

ClearBridge Global Infrastructure Value Fund

Product Disclosure Statement for the

ClearBridge Global Infrastructure Value Fund - Class A / ClearBridge Global Infrastructure Value Fund Active ETF

Issued by Franklin Templeton Australia Limited ("Franklin Templeton Australia") ABN 76 004 835 849 AFSL No. 240 827, a subsidiary of Franklin Resources, Inc operating as Franklin Templeton.

ClearBridge Global Infrastructure Value Fund - Class A / ClearBridge Global Infrastructure Value Fund Active ETF

ARSN 150 677 017

APIR TGP0034AU

Class Class A

ASX Ticker CUIV

Information in this PDS was correct at the date of issue and is subject to change, including changes to the Fund's investment guidelines, processes, fees, expenses and other material matters. **Information in this PDS is subject to change from time to time. Where the change is not considered materially adverse to investors, the information may be updated on www.clearbridgeinvestments.com.au.** A paper copy of updated information will be provided to Unit holders on request for no charge. For material changes, a new or supplementary PDS may be issued and Unit holders notified as required by the Corporations Act. Updates should be read in conjunction with the latest PDS. A copy of the Constitution of the Fund is also available on request.

4/04/2025

Contents

1.	Important Information	3
2.	Fund at a glance.....	4
3.	About us	6
4.	How the Fund works.....	7
5.	How we invest your money.....	13
6.	Risks you should consider	18
7.	Fees and costs	24
8.	Other information.....	29
9.	Privacy.....	34
10.	Tax	38
11.	How to transact.....	41
12.	Glossary of important terms.....	45

For personal use only

1. Important Information

Franklin Templeton Australia Limited (ABN 76 004 835 849, AFSL 240827) (“Franklin Templeton Australia”), the “Responsible Entity” for the ClearBridge Global Infrastructure Value Fund (ARSN 150 677 017) (the “Fund”), has prepared this Product Disclosure Statement (“PDS”) for the Class A Units of the Fund.

The information contained in this PDS is general information only and does not take into account your individual financial objectives, situation or needs. Investments are subject to risks, some of which are outlined in this PDS. Franklin Templeton Australia does not guarantee any profit or recovery of capital from an investment in the Fund. Investors should note that an investment in the Fund should not constitute a substantial portion of an investment portfolio and may not be appropriate for all investors. The Fund could be a suitable investment for investors seeking total return over the long term through income and capital appreciation and who are willing to accept fluctuations (sometimes significant) in the Net Asset Value per “Unit” of the Fund during the short term. It is important that you understand and accept the risks before you invest and you should seek professional financial advice prior to making an investment decision. To obtain advice or more information about the products offered in this PDS you should speak to an Australian financial services licensee or an authorised representative.

Franklin Templeton Australia issues Units in the Fund on the terms and conditions described in this PDS, the “**Constitution**” of the Fund and the “**Corporations Act**”. Unit holders are bound by the Constitution of the Fund. Units in the Fund are only available to investors that receive this PDS (electronically or otherwise) in Australia and New Zealand. This PDS does not constitute an offer or invitation in any place outside Australia and New Zealand, or to any person to whom it would be unlawful to make such an offer or invitation. New Zealand investors should read the important information for New Zealand investors in Section 8 “Other Information.” All references to dollar amounts are in Australian currency.

Investors should not rely on information about the Fund that is not contained in this PDS or the Constitution of the Fund.

A copy of this PDS has been lodged with the Australian Securities and Investments Commission (“**ASIC**”) and, at the time of lodgement, Franklin Templeton Australia has made an application to ASX Limited (“**ASX**”) for the quotation of Class A Units on the ASX with the exchange ticker CUIV. Neither ASIC nor the ASX take responsibility for this PDS.

If the application is approved by the ASX and the Class A Units are quoted on the ASX, the Units will be able to be traded on the ASX. No representation is made concerning the Class A Units’ quotation on the ASX.

In this PDS, all fees and costs are expressed in Australian dollars inclusive of GST net of “**Reduced Input Tax Credits**” (“RITCs”).

A reference to a “**Business Day**” means a day other than: (a) a Saturday or Sunday; and (b) any other day which ASX Settlement notifies facility users is not a Business Day.

References to “you” or “your” refers to you as the reader of the PDS and “we” and “our” refers to Franklin Templeton Australia.

All terms in “**bold**” are defined terms in the glossary.

Use of this PDS

Investors can apply or withdraw units directly with Franklin Templeton Australia or can buy and sell units on the ASX. The offer under this PDS is to investors applying or withdrawing units directly with Franklin Templeton Australia and investors who buy or sell units on the ASX may use the PDS for information purposes.

This PDS is available for those investors wishing to access the Fund via an Investor Directed Portfolio Service (“**IDPS**”) or Master Trust. When investing in the Fund via an IDPS or Master Trust, the operator of the IDPS or the trustee of the Master Trust acquires the rights of a Unit holder in the Fund. In this case, your rights and liabilities will be governed by the terms and conditions of the relevant IDPS offer document or Master Trust PDS, which you must read carefully prior to directing the relevant operator or trustee to invest in the Fund. For more information, please refer to [Section 11.6](#).

Target Market Determination

Franklin Templeton Australia has issued a target market determination (“**TMD**”) which includes a description of the class of investors for whom the Fund and its key features may be consistent with their likely objectives, financial situation and needs. A copy of the Fund’s TMD is available on ClearBridge’s website at www.clearbridgeinvestments.com.au.

2 Fund at a glance

Further detail about the Fund can be found in Sections 4, 5 and 6. You should read the whole PDS and seek any advice you need before deciding to invest.

Fund details	
Name of the Fund	ClearBridge Global Infrastructure Value Fund - Class A / ClearBridge Global Infrastructure Value Fund Active ETF
ARSN	150 677 017
APIR	TGP0034AU
Exchange Ticker Code	CUIV
Investment objective	To provide investors with regular and stable income comprised of dividends, distributions and interest received plus capital growth from a portfolio of global infrastructure securities without any hedging of the Fund's currency exposure and to outperform the benchmark, being an accumulation index comprised of the OECD G7 Inflation Index plus 5.5% per annum. The Benchmark is used for performance comparison purposes only.
Approach to currency management	The Fund does not engage in active currency management.
Recommended investment timeframe	The Fund aims to outperform the Benchmark for investments held over the minimum suggested investment timeframe of 3-5 years. The Fund may suit investors with a long-term investment horizon whose investment objective is to achieve growth in the value of their investment and who are willing to accept an investment strategy involving a high level of volatility and risk in the management of their investment.
Risk of the Fund	The Responsible Entity considers the risk level of the Fund to be high. The Investment Manager has risk control methodologies in place which aim to mitigate the overall level of risk.
Net Asset Value	<p>The Net Asset Value ("NAV") of the Fund is calculated by deducting the liabilities (including any accrued fees) of the Fund from the aggregate value of assets. The NAV published on a particular Business Day reflects the value of the Fund on the previous day at the close of trading in each market in which the Fund invests.</p> <p>The NAV per Unit is calculated by dividing the NAV by the number of Units on issue in the Fund.</p> <p>An indicative NAV per Unit ("iNAV") is calculated by a third-party calculation agent and will be published on our website throughout the Trading Day. The iNAV will be updated to reflect real time movements in stock markets and currencies during the Trading Day and, for securities not trading during the Trading Day, listed proxy instruments selected on the basis of correlations with the underlying investments. The iNAV will be calculated and published at least every 15 seconds on www.clearbridgeinvestments.com.au throughout the ASX Trading Day.</p> <p>The iNAV is indicative only and might not be up to date or might not accurately reflect the underlying value of the Fund.</p> <p>No assurance can be given that the iNAV will be published continuously or that it will be up to date or free from error. To the extent permitted by law, neither Franklin Templeton Australia nor its appointed agent shall be liable to any person who relies on the iNAV.</p>
Market liquidity	<p>Once quoted (and subject to market conditions), investors may purchase/sell their units on the market in the same way as other listed and quoted securities. The price investors enter and exit the Fund will be the price at which they buy or sell the units on the market.</p> <p>The Responsible Entity has appointed a market maker to maintain continuous liquidity to the market by acting as a buyer and seller to the secondary market. The market maker will create and redeem units as required to hold an inventory of units enabling it to provide buy and sell prices to the secondary market, while also potentially hedging their underlying positions.</p>

	<p>The purchase/sale of units on the ASX is not governed by the terms of this PDS and therefore the minimum investment/redemption requirement does not apply to units purchased on the ASX.</p>
<p>Application and Withdrawals from the Fund</p>	<p>Investors can invest in the Fund by either applying for units directly with the Responsible Entity using an Application Form or purchasing the units on the ASX.</p> <p>Investors can withdraw from the Fund by either directly making a withdrawal request to the Responsible Entity, or by selling units on the ASX. You need to hold your units on the issuer sponsored subregister to make your withdrawal request directly to the Responsible Entity. If your units are held on a Holder Identification Number ("HIN"), then your stockbroker can assist you in withdrawing from the Fund. You may contact the registry to transfer your holding from the issuer sponsored subregister to your HIN, or vice versa, however, fractions of a unit cannot be transferred onto a HIN. As such, you may exit the Fund in a different manner from when you entered the Fund. However, investors should be aware that entering and exiting the Fund via (i) the ASX; and (ii) by applying directly with the Responsible Entity may have different results, including the entry and exit price of your units.</p> <p>An investor that applies for units directly with the Responsible Entity may pay a different price for units in the Fund to an investor who buys units on the ASX at the same time or on the same day. Similarly, an investor who redeems units directly with the Responsible Entity is likely to receive a different price for units in the Fund to an investor who sells units on the ASX at the same time or on the same day. These differences received by investors may result in a different return from an investment in the Fund.</p>
<p>Management Fees and Costs¹</p>	<p>0.97% p.a.</p>
<p>Distribution frequency</p>	<p>Quarterly (as at each 30 September, 31 December, 31 March and 30 June)</p>
<p>Reporting</p>	<p>The following information will be made available at www.clearbridgeinvestments.com.au</p> <ul style="list-style-type: none"> • the NAV unit price (daily); • Material Portfolio Information (daily); • information about redemptions from the Fund (monthly); • the portfolio holdings on a quarterly basis within two months of the end of each calendar quarter; and • a copy of the latest PDS for the Fund. <p>The following information is available on the "ASX Markets Announcement Platform". Copies of the ASX announcements for the Fund are also available on the ClearBridge website.</p> <ul style="list-style-type: none"> • Distribution information (as applicable); • Total number of units on issue and information about redemptions from the Fund (monthly); • Notices to investors, including significant events and continuous disclosure notices; and • The Fund's annual and any half-year financial reports (including financial statements). <p>The ClearBridge website also has additional information about the Fund including performance and portfolio information.</p>
<p>¹ See Section 7 for additional Fees and Costs information</p>	

3 About us

Franklin Templeton Australia

Franklin Templeton Australia is the Responsible Entity for this Fund and a subsidiary of Franklin Resources, Inc. The Responsible Entity is solely responsible for the management of the Fund, which includes day-to-day administration and making investment decisions. Franklin Resources, Inc. [NYSE:BEN] is a global investment management organisation with subsidiaries operating as Franklin Templeton and serving clients in over 150 countries. Franklin Templeton's mission is to help clients achieve better outcomes through investment management expertise, wealth management and technology solutions. Through its specialist investment managers, the company offers specialisation on a global scale, bringing extensive capabilities in fixed income, equity, alternatives and multi-asset solutions. With more than 1,600 investment professionals, and offices in major financial markets around the world, the California-based company has over 75 years of investment experience and over AUD \$2.5 trillion in assets under management as of 31 December 2024. Through specialised teams, Franklin Templeton has deep expertise across all asset classes, including fixed income, equity, alternatives and multi-asset solutions. This includes a group of world-renowned specialist investment managers such as ClearBridge, Western Asset and Brandywine Global. For more information, please visit www.franklintempleton.com.au.

ClearBridge Investments Limited

Franklin Templeton Australia has appointed ClearBridge Investments Limited (AFSL 307727) ("ClearBridge") as the investment manager of the Fund. ClearBridge is a specialist investment manager engaged by us to manage investments, including global listed infrastructure securities for the Fund.

ClearBridge is dedicated to identifying and investing in the best infrastructure assets in the global listed equity market with the goal to deliver strong absolute returns over an investment cycle.

Understanding and managing the relationship between risk and return as it applies to infrastructure assets is at the heart of ClearBridge's bottom-up investment process.

How to contact ClearBridge

ClearBridge Investments Limited

Registered Address

Level 13, 35 Clarence Street
Sydney NSW 2000

www.clearbridgeinvestments.com.au

Email auclientservice@clearbridge.com

Telephone +61 2 9397 7351

How to contact Franklin Templeton Australia

Please contact Franklin Templeton Australia if you require further information or if you have any questions regarding this PDS.

Registered Address

Franklin Templeton Australia
Level 47, 120 Collins Street
Melbourne VIC 3000

www.franklintempleton.com.au

Email auclientadmin@franklintempleton.com

How to contact MUFG Corporate Markets (AU) Limited (MUFG Corporate Markets) (Unit Registry)

Mail MUFG Corporate Markets
Locked Bag 5038 Parramatta NSW 2124

Telephone 1800 673 776

Fax +61 2 9287 0367

4 How the Fund works

4.1 Fund Structure

The Fund is a registered managed investment scheme.

The Fund comprises assets which are acquired by the Responsible Entity in accordance with the investment strategy for the Fund. Your rights as a Unit holder in the Fund are governed by a "Constitution", which sets out how the Fund is to be operated. The terms and conditions of the Constitution are binding on the Responsible Entity and each Unit holder (and all persons claiming through them).

The Responsible Entity has appointed JPMorgan Chase Bank, N.A. (Sydney Branch) (ABN 43 074 112 011) ("JPMorgan") to provide custody and fund administration services. JPMorgan has not been involved in the preparation of this document or caused or otherwise authorised the issue of this document. JPMorgan has not independently verified the information contained in this document and, accordingly, accepts no responsibility for the accuracy or completeness of the information. JPMorgan does not guarantee the success or the performance of the Fund nor the repayment of capital or any particular rate of capital or income return.

MUFG Corporate Markets (AU) Limited (ABN 54 083 214 537) has been appointed as the registrar in relation to the Fund. The custodian and registrar may be changed from time to time and the custodian may be changed where we are satisfied that the proposed new custodian meets applicable regulatory requirements.

A Unit holder's interest in the Fund is represented by "Units". A Unit holder has an interest in the assets of the Fund as a whole, subject to the liabilities of the Fund. A Unit holder does not have an interest in any particular asset of the Fund.

Classes of Units

The Responsible Entity may offer or withdraw classes of Units. Currently under this PDS one class of Units is offered: "Class A". The Responsible Entity has the ability to issue further classes of Units under separate PDSs or other offer documents from time to time.

4.2 How to transact in the Fund

Investors can invest in the Fund by either:

- Purchasing units on the ASX; or
- Applying for units directly with the Responsible Entity using an Application Form.

Both methods are described in further detail below.

Likewise, investors can withdraw from the Fund by either directly making a withdrawal request to the Responsible Entity, or by selling units on the ASX. Withdrawal requests made to the Responsible Entity are done so by submitting a paper-based Withdrawal Form. This form is available from www.clearbridgeinvestments.com.au or by contacting ClearBridge.

