased to or by, the Company.
- (b) No amount has been paid or is payable in Shares or debentures for goodwill.
- (c) Except as disclosed herein, no amount or benefit has been paid or given (or is intended to be paid or given) to any promoter.
- (d) P O'Toole and C Burger are also Directors of the Manager with N J Taylor being a Non-Executive Director.
- (e) No Directors hold Shares in the Feeder Fund.

## 5. Place of business

The Company has not established and does not intend to establish a place of business in Great Britain.

## 6. Restrictions on holding shares

Persons interested in acquiring Shares in the Company should inform themselves as to:

- (a) The legal requirements within the countries of their nationality, residence or domicile for such acquisition.
- (b) Any Foreign Exchange Restrictions or Exchange Control Requirements which they might encounter on acquisition or disposal of Shares.
- (c) The income and other tax consequences which might be relevant to the acquisition, holding, conversion or disposal of Shares.

## 7. Material contracts

The following contracts, which are or may be material, have been entered into by the Company, not being contracts entered into in the ordinary course of business:

- (a) Management Agreement between the Company and Ashburton dated 30 January 2009 whereby the latter has agreed to manage the business and investments of the Company. It may be terminated on three months' notice given by either the Company or the Manager or immediately if either party is declared en désastre or becomes insolvent, commits such material breach that is not made good within thirty days or if the Manager ceases to hold a license to conduct fund services business as a Manager to the Company under the Financial Services Law. The Manager, acting as agent rather than principal, may buy, sell, place orders, retain, convert, exchange or otherwise deal in investments and other assets, make deposits, subscribe to issues and offers for sale of, and accept placings, underwritings and sub-underwritings of, any investments, effect transactions on any markets, take all day to day decisions and otherwise be responsible for implementing the investment policy and objectives of the Company for the Feeder Fund as set out and advised by the Directors of the Company from time to time.
- (b) Custodian Agreement dated 25 June 2015 between the Company, Ashburton and BNP Paribas Securities Services S.C.A., Jersey Branch ("BNP") whereby BNP agreed to act as custodian (the "Custodian") of the assets of the Company. The Custodian Agreement may be terminated, inter alia, by the Company or by the Custodian on 90 days' notice subject to the provisions of the Articles of Association or immediately if either party is declared en desastre or becomes insolvent, commits such material breach that is not made good within thirty days or if the Custodian ceases to hold a license to conduct fund services business as a Custodian to the Company under the Financial Services Law.



# General information cont.

- (c) Sub-Administration Agreement between Ashburton and JTC Fund Solutions (Jersey) Limited dated 1 May 2020 whereby JTC Fund Solutions (Jersey) Limited agreed to provide certain administrative duties, in the role as Sub-Administrator, including (amongst other things) the maintenance of the Feeder Fund's records, preparation and submission of certain tax returns, invoice and payment processing services and transfer agency and investor communication services. JTC Fund Solutions (Jersey) Limited also provides Secretary and Registrar services to the Company as well as the provision of the Registered Office.

Each of the agreements above contain provisions where the Company exempts and indemnifies the other parties from liability not due to failure to exercise due care and diligence, fraud, misfeasance or wilful default.

## 8. Equalisation

Equalisation is operated during any distribution period to ensure that the level of income within the Feeder Fund and attributable to each share is not affected by the issue or redemption of shares.

Equalisation applies to shares purchased or sold during a distribution period; the price at which those shares are bought or sold may include an amount of income earned since the last distribution by the Feeder Fund.

On the income allocation date, shareholders will either receive or be advised of reportable income, with the same rate of distribution applicable to all shareholders and for shares purchased or sold during the distribution period the equalisation rate is shown on the contract note and the distribution statement.

The grouping of income for the purpose of calculating income equalisation is permitted within an accounting period, which are 1 June – 31 August, 1 September – 30 November, 1 December – 28 February (29 February in a leap year) and 1 March – 31 May each year.

## 9. Data Protection

The Company is the Data Controller and the Sub-Administrator, Manager, Secretary, Registrar and Custodian are the Data Processors. The Data Controller and the Data Processors will treat a Shareholder's personal information as private and confidential and in accordance with the provisions of the Data Protection (Jersey) Law 2018 and the General Data Protection Regulation being regulation n°2016/679 of 27 April 2016 which is a regulation in EU law on the protection of natural persons with regard to the processing of personal data and on the free movement of such data ("**Data Protection Law**").

