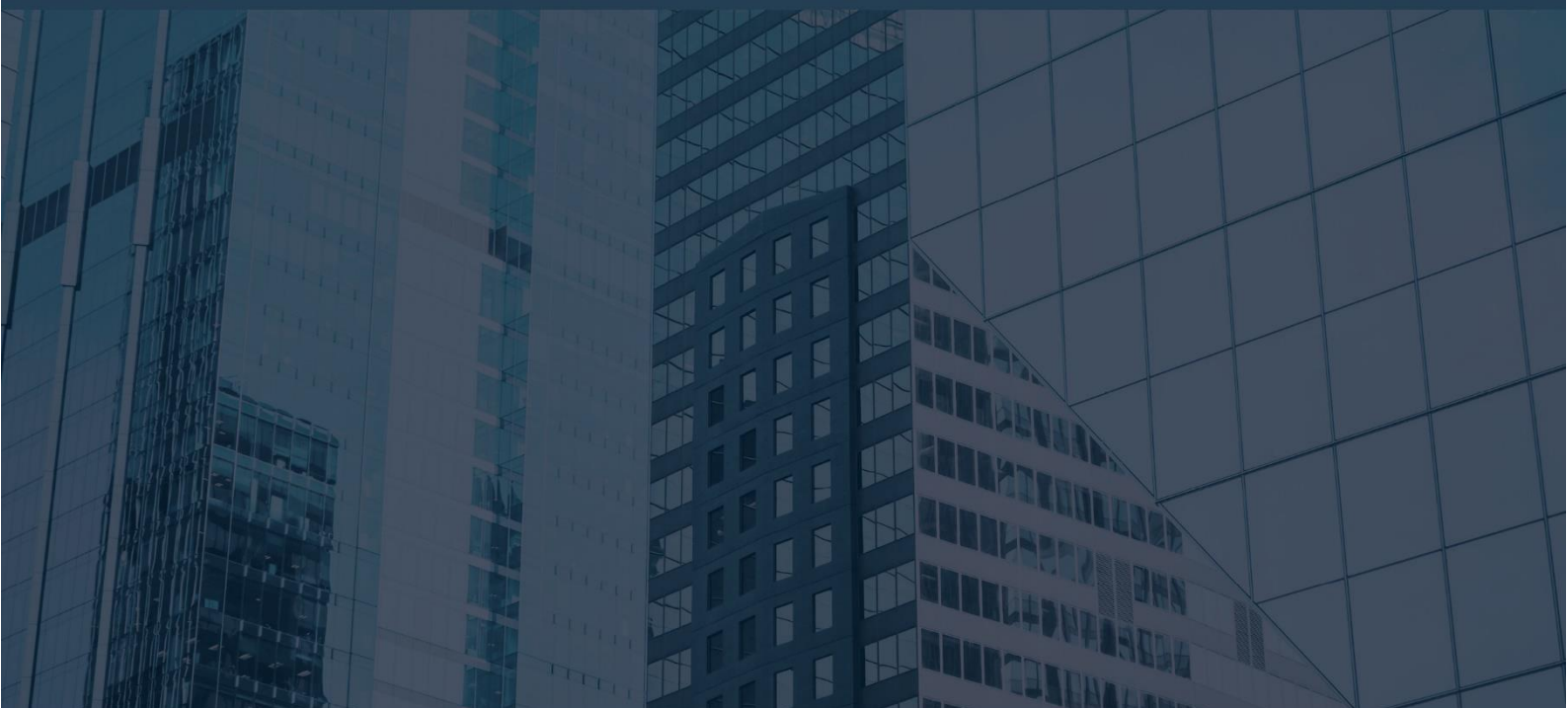


Target Market Determination

WESTBRIDGE DIVERSIFIED FUND NO.4
ARSN 653 544 168



WESTBRIDGE
FUNDS MANAGEMENT



TARGET MARKET DETERMINATION – WESTBRIDGE DIVERSIFIED FUND NO.4 ARSN 653 544 168

Legal disclaimer

This Target Market Determination (TMD) is required under section 994B of the *Corporations Act 2001* (Cth) (**the Act**). It sets out the class of consumers for whom the product, including its key attributes, would likely be consistent with their likely objectives, financial situation and needs. In addition, the TMD outlines the triggers to review the target market and certain other information. It forms part of MPS's design and distribution arrangements for the product.

This document is **not** a product disclosure statement and is **not** a summary of the product features or terms of the product. This document does not take into account any person's individual objectives, financial situation or needs. Persons interested in acquiring this product should carefully read the Product Disclosure Statement (**PDS**) for the Westbridge Diversified