You need to hold your units on the issuer sponsored subregister to make your withdrawal request directly to the Responsible Entity's unit registry. If your units are held on a HIN, then your stockbroker can assist you in withdrawing from the Fund. You may contact the registry to transfer your holding from the issuer sponsored subregister to your HIN, or vice versa. Fractional holdings cannot be transferred to a HIN (for example, if an investor holds 100.5 units on the issuer sponsored subregister, a maximum of 100 units could be transferred to a HIN). Any fractional unit holding remaining after the conversion or transfer will be withdrawn by us and the withdrawal proceeds paid to you. As such, you may exit the Fund in a different manner from when you entered the Fund. However, investors should be aware that entering and exiting the Fund via (i) the ASX; and (ii) by applying directly with the Responsible Entity may have different results, including the entry and exit price of your units. The process of transferring your holdings between the issuer sponsored subregister and a HIN may also delay the processing of the sale of the units on the ASX while the transfer is completed. Conversely, the transfer from HIN to issuer sponsored subregister may delay the processing of your withdrawal request while the transfer is completed.

An investor that applies for units directly with the Responsible Entity may pay a different price for units in the Fund to an investor who buys units on the ASX at the same time or on the same day. Similarly, an investor who redeems units directly with the Responsible Entity is likely to receive a different price for units in the Fund to an investor who sells units on the ASX at the same time or on the same day. These differences in prices received by investors may result in a different return from an investment in the Fund.

4.3 Purchasing units on the ASX

Once the Units are quoted on the ASX, investors can invest in the Fund by buying units through a broker who will settle the buy order on the CHESS settlement service. Application forms are not required to be completed and there is no minimum

investment amount. The price applied to the investor's buy order will be the market price at the time of purchase as reflected by the price at which they have bought units on the ASX.

Likewise, once the Units are quoted on the ASX, investors can withdraw from the Fund by selling Units through a broker who will settle the sell order on the CHESSE settlement service. Withdrawal forms are not required to be completed and there is no minimum withdrawal amount. The exit price applied to the investors sell order will be the market price as reflected by the price at which they have sold units on the ASX.

Liquidity on the ASX

Once the Units are quoted on the ASX, Units are transacted (bought and sold) on the secondary market, in the same manner as other securities quoted on an exchange.

Market Maker

The Responsible Entity has an obligation to facilitate an orderly and liquid market in the Fund. The Responsible Entity has appointed a market maker to maintain continuous liquidity to the market by acting as a buyer and seller to the secondary market.

A market maker will create and redeem units as required to hold an inventory of units enabling it to provide buy and sell prices to the secondary market, while also potentially hedging their underlying positions.

The market maker uses information such as the Material Portfolio Information, NAV and the iNAV to determine the price of Fund units and places a bid/ask spread around this value before sending these prices to the ASX as bid and ask orders.

The Responsible Entity has appointed a market maker that:

- a) has experience in making markets in exchange quoted products and other types of listed securities in both Australia and overseas;
- b) is an ASX participant and has an agreement with the ASX to act as a market maker; and
- c) has the necessary skill and expertise to perform a market making function.

Under the market making arrangements, the market maker will generally retain for its own account any trading profit or bear any loss generated by its market making activities.

The Responsible Entity may replace a market maker appointed in respect of the Fund or appoint additional market makers in its absolute discretion.

4.4 Investing directly with the Responsible Entity

Investors can acquire interests in the Fund by applying for Units and can redeem from the Fund by making a withdrawal request in relation to the Units they hold. The price at which Units are acquired ("Application Price") or redeemed ("Withdrawal Price") is determined in accordance with the Constitution.

The Application Price and the Withdrawal Price on a "Business Day" are, in general terms, equal to the product of the Net Asset Value ("NAV") referable to Class A Units divided by the number of Class A Units on issue and:

- for the Application Price, adjusted up for transaction costs (called the "buy spread"); and
- for the Withdrawal Price, adjusted down for transaction costs (called the "sell spread").

The Application Price and the Withdrawal Price are generally determined each Business Day.

The Application Price and the Withdrawal Price will increase as the market value of the Fund's assets increases and will decrease as the market value of the Fund's assets decreases.

How we process your money

An investor can acquire Units by making an application for Units directly with Franklin Templeton Australia. An application for Units is made by lodging either an "Application Form" or an "Additional Application Form" ("application forms").

Application forms need to be received by the registrar and appropriate funding provided to the Fund's nominated bank account by 4pm on a Business Day to receive that day's Application Price.

Access to your money

A Unit holder can dispose of Units by making a withdrawal from the Fund with Franklin Templeton Australia. A withdrawal request can be made by lodging a "Withdrawal Form".

Withdrawal Forms need to be received by the registrar by 4pm on a Business Day to receive that day's Withdrawal Price.

Withdrawals are typically paid within 10 Business Days although the Constitution allows us up to 60 Business Days or longer in certain circumstances. Withdrawal proceeds will be paid to an investor's nominated bank account.

In some circumstances, such as a suspension of trading on a securities exchange, Unit holders may not be able to redeem their Units within the usual period upon request. If the Fund becomes illiquid, for the purposes of the "Corporations Act", then you may only redeem from the Fund in accordance with the terms of a withdrawal offer (if any) made by the Responsible Entity in accordance with the Corporations Act. Where withdrawals have been suspended, units in the Fund may continue to trade on the ASX provided that the Fund continues to comply with the ASX Rules. If the Fund ceases to comply with the ASX Rules, then the ASX may suspend trading of units on the ASX, and investors may continue to withdraw units directly from the Responsible Entity unless withdrawals have been suspended in accordance with the Constitution.

There is no obligation on the Responsible Entity to make a withdrawal offer. The Responsible Entity anticipates that the Fund will generally be liquid. We generally require a balance of \$20,000 for units held off-market to keep your investment open and if your balance held off-market falls below this amount, we may (after giving 30 days' notice) redeem your Units without a withdrawal request from you.

The Constitution for the Fund does provide us with the power to, where Units are redeemed during a year for which the Fund is an AMIT, allocate income as part of the Withdrawal Price of a Unit to a redeeming Unit holder in certain circumstances where the withdrawal constitutes a "Significant Withdrawal" to ensure a fair and reasonable allocation between investors.

4.5 Minimum investment

Unless otherwise determined by us, the minimum initial investment is \$20,000. Additional investments can be made at any time. The minimum additional investment amount is \$5,000. We may accept a minimum investment amount of less than \$20,000 at our discretion. We may also accept a minimum additional investment amount of less than \$5,000 at our discretion.

There is no minimum number of units if you invest in the Fund via the ASX.

Additional investments can be made into an existing account at any time. The minimum amount for an additional investment made using electronic funds transfer ("EFT") or cheque is \$5,000. No minimum amount applies to additional investments made by BPAY®.

We may accept initial and additional investment applications for smaller amounts at our discretion.

The processing of applications for lower amounts may be delayed while approval is sought for the lower application amount.

We may also reject applications at our discretion.

If you invest into the Fund indirectly through an Investor Directed Portfolio Service ("IDPS") or IDPS-like scheme (commonly referred to as a master trust or wrap account), the minimum investment amount will be determined by the operator of the master trust or wrap account and may be higher or lower than if you invest in the Fund directly.

4.6 Valuation of Fund assets and unit pricing

The Fund's assets are typically valued each Business Day. Unit prices are usually calculated each Business Day. We may declare Unit prices more or less frequently or delay calculation in certain circumstances.

A formal written policy has been established by us in relation to the guidelines and any relevant factors that are taken into account when exercising any discretion in calculating unit prices (including determining the value of assets and the amount of liabilities). A copy of our policy is available to investors on request free of charge.

4.7 Authorised Participants

This section is only applicable to Authorised Participants, being those investors who have entered into an agreement with the Responsible Entity to create and redeem units for the purposes of facilitating liquidity on the ASX.

Authorised Participants Agreement ('AP Agreement')

Authorised Participants are required to provide the Responsible Entity with a signed AP Agreement prior to transacting with the Responsible Entity and are required to comply with any additional requirements set out in the AP Agreement.

Applying and redeeming

An Authorised Participant can make a request to apply for and/or redeem units in the Fund in accordance with their AP Agreement by submitting a request to the Responsible Entity or the Fund's Registrar. Requests to apply/redeem units in the Fund can be submitted via an Application/Withdrawal Form or as otherwise determined by the Responsible Entity.

Applications or redemptions consist only of a cash amount equal to the application or withdrawal amount as appropriate, adjusted by the applicable buy/sell spread for the transaction.

Units issued to Authorised Participants will be quoted on the Fund's CHESS subregister under the ASX AQUA Rules with effect from the settlement of the issue of the relevant units.

A sell spread may be payable by Authorised Participants for unit redemptions. Refer to 'Additional explanation of fees and costs' for more information on sell spreads.

The Responsible Entity may refuse any application or redemption request as permitted by the Constitution or if the request is not in accordance with the terms of the AP Agreement. If this occurs, the Responsible Entity will notify the Authorised Participant.

4.8 Key differences between the ASX Listing Rules and the AQUA Rules

An application has been made to the ASX for units in the Fund to be traded on the ASX under the AQUA Rules as exchange traded products. The AQUA Rules are available at www.asx.com.au. The following table highlights the key differences between products that are quoted under the ASX Listing Rules, such as securities of a listed entity, and an investment product that is quoted under the ASX AQUA Rules.

Requirement	Investment products quoted under the Listing Rules	Investment products quoted under AQUA Rules
Control	A listed entity has control over the operation of its business and in doing so can influence the value of its own securities. For example, the management and the board of a listed entity may carry out corporate actions that have a direct impact on security prices or can make decisions affecting business performance that in turn impact security prices.	<p>An investment product quoted on the ASX is typically an investment vehicle through which investors obtain exposure to underlying assets.</p> <p>An issuer of an investment product quoted under the AQUA Rules typically controls the allocation of the investment product's funds among underlying assets but does not directly influence the value of the underlying assets. Instead, the value of the underlying assets (and by extension the value of the investment product) is dependent on the performance of the underlying assets rather than the financial performance of the issuer itself.</p>
Continuous disclosure	Listed entities are subject to the continuous disclosure requirements under section 674 of the Corporations Act and, ASX Listing Rule 3.1.	<p>Issuers of investment products quoted under the AQUA Rules are not subject to the continuous disclosure requirements under ASX Listing Rule 3.1 and section 674 of the Corporations Act.</p> <p>Under the AQUA Rule 10A.4.2, the Responsible Entity will provide the ASX with any information that is not generally available and that may lead to the establishment of a false market in its products or would otherwise impact the price of its products.</p> <p>As an issuer of quoted investment products, the Responsible Entity must also disclose certain specific information including:</p> <ul style="list-style-type: none"> (a) information about the Fund's NAV each Business Day; (b) the Fund's NAV whenever the issuer's management activities cause the Fund's NAV to move by more than 10% since the last reported NAV; (c) information about redemptions; (d) information about distributions paid to Unit holders and any distribution statements (or information) made available or provided to Unit holders; and (e) any other information that is required to be disclosed to ASIC under s675 or 1017B of the Corporations Act, or would be required to be disclosed to ASIC under s323DA of the

Requirement	Investment products quoted under the Listing Rules	Investment products quoted under AQUA Rules
Periodic disclosure	Entities listed on the ASX market are required to disclose half yearly and annual financial information or annual reports under Chapter 4 of the ASX Listing Rules.	<p>Under AQUA Rules, issuers are not required to disclose their half yearly and annual financial information or annual reports. Responsible entities of registered managed investment schemes quoted on ASX are, however, still required to lodge financial reports for those managed investment schemes with ASX at practically the same time as they are provided to ASIC and investors (as required under Chapter 2M of the Corporations Act).</p> <p>In addition, under the AQUA Rules, issuers of quoted investment products must also disclose each month the total ETF securities on issue.</p>
Corporate control	Requirements in the Corporations Act and ASX Listing Rules in relation to matters such as replacement of a responsible entity, takeovers, buy-backs, change of capital, new issues, restricted securities, directors' interests and substantial shareholding disclosures apply to companies and schemes listed on the ASX.	<p>Many of the requirements in the Corporations Act and the ASX Listing Rules in relation to matters such as takeover bids, buy-backs, change of capital, new issues, restricted securities, disclosure of directors' interests and substantial shareholdings that apply to listed entities do not apply to investment products quoted under the AQUA Rules. Issuers of products quoted under the AQUA Rules are subject to general requirements to provide the ASX with any information concerning itself that may lead to the establishment of a false market or materially affect the price of its products.</p> <p>As the Fund is a registered managed investment scheme, the Responsible Entity is still required to comply with the provisions of the Corporations Act including that the Responsible Entity may be removed by an extraordinary resolution of members.</p>
Related party transactions	Entities listed on the ASX are subject to Chapter 10 of the ASX Listing Rules, which contains restrictions on transactions between an entity and persons in a position to influence the entity.	<p>Chapter 10 of the ASX Listing Rules does not apply to investment products quoted under the AQUA Rules.</p> <p>The Responsible Entity is still required to comply with Chapter 2E and Part 5C.7 of the Corporations Act in respect of the Fund.</p>
Auditor rotation requirements	There are specific requirements regarding auditor rotation in Division 5 of Part 2M.4 of the Corporations Act applying to listed entities.	<p>Issuers of investment products quoted under the AQUA Rules are not subject to the requirements in Division 5 of Part 2M.4 of the Corporations Act.</p> <p>Under the Corporations Act the Responsible Entity is still required to appoint an independent auditor to carry out audits of the Fund's financial statements and the Fund's compliance plan.</p>

4.9 Clearing House Electronic Subregister System (CHES)

The Clearing House Electronic Subregister System ("CHES") performs two major functions in relation to trading on the ASX:

- a) facilitates the clearing and settlement of trades in products quoted on the ASX; and
- b) provides an electronic subregister for products quoted on the ASX.

For personal use only

The Registrar will maintain an electronic subregister with CHESS on behalf of Franklin Templeton Australia (the “CHESS sponsored” subregister) in addition to maintaining an “issuer sponsored” subregister. Franklin Templeton Australia will not issue investors with certificates in respect of their units. Rather, when investors purchase units on the ASX, they will either receive a holding statement from the Registrar which will set out the number of units they hold, together with the ‘Securityholder Reference Number’ (for holders on the issuer sponsored subregister) or a holding statement which will set out the number of units they hold, together with a ‘Holder Identification Number’ allocated by CHESS (for holders on the CHESS sponsored subregister).

4.10 Transfer of units

You may request that your stockbroker transfer your holding in the following circumstances:

- You wish to transfer your SRN holding on the issuer sponsored subregister in the Fund to an account with that stockbroker (HIN holding on the CHESS subregister). You may only transfer whole units, and any partial units remaining after the conversion will be cancelled and become property of the Fund.
- You wish to transfer your HIN holding to another HIN or to transfer your units to an account directly with the Fund (SRN holding on the issuer sponsored subregister).

The process of transferring your holdings between the issuer sponsored subregister and a HIN may also delay the processing the sale of the units on the ASX while the transfer is completed. Conversely, the transfer from HIN to issuer sponsored subregister may delay the processing of your withdrawal request while the transfer is completed.