The Company hereby informs the Shareholder that certain of his/her personal data as provided to the Feeder Fund or its delegates (such as their name, residential and correspondence address, date of birth, place of birth, nationality, country of domicile, details of existing financial connection with the country of the Shareholder's birth if no longer resident, telephone number(s), email address, tax identification number, US residence and citizenship status, identification documents, address verification documents, employment details, Politically Exposed Person details, the purpose of the Shareholder's investment, bank and financial details, and to carry out and store the results of regulatory checks with fraud prevention agencies in order to meet our obligations under legislation and regulations) (the "**Personal Data**") may be collected, recorded, stored, adapted, transferred or otherwise processed for the purposes set out as follows.

Telephone calls may be recorded or monitored to ensure that instructions can be checked and that service standards are being met.

The Personal Data may be processed for the purposes of fulfilling the services required by the Shareholder and complying with the Company's legal obligations which includes (i) maintaining the register of Shareholders, (ii) processing subscriptions and redemptions of Shares, (iii) account and distribution fee administration, (iv) performing controls in respect of late trading and market timing practices, (v) complying with legal obligations such as the performance of the customer due diligence duties under the Money Laundering (Jersey) Order 2008 (the "**AML Law**"), the anti-money laundering identification, the tax identification under applicable regulation such as the FATCA provisions of the U.S. Hiring Incentives to Restore Employment Act enacted in March 2010 and CRS.

In the context of the above-mentioned purposes, the Company may delegate the processing of the Personal Data, in compliance and within the limits of the applicable laws and regulations, to other entities such as the Administrator, the Sub-Administrator, the Manager, Registrar and the Custodian (the "**Processors**").

Subject to the Company's approval, the Processors may decide, under their own responsibility, to sub-delegate the processing of the Personal Data, and transfer for such purpose Personal Data, to parent companies, affiliates, foreign offices or third-party agents (the "**Delegates**"), which may or may not be located in Jersey or the EEA. In case the Delegates are located outside of Jersey or the EEA, the Processors shall, under their responsibility, ensure that the transfer of the Personal Data is made in compliance with the Data Protection Law.

# General information cont.

The Company may disclose Personal Data to the Office of the Comptroller of Taxes, Jersey, which in turn may, acting as data controller, disclose it to foreign tax authorities. The Company may also disclose Personal Data to the Company's auditors, legal advisers, regulatory bodies or if required to by a court of law.

A Shareholder has the right to:

- request access to their Personal Data;
- request the correction of their Personal Data where it is inaccurate or incomplete;
- object to the processing of their Personal Data;
- request erasure of their Personal Data;
- request for Personal Data portability under certain conditions set out by the Data Protection Law.
- object to the use of their Personal Data for marketing purposes.

Shareholders may exercise the above rights by letter addressed to the Company at the following address: 28 The Esplanade, St Helier, Jersey, JE2 3QA.

The Shareholder also acknowledges the existence of their right to lodge a complaint with the Office of the Information Commissioner, at the following address: 2nd Floor, 5 Castle Street, St Helier, Jersey JE2 3BT.

The Shareholder may, at their discretion, refuse to communicate the Personal Data to the Company. In this case however, the Company may reject the Shareholder's request for subscription for Shares in the Company or the continuance of an existing shareholding in the Company.

## 10. Winding up

The Company or the Feeder Fund may be summarily wound up if a Special Resolution of the Shareholders so determines or may be wound up if the certificate declaring the Feeder Fund to be a Certified Fund is revoked.

On a summary winding-up, the powers of the Company shall be exercised only so far as may be required in the realization of the Company's assets, the discharge of its liabilities and the distribution of its assets amongst the Shareholders. On a winding up, the assets available for distribution amongst the Shareholders shall be applied in the following priority;

- (a) in the payment to holders of Shares in accordance with their respective interests in the property of the Company;
- (b) in the payment to the holders of Management Shares of the balance.

## 11. Meeting of Shareholders

A meeting of Shareholders of the Company may be convened in accordance with the Companies Law and the Articles of Association. A meeting of Shareholders duly convened and held may, in addition to the powers otherwise conferred by law, by extraordinary resolution:

- (a) approve any departure from any policy or statement which has been included in the Prospectus relating to the Company or the Feeder Fund; and
- (b) remove the Manager or the Custodian as provided in the Articles of Association.