4.11 Switching for unlisted units

Investors can request to switch all or part of their investment between Funds. A switch is processed as a withdrawal of units from the existing Fund and an application of units in the new Fund. Switches into a Fund that you do not currently have an investment in, will attract the minimum initial investment amount. Switches between a Fund that you currently have an investment in will attract the minimum additional investment amount. The switch cannot result in your investment falling below the minimum unit holding value of a Fund. Generally, a completed and signed Switch Form must be received by 4:00pm on a Business Day to be processed with the Application Price and Redemption Price calculated for that Business Day. The form must be correctly completed. The Fund buy/sell spreads will apply to the switch. If you wish to switch into a Fund that you do not currently have an investment in, you will need to obtain and read the current disclosure document for that Fund, before completing the Switch Form. We recommend that you assess any tax implications of a switch transaction with your tax adviser before submitting your switch request.

5 How we invest your money

5.1 What is the investment objective of the Fund?

The investment objective of the Fund is to provide investors with regular and stable income comprised of dividends, distributions and interest received plus capital growth from a portfolio of global infrastructure securities without any hedging of the Fund's currency exposure and to outperform the benchmark, being an accumulation index comprised of the OECD G7 Inflation Index plus 5.5% per annum. The Benchmark is used for performance comparison purposes only.

5.2 What does the Fund invest in?

The Fund will hold a diverse range of global infrastructure listed securities across a number of infrastructure subsectors such as gas, electricity and water utilities, renewables, toll-roads, airports, rail and communication infrastructure and across geographic regions, and cash. The main investments of the Fund will include:

- Securities listed on stock exchanges in the G7 countries of the United States of America, United Kingdom, Japan, Germany, France, Italy and Canada.
- Securities listed on exchanges of other developed and developing nations.
- Securities in which ClearBridge believes, at the time of investment, that the issuing company's securities will be listed on a regulated exchange within 12 months of the Fund's investment of up to 10% of the Fund's NAV. Please note, however, that while these securities are expected to list on a regulated exchange, official quotation is not guaranteed and remains at the discretion of the exchange.
- Depository receipts or other such securities where the underlying securities are inaccessible or illiquid.
- Sector Limitations:
 - o Global listed infrastructure securities: 80-100%
 - o Cash and cash equivalents such as other investment grade interest-bearing securities: 0-20%
- Industry Limitations:
 - o Regulated Utilities (e.g. Energy and Water): 35-70%
 - o Renewables: 0-40%
 - o Transport: 15-40%
 - o Energy Infrastructure: 0-20%
 - o Communications: 0-20%
 - o Community and Social: 0-10%
- The Fund will usually hold between 30 and 60 different securities.
- Regional Parameters:
 - o UK/Europe (developed): 20-70%
 - o Asia/Pacific: 0-40%
 - o North America (developed): 20-70%
 - o Developing Markets: 0-25%
- The Investment Manager will not engage in borrowing or leveraging of the Fund.
 - The Investment Manager may use options, futures or other derivatives to reduce risk or gain exposure to the market for the underlying physical investments. Derivatives are not used speculatively. The Investment Manager will not use derivatives for the purpose of gearing the Fund. The Investment Manager regularly monitors derivative positions to ensure that the Fund can meet all derivative contract obligations from the appropriate amounts of cash or physical assets held by the Fund. Where derivatives are used, the total notional value of derivatives will not exceed 5% of the ETF's Net Asset Value (NAV), excluding derivatives used solely for hedging foreign exchange risk. We will notify the market promptly if exceptional circumstances cause derivative exposure to exceed the 5% threshold.

5.3 Labour, Environment, Social, Governance and Ethical considerations

ClearBridge's investment process includes a number of steps that aim to ensure that the attributes of a security will match the investment objective of the relevant Fund. ClearBridge uses various mechanisms to analyse the global universe of securities. These mechanisms include an investment screening process applying specific financial and market criteria to develop an investment universe of securities. These securities are then subjected to detailed analysis and research to determine ClearBridge's view of the securities' quantitative and qualitative attributes and the risk adjusted return for each security. ClearBridge then compares and selects securities by comparing what ClearBridge believes are common features. The securities exhibiting the better risk adjusted returns are then considered for investment.

The portfolio held by the Fund is constructed based on a bottom-up analysis of individual securities.

ESG Analysis

As part of ClearBridge's bottom-up investment process, it also considers environmental, social, governance, and ethical factors and labour standards ("ESG factors") in determining whether to include, retain or exclude securities within the investment universe for the Fund. This information is utilised as part of the investment process by the portfolio managers when integrating ESG and fundamental research in stock selection. ClearBridge does not have a predetermined view as to what it regards to be a labour standard or an environmental, social, governance or ethical consideration.

ClearBridge applies a Research Management System, comprised of the proprietary ESG Ratings Manager ("ERM") and an ESG Engagement Management System which additionally features an Engagement for Impact ("EFI") component, (see further information below). The ERM allows for an easily accessible common language for ESG factors that provides transparency and consistency of methodology in assigning ESG ratings to companies across the firm. This system combines:

- Internal research and analysis;
- Supplementary information and data obtained from a variety of third-party research providers; and
- Engagement with certain company management and nonexecutive directors and other industry experts selected for review. ClearBridge acknowledges that there may be limitations to the degree of influence it may reasonably have in relation to the companies selected for engagement. ClearBridge does not have any predetermined metrics for measuring or reporting outcomes of the engagement activities.

The Fund may hold investments where ESG factors are not considered, including cash, cash equivalents, exchange-traded funds and certain types of derivatives.

ESG Ratings Manager

While ClearBridge does not have a predetermined view as to the extent to which labour standards and environmental, social, governance or ethical considerations are taken into account, the ERM assesses and scores sustainability risks and opportunities across a range of factors, depending on the sector and subsector for the Fund. This system has four rating levels: AAA, AA, A & B, assigned to companies based on performance on key ESG issues (such as health & safety, gender diversity, climate risk, corporate governance risk, data security), including performance relative to the companies' industry peer set.

For further information relating to specific ESG factors, please refer to the 'ESG Factors' section below.

ENGAGEMENT

Engagements are an integral part of ClearBridge's investment process and our approach to stewardship. Engagements contribute to both our understanding of a company's ESG risks and opportunities — which ClearBridge research analysts express in an internal ESG rating for a company — and our ongoing assessment of a company's operational and financial strength. In fact, a company's ESG profile and valuation are often linked. Furthermore, a substantial portion of our company research is informed by direct, ongoing interaction with company management and boards of directors, both in our offices and through on-site company visits.

As mentioned above, we 'Engage for Impact'. EFI is our internal engagement initiative which encourages more targeted engagements for a limited number of selected companies within our broader engagement activities that have a greater likelihood of creating positive impact, which we define as the creation of long-term positive environmental or social outcomes for the benefit of all stakeholders. Both sector and portfolio analysts work closely with our portfolio managers to develop specific "asks" or areas for improvement for priority target companies, for example, reducing emissions and improving board effectiveness. However, ClearBridge acknowledges that there may be limitations to the degree of influence it may reasonably have in relation to the companies selected for engagement and that achieving a positive impact may require the collective effort of other shareholders. ClearBridge does not have any predetermined metrics for measuring or reporting outcomes of the engagement activities.

NEGATIVE SCREENING

ClearBridge applies screens which exclude certain investments. The Fund will not invest in:

- Companies that directly generate any gross revenue from tobacco production but may invest in companies that indirectly generate 5% or less of their gross revenue from the supply or retail of tobacco.
- Companies that directly generate any gross revenue from the production of adult entertainment but may invest in companies that indirectly generate 5% or less of their gross revenue from the distribution or retailing of adult entertainment.
- Companies that directly generate 10% or more of their gross revenue from the production of conventional weapons.
- Companies that have any direct involvement in the production of cluster munitions, landmines, biological weapons, and chemical weapons.
- Companies that directly generate any gross revenue from commercial gambling operations but may invest in companies that indirectly generate 5% or less of their gross revenue from the licensing or supporting activities of gambling.
- Companies that directly generate more than 10% of their gross revenue from the extraction and/or production of oil and gas.
- Companies that directly generate more than 10% of their gross revenue from the mining and/or sale to external parties of thermal coal (including lignite, bituminous, anthracite and steam coal).
- Companies that directly generate more than 5% of their gross revenue from alcohol production, or the supply or retail of alcohol.
- Companies that directly generate more than 10% of their gross revenue from Unconventional Oil and Gas production (including oil sands, oil shale (kerogen-rich deposits), shale gas, shale oil, coal seam gas, and coal bed methane).

Should an investment cease to be consistent with the screens imposed, such investment will be divested as soon as reasonably practicable and in the best interests of investors.

ClearBridge's Compliance function monitors compliance with the ten principles in each of the four areas (human rights, labour, environment and anti-corruption) of the United Nations Global Compact (UNGC) on a daily basis for the infrastructure investment strategies.

ClearBridge uses a third-party data provider for UNGC monitoring to make an initial assessment of whether a company is breaching the principles of the UNGC and is therefore categorised as a 'fail'. This assessment can only be overridden if ClearBridge has identified clear evidence to support an assessment indicating that there was no breach of the principles. Any decision to override is subject to enhanced internal sign-off by the portfolio managers and Compliance.

If ClearBridge considers that the company is categorised as a fail, the investment will typically be divested as soon as reasonably practicable and in the best interests of investors.

RISKS AND LIMITATIONS OF NEGATIVE SCREENS

Where negative screens are applied to exclude investments from the Fund (whether based on ESG factors or otherwise), all reasonable care is taken to ensure such screening is applied consistently with this PDS and the portfolio's compliance with the screening criteria is regularly monitored.

However:

- there is a risk that different data will be available to the Investment Manager at different times (for example, because publicly available financial or other information is not always comprehensive or up to date), which may yield different results with respect to whether or not a particular investment is or should be excluded based on the application of the relevant screen at a particular point in time;
- there may be limitations in the financial or other data made available to ClearBridge, Franklin Templeton Australia (and its delegates) upon which screening decisions are based (for example, the data may include estimates or be based on certain assumptions which later prove to be inaccurate); and
- despite the Investment Manager's best efforts, some investments may from time to time be included in the Fund where they should, based on the applicable negative screen, be excluded and there is no guarantee that all investments in the Fund will meet all screening criteria at all times.

There may be limitations to the availability, timeliness, accuracy and reliability of data used to assess ESG factors and this may impact the analysis and may result in securities being incorrectly included or excluded from the Fund's portfolio.

The Investment Manager uses its own proprietary framework and considers the data provided by a third-party vendor (where available), and to the extent of any inconsistency, the Investment Manager's analysis will prevail.

Further to the above, the Fund may invest in securities that are involved in the same supply chain as an excluded investment or otherwise have an indirect association with an excluded investment. For example, the Fund may invest in companies that are providing financing to an excluded investment. The Fund may have indirect exposure to excluded investments through other investments including cash, cash equivalents, exchange-traded funds and certain types of derivatives.

Adult entertainment materials are only excluded where the company has derived revenue from producing, directing, or publishing adult entertainment materials that fall into the following categories: producer of X-rated films, producer of pay-per-view programming or channels, producer of sexually explicit video games, producer of books or magazines with adult content, live entertainment of an adult nature, producer of adults-only material on the internet but does not include broadcasting of adult entertainment materials.

Throughout this document, negative screening may not include the parent or subsidiaries of companies.

REVENUE

For the purposes of revenue-based exclusionary screens, revenue is generally on a gross basis and generally based on both publicly available information including revenue reported by the company in audited financial statements (where available) and the manager's analysis of other relevant factors, that the Investment Manager adjudges may impact revenue trends. While the Investment Manager will generally divest investments that no longer meet the revenue thresholds, the Investment Manager may also continue holding companies where it considers it to be in the best interests of investors. For example, in extraordinary circumstances, an investment may temporarily marginally exceed a revenue threshold but be retained in a portfolio where the Investment Manager assesses the investment will return within revenue thresholds within a reasonable time. Any such decisions will be made in the best interests of investors and will take into account various factors relating to the investment such as the materiality of the excess over the revenue thresholds (from both a quantum and time perspective), the liquidity of the investment and transaction costs.

RISKS AND LIMITATIONS (ESG FACTORS)

ClearBridge does not have a predetermined view as to what comprises a labour standard or an environmental, social, governance or ethical consideration and have no predetermined view as to the extent to which a labour standard or an environmental, social, governance or ethical consideration will be taken into account. Taking all factors relevant to the overall investment thesis into account, including non-ESG factors, a security with a relatively lower ESG rating may be acquired and retained, and, conversely, a security with a relatively higher ESG rating may be neither acquired nor retained, where ClearBridge believes this is consistent with the overall investment objective and strategy of the Fund. The Funds may hold investments where ESG factors are not considered, including cash, cash equivalents, exchange-traded funds and certain types of derivatives. There may be limitations to the availability, timeliness, accuracy and reliability of data used to assess ESG factors and this may impact the analysis and may result in securities being incorrectly included or excluded from the Fund's portfolio.

ESG FACTORS

As described above, the ERM assesses and scores sustainability risks and opportunities across a range of factors. Depending on the infrastructure subsector, these factors are weighted according to importance and broadly focus on:

- Environmental factors such as a company's environmental practices, GHG emissions and energy efficiency initiatives;
- Social factors such as a company's approach to community relations;
- Governance factors such as the governance structure of the company, our alignment (as a minority shareholder) with the management, board and other major shareholders of the company and management and board quality including operating excellence, diversity and remuneration practices, amongst others;
- Ethical factors including management and board integrity and quality (e.g. anti-corruption measures, compliance, and ethical conduct); and
- Labour standards such as employee health and safety and management.

THE INVESTMENT PROCESS

In addition to the processes described above, to construct our investment universe or opportunity set, ClearBridge starts by screening the global universe of listed equity securities for infrastructure companies. The process aims to focus our research on companies where infrastructure is the primary driver of fundamental valuation, and the predictability and stability of cash flows meet our investment objectives.

As a result, we apply various screening processes to companies including for exposure concerns, where the assets are not predominantly infrastructure and we also take into account quality concerns, where we assess the company's business model and operating environment, including:

- Sovereign interests (authoritarian or oppressive regimes);
- Legal environment; and

- Regulatory environment.

Our investment team then incorporates sustainability analysis into the investment process and portfolio construction via three main pillars:

- **Valuation (cash flow forecasts)** – where appropriate, our analysts incorporate sustainability into our cash flow and terminal value forecasts. Examples include the cost of emitting carbon for large power utilities, the cash flows related to asset-based growth from storm hardening investments or the impact of technological innovation on the useable life of existing assets. Sustainability research may directly affect our valuation of companies to the extent that it affects our assessment of cash flows. For example, companies may need to invest in mitigating the impact of climate change, and such investments need to be reflected in financial forecasts as a part of scenario analysis. In most cases, the majority of the Sustainability IRR impacts are captured via cashflow adjustments.
- **Risk pricing (required return adjustment)** – the expected internal rate of return from each infrastructure security is compared with a required return, or ‘hurdle rate’ for each investment. The required return captures sustainability factors that cannot be priced into cash flows (the standard discount rate in our financial models had reflected a rating for corporate governance & management since June 2006 and environmental and social factors since 2012). As part of this assessment, we make explicit adjustments for sustainability risks and opportunities as determined by our ERM. For the Total fees and costs = management fees and costs + transaction costs + buy-sell spread top ESG rated company we apply a reduction to the required return to capture the improved risk profile and for the lowest rated we increase the required return. For companies in between we scale the required return adjustment relative to their ESG rating.
- **Engagement, proxy voting and controversy monitoring (active management)** – the ability to engage with company management teams is paramount and, as a result, ClearBridge does not invest in securities issued by companies with which our analysts cannot engage. ClearBridge’s investment team thinks of “active ownership” as the supporting of good corporate governance and the pursuit of change where ClearBridge believes sustainability practices are weak or less than ideal but acknowledging there may be limitations to the degree of influence ClearBridge may reasonably have. In the latter circumstances, ClearBridge may still purchase and/or retain a security provided that company management are positively engaged, and provided that this decision is consistent with the overall investment objective and strategy. As part of its engagement process, ClearBridge continues to monitor for alerts and controversy data and factors this into its investment decisions. We also participate in proxy voting in accordance with our policy and our individual client investment management agreements. ClearBridge does not have any predetermined metrics for measuring or reporting outcomes of the engagement activities.

5.4 What are the significant features and benefits?

The significant features of the Fund are:

- The Fund aims to provide long-term reliable income and inflation-linked capital growth over an economic cycle by investing in global listed infrastructure companies.
- A disciplined investment process which aims to build a portfolio of approximately 30-60 stocks that ClearBridge believes can provide superior returns.
- The Fund will hold a diverse range of global infrastructure securities across a number of different sectors and regions to help manage risk.
- The Fund seeks to identify companies with long-term competitive advantages in their respective sectors.
- The Fund is actively managed and portfolio construction is not constrained by the Benchmark.

The significant benefits of the Fund are:

- Professionally managed fund investing in a diversified portfolio across global listed infrastructure sub-sectors.
- Access to a highly experienced and stable investment team that utilises a consistently applied investment philosophy.
- Disciplined portfolio construction.
- Web-based reporting that includes performance, market commentary and portfolio strategy.

5.5 Changes to the Fund’s investment strategy and guidelines

Franklin Templeton Australia may change the investment strategy and guidelines of the Fund at any time. If Franklin Templeton Australia changes the investment strategy or guidelines it will advise Unit holders of the change.

6 Risks you should consider

It is important that you understand and accept the risks before you invest. We recommend you talk to an adviser about the risks involved in investing in the Fund and how it might impact on your individual financial circumstances.

General Risks

Investment in any fund carries risks, including volatility of returns. Volatility refers to the degree to which returns may fluctuate around their long-term average. Each asset class, whether it is cash, fixed interest, property, Australian or international shares, has associated investment risks and the return achieved by each will vary accordingly. You should be aware that an investment in the Fund contains risk and neither the performance of the Fund nor the security of your investment is guaranteed by Franklin Templeton or the Investment Manager.

Investments in the Fund are generally subject to risks, including possible delays in the payment of withdrawal proceeds, and loss of income and capital. The following discussion of certain risk factors does not purport to be an exhaustive list or a complete explanation of all the risks involved in an investment in the Fund.

The Responsible Entity considers the risk level of the Fund to be high.

6.1 What are the risks of investing in the Fund?

You should note:

- all investments carry risk;
- assets with the highest long-term returns may also carry the highest level of short-term risk;
- the value of investments will vary;
- the level of returns will vary and future returns may differ from past returns; and
- returns are not guaranteed and you may lose some of your money.

The level of risk for you will vary depending on a range of factors, including age, investment timeframes, where other parts of your wealth are invested and your risk tolerance. You should consult with your financial adviser before investing and from time to time, to ensure your investment is, and remains, appropriate to your needs.

The significant risks of the Fund are listed below. This section does not purport to cover or explain all the risks of investing in the Fund.

Risk	Risk Description
Counterparty Risk	Counterparty risk is the risk to each party of a contract that the counterparty will fail to perform its contractual obligations and/or to respect its commitments under the term of such contract, whether due to insolvency, bankruptcy or other cause. When a counterparty risk arises from the use of derivatives, the value of derivative and consequently the value of the Fund may be adversely affected.
Currency Risk	Movements in exchange rates may cause rises or falls in the value of a Fund's units and any assets held by the Fund which are denominated in a different currency to that of the base currency of a Fund. The value of these investments may decrease if the currency in which they are traded falls relative to a Fund's base currency. As a result, currency fluctuations may indirectly affect the value of a Fund's investment and, in turn, may also adversely affect the value of units held by a unitholder.

<p>Cyber Security Risks</p>	<p>With the increased use of technologies such as the internet and other electronic media and technology to conduct business, the Responsible Entity, the Fund, as well as the Responsible Entity's service providers and their respective operations can be susceptible to operational, information security and related risks including cyber security attacks or incidents.</p> <p>In general, cyber incidents can result from deliberate attacks or unintentional events, and include unauthorised access to digital systems, networks or devices (e.g., through "hacking" or malicious software coding) for purposes of misappropriating assets or sensitive information, corrupting data, or causing operational disruption. Cyber-attacks may also be carried out in a manner that does not require gaining unauthorised access, such as causing denial-of-service attacks on websites (i.e., efforts to make network services unavailable to intended users). In addition to intentional cyber-events, unintentional cyber-events can occur, such as, for example, the inadvertent release of confidential information. Cyber security breaches may cause disruptions and impact a business, potentially resulting in financial loss. This may impact the Fund's ability to calculate its Net Asset Value, trading and the ability of Unit holders to transact business. Cyber-attacks may violate privacy and other laws, resulting in regulatory fines, penalties, reputational damage, reimbursement or other compensation costs, or additional compliance costs, and the loss of proprietary information. Among other potentially harmful effects, cyber-events may also result in theft, unauthorised monitoring and failures in the physical infrastructure or operating systems that support the Responsible Entity and the Responsible Entity's service providers.</p> <p>The above may affect issuers of securities in which the Fund invests, counterparties, governmental and other regulatory authorities, exchange and other financial market operators, banks, brokers, dealers, insurance companies and other financial institutions (including financial intermediaries and service providers for Fund holders) and other parties. In addition, substantial costs may be incurred in order to try to prevent any cyber incidents in the future.</p>
<p>Derivative Risk</p>	<p>Derivatives are financial contracts that offer access to the performance of an underlying asset and are used to implement investment strategies in the most risk efficient manner possible. The use of derivatives to hedge the risk of physical securities will involve 'basis risk', which refers to the possibility that derivatives may not move exactly in line with the physical security. Fluctuations in the price of derivatives will be reflective of movements in the underlying assets, reference rate or index to which the derivatives relate. Consequently, the derivatives should not be expected to fully hedge the risk of the physical security. Derivatives are also used as substitutes for physical securities. In doing so there is the risk that a derivative may not be a perfect substitute for the underlying security it aims to replace and may not mirror its movements completely. Other risks associated with derivatives may include:</p> <ul style="list-style-type: none"> • loss of value because of a sudden price move or because of the passage of time; • potential illiquidity of the derivative; • the Fund being unable to meet payment obligations as they arise; • significant volatility in prices of the underlying asset; • some derivatives are leveraged and therefore may magnify or otherwise increase investment losses to the Fund; • legal risk which may result in loss due to the unexpected application of a law or regulation or because contracts are not legally enforceable or documented correctly; and • counterparty risk which is the risk that parties to derivatives contracts and other investment instruments may not perform their contractual obligations and may default when settlement is due.
<p>Emerging Markets Risk</p>	<p>Investments in "Emerging Markets" carry risks additional to those inherent in other investment, some of which are set out below.</p> <p>Economic and political factors: Investments in securities of issuers located in "Emerging Market Countries" involve special considerations and risks, including the risks associated with high rates of inflation and interest with respect to the various economies, the limited liquidity and relatively small market capitalisation of the securities markets in Emerging Market Countries, relatively higher price volatility, large amounts of external debt and political, economic and social uncertainties, including the possible imposition of exchange controls or other foreign governmental laws or restrictions which may affect investment opportunities. In addition, with respect to certain Emerging Market Countries, there is the possibility of expropriation of assets, confiscatory taxation, political or social instability or diplomatic developments that could affect investments in those</p>

countries. Moreover, individual emerging market economies may differ favourably or unfavourably from the economies of developed nations in such respects as growth of gross national product, rates of inflation, capital investment, resources, self-sufficiency and the balance of payments position. Certain emerging market investments may also be subject to foreign withholding taxes.

Market liquidity and volatility: The securities markets in Emerging Market Countries are substantially smaller, less liquid and more volatile than the major securities markets. A limited number of issuers in most, if not all, securities markets in Emerging Market Countries may represent a disproportionately large percentage of market capitalisation and trading volume. The combination of price volatility and the less liquid nature of securities markets in Emerging Market Countries may, in certain cases, affect the Fund's ability to acquire or dispose of securities at the price and time it wishes to do so, and consequently may have an adverse impact on the investment performance of the Fund.

Information standards: In addition to their smaller size, lesser liquidity and greater volatility, securities markets in Emerging Market Countries are less developed than the securities in more developed markets with respect to disclosure, reporting and regulatory standards. There is less publicly available information about the issuers of securities in these markets than is regularly published by issuers in the more developed markets. Further, corporate laws regarding fiduciary responsibility and protection of stockholders may be considerably less developed than those in more developed market. Emerging market issuers may not be subject to the same accounting, auditing and financial reporting standards as companies in more developed markets. Inflation accounting rules in some Emerging Market Countries require for companies to keep accounting records in the local currency for both tax and accounting purposes and that certain assets and liabilities be restated on the company's balance sheet in order to reflect the high rates of inflation to which those companies are subject to inflation accounting may indirectly generate losses or profits for certain companies in Emerging Market Countries. Thus, statements and reported earnings may differ from those of companies in other countries.

Custodial risks: As the Fund may invest in markets where custodial and/or settlement systems are not fully developed, the assets of the Fund which are traded in such markets and which have been entrusted to sub-custodians may be exposed to greater risk compared to countries with developed custodial and/or settlement systems.

Equity Risk	The value invested in equity and equity related securities will be affected by economic, political, market, and issuer specific changes. Additionally, different industries, financial markets, and securities can react differently to these changes. Such fluctuations in a Fund's value are often exacerbated in the short term as well. The risk that one or more companies in a Fund's portfolio will fall, or fail to rise, can adversely affect the overall portfolio performance in any given period. To gain the full benefits of equity investing, a long-term view is usually advised.
Force Majeure Risk	Circumstances beyond our reasonable control may impact the operation, administration and performance of the Fund. Those include industrial disputes, failure of a securities exchange, fires, floods, hurricanes, earthquakes, wars, strikes and acts of terrorism, governmental pre-emption in connection with an emergency of state and pandemics.
Fund Risk	There are risks of investing in the Fund rather than investing directly in individual securities. Risks include, but are not limited to, the risk that: <ul style="list-style-type: none"> • the Fund terminates; • the fees and expenses will typically be higher compared to investing directly in individual securities and such fees and expenses may increase and the tax outcomes may be different; • investments and withdrawals by one or more Unit holders may have an impact on other Unit holders; and • there is a change in the Responsible Entity or an investment manager.
Infrastructure Investment Risk	Investments in listed infrastructure and infrastructure related securities generally may be exposed to risks associated with public policy, taxation, infrastructure regulation, economic and climatic conditions, obligations and economic conditions, among others. Regulation and concession arrangements are often designed to compensate companies for the changes in many of these costs, however, there is a risk that the companies are not compensated or are insufficiently compensated negatively impacting the fundamental value of the infrastructure securities.

	<p>Transportation and related infrastructure sectors are generally more exposed to demand side risks, and therefore are more exposed to economic conditions and events that impact the flow of people, goods or capital.</p>
iNAV Risk	<p>The iNAV published by the Fund is indicative only and might not be up to date or might not accurately reflect the underlying value of the Fund.</p>
Investment Risk	<p>There can be no assurance that the Fund's investment objective will be attained. The performance of the Fund is not guaranteed.</p> <p>The value of shares in the Fund may rise or fall, as the capital value of the securities in which the Fund invests may fluctuate. The investment income of the Fund is based on the income earned on the securities it holds, less expenses incurred. Therefore, the Fund's investment income may be expected to fluctuate in response to changes in such expenses or income. Due to their investment policies, the Fund may have highly volatile performance.</p>
Investment Selection Risk	<p>The Investment Manager uses an investment selection process to identify investment opportunities which it believes are most likely to outperform over the medium to long term. There is a risk that these investments will not perform in line with the Investment Manager's expectations however this risk is mitigated to some extent by the knowledge, experience and processes of the Investment Manager.</p>
Legal and Regulatory Risk	<p>The Fund is subject to the risk that laws may change in any jurisdiction where the Fund is invested or operates. There is also a risk that taxation or other applicable laws and regulations may change that may affect the operation of the Fund.</p> <p>The Fund is also governed by the ASX Rules and is exposed to risks of quotation on that platform, including the platform or settlements process being delayed or failing. The ASX may suspend or remove the units from quotation on the ASX.</p>
Liquidity Risk	<p>The risk that arises when adverse market conditions affect the ability to sell assets at desired price when necessary. Reduced liquidity may have a negative impact on the price of the assets. When a fund holds less liquid investments, the Fund's portfolio may become harder to value, and if the fund is forced to sell these investments to meet withdrawal requests or for other cash needs, the fund may suffer a loss. Liquidity risk also refers to the possibility of the Fund not being able to meet Withdrawal requests due to a lack of cash or the inability of the Fund to sell assets at acceptable market price to raise cash needed to meet the withdrawal requests.</p>
Manager and Operational Risk	<p>All Funds are exposed to possible manager and operational risk which include human error, system failures, poor procedures, lack of management controls, termination of the Fund, counterparty risk, changes in fees, replacement of the Responsible Entity and replacement of the Investment Manager.</p>
Market Risk	<p>The market prices of the Fund's securities may go up or down, sometimes rapidly or unpredictably, due to local and/or global market conditions, such as real or perceived adverse economic or political conditions, governments policy change, inflation, changes in interest rates, lack of liquidity in the asset markets, adverse investor sentiment, or world events.</p>
Market Maker Risk	<p>The Responsible Entity has in place market making arrangements to assist in maintaining liquidity for the Fund on the ASX. The Responsible Entity cannot guarantee that a market maker will fulfil its obligations or that a market maker will continue to be appointed. The market making arrangements agreed by the Responsible Entity with a market maker also specify certain permitted circumstances where the market making obligations may be suspended (such as operational disruptions, market disruptions or unusual conditions (including those which make the market maker's ability to perform the market making function impossible, impracticable or unduly onerous), other events set out in the ASX Operating Rules, the suspension or rejection of applications for Units or redemption requests, or the market maker not having ASIC relief to allow short selling of Units).</p> <p>If a market maker defaults on its obligations, the Responsible Entity may seek to replace the market maker, although the arrangements with the market maker may limit or exclude any liability on the part of the market maker.</p>