## 12. Ring fencing assets

The Company is an umbrella scheme with one fund presently established. Should further funds be launched in the future, investors should be aware that, where assets of an individual fund were insufficient to meet that Fund's liabilities, then any liabilities that remained undischarged would revert to the Company as a whole and be allocated amongst the other funds.

## 13. Documents available for inspection

Copies of the following documents are available for inspection during normal business hours of any business day at the Registered Office of the Company:

- (i) The Memorandum and Articles of Association of the Company.
- (ii) The Companies Law in accordance with which the Company is registered.
- (iii) The material contracts referred to in 7 above.
- (iv) The latest published audited Annual Report and Accounts of the Company and any subsequently published unaudited Interim Report and Accounts.
- (v) The Register of members.

# General information cont.

## 14. Compulsory Redemption

Where the Feeder Fund is deemed to be of insufficient size to operate efficiently, the Directors may, at their discretion, invoke a Compulsory Redemption under Articles 41 - 43 of the Articles of Association.

## 15. Institutional Cash Series Plc - Compulsory Redemption

BlackRock Asset Management Ireland Limited ("**BAMIL**") and BlackRock Investment Management (UK) Limited ("**BIMUK**") have been appointed as the manager and the investment manager and principal distributor of ICS. BAMIL, BIMUK and ICS and any of their respective employees, directors, affiliates and agents shall collectively be referred to for the purposes of this paragraph as "**BlackRock**". BlackRock has not reviewed, approved or otherwise endorsed or made any representations regarding any documents, including, but not limited to, this Prospectus, advertisements, marketing and sales materials or other literature (collectively, the "**Materials**") that has been prepared by Ashburton or any of its affiliates or agents relating to the Company (to include the Feeder Fund) (or any other related investment product) (the "**Ashburton Products**"). BlackRock does not take any responsibility for the accuracy or completeness of the contents of the Materials, any representations made therein, or for the performance of the Ashburton Products. BlackRock disclaims any liability for any direct, indirect, consequential or other losses or damages, including loss of profits, incurred by the Ashburton Products, any investors in such Ashburton Products or by any third party that may arise from any reliance on the Materials. BlackRock is neither responsible for or involved in the marketing, distribution or sales of the Ashburton Products or for any compliance with any marketing or promotion laws, rules or regulations and no third party is authorised to make any statement about any of BlackRock's products or services in connection with such marketing or sales.

# Regulatory position

A certificate has been granted by the Jersey Financial Services Commission (the “**Commission**”) to the Company under the Collective Investment Funds (Jersey) Law 1988, as amended (the “**Funds Law**”). The Manager, Sub-Administrator and the Custodian are authorised to conduct fund services business under the Financial Services (Jersey) Law 1998 (the “**Financial Services Law**”). The Commission is protected by the Funds Law and Financial Services Law against liability arising from the discharge of its functions under those Laws. Ashburton is regulated in the carrying on of investment business by the Commission.

This Prospectus has been prepared, and a copy of it has been sent to the Commission, in accordance with the Prospectus Order of the Island of Jersey.

The Commission does not take any responsibility for the financial soundness of the Feeder Fund or for the correctness of any statements made or expressed in this prospectus.

The Manager and the Custodian are not authorised persons under the UK Financial Services and Markets Act 2000 (“**FSMA**”) and the Company is not a recognised scheme under the FSMA. Shareholders are not protected by any statutory compensation scheme.

The distribution of this Prospectus and the offering of the Shares in certain jurisdictions may be restricted. Persons into whose possession this Prospectus comes are required by the Company and the Manager to inform themselves about and to observe any such restrictions. This Prospectus does not constitute an offer or solicitation by anyone in any jurisdiction in which such offer is not authorised or to any person to whom it is unlawful to make such offer or solicitation. In particular, this Prospectus does not constitute a financial promotion for the purposes of Section 21 of the FSMA.

This document is based on the law and practice currently in force in Jersey and is subject to changes therein. The Shares have not been registered under the Securities Act of 1933 of the United States of America and, except in the case of a transaction which does not violate the US securities laws, it is prohibited for the Company, the Manager or any other person to offer any Shares for sale, or to sell any Shares to any other person for offering or re-sale, directly or indirectly, in the United States of America or to any US Person. For the purpose of this paragraph, the United States of America includes its possessions, its territories and all areas subject to its jurisdiction and a US Person is a national, citizen or resident of the United States of America or a corporation or partnership organised under the laws of the United States of America.

No application has been made for the Shares now being offered for subscription to be listed or otherwise dealt in on any Stock Exchange.