Material Portfolio Information Risk	<p>There is a risk that the bids and offers displayed and the price at which the Fund units trade on the ASX may be materially different from the Fund's quoted NAV and iNAV. The bids, offers and trading price are dependent upon a number of factors, including demand for the units in the Fund.</p> <p>In particular, the market maker will rely upon the Material Portfolio Information which comprises a daily basket of securities selected to track the movements of the Fund as closely as possible in order to post bids and offers on market. There is a risk that the market value of this basket of securities may deviate from the market value of the Fund. For example, this deviation may arise due to circumstances in which it is difficult for the fair value of assets to be determined such as volatile market conditions or where assets are not regularly or easily traded or where the Fund holds securities that have been suspended or are not traded on a recognised exchange.</p>
Political and Economic Developments Risk	<p>The political, economic and social structure of some foreign countries may be less stable and more volatile than those in domestic market that the investors are more familiar with. Investments in these countries may be subject to the risks of internal and external conflicts, currency devaluations, foreign ownership limitations and tax increases.</p>
Portfolio Concentration Risk	<p>A Fund may concentrate its investments by: investing in relatively few securities, and/or investing primarily or exclusively in a particular region, country, and/or sector or by excluding certain investments, such as through positive or negative screens. A Fund that has concentrated its investments in one or more of these ways may be less diversified than other funds. It may underperform other funds if there is a downturn in the region, country, sector and/or securities in which the Fund has concentrated its investments or if there is a relatively higher performance in the excluded securities, region, country and/or sector. Furthermore, a Fund's investment objectives and/or strategies may require it to concentrate its investments in this way. Such a Fund may maintain the concentration of its investments, despite unfavourable conditions for investment in the region, country, sector and/or securities in which it has concentrated its investments.</p>
Price Risk	<p>The price at which the units may trade on the ASX may differ from the NAV per unit and the iNAV. The trading price of units is dependent on a number of factors including the demand for and supply of units, investor confidence, the availability of market maker services during the course of the trading day, and the bid-offer spread applied to units.</p>
Quotation Risk	<p>The Fund may be removed from quotation by the ASX or terminated. The ASX may impose certain requirements for the continued quotation of the units. While the Responsible Entity will endeavour to meet these requirements, investors cannot be assured that the Fund will continue to meet the requirements necessary to maintain quotation on the ASX. The ASX may also change the quotation requirements.</p>
Security Specific Risk	<p>The value of an individual's security held by a Fund may fall. Factors that can affect the value of such a security include, the operations, distribution expectations or management of the company that issued the security or market conditions affecting that company. Changes in interest rates may also affect the value of securities.</p>
Service Provider Risk	<p>The Fund, to a certain extent, is reliant on external service providers in connection with the operation of the Fund and investment activities. There is a risk with these arrangements that the service providers may default in the performance of their obligations or seek to terminate the services with the result that the Fund may be required to seek an alternative supplier and, in the interim, investment activities and other functions of the Fund may be affected.</p>
Smaller and Midsize Companies Risk	<p>Securities issued by smaller and midsize companies may be more volatile in price than those of larger companies, involve substantial risks and should be considered speculative. Such risks may include greater sensitivity to economic conditions, less certain growth prospects, lack of depth of management and funds for growth and development, and limited or less developed product lines and markets. In addition, smaller and midsize companies may be particularly affected by interest rate increases, as they may find it more difficult to borrow money to continue or expand operations, or may have difficulty in repaying any loans.</p>
Sustainability Risk	<p>A Fund's integration of sustainability risks in the investment decision process may have the effect of excluding profitable investments from the investment universe of the Fund and may also cause the Fund to sell investments that will continue to perform well. A sustainability risk could materialise due to an environmental, social or governance, ethical factor or labour standard event</p>

	<p>or condition which may impact the Fund's investments and negatively affect the returns of the Fund.</p>
<p>Trading Risk/Exchange liquidity Risk</p>	<p>The liquidity of trading on the ASX may be limited. This may affect an investor's ability to buy or sell units on the ASX, including in certain exceptional circumstances such as market disruptions or where the exchange operator is experiencing a trading outage or suspends trading of units in the Fund.</p> <p>In the situation where trading in the units on the ASX has been suspended, the ability of investors to apply directly to the Responsible Entity to withdraw their investment in the Fund may be suspended and will be subject to the provisions of the Constitution and the Corporations Act.</p> <p>There may be other occasions where the Responsible Entity may suspend the application and redemption process, such as around the end of a distribution period or where other factors prevent the accurate calculation of Unit prices, such as the suspension or restriction of trading in securities held by the Fund. This may cause the Fund's Units to be suspended from trading on the ASX.</p>

An investment in the Fund is not an investment in, deposit with or any other liability of the Responsible Entity or any other entity in the Franklin Templeton group. It is subject to risk, including possible delays in repayment of withdrawal proceeds and loss of income and principal invested. The Responsible Entity and its related entities do not guarantee the performance of, or any income distribution or repayment of capital from, the Fund.

For personal use only

7 Fees and costs

DID YOU KNOW?

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

For example, total annual fees and costs of 2% of your account balance rather than 1% could reduce your final return by up to 20% over a 30-year period (for example, reduce it from \$100,000 to \$80,000).

You should consider whether features such as superior investment performance or the provision of better member services justify higher fees and costs.

You may be able to negotiate to pay lower fees. Ask the fund or your financial adviser.

TO FIND OUT MORE

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

7.1 Fees and other costs table

The information in the following Fees and Costs Summary can be used to compare costs between different managed investment schemes. Fees and costs can be paid directly from an investor's account or deducted from investment returns. For information on tax please see [Section 10](#) of this PDS.

Fees and Costs Summary

ClearBridge Global Infrastructure Value Fund - Class A / ClearBridge Global Infrastructure Value Fund Active ETF		
Type of fee or cost	Amount	How and when paid
Ongoing annual fees and costs		
Management Fees and costs ^{1,2} The fees and costs for managing your investment	0.97% p.a. of the net asset value (NAV) of the Fund referable to Class A Units.	The management fees component of management fees and costs is calculated in relation to the NAV of the Fund on a daily basis. The management fees are deducted from the Fund's assets and are generally paid to us quarterly in arrears. Otherwise, the fees and costs are variable and reflected in the unit price of the Fund as they are incurred.
Performance fees Amounts deducted from your investment in relation to the performance of the product	Nil	Not applicable.
Transaction costs ³ The costs incurred by the scheme when buying or selling assets	0.04% p.a. of the NAV of the Fund referable to Class A Units.	Transaction costs incurred by the Fund are variable and deducted from the Fund as they are incurred and reflected in the unit price. They are disclosed net of amounts recovered by the buy-sell spread. Any transaction costs at an interposed vehicle level are reflected in the value of the Fund's investment in the relevant interposed vehicle and therefore reflected in the unit price.

Member activity related fees and costs (fees for services or when your money moves in or out of the scheme)		
Establishment fee The fee to open your investment	Not applicable	Not applicable
Contribution fee The fee on each amount contributed to your investment.	Not applicable	Not applicable
Buy/sell spread An amount deducted from your investment representing costs incurred in transactions by the scheme	0.10% upon entry and 0.10% upon exit.	The Buy Spread is added to the NAV and is paid into the Fund as part of an application and the Sell Spread is deducted from the NAV and is left in the Fund as part of a Withdrawal. These figures are accurate as at the date of the PDS. Buy/sell spreads shown in this PDS are charged to investors applying for or redeeming their units in the Fund directly with us. The buy/sell spreads also apply to the Authorised Participant(s) when they create or redeem units in the Fund directly with us. See 'Bid/offer spread for transactions on the Exchange' below for more information on bid/ask spreads that investors, other than Authorised Participants, will bear when buying or selling units in the Fund on the Exchange.
Withdrawal fee The fee on each amount you take out of your investment	Not applicable	Not applicable
Exit fee The fee to close your investment	Not applicable	Not applicable
Switching fee The fee for changing investment options	Not applicable	Not applicable
¹ This fee is inclusive of GST and net of RITCs. ² The amount of this fee may be negotiated. See Section 7.12 "Differential fee arrangements" for more information. ³ Calculated based on relevant costs charged to the Fund for the 12 months to 31 December 2024. Past costs (inclusive of GST and net of RITC) are not a reliable indicator of future costs.		

7.2 Additional explanation of fees and costs

All fees and costs are inclusive of the Goods and Services Tax ("GST") and net of RITCs.

Where fees and costs have been quoted to two decimal places, the actual fee amount may have been rounded.

Franklin Templeton Australia may make product access payments and fund manager payments to Master Trust and Wrap operators subject to the requirements of the Corporations Act. Franklin Templeton Australia may also pay other alternative forms of remuneration. Alternative remuneration is at Franklin Templeton Australia's expense. Additional fees may be paid to a financial adviser if an investor consulted a financial adviser. Where an investor receives financial advice, investors should refer to their Statement of Advice or their adviser's Financial Services Guide for full details of these fees.

7.3 Management Fees and Costs

The Management Fees and Costs are composed of the management fees, expenses and indirect costs in relation to the Fund. These include the management fees and Responsible Entity fees, totalling 0.97% p.a., payable to us. Ordinary expenses such as custodian fees, administration and audit fees and other ordinary expenses of operating the Fund and indirect costs (currently estimated at 0%) are covered by the management fee at no additional charge to you. While we choose to pay these other costs out of the management fee, we reserve the right to recover some or all of the expenses from the Fund. The management fee component is calculated and accrued daily based on the NAV of the Fund. The accrued fees are paid in arrears from the Fund at the end of each month. The Management Fees and Costs reduce the Fund's NAV and are reflected in the Unit price.

7.4 Transaction costs

The Management Fees and Costs do not include certain transaction costs. Transaction costs are variable and deducted from the Fund as they are incurred and reflected in the unit price. They are disclosed net of amounts recovered by the buy-sell spread. Transaction costs are an additional cost to the investor where they are not recovered by the buy/sell spread, and are generally incurred when the assets of the Fund are changed in connection with day-to-day trading or when there are applications or withdrawals which cause net cash flow into or out of the Fund. Actual transaction costs for future years may differ. Transaction costs information may be updated on www.clearbridgeinvestments.com.au.

Warning: Additional fees may be paid to a financial adviser if an investor consulted a financial adviser. Where an investor receives financial advice, investors should refer to their Statement of Advice or their adviser's Financial Services Guide for full details of these fees.

7.5 Buy/Sell spread estimate

The buy/sell spread is an estimate of the transaction costs that are incurred in buying and selling the underlying assets of the Fund as a result of applications and redemptions. The Application Price is adjusted up by a buy spread and the Redemption Price is adjusted down by a sell spread. The dollar value of these costs based on an application or a withdrawal of \$5,000 is \$5 for each individual transaction. We can change the buy/sell spread at any time without prior notice.

The actual buy/sell spread is subject to change from time to time depending on changes to the composition of the Fund's underlying assets and market conditions. Where transaction costs are lower or higher than the estimated buy-sell spreads listed in this PDS, the actual costs may apply.

Any buy/sell spread is retained in the Fund and no portion is paid to Franklin Templeton Australia.

Investors should note that the buy/sell spread is only directly applicable to units applied for/redeemed directly with the Responsible Entity. However, investors buying and selling units on the ASX may incur a bid-offer spread as is usually the case with on-market transactions.

Where investors buy or sell units on the ASX, the price at which the investor buys or sells units will generally include an allowance to cover transaction costs but will also reflect market conditions and supply and demand for units during the Trading Day. As such, the cost of the bid-offer spread on the ASX may be different to the cost of the buy/sell spread for investors who apply or withdraw directly with the Responsible Entity. Investors should note that buyers and sellers other than the market maker and Authorised Participants may buy and sell units on the ASX, and the bid-offer spread on the ASX may differ throughout the course of the Trading Day.

7.6 Bid/Offer spreads for transactions on the Exchange

Investors will incur bid/offer spreads when purchasing or selling units in the Fund on the Exchange, which may vary from the buy/sell spreads outlined in Section 7.1 above.

When the Market Maker engages in buying or selling units of the Fund with investors, they apply bid/offer spreads, leading to the following outcomes:

- The price at which the Market Maker acquires units in the Fund from investors on the Exchange will generally be lower than the prevailing NAV per unit.
- The price at which the Market Maker sells units in the Fund to investors on the Exchange will generally be greater than the prevailing NAV per unit.

Investors are likely to incur wider spreads when trading units in the Fund on the Exchange compared to the buy/sell spreads imposed by the Fund on the Market Maker. This discrepancy arises because the Market Maker passes on the buy/sell spreads charged by the Fund and adds extra to account for factors like market risk and price uncertainty.

Additionally, the Market Maker aims to generate revenue through the spreads between the bid (buy) and offer (sell) prices it presents on the Exchange and the NAV per unit. Ultimately, within specified maximums, the spread between the bid (buy) and offer (sell) prices set by the Market Maker will be influenced by market forces on the Exchange.

7.7 Changes to the fees and expenses

We may vary the fees specified at any time at our absolute discretion, without Unit holder consent, subject to the maximum fee amounts specified in the Constitution. If the variation is an increase we will give you 30 days advance written notice.

At the date of the PDS we do not intend to charge a contribution fee, redemption fee or performance fee (which are otherwise permitted under the Fund's Constitution) nor do we intend to increase the management fee component of the total Management Fees and Costs that we charge you.

We are entitled to recover out of the assets of the Fund all expenses which are properly incurred for operating the Fund, provided that such reimbursement is not prohibited by the Corporations Act. Fund expenses include, amounts payable in connection with custody, compliance, legal and tax consulting fees, banking, accounting and audit.

7.8 Rebates and related payments

Franklin Templeton Australia may also pay other alternative forms of remuneration. Alternative remuneration is at Franklin Templeton Australia's expense. Information regarding alternative forms of remuneration is maintained on a register maintained by Franklin Templeton Australia that is available for inspection.

7.9 Taxation

Taxation information is discussed in [Section 10](#).

7.10 Example of annual fees and costs for this investment option

This table provides an example of how the ongoing annual fees and costs in this investment option can affect your investment over a 1-year period. You should use this table to compare this product with other products offered by managed investment schemes.

Example – ClearBridge Global Infrastructure Value Fund - Class A / ClearBridge Global Infrastructure Value Fund Active ETF		
Balance of \$50,000 with a contribution of \$5,000 during year		
Contribution Fees	Nil	For every additional \$5,000 you put in, you will be charged \$0
Plus Management fees and costs	0.97%	And , for every \$50,000 you have in the Fund you will be charged or have deducted from your investment \$485 each year. ¹
Plus Performance fees	N/A	And , you will be charged or have deducted from your investment \$0 in performance fees each year
Plus Transaction costs	0.04%	And , you will be charged or have deducted from your investment \$20 in transaction costs
Equals Cost of the ClearBridge Global Infrastructure Value Fund - Class A / ClearBridge Global Infrastructure Value Fund Active ETF		If you had an investment of \$50,000 at the beginning of the year and you put in an additional \$5,000 during that year, you would be charged fees and costs of \$505* ² What it costs you will depend on the investment option you choose and the fees you negotiate.
*Additional fees may apply.		

¹You should note that this example assumes a constant investment balance of \$50,000 in Units throughout the year. Management Fees and Costs will also be charged in relation to any additional contributions you make during the year and the amount you pay will depend on the proportion of the year during which the additional contributions are invested.

²Assumes the additional \$5,000 was invested at the end of the year. If it is assumed the additional \$5,000 was invested at the beginning of the year, the Management Fees and Costs would be \$533.50 ($\$55,000 \times 0.97\%$). Please note this is an example only as the actual investment balance of your holding will vary on a daily basis.

Note: This is an example. In practice, the actual investment balance of an investor will vary daily and the actual fees and expenses we charge are based on the value of the Fund. The indirect costs and other expenses component of management fees and costs and transaction costs may also be based on estimates. As a result, the total fees and costs that you are charged may differ from the figures shown in the table.

Warning: If you have consulted a financial adviser, you may pay additional fees. You should refer to the Statement of Advice or Financial Services Guide provided by your financial adviser in which details of the fees are set out.

7.11 Calculator

The Australian Securities and Investments Commission provides a fees calculator at www.moneysmart.gov.au. This calculator can be used to calculate the effects of fees and costs on your account balances.