The Feeder Fund has been approved for promotion in South Africa by the Financial Sector Conduct Authority under Section 65 of the Collective Investment Schemes Control Act, 2002. Investors resident in The Republic of South Africa should read the schedule of Regulatory Differences set out in Appendices 1 and 2.

## Queries and complaints

Queries and complaints should be addressed to the Manager who will investigate all complaints. Complainants have the right to report the matter to the Jersey Financial Services Commission, PO Box 267, 14- 18 Castle Street, St Helier, Jersey JE4 8TP and to ask the Commission to investigate if they are not satisfied with the Manager’s response.

It should be remembered that the price of the Shares and the income from them can go down as well as up and that shareholders may not receive, on sale or the cancellation or redemption of their Shares, the amount that they invested.

# Schedule of similarities and differences for South African investors for FSCA approved funds - Appendix 1

Item	Jersey Regulation	South African Regulation*
	The Feeder Fund	South African Collective Investment Schemes
1. Investment restrictions on an individual security.	<p>The Feeder Fund will invest in the ICS – BlackRock ICS US Dollar Liquidity Fund. The Feeder Fund may also hold cash for ancillary purposes.</p> <p>The Dollar Liquidity Fund may invest no more than 10% of net assets in transferable securities or money market instruments issued by the same body provided that the total value of transferable securities and money market instruments held in the issuing bodies in each of which it invests more than 5% is less than 40%.</p>	Maximum of 5% of Fund if market cap is less than R2 billion, else 10%.
2. Investment restrictions on instruments issued by Government.	<p>The Feeder Fund will invest in the ICS – BlackRock ICS US Dollar Liquidity Fund. The Feeder Fund may also hold cash for ancillary purposes.</p> <p>The Dollar Liquidity Fund's limit of 10% (referred in paragraph 1 above) is raised to 25% in the case of bonds that are issued by a credit institution which has its registered office in a Member State and is subject by law to special public supervision designed to protect bondholders. If the Dollar Liquidity Fund invests more than 5% of its net assets in these bonds issued by one issuer, the total value of these investments may not exceed 80% of the net asset value of the Dollar Liquidity Fund.</p>	No limit on instruments issued by the Government of the Republic.

# Schedule of similarities and differences for South African investors for FSCA approved funds - Appendix 1 – cont.

Item	Jersey Regulation The Feeder Fund	South African Regulation* South African Collective Investment Schemes
2. Investment restrictions on instruments issued by Government.	<p>To avail of this provision the prior approval of the Central Bank is required.</p> <p>The limit of 10% is raised to 35% if the transferable securities or money market instruments are issued or guaranteed by a Member State or its local authorities or by a non-Member State or public international body of which one or more Member States are members.</p>	
3. Investment restriction on a class of security in respect of equity portfolios.	<p>The Feeder Fund will invest in the ICS - BlackRock ICS US Dollar Liquidity Fund. The Feeder Fund may also hold cash for ancillary purposes.</p> <p>The Dollar Liquidity Fund may invest no more than 10% of net assets in transferable securities or money market instruments issued by the same body provided that the total value of transferable securities and money market instruments held in the issuing bodies in each of which it invests more than 5% is less than 40%.</p>	<p>Maximum of 5% of Fund if market cap is less than R2 billion, else 10%. An overall limit of 15% of the aggregate amount of securities in any one class issued by a concern within the same group as the manager across all portfolios. An overall limit of 24% of the aggregate amount of securities in any one class issued by a concern other than a concern within the same group as the manager across all the portfolios.</p>
4. Investment in other collective investment schemes.	<p>The Feeder Fund will invest in the Dollar Liquidity Fund. The Feeder Fund may also hold cash for ancillary purposes.</p>	<p>20% of the value of the portfolio may be invested in another Fund.</p>

# Schedule of similarities and differences for South African investors for FSCA approved funds - Appendix 1 – cont.

Item	Jersey Regulation The Feeder Fund	South African Regulation* South African Collective Investment Schemes
5. Investment restrictions on the use of derivative instruments.	<p>The Feeder Fund will not use derivative instruments.</p> <p>The underlying target fund, the Dollar Liquidity Fund will use derivative instruments for the purposes of efficient portfolio management only.</p> <p>The risk exposure of the Dollar Liquidity Fund to a counterparty to an OTC derivative may not exceed 5% of net assets.</p>	100% nominal exposure restricted for purposes of efficient portfolio management only/ no gearing permitted.
6. Investment in listed instruments.	The Feeder Fund invests solely in the Dollar Liquidity Fund.	90% of securities must be listed on Exchanges having obtained full membership of the World Federation of Exchanges.
6. 1. Fixed interest securities (other than issued by Government).	The Feeder Fund invests solely in the Dollar Liquidity Fund.	No single instrument or issuer to exceed in total as a percentage of all assets the limits defined in chapter VII rating band of the Collective Investment Schemes Control. Act 2002.
7. Investment in unlisted securities.	The Feeder Fund invests solely in the Dollar Liquidity Fund. The Dollar Liquidity Fund may invest no more than 10% of net assets in recently issued transferable securities which will be admitted to official listing on a stock exchange or other market within a year.	Instrument must be listed within 12 months of purchase date or be disposed of, maximum 10% of portfolio value.

# Schedule of similarities and differences for South African investors for FSCA approved funds - Appendix 1 – cont.

Item	Jersey Regulation The Feeder Fund	South African Regulation* South African Collective Investment Schemes
8. Investment of own resources into the Fund.	No requirement to invest.	Management company must invest 10% of own resources in the Feeder Fund, may be limited to R1,000,000 maximum.
9. Borrowing.	Temporary basis for redemption purposes only, not permitted to exceed 10% of the value of the Feeder Fund on any business day.	10% of the value of the underlying portfolio permitted for redemption of participatory interests only.
Leverage/Gearing.	Not allowed.	Not allowed.
10. Markets/Exchanges.		
10. 1. Listed.	The Feeder Fund invests solely in the Dollar Liquidity Fund. Permitted markets and exchanges of the Dollar Liquidity Fund are disclosed in Appendix 1 of the Prospectus of the ICS.	90% of exchanges must have been granted full membership of the World Federation of Exchanges. The rest must follow diligence guidelines as prescribed by regulation.
10. 2. OTC Markets.	The Feeder Fund invests solely in the Dollar Liquidity Fund. The risk exposure of the Dollar Liquidity Fund to a counterparty to an OTC derivative may not exceed 5% of net assets.	Not allowed. May include forward currency, interest rate or exchange rate swap transactions for efficient portfolio management.



# Schedule of similarities and differences for South African investors for FSCA approved funds - Appendix 1 – cont.

Item	Jersey Regulation The Feeder Funds	South African Regulation* South African Collective Investment Schemes
11. Expenses/Charges		
11.1 Cost to investors.	Full disclosure in Prospectus. Minimum three months written notice to unit holders of any increases.	Full disclosure in deed and notice to unit holders of change.
11.2 Charges against income of the portfolio.	Taxes, audit fee, bank charges, manager/custodian fees, other permitted expenses, levies or taxes.	Brokerage, STT, VAT, stamp duties, taxes, audit fee, bank charges, trustee/custodian fees, other levies or taxes, service charge and share creation fees payable to the Registrar of Companies.
12. Determination of market value of investments.	Market price feed of prices of the investments	Fair market price, or as determined by a stockbroker.
13. Risk factors.	Full details of risk analysis and warnings are described within the Prospectus.	Values are not guaranteed.
14. Capped or not capped.	Not capped.	Not capped.
15. Redemption (repurchase) of participatory units.	Permitted daily on recognised business days in Jersey and Luxembourg.	Legally obliged to redeem at same day's or previous day's price as determined in the deed.
16. Independent Trustee/Custodian.	Manager & Custodian are completely independent.	Trustee/Custodian must be completely independent.
17. Taxation of portfolio.	No taxation.	No taxation.

# Schedule of similarities and differences for South African investors for FSCA approved funds - Appendix 1 – cont.

Item	Jersey Regulation The Feeder Fund	South African Regulation* South African Collective Investment Schemes
18. Taxation of unit holders.		
18. 1 Income Payable. - Dividends. - Interest.	Gross to all shareholders.  Investors resident in an EU Member State may be subject to a retention tax or reporting requirement.	Interest portion is taxable in the hands of the unit holder.
18. 2 Capital Gains.	No Capital Gains Tax in Jersey	South African residents are obliged to declare realised gains.  Capital Gains Tax introduced on 1 October 2001 - obligation to declare any gains in the fiscal year in which a disposal is made.
19. Interval at which participatory interests are priced.	Daily.	Daily.
20. Distributions.	The Directors intend to accumulate and reinvest the income of the Feeder Funds which might otherwise be available for distribution by dividend.	All income distributed regularly or reinvested at option of the investor.
21. Switching.	Allowed, no charge at present.	Allowed, charges differ.
22. Pledging of securities.	Not allowed.	Not allowed.
23. Scrip Lending.	Not allowed.	Allowed, up to 50% with limits on single borrower and subject to 105% collateral.
Scrip Borrowing.	Not allowed.	Not allowed.
24. Certificates, if issued and needed for redemption.	Uncertificated.	Issued on request.