7.12 Differential fee arrangements

We may enter into individual fee arrangements with “**Wholesale Clients**” (as defined in the Corporations Act) in accordance with applicable ASIC class order relief.

8 Other information

8.1 Material Portfolio Information

The Responsible Entity will not disclose every portfolio holding and its weighting on a daily basis as this creates an unacceptable risk to the Fund and existing investors through the disclosure of the ongoing investment strategy for the Fund.

The Responsible Entity and the market maker have entered into an agreement for the issuer to provide Material Portfolio Information that will enable the market maker to determine the price at which it buys and sells units on the market. The Responsible Entity will disclose the Material Portfolio Information on a daily basis and can be found on our website at www.clearbridgeinvestments.com.au.

The Material Portfolio Information is intended to represent the value of the Fund during the Trading Day. The market maker creates and redeems units in the Fund with the Responsible Entity at prices that are determined by the published NAV of the Fund as at the end of the day. At the date of the PDS, the Material Portfolio Information will disclose ranges of the Fund's investment across the currencies, countries and industries (as classified by the Global Industry Classification Standard). Where a range is disclosed a reference weight within the range is used to determine a daily NAV for the MPI.

The Responsible Entity will monitor the Material Portfolio Information on a daily basis and any changes to the Material Portfolio Information will be made available at www.clearbridgeinvestments.com.au.

The NAV is based on the value of every underlying asset in the Fund. This means the market maker has a strong incentive to ensure there is minimal or no difference between the price at which it buys and sells units based on the Material Portfolio Information and the price of units created or redeemed based on the NAV of the Fund. However, there is a risk to transacting investors that unit prices determined by the Material Portfolio Information during the trading day will not accurately represent the Fund's value. This risk could arise due to, for example, market volatility or stale prices in the portfolio holdings but is mitigated to a certain extent by the publication of the iNAV. The Responsible Entity will publish tracking performance between the Material Portfolio Information and the Fund's actual holdings on a quarterly basis.

8.2 Distributions

Distributions are generally made quarterly as at 30 September, 31 December, 31 March and 30 June in accordance with the Constitution. For periods other than the distribution period ending on 30 June, the Responsible Entity may in its discretion determine not to distribute any amount to Unit holders or to distribute an amount which is less than the distributable income for Class A Units for the distribution period. A Unit holder's entitlement to distributions of income is determined based on the number of Units held at the end of the relevant distribution period, subject to significant withdrawals (if any). Distributions will be paid within 10 Business Days of the end of the relevant distribution period. Unit holders who redeem Units during a distribution period will not receive a distribution of income in respect of those Units for that distribution period. Investors will be distributed all of the income of the Fund each year and will be assessed on their proportional share of the taxable income of the Fund, on a fair and reasonable basis, subject to significant withdrawals. The amount of distributions will vary from period to period and there may be periods in which no distribution is made.

Income attributable to each Class may be impacted by the total level of fees charged to the Fund. If you are transacting with us directly, you may use the "Application Form" to elect a distribution preference. If you have invested via the ASX or an existing investor, you can change your distribution preference through the "Change of Details" form. Reinvested distributions will be taken to be issued on the next day after the end of the relevant distribution period.

8.3 Distribution reinvestment

If your units are held directly with us, your distributions will be automatically re-invested unless you advise otherwise.

If your units are held on the CHESS subregister, your distributions will be paid to your nominated Australian financial institution. Alternatively, you may contact MUFG Corporate Markets to amend your distribution preferences to reinvest.

The Application Price for Units issued on the reinvestment of distributions will be based on the NAV of the Fund used to calculate the last Application Price for the relevant distribution period adjusted for certain income amounts. Distributions will be reinvested into additional Units unless otherwise directed by you. Generally, there will be no buy spread incurred on distributions that are reinvested.

Where the result of applying the distribution reinvestment methodology is a fraction:

- whole and partial units will be issued to you (if your units are held on the issuer sponsored subregister); or
- that fraction will be rounded down to the nearest whole number and the remaining distribution not applied will be carried forward as a credit balance on your account. No interest will be payable on the credit balance (if your units are held on a HIN).

Investors may elect to have their distributions paid as cash any time by notifying us or the Fund's unit registry. The change will apply from the date of receipt. This election will apply to a distribution so long as it is received by the Fund's unit registry by the Distribution Reinvestment Record Date.

The Responsible Entity may cancel or suspend distribution reinvestments or modify the terms by which distribution reinvestments are permitted.

The distribution reinvestment plan described in this PDS is provided on the following basis:

- At the time the price of the units allotted pursuant to the distribution reinvestment plan is set, we will not have any information that is not publicly available that would, or would be likely to, have a material adverse effect on the realisable price of the units if the information were publicly available.
- The right to acquire or require us to issue units will be offered to all investors in the Fund of the same class, other than those who are resident outside Australia or New Zealand who are excluded by us so as to avoid breaching overseas laws.
- Units will be issued or transferred to investors on the terms disclosed in this PDS and will be subject to the same rights as units issued or transferred to all investors of the same class who agree to receive the units.

A copy of the distribution reinvestment plan rules and most recent annual report, financial statements and auditor's report on those financial statements of the Fund are available at www.clearbridgeinvestments.com.au or on request and free of charge.

8.4 The Responsible Entity and the Constitution of the Fund

The Constitution of the Fund, the Corporations Act and general legal principles govern Franklin Templeton Australia's responsibilities and rights as the Responsible Entity and the rights and liability of Unit holders.

Franklin Templeton Australia's duties include:

- acting honestly and in the best interest of Unit holders;
- to exercise the degree of care, skill and diligence that a reasonable person would exercise if they were in Franklin Templeton Australia's position; and
- in relation to the Fund, to treat Unit holders of the same class equally and Unit holders of different classes fairly; and to exercise care and diligence.

The terms and conditions of the Constitution of the Fund are binding on Franklin Templeton Australia and on the Fund Unit holders respectively. Some of the key terms and conditions of the Constitution and the relevant law include:

- the nature and entitlements of Units in the Fund;
- amendments to the Constitution of the Fund and how meetings of Unit holders can be called and operated;
- termination of the Fund and the retirement and removal of Franklin Templeton Australia as Responsible Entity;
- remuneration of Franklin Templeton Australia as Responsible Entity;
- the powers of Franklin Templeton Australia to make investments on behalf of the Fund;
- the considerations and powers of Franklin Templeton Australia in accepting applications and paying redemptions;
- the processes and procedures when the Fund is not liquid;
- the indemnity which Franklin Templeton Australia is owed by the Fund; and
- details of the Compliance Committee and the Compliance Plan.

The Constitution contains provisions designed to limit the liability of Unit holders so that they are not, by reason only of being Unit holders, under any personal obligation to indemnify Franklin Templeton Australia, or any creditor of Franklin Templeton Australia in the event of there being any deficiency of assets of the Fund. The law, however, in relation to liability of Unit holders is complex and to date, limitations on the liability of Unit holders have not been tested by Australian courts. Therefore, it is not possible for Franklin Templeton Australia to give an absolute assurance that liability of Unit holders will be limited in all circumstances. ClearBridge will provide investors with a free copy of the Constitution for the Fund upon request.

Borrowing

The Constitution permits the Fund to borrow. However, as at the date of this PDS the Responsible Entity does not intend to use borrowing in implementing the investment strategy.

8.5 Investing via an IDPS or a Master Trust

Investors accessing the Fund indirectly through an IDPS or a Master Trust do not acquire the rights of a Unit holder. Rather, the operator of the IDPS or Master Trust acquires the Units and the rights of a Unit holder, meaning the right to receive distributions, confirmations, reports, attend meetings and make complaints. The rights of IDPS or Master Trust investors, including the taxation implications of investing, should be set out in disclosure documents issued by the IDPS or Master Trust operator.

8.6 Related party dealings

Franklin Templeton Australia may transact business with related parties on “arms’ length” terms, whether the related party acts as agent or principal. Franklin Templeton Australia may delegate its functions to related parties or other third parties. Franklin Templeton Australia may invest in other trusts for which we are the Responsible Entity.

Subject to the Corporations Act, we and our associates may hold Units in the Fund. We are also permitted by the Constitution (subject to the Corporations Act) to:

- to deal with ourself (as Responsible Entity of the Fund or in another capacity), an associate or any Unit holder;
- have an interest in any contract or transact with ourself (as Responsible Entity of the Fund or in another capacity), an associate or any Unit holder;
- retain for our own benefit any profits or benefits derived from such contract or transaction; and
- act in the same or similar capacity in relation to any other managed investment schemes.

Any such arrangement will be based on arms’ length terms.

As described in [Section 3](#) the Investment Manager of the Fund is an associate of Franklin Templeton Australia.

Franklin Templeton Australia may also pay other alternative forms of remuneration. Alternative remuneration is at Franklin Templeton Australia’s expense. Information regarding alternative forms of remuneration is maintained on a register maintained by Franklin Templeton Australia that is available for inspection.

8.7 Anti-money laundering

Anti-money laundering laws in Australia may require Franklin Templeton Australia to obtain additional information to verify the identity of an investor, any underlying beneficial owner of Units in the Fund and the source of any payment.

The processing of applications or redemptions may be delayed or suspended until the requested information is provided in a satisfactory form.

8.8 Consents to quote

ASIC Regulatory Guide 55 — Consent to quote

ClearBridge Investments Limited	ClearBridge has consented to statements about it in the form and context in which they appear (and has not withdrawn their consent before the date of this PDS).
---------------------------------	--

8.9 Complaints

We have established procedures for dealing with complaints.

If you have invested via a Master Trust or Wrap Service and have a concern, you should first contact the Operator of the Master Trust or Wrap Service through which you invested in the Fund. The Operator will handle your complaint in accordance with its complaint handling procedures and may, in accordance with those procedures, refer the complaint to us.

If you have an inquiry or complaint, you can either phone us on 1800 673 776 during business hours or write to:

Franklin Templeton Australia

GPO Box 24011
Melbourne VIC 3001

Your written complaint will be acknowledged within five business days and we will make every effort to resolve your issues within 30 days of being notified.

If any complaint remains unresolved after 30 days or the issue has not been resolved to your satisfaction, you can lodge a complaint with the Australian Financial Complaints Authority, or AFCA. AFCA provides a fair and independent financial complaint

resolution service that is free to consumers.

Website: www.afca.org.au

Email: info@afca.org.au

Telephone: 1800 931 678 (free call)

In writing to: Australian Financial Complaints Authority, GPO Box 3, Melbourne VIC 3001

We note that AFCA is not available to New Zealand investors. Should you have any questions regarding our complaints resolution policy or wish to lodge a complaint, please call 1800 673 776.

8.10 Important information for New Zealand investors

New Zealand investors should read the Warning Statements (General Warning and the Additional Warning Statements: Currency Exchange Risk, Trading on Financial Product Market and Dispute Resolution Process).

Part 1: General warning statement to accompany offer documents¹

Warning statement:

This offer to New Zealand investors is a regulated offer made under Australian and New Zealand law. In Australia, this is Chapter 8 of the Corporations Act and regulations made under that Act. In New Zealand, this is subpart 6 of Part 9 of the Financial Markets Conduct Act 2013 and Part 9 of the Financial Markets Conduct Regulations 2014.

This offer and the content of the offer document are principally governed by Australian rather than New Zealand law. In the main, the Corporations Act and the regulations made under that Act set out how the offer must be made.

There are differences in how financial products are regulated under Australian law. For example, the disclosure of fees for managed investment schemes is different under the Australian regime. The rights, remedies, and compensation arrangements available to New Zealand investors in Australian financial products may differ from the rights, remedies, and compensation arrangements for New Zealand financial products.

Both the Australian and New Zealand financial markets regulators have enforcement responsibilities in relation to this offer. If you need to make a complaint about this offer, please contact the Financial Markets Authority, New Zealand ([http:// www.fma.govt.nz](http://www.fma.govt.nz)). The Australian and New Zealand regulators will work together to settle your complaint.

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

If you are uncertain about whether this investment is appropriate for you, you should seek the advice of a financial advice provider.

Part 2: Additional warning statement where the offer involves payments that are not in New Zealand dollars

Additional warning statement: currency exchange risk

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

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

¹Schedule 25 of the FMC Regulations

Part 3: Additional warning statement where the offer involves financial products able to be traded on a financial product market

Additional warning statement: trading on financial product market

If the financial products are able to be traded on a financial product market and you wish to trade the financial products through that market, you will have to make arrangements for a participant in that market to sell the financial products on your behalf. If the financial product market does not operate in New Zealand, the way in which the market operates, the regulation of participants in that market, and the information available to you about the financial products and trading may differ from financial product markets that operate in New Zealand.

Part 4: Additional warning statement where the offer is of interests in an Australian registered scheme and any dispute resolution process described in the offer document is not available in New Zealand

Additional warning statement: dispute resolution process

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

The offer is being extended to New Zealand investors under the Mutual Recognition Regime, but no application for listing and quotation is being made to NZX Limited.

We only provide factual information to New Zealand investors and not advice. We do not provide any recommendations or opinions in relation to acquiring or disposing of units in the Funds or express any view on the merits of investing in the Funds. By investing in a Fund, you acknowledge that no advice is, has been, or will be given by us.

FOR SERVICE OF DOCUMENTS IN NEW ZEALAND:

As at the date of this PDS, the address for service of documents in New Zealand is:

Franklin Templeton Australia Limited (ClearBridge Funds) c/o Bell Gully
Deloitte Centre Level 5, 1 Queen Street
Auckland 1010
New Zealand
P +64 9 916 8800
E info@bellgully.com
www.bellgully.com

For personal use only

9 Privacy

9.1 Your privacy at Franklin Templeton Australia

Keeping customer information secure is a top priority for us at Franklin Templeton Australia. In Australia, Franklin Templeton Australia is subject to the Australian Privacy Principles under the Privacy Act 1988 (Cth). The Franklin Templeton Australia Privacy Policy outlines how we intend to deliver all the rights and protections customers are entitled to. Where there are differences between the Franklin Templeton Australia Privacy Policy and the Privacy Act, the stronger protection applies. This policy also describes:

- who we collect information from;
- the types of personal information collected and held by us;
- how this information is collected and held;
- the purposes for which your personal information is collected, held, used and disclosed;
- how you can gain access to your personal information and seek its correction;
- how you may complain or inquire about our collection, handling, use or disclosure of your personal information and how that complaint or inquiry will be handled; and
- whether we are likely to disclose your personal information to any overseas recipients.

9.2 Who do we collect personal information from?

In the course of providing our products and services Franklin Templeton Australia, our related entities and agents such as, but not limited to our registrar, in the proper performance of their duties on our behalf may collect personal information from clients, or potential clients.

9.3 What types of personal information do we collect?

In the course of providing products and services, but may collect:

- Personal Information including names, addresses and other contact details; dates of birth; and financial information.
- Sensitive Information including government identifiers (such as your TFN), your nationality, country of birth, professional memberships, family court orders and criminal records.

How do we collect and hold your personal information?

How we collect personal information will largely be dependent upon whose information we are collecting. If it is reasonable and practical to do so, we collect personal information directly from you. Where possible Franklin Templeton Australia has attempted to standardise the collection of personal information by using specifically designed forms (e.g. our Application Forms). However, given the nature of our operations we often also receive personal information by email, letters, notes, over the telephone, in face-to-face meetings and through financial transactions. We may also collect personal information from other people (e.g. a third-party administrator) or independent sources, however, we will only do so where it is not reasonable and practical to collect the information from you directly.

Sometimes we may be provided with your personal information without having sought it through our normal means of collection. We refer to this as “unsolicited information”. Where we collect unsolicited information we will only hold, use and or disclose that information if we could otherwise do so had we collected it by normal means. If that unsolicited information could not have been collected by normal means then we will destroy, permanently delete or de-identify the information as appropriate.

9.4 Use and disclosure of information

We will only collect, store and disclose personal information reasonably necessary for one or more of our functions or activities (the primary purpose) or for a related secondary purpose that would be reasonably expected by you, or to which you have consented. Such purposes may include:

- processing an application;
- processing receipts and payments; and servicing customer accounts;
- responding to customer inquiries about applications, accounts or services;

- understanding customer's needs and offering products to meet those needs;
- meeting the legislative requirements of laws such as the Anti-Money Laundering and Counter-Terrorism Financing Act 2006 (AML/CTF Act); and
- allowing our affiliates and selected third parties to promote their products and services to customers.

If you do not provide personal information requested, Franklin Templeton Australia may not be able to provide a particular service or may be required by law to take particular actions such as deducting taxation at the top marginal rate.

We may also need to collect personal information in order to comply with our legal obligations, such as the Anti-Money Laundering and Counter-Terrorism Financing Rules (AML/CTF Rules), under the AML/CTF Act.

It may be necessary for Franklin Templeton Australia to disclose your personal information to certain third parties in order to assist us with one or more of our functions or activities. This may include organisations providing fund administration or custodial services under an arrangement with us.

We only collect sensitive information reasonably necessary for one or more of these functions or activities if we have the consent of the individuals to whom the sensitive information relates, or if the collection is necessary to lessen or prevent a serious threat to life, health or safety or another permitted general situation.

The nature of information collected and maintained by Franklin Templeton Australia generally comprises name, address, telephone number, other identifying information and certain personal financial details ("personal information"). We consider this personal information and other account information which we collect from you on applications or other forms, to be confidential. We will take steps to safeguard it according to strict standards of security and confidentiality.

Franklin Templeton Australia is able to offer you a wide range of financial services and products which may be of value to you. We are committed to respecting the privacy of your personal information. If you do not wish us or other companies to communicate marketing offers to you, you may withdraw your consent by simply informing us:

Mail	Franklin Templeton Australia Limited GPO Box 24011 MELBOURNE VIC 3001
Free call	1800 673 776
Email	auclientadmin@franklintempleton.com

In common with many organisations, we are able to keep our costs down by obtaining some routine services from external service providers. Unless you have instructed us otherwise, your information may be provided to such external service providers for these purposes.

9.5 Quality of personal information

It is our intention to ensure that the personal information in our client files is complete and accurate. To assist us with this, please notify us about changes to the information you have provided to us. Furthermore, if you believe that the information that we have about you is not accurate, complete or up to date, please contact the Privacy Officer at the above address and we will use all reasonable effort to correct the information. Once we have ceased using your personal information, we will either destroy or de-identify your personal information.

9.6 Access and further information

We may store information about you in databases that may be maintained inside or outside Australia by other companies within the Franklin Templeton Resources group or by other third-party storage providers.

We store personal information in a variety of formats including on databases, in hard copy files and on personal devices, including laptop computers.

The security of your personal information is of paramount importance to us and we take all reasonable steps to protect the personal information we hold about you from misuse, loss, unauthorised access, modification or disclosure.

These steps include:

- Restricting access to information on our databases on a need-to-know basis with different levels of security being allocated to staff based on their roles and responsibilities and security profile.
- Ensuring all staff are aware that they are not to reveal or share personal passwords.
- Ensuring where sensitive information is stored in hard copy files that these files are stored in lockable filing cabinets in lockable rooms. Access to these records is restricted to staff on a need-to-know basis.

- Implementing physical security measures at our premises to prevent break-ins.
- Implementing security systems, policies and procedures designed to protect personal information storage on our computer networks.
- Implementing human resources policies and procedures, such as email and internet usage, confidentiality and document security policies, designed to ensure that staff follow correct protocols when handling personal information.
- Undertaking due diligence with respect to third party service providers who may have access to personal information, including customer identification providers and cloud service providers, to ensure as far as practicable that they are compliant with the Australian Privacy Principles or a similar privacy regime.

Personal information we hold that is no longer needed, or required to be retained by any other laws, is destroyed in secure manner, deleted or de-identified as appropriate.

Our website may contain links to other websites. We do not share your personal information with those websites and we are not responsible for their privacy practices. Please check their privacy policies.

9.7 When we disclose your personal information

We only use personal information for the purposes for which it was given to us, or for purposes which are directly related to one or more of our functions or activities. We may disclose your personal information to government agencies, and other recipients from time to time, only if one or more of the following apply:

- you have consented;
- you would reasonably expect us to use or disclose your personal information in this way;
- we are authorised or required to do so by law;
- disclosure will lessen or prevent a serious threat to the life, health or safety of an individual or to public safety;
- where another permitted general situation applies; and
- disclosure is reasonably necessary for a law enforcement related activity.

9.8 Disclosure of your personal information to overseas recipients

We may disclose personal information about an individual to overseas organisations that help us provide our services, in certain circumstances. We will however take all reasonable steps not to disclose an individual's personal information to overseas recipients unless:

- we have the individual's consent (which may be implied);
- we have satisfied ourselves that the overseas recipient is compliant with the Australian Privacy Principles, or a similar privacy regime;
- we form the opinion that the disclosure will lessen or prevent a serious threat to the life, health or safety of an individual or to public safety; or
- we are taking appropriate action in relation to suspected unlawful activity or serious misconduct.

9.9 How we ensure the quality of your personal information

We take all reasonable steps to ensure the personal information we hold, use and disclose is accurate, complete and up-to-date. These steps include ensuring that the personal information is accurate, complete and up-to-date at the time of collection and when using or disclosing the personal information.

On an ongoing basis we maintain and update personal information when we are advised by individuals or when we become aware through other means that their personal information has changed.

Please contact us if any of the details you have provided change. You should also contact us if you believe that the information we have about you is not accurate, complete or up-to-date.

9.10 How to gain access to your personal information we hold

If you are a client of Franklin Templeton Australia, you may request access to your personal information that Franklin Templeton Australia or an outsourced service provider hold in relation to your investment by submitting your request in writing to the address noted above.

We will provide you with access to this information if we are able to. We retain the right to request adequate proof of identification before authorising any requests for access to personal information.

If we do not agree to provide you with access to or to amend your personal information as requested, you will be notified accordingly. Where appropriate we will provide you with the reason/s for our decision. If the rejection relates to a request to change your personal information you may make a statement about the requested change and we will attach this to your record.

9.11 Changes to the Privacy Policy

Franklin Templeton Australia may make changes to the Franklin Templeton Australia Privacy Policy from time to time for any reason. We will publish those changes on our web site. This Privacy Policy was last amended in August 2023 and is accessible on our website at www.franklintempleton.com.au.

10 Tax

10.1 Tax Considerations generally applicable to the Fund

The information set out below is a broad overview of some of the tax consequences for Australian residents of investing in the Fund. It does not take into account the specific circumstances of each Unit holder that may invest in the Fund and should not be used as the basis upon which potential Unit holders make an investment decision.

This information has been prepared based on Australian tax law and administrative and judicial interpretations of such as at the date of this PDS.

This summary does not take into account the position of Unit holders who are assessed on their disposal of Units otherwise than under the Australian capital gains tax provisions, such as Unit holders who are in the business of trading or dealing in Units or securities.

Franklin Templeton Australia elected to opt into the new Attribution Managed Investment Trust (“AMIT”) tax regime, to apply from the year ended 30 June 2018. Set out below is a summary of how the AMIT regime will apply to the Fund. However, if the Fund ceases to satisfy the qualification requirements to be an AMIT, this material may not be relevant. We have also set out below some information that is relevant to the Funds irrespective of whether the AMIT regime applies or not.

The taxation implications of investing in the Fund are particular to each Unit holder’s circumstances. Franklin Templeton Australia recommends that you seek professional tax advice, particularly if (for Australian tax purposes) you are not a resident of Australia or you are a “temporary resident” of Australia. Nothing contained in this PDS should be construed as the giving of, or be relied upon, as tax advice.

No Australian income tax should be payable by the Fund on the income of the Fund provided Unit holders become presently entitled to all of the taxable income of the Fund each financial year. Franklin Templeton Australia intends to take all reasonable steps to ensure that these requirements are satisfied.

10.2 Taxation of the Fund - AMIT

On the basis that the Fund is an AMIT for tax purposes, Australian resident Unit holders of the Fund should be taxed on the tax components of the Funds that are attributed to them each year.

The tax components of the Fund that are attributed to an Australian resident Unit holder will be disclosed in a statement, known as the “AMIT member annual statement” or “AMMA statement”, following the Funds’ financial year end of 30 June. Aside from the tax components of the Fund which are attributed to a Unit holder in respect of the relevant financial year, the AMMA statement will also state an estimate of the expected cost base adjustment to the Unit holder’s units for the relevant year.

The tax components which are attributed by the Fund to Unit holders should include the tax components of the Fund that are reflected in any distributions made by the Fund to Unit holders for the relevant year. Unit holders may also be attributed tax components where they undertake a significant redemption of units in the Fund, or where Franklin Templeton Australia determines that part of the taxable income of the Fund should be accumulated and not distributed. Franklin Templeton Australia does not currently have an intention to accumulate taxable income of the Fund.

Unit holders should be subject to the regime for cost base adjustments provided for interests in AMITs. Under this regime, Unit holders may experience an upward cost base adjustment to the extent that the taxable components attributed to them for the year exceed the amounts distributed to them for the year, or a downward cost base adjustment to the extent that the distributions made to them exceed the taxable components attributed to them. As outlined above, the AMMA statement that Unit holders are provided should provide details of Franklin Templeton Australia’s estimate of these cost base adjustments.

10.3 Taxable components from the Fund

We have set out below some of the tax consequences associated with certain components of the taxable income of the Funds which Unit holders may be attributed.

10.4 Capital gains

The disposal of certain investments by the Fund may give rise to capital gains for the Fund. Accordingly, the tax components that a Unit holder is attributed or distributed from the Fund may include a component of taxable capital gains, which should be included in the Unit holder’s taxable capital gains for the relevant year.

As previously discussed, the inclusion of non-assessable amounts in the distributions made by the Fund may have capital gains tax consequences for Unit holders, such as the potential for downward cost base adjustments (or even capital gains where there is insufficient cost base) for a Unit holders’ units in the Fund.

The amounts attributed to Unit holders may also include amounts that are referable to the discount capital gains concession. Irrespective of whether a Unit holder is assessed on these amounts, to the extent that these amounts are distributed by the Fund to Unit holders, no downward cost base adjustment should arise for the Unit holder in respect of these amounts.

10.5 Foreign income and tax credits

The Fund may realise assessable foreign-sourced income from their investments. Assessable foreign-sourced income components may be attributed or distributed by the Fund to Unit holders.

The Fund may also attribute or otherwise pass through foreign income tax offsets to Unit holders in respect of certain foreign taxes withheld from foreign-sourced income realised by the Fund. These should be disclosed in the AMMA statement that are provided to Unit holders following the end of the financial year (see discussed above).

10.6 Other gains

The Fund may realise other types of assessable income, for example, gains arising on certain derivatives which may be entered into by the Fund.

As the Fund's investments may be denominated in a currency other than Australian dollars, the Fund may realise foreign currency gains in certain circumstances. The tax components of the Fund that are attributed or distributed to Unit holders may include amounts that are referable to these foreign currency gains.

10.7 Foreign taxes

Foreign taxes may be imposed where a Fund's investments or dealings have some connection with a foreign jurisdiction.

For example, the United States of America has enacted rules known as the Foreign Account Tax Compliance Act (FATCA), which commenced on 1 July 2014. FATCA withholding tax at 30% may apply to certain payments of US sourced income (and certain other amounts) unless the recipient is FATCA compliant.

As Responsible Entity of the Fund, we are a Reporting Australian Financial Institution (AFI) and comply with our obligations under the FATCA Intergovernmental Agreement with the US (FATCA IGA) and Australian domestic laws. Under the FATCA Agreement, we do not report information directly to the IRS. Instead, we report to the Australian Taxation Office (ATO) and the information is made available to the IRS, in compliance with Australian privacy laws, under existing rules and safeguards in the Australia-U.S. Convention for the Avoidance of Double Taxation and the Prevention of Fiscal Evasion with respect to taxes on income. We conduct appropriate due diligence procedures as set out in the FATCA IGA.

Provided we comply with registration, due diligence and reporting requirements in accordance with the FATCA IGA and associated Australian domestic law, and we comply with self-certification requests from other parties, the Funds will not be subject to FATCA withholding on payments made to them. We may request that you provide certain information about yourself and (where you are an entity) your controlling persons in order for the Funds to comply with their FATCA IGA obligations.

Subject to law, we may delay or refuse to accept an Application (and return any monies received with the Application without interest) where there is a delay or failure to produce the required information. Alternately we may be required to treat the Applicant, or Unit holder, as reportable to the ATO. By applying to invest in the Fund, you warrant that you, your agent, or your nominated representative will provide us with all additional information and assistance that may be requested in order to comply with our ongoing obligations under FATCA and the FATCA IGA.

In the event that we/the Fund incur any amount of withholding tax (including FATCA withholding tax) and/or penalties, neither we/the Fund will be required to compensate you for any such tax or penalties.

10.8 Disposal or redemption of Units by Unit holders

Under the capital gains tax provisions, Unit holders who redeem or otherwise dispose of their Units in the Fund may realise a capital gain or loss on the redemption or disposal. The amount of the capital gain or loss should broadly equal the excess of the consideration they receive in respect of the redemption or disposal over the cost base of their Unit.

As previously discussed, the application of the AMIT regime to the Fund means that the cost base of Units in the Fund may be adjusted for the relevant year based on the distributions received on the Units and the tax components attributed to the Unit holder in respect of the Units for the relevant year. Any such cost base adjustments that arise in respect of the financial year in which Units that are redeemed or disposed of should be taken into account in calculating the capital gain or loss which arises for Unit holders in respect of the redemption or disposal.

Unit holders may be able to claim a capital gains tax discount to reduce any net capital gain arising on the disposal or redemption of their Units if they have held their Units for 12 months or more prior to the disposal or redemption and relevant conditions are satisfied.

10.9 Tax File Number or Australian Business Number

Collection of tax file numbers (“TFN”) is authorised and the use and disclosure of TFNs are strictly regulated by the tax laws and the Privacy Act. Unit holders may, but are not required to, quote a TFN, a TFN exemption or, if your investment is made in the course or furtherance of an enterprise carried on by you, an ABN.

If a Unit holder does not provide a TFN or an ABN, withholding tax may be deducted from distributions made to the Unit holder.

10.10 GST

Unit holders should not be subject to GST on applications to or redemptions from the Fund. The Fund may incur GST in respect of various supplies that it acquires. However, a RITC may be available to the Fund on certain supplies.

10.11 Non-resident Investors

For any investor in a Fund who is an Australian non-resident for Australian tax purposes, Franklin Templeton Australia may be required to withhold Australian tax from any distributions. The applicable withholding tax rate will vary depending on the type of distribution, the non-resident investor’s country of residence and whether Australia has a double tax treaty with that country.