# Schedule of similarities and differences for South African investors for FSCA approved funds - Appendix 1 – cont.

Item	Jersey Regulation The Feeder Fund	South African Regulation* South African Collective Investment Schemes
25. Reporting to supervisory authority.	Half yearly.	Quarterly and annually.
26. Inspection powers by supervisory authority.	Yes.	Yes.
27. Reporting to investors.	Half yearly.	Annually.
28. Legal structure if different from a trust.	Open-ended investment company.	Collective Investment Scheme whether trust based or open-ended investment company.
29. Interest earned on funds pending investment and redemption.	Any benefit accrues to the Manager.	Interest paid to clients.

\*Source: FSCA Collective Schemes Control Act 2002

# Schedule of similarities and differences for South African investors for FSCA approved funds - Appendix 2

## 1. Investment restrictions on an individual security.

### **Ashburton Money Market Funds Limited**

The Feeder Fund will invest in the Dollar Liquidity Fund. The Feeder Fund may also hold cash for ancillary purposes. The Dollar Liquidity Fund may invest no more than 10% of net assets in transferable securities or money market instruments issued by the same body provided that the total value of transferable securities and money market instruments held in the issuing bodies in each of which it invests more than 5% is less than 40%.

### **South African Regulation\***

#### **South African Collective Investment Schemes**

Maximum of 5% of Feeder Fund if market cap is less than R2 billion, else 10%.

## 2. Investment restrictions on instruments issued by Government.

### **Ashburton Money Market Funds Limited**

The Feeder Fund will invest Dollar Liquidity Fund. The Feeder Fund may also hold cash for ancillary purposes. The Dollar Liquidity Fund's limit of 10% (referred in paragraph 1 above) is raised to 25% in the case of bonds that are issued by a credit institution which has its registered office in a Member State and is subject by law to special public supervision designed to protect bond-holders.

If the Dollar Liquidity Fund invests more than 5% of its net assets in these bonds issued by one issuer, the total value of these investments may not exceed 80% of the net asset value of the Dollar Liquidity Fund. To avail of this provision the prior approval of the Central Bank is required.

The limit of 10% is raised to 35% if the transferable securities or money market instruments are issued or guaranteed by a Member State or its local authorities or by a non-Member State or public international body of which one or more Member States are members.

### **South African Regulation\***

#### **South African Collective Investment Schemes**

No limit on instruments issued by the Government of the Republic.

## 3. Investment restriction on a class of security in respect of equity portfolios.

### **Ashburton Money Market Funds Limited**

The Feeder Fund will invest in the Dollar Liquidity Fund. The Feeder Fund may also hold cash for ancillary purposes. The Dollar Liquidity Fund may invest no more than 10% of net assets in transferable securities or money market instruments issued by the same body provided that the total value of transferable securities and money market instruments held in the issuing bodies in each of which it invests more than 5% is less than 40%.

### **South African Regulation\***

#### **South African Collective Investment Schemes**

Maximum of 5% of the Feeder Fund if market cap is less than R2 billion, else 10%. An overall limit of 15% of the aggregate amount of securities in any one class issued by a concern within the same group as the manager across all portfolios. An overall limit of 24% of the aggregate amount of securities in any one class issued by a concern other than a concern within the same group as the manager across all the portfolios.

# Schedule of similarities and differences for South African investors for FSCA approved funds - Appendix 2 – cont.

## 4. Investment in other collective investment schemes.

### **Ashburton Money Market Funds Limited**

The Feeder Fund will invest in the Dollar Liquidity Fund. The Feeder Fund may also hold cash for ancillary purposes.

### **South African Regulation\***

### **South African Collective Investment Schemes**

20% of the value of the portfolio may be invested in another Fund.

## 5. Investment restrictions on the use of derivative instruments.

### **Ashburton Money Market Funds Limited**

The Feeder Fund will not use derivative instruments. The underlying target fund, the Dollar Liquidity Fund, will use derivative instruments for the purposes of efficient portfolio management only. The risk exposure of the Dollar Liquidity Fund to a counterparty to an OTC derivative may not exceed 5% of net assets.