Under the AMIT regime, if the taxable components attributed to a foreign resident investor exceed the distributions made, then the trustee of the relevant Fund will be required to pay tax on behalf of the foreign resident investor on that excess. In this case, Franklin Templeton Australia may deduct amounts on account of such taxes from amounts payable to the non-resident investor, and may, if required, compulsorily redeem Units to meet these tax liabilities.

10.12 Common Reporting Standard

The OECD Common Reporting Standard for Automatic Exchange of Financial Account Information (CRS) is a global standard for the collection, reporting and exchange of financial account information on foreign tax residents. The CRS tackles and deters cross-border tax evasion by establishing a common international standard for financial institutions to identify and report information about the financial accounts of foreign residents to their local tax authority and for tax authorities to exchange this information. Under Australian legislation implementing the CRS, banks and other financial institutions will collect and report to the ATO, financial account information of non-residents. The ATO will exchange this information with the participating foreign tax authorities of those non-residents.

The Australian CRS implementing legislation applies from 1 July 2017. The first exchange of information occurred 2018. This legislation requires certain Australian financial institutions to conduct due diligence and collect certain information from new and existing investors. We may request that you provide certain information about yourself and (where you are an entity) your controlling persons in order for us to comply with our CRS obligations.

Subject to law, we may delay or refuse to accept an Application (and return any monies received with the Application without interest) where there is a delay or failure to produce the required information. Alternately we may be required to treat the Applicant, or Unit holder, as reportable to the appropriate governmental agency(s). By applying to invest in the Fund, you warrant that you, your agent, or your nominated representative will provide us with all additional information and assistance that may be requested in order to comply with our ongoing obligations under any CRS laws.

11 How to transact

11.1 How to invest in the Fund

Investors can invest in the Fund by either applying for units directly with the Responsible Entity using an Application Form (online or paper-based), or purchasing the units on the ASX. Investors can withdraw from the Fund either by applying for units directly with the Responsible Entity by completing a Withdrawal Form.

The method by which you invest in the Fund does not affect the method by which you can exit the Fund. If you enter the Fund by buying units on the ASX, you can exit the Fund by selling units on the ASX or by withdrawing directly with the Responsible Entity by completing a Withdrawal Form. If you enter the Fund by applying for units directly with the Responsible Entity you can exit the Fund by selling units on the ASX or by withdrawing directly with the Responsible Entity.

Set out in the table below is a summary of the key differences buying and selling units via the ASX or directly with the Responsible Entity. This PDS should be read in full before you make any decision to invest in the Fund:

	Buying units on the ASX	Applying for units directly with the Responsible Entity
How do I invest in the Fund?	<p>You can purchase units on the ASX via your stockbroker. You do not need to complete an application form.</p> <p>Your purchase of units will be settled via the CHESS settlement service, generally two Business Days following your purchase.</p>	<p>You can complete a paper-based application using the Application Form, which is available on ClearBridge website at www.clearbridgeinvestments.com.au or by contacting us on (02) 9397 7351 or by email auclientservice@clearbridge.com.</p> <p>To invest by a paper-based application, complete the Application Form (including the provision of other documentation required for identification purposes) and return it, via post, with your initial investment to the Fund's unit registry.</p> <p>Applications received, verified and accepted by the Fund's unit registry prior to 4pm (Sydney time) on a Business Day will generally be processed using the unit price for that day. For applications accepted after 4pm (Sydney time) or on a non-Business Day, generally the next Business Day's unit price will apply.</p> <p>Your application will only be eligible to be accepted when it is accompanied by receipt of:</p> <ul style="list-style-type: none"> • A validly completed Application Form • Cleared application monies • Identity verification information
What is my purchase price when I make my investment in the Fund?	<p>Your purchase price will be the price at which you purchased those units on the ASX, and will be set out in the confirmation provided to you by your stockbroker. You may incur brokerage fees and commissions when you buy units via your stockbroker. You should consult with your stockbroker for further details.</p>	<p>Your purchase price will be the unit price for the day on which your application is processed.</p> <p>This price reflects the net asset value per unit, plus a buy spread to allow for transaction costs incurred by the Fund as a result of your investment.</p>
Is there a minimum number of units I need to buy?	<p>No. There is no minimum number of units if you invest in the Fund via the ASX.</p>	<p>The minimum initial investment amount for investors applying for units directly with the Responsible Entity is \$20,000. The minimum amount for an additional investment made using electronic funds transfer ("EFT") or cheque is \$5,000. No</p>

Buying units on the ASX
Applying for units directly with the Responsible Entity

minimum amount applies to additional investments made by BPAY®.

Selling units on the ASX

You can withdraw from the Fund by selling your units via your stockbroker. Your sale of units will be settled via the CHESS settlement service, generally two Business Days following your sale. You can only convert or transfer whole units held directly with the Fund (SRN holding on the issuer sponsored subregister) to an account with a stockbroker (HIN holding on the CHESS subregister) and any partial unit holding remaining after the conversion or transfer will be paid in cash.

Withdrawing units directly with the Responsible Entity

A copy of the paper-based Withdrawal Form can be obtained by contacting ClearBridge on (02) 9397 7351 or by email auclientservice@clearbridge.com.

To redeem by a paper-based form, complete the Withdrawal Form and return it, via post, with your initial investment to the Fund's unit registry.

Withdrawals received, verified and accepted by the Fund's unit registry prior to 4pm (Sydney time) on a Business Day will generally be processed using the unit price for that day. For redemptions accepted after 4pm (Sydney time) or on a non-Business Day, generally the next Business Day's unit price will apply. Withdrawals are typically paid within 10 Business Days although the Constitution allows us up to 60 Business Days or longer in certain circumstances. Withdrawal proceeds will be paid to an investor's nominated bank account.

You must hold your units on the Fund's issuer sponsored subregister and provide your SRN in order to redeem directly with the Responsible Entity. Your stockbroker can assist you with this process if you hold your units on a HIN.

In order to redeem directly with the Responsible Entity you must have completed Identity verification.

How do I withdraw from the Fund?

What is my exit price when I withdraw from the Fund?

Your exit price will be the price at which you sold those units on the ASX, and will be set out in the confirmation provided to you by your stockbroker. You may incur brokerage fees and commissions when you sell units via your stockbroker. You should consult with your stockbroker for further details.

Your exit price will be the unit price for the day on which your redemption is processed.

This price reflects the net asset value per unit, less a sell spread to allow for transaction costs incurred by the Fund as a result of your redemption.

Is there a minimum number of units I need to sell?

No. There is no minimum number of units when you withdraw from the Fund via the ASX.

A minimum balance of \$20,000 applies to investments acquired directly with the Responsible Entity.

11.2 Non-resident investors

The Fund is only available to persons receiving this PDS in Australia and New Zealand.

NEW ZEALAND INVESTORS: If you are considering investing in the Funds from New Zealand, you should contact your financial adviser for further information. Please also refer to the "Important Information for New Zealand Investors" at section 8.10.

11.3 Application form

The Application Forms for both new and existing clients can be obtained by contacting ClearBridge.

For personal use only

11.4 Reporting

For investors who have invested directly with the Responsible Entity, ClearBridge will confirm transactions to Unit holders in the Fund and provide monthly reporting that documents the Units issued and/or redeemed over the period and the balance of Units held. Investors, including investors who have invested by buying units on the ASX will receive periodic statements at least once a year. Monthly reporting that includes performance will be made available on ClearBridge's website. Audited accounts for the Fund will also be made available on ClearBridge's website at www.clearbridgeinvestments.com.au. Unit holders may also request to receive copies of the accounts by mail. Unit holders will receive other information as required under the Corporations Act for each financial year.

In addition, the following information will be made available on ClearBridge's website:

- the Fund's Net Asset Value;
- the Material Portfolio Information as it relates to the Fund (each ASX Trading Day);
- information about redemptions from the Fund (monthly); and
- a copy of the latest PDS for the Fund.

The following information is available on the "ASX Markets Announcement Platform". Copies of the ASX announcements for the Fund are also available on ClearBridge's website.

- Distribution information;
- Total number of units on issue and information about redemptions from the Fund (monthly);
- Notices to investors, including significant events and continuous disclosure notices;
- The Scheme's annual and any half-year financial reports (including financial statements);

ClearBridge's website at www.clearbridgeinvestments.com.au also has additional information about the Fund including performance and commentary.

In addition, the full portfolio holdings of the Fund will be disclosed at least quarterly on ClearBridge's website at www.clearbridgeinvestments.com.au, with a delay period of no more than two months.

11.5 Applicant verification

Pursuant to the Australian AML/CTF Act, Franklin Templeton Australia must establish and enforce suitable risk control procedures and identification and verification procedures. These procedures require applicants to provide satisfactory proof of identity as detailed in Section 1 of the Application Form for New Investors. These documents must be verified by Franklin Templeton Australia before any application for Units can be processed. These procedures may require us from time to time to re-verify that information or request additional information to verify the identity of an investor, any underlying beneficial owner of Units in the Fund and the source of any payment. The processing of applications or redemptions may be delayed or suspended until the requested information is provided in a satisfactory form. Franklin Templeton Australia accepts no liability for any loss an applicant may incur, of whatsoever nature that may arise in the application of these identification and verification procedures.

11.6 Investing via a Master Trust or Wrap Service

Investors accessing the Trusts indirectly through a Master Trust or Wrap Service do not acquire the rights of a Unit holder. Rather, the operator acquires the Units and the rights of a Unit holder, meaning that the right to receive distributions, confirmations, reports, attend meetings and make complaints. The rights of Master Trust or Wrap Service investors, including the taxation implications of investing, should be set out in disclosure documents issued by the Master Trust or Wrap Service operator.

11.7 Withdrawal Form

When withdrawing Units directly with the Responsible Entity, complete the Withdrawal Form and send it to:

Mail

MUFG Corporate Markets
Locked Bag 5038
Parramatta NSW 2124

The Withdrawal Form can be obtained by contacting ClearBridge or online at www.clearbridgeinvestments.com.au. In the case of joint redemptions, all Unit holders must sign. Redemptions lodged by companies must be signed in accordance with their constitution. Redemptions by trustees must be made in the name of, and signed by, the trustees. If a Unit holder wishes to specify

individuals who have authority to act on their behalf in relation to their investment, they may do so by completing the “Additional Authorised Signatories” section.

11.8 Conflicts of interest and related party transactions

Subject to the Corporations Act, we and our associates may hold Units in the Fund. We are also permitted by the Constitution (subject to the Corporations Act), to deal with ourself (as Responsible Entity / trustee of the Fund or in another capacity), an associate or any Unit holder; have an interest in any contract or transaction with ourself (as Responsible Entity / trustee of the Fund or in another capacity), an associate or any Unit holder and retain for our own benefit any profits or benefits derived from such contract or transaction and act in the same or similar capacity in relation to any other managed investment schemes. Any such arrangement will be based on arms’ length terms.

From time-to-time Franklin Templeton Australia may encounter conflicts in respect of its duties to Unit holders and to its own interests. Franklin Templeton Australia recognises it has an overriding duty to act in the best interests of Unit holders and will resolve any conflicts fair and reasonably in accordance with the law, ASIC and Franklin Templeton Australia’s own policies.

11.9 Cooling-off rights

Investors do not have cooling off rights in respect of units in Class A of the Fund (regardless of whether they were purchased on the ASX or applied for directly with the Responsible Entity).

11.10 Contact us

Please contact Franklin Templeton Australia:

Freecall

1800 673 776

Mail

Franklin Templeton Australia
Level 47, 120 Collins Street
Melbourne VIC 3000

Email:

auclientadmin@franklintempleton.com

Website

www.franklintempleton.com.au

Please contact ClearBridge:

Telephone

+61 2 9397 7351

Mail

ClearBridge Investments Limited
Level 13, 35 Clarence Street
SYDNEY NSW 2000

Email:

auclientservice@clearbridge.com

Website

www.clearbridgeinvestments.com.au

12 Glossary of important terms

Business Day

A day other than: (a) a Saturday or Sunday; and (b) any other day which ASX Settlement notifies facility users is not a Business Day.

Clearing House Electronic Subregister System (CHES)

For financial products traded on the ASX, settlement is effected by an electronic book-entry system called CHES, which stands for the Clearing House Electronic Subregister System. CHES is operated by the ASX Settlement Pty Limited, a wholly owned subsidiary of the ASX.

Constitution

The Constitution describes the rights, responsibilities and beneficial interests of both investors and the Responsible Entity in relation to the Fund.

Corporations Act

The Corporations Act 2001 (Cth) (the principal legislation regulating companies in Australia at a federal and interstate level), as amended from time to time.

Derivative

A financial contract that derives its value from an underlying security, liability or index. Derivatives come in many varieties, including futures, options and swaps.

Emerging Market Countries

Emerging markets are developing economies, many of which are experiencing rapid growth and industrialisation. These countries possess securities markets that are progressing toward, but have not yet reached, the standards of developed nations. Emerging markets typically have fewer and smaller publicly traded companies than developed markets. Securities markets there may have lower liquidity, less regulation, and weaker accounting standards than more mature markets such as the U.S., Japan, Australia and many countries in Europe.

Entry Price and Exit Price

The exit price is determined in accordance with the Constitution. The entry price and the exit price on a business day are, in general terms, equal to the product of the Net Asset Value of the Fund divided by the number of Units on issue and:

- For the Entry Price, adjusted up for transaction costs (the buy spread); and
- For the Exit price, adjusted down for transaction costs (the sell spread).

IDPS

Investor Directed Portfolio Services (IDPS) are custodial, transactional and consolidated reporting services, which are often referred to as master funds, master trusts or wrap services. An IDPS allows you to manage and retain control of your investment portfolio, plus have access to a range of different investments through one service provider, with the advantage of consolidated tax, transaction and performance reporting.

iNAV

The indicative Net Asset Value (iNAV) is the Responsible Entity's best estimate of the ETP's value per unit throughout the Trading Day.

Mutual Recognition Regime

The mutual recognition regime established under subpart 6 of Part 9 of the Financial Markets Conduct Act 2013 of New Zealand and Part 9 of the Financial Markets Conduct Regulations 2014 of New Zealand.

Net Asset Value

Net Asset Value is often abbreviated to NAV. It is calculated by subtracting the total value of a company's balance sheet liabilities (amounts it owes) from its assets. The Net Asset Value per Unit is calculated by dividing the Net Asset Value by the total number of Units in issue.

Retail investor

A retail investor is an investor that does not satisfy one of the requirements to be classified as a "wholesale investor", as defined under Section 761G of the Corporations Act 2001, which can be found at <https://www.legislation.gov.au>.

Reduced Input Tax Credit (RITC)

RITC means Reduced Input Tax Credit as defined in A New Tax System (Goods and Services Tax) Act 1999.

Standard Risk Measure (SRM)

A measure of investment risk, the SRM assigns a Risk Label from Very low to Very high, and a corresponding Risk Band from 1 to 7 for each option, based on the number of expected years of negative returns over any 20-year period.

Trading Day

Trading Day means ASX Trade is open for trading.

Unit

When you invest in a managed fund, you are allocated a number of units in the Fund. Each unit represents an equal portion of the Fund's value. If the assets held by the fund go up, the unit price also rises. The value of each unit in the fund is determined by the Net Asset Value.

Wholesale investor

Wholesale investors comprise sophisticated investors and professional investors that meet the requirements outlined in the Corporations Act 2001, Section 761G.

Wrap Service

A wrap service (or wrap account) is a means of consolidating and managing an [investor's](#) investment [portfolio](#) and financial plans.