### **South African Regulation\***

### **South African Collective Investment Schemes**

100% nominal exposure restricted for purposes of efficient portfolio management only/ no gearing permitted.

## 6.1. Investment in listed instruments.

### **Ashburton Money Market Funds Limited**

The Feeder Fund invest solely in the Dollar Liquidity Fund respectively.

### **South African Regulation\***

### **South African Collective Investment Schemes**

90% of securities must be listed on Exchanges having obtained full membership of the World Federation of Exchanges.

## 6.2. Fixed interest securities (other than issued by Government).

### **Ashburton Money Market Funds Limited**

The Feeder Fund invests solely in the Dollar Liquidity Fund.

### **South African Regulation\***

### **South African Collective Investment Schemes**

No single instrument or issuer to exceed in total as a percentage of all assets the limits defined in chapter VII rating band of the Collective Investment Schemes Control Act 2002.

## 7. Investment in listed instruments.

### **Ashburton Money Market Funds Limited**

The Feeder Fund invests solely in the Dollar Liquidity Fund. The Dollar Liquidity Fund may invest no more than 10% of net assets in recently issued transferable securities which will be admitted to official listing on a stock exchange or other market within a year.

### **South African Regulation\***

### **South African Collective Investment Schemes**

Instrument must be listed within 12 months of purchase date or be disposed of, maximum 10% of portfolio value.

## 8. Investment of own resources into the Fund.

### **Ashburton Money Market Funds Limited**

No requirement to invest.

### **South African Regulation\***

### **South African Collective Investment Schemes Management**

Management Company must invest 10% of own resources in the Feeder Fund, may be limited to R1,000,000 maximum per Fund.

# Schedule of similarities and differences for South African investors for FSCA approved funds - Appendix 2 – cont.

## 9. Borrowing.

### Ashburton Money Market Funds Limited

Temporary basis for redemption purposes only, not permitted to exceed 10% of the value of the Feeder Fund on any business day.

### South African Regulation\*

#### South African Collective Investment Schemes

10% of the value of the underlying portfolio permitted for redemption of participatory interests only.

### Leverage/Gearing.

#### Ashburton Money Market Funds Limited

Not allowed.

### South African Regulation\*

#### South African Collective Investment Schemes

Not allowed.

## 10. Markets/Exchanges.

### 10.1. Listed.

#### Ashburton Money Market Funds Limited

The Feeder Fund invests solely in the Dollar Liquidity Fund. Permitted markets and exchanges of the Dollar Liquidity Fund are disclosed in Appendix 1 of the Prospectus of the ICS.

### South African Regulation\*

#### South African Collective Investment Schemes

90% of exchanges must have been granted full membership of the World Federation of Exchanges. The rest must follow diligence guidelines as prescribed by regulation.

## 11. OTC Markets.

### Ashburton Money Market Funds Limited

The Feeder Fund invests solely in the Dollar Liquidity Fund. The risk exposure of the Dollar Liquidity Fund to a counterparty to an OTC derivative may not exceed 5% of net assets.

### South African Regulation\*

#### South African Collective Investment Schemes

Not allowed. May include forward currency, interest rate or exchange rate swap transactions for efficient portfolio management.

## 12. Expenses/Charges.

### 12.1. Cost to investors.

#### Ashburton Money Market Funds Limited

Full disclosure in Prospectus. Minimum three months written notice to unit holders of any increases.

### South African Regulation\*

#### South African Collective Investment Schemes

Full disclosure in deed and notice to unit holders of change.

### 12.2. Charges against income of the portfolio.

#### Ashburton Money Market Funds Limited

Taxes, audit fee, bank charges, manager/custodian fees, other permitted expenses, levies or taxes.

### South African Regulation\*

#### South African Collective Investment Schemes

Brokerage, STT, VAT, stamp duties, taxes, audit fee, bank charges, trustee/custodian fees, other levies or taxes, service charge and share creation fees payable to the Registrar of Companies.

# Schedule of similarities and differences for South African investors for FSCA approved funds - Appendix 2 – cont.

## 13. Determination of market value of investments.

### Ashburton Money Market Funds Limited

Market price feed of prices of the investments.

South African Regulation\*

South African Collective Investment Schemes

Fair market price, or as determined by a stockbroker.

## 14. Risk factors.

### Ashburton Money Market Funds Limited

Full details of risk analysis and warnings are described within the Prospectus.

South African Regulation\*

South African Collective Investment Schemes

Values are not guaranteed.

## 15. Capped or not capped.

### Ashburton Money Market Funds Limited

Not capped.

South African Regulation\*

South African Collective Investment Schemes

Not capped.

## 16. Redemption (repurchase) of participatory units.

### Ashburton Money Market Funds Limited

Permitted daily on recognised business days in Jersey.

South African Regulation\*

South African Collective Investment Schemes

Legally obliged to redeem at same day's or previous day's price as determined in the deed.

## 17. Independent Trustee/Custodian.

### Ashburton Money Market Funds Limited

Manager & Custodian are completely independent.

South African Regulation\*

South African Collective Investment Schemes

Trustee/Custodian must be completely independent.

## 18. Taxation of portfolio.

### Ashburton Money Market Funds Limited

No taxation.

South African Regulation\*

South African Collective Investment Schemes

No taxation.

## 19. Taxation of unit holders.

### 19.1. Income Payable.

- Dividends
- Interest

### Ashburton Money Market Funds Limited

Gross to all shareholders.

Investors resident in an EU Member State may be subject to a retention tax or reporting requirement.

South African Regulation\*

South African Collective Investment Schemes

Interest portion is taxable in the hands of the unit holder.

# Schedule of similarities and differences for South African investors for FSCA approved funds - Appendix 2 – cont.

## 19.2. Capital Gains.

### Ashburton Money Market Funds Limited

No Capital Gains Tax in Jersey.

### South African Regulation\*

### South African Collective Investment Schemes

South African residents are obliged to declare realised gains. Capital Gains Tax introduced on 1 October 2001 - obligation to declare any gains in the fiscal year in which a disposal is made.

## 20. Interval at which participatory interests are priced.

### Ashburton Money Market Funds Limited

Daily.

### South African Regulation\*

### South African Collective Investment Schemes

Daily.

## 21. Distributions.

### Ashburton Money Market Funds Limited

The Directors intend to accumulate and reinvest the income of the Feeder Fund which might otherwise be available for distribution by dividend.

### South African Regulation\*

### South African Collective Investment Schemes

All income distributed regularly or reinvested at option of the investor.

## 22. Switching.

### Ashburton Money Market Funds Limited

Allowed, no charge at present.

### South African Regulation\*

### South African Collective Investment Schemes

Allowed, charges differ.

## 23. Pledging of securities.

### Ashburton Money Market Funds Limited

Not allowed.

### South African Regulation\*

### South African Collective Investment Schemes

Not allowed.

## 24. Scrip Lending.

### Ashburton Money Market Funds Limited

Not allowed.

### South African Regulation\*

### South African Collective Investment Schemes

Allowed, up to 50% with limits on single borrower and subject to 105% collateral.

## 23.1 Scrip Borrowing.

### Ashburton Money Market Funds Limited

Not allowed.

### South African Regulation\*

### South African Collective Investment Schemes

Not allowed.

## 25. Certificates, if issued and needed for redemption.

### Ashburton Money Market Funds Limited

Uncertificated.

### South African Regulation\*

### South African Collective Investment Schemes

Issued on request.



# Schedule of similarities and differences for South African investors for FSCA approved funds - Appendix 2 – cont.

## 26. Reporting to supervisory authority.

**Ashburton Money Market Funds Limited**

Half yearly.

**South African Regulation\***

**South African Collective Investment Schemes**

Quarterly and annually.

## 27. Inspection powers by supervisory authority.

**Ashburton Money Market Funds Limited**

Yes.

**South African Regulation\***

**South African Collective Investment Schemes**

Yes.

## 28. Reporting to investors.

**Ashburton Money Market Funds Limited**

Half yearly.

**South African Regulation\***

**South African Collective Investment Schemes**

Annually.

## 29. Legal structure if different from a trust.

**Ashburton Money Market Funds Limited**

Open-ended investment company.

**South African Regulation\***

**South African Collective Investment Schemes**

Collective Investment Scheme whether trust based or open-ended investment company.

## 30. Interest earned on Funds pending investment and redemption.

**Ashburton Money Market Funds Limited**

Any benefit accrues to the Manager.

**South African Regulation\***

**South African Collective Investment Schemes**

Interest paid to clients.

\*Source: FSCA Collective Schemes Control Act 2002

## CHANNEL ISLANDS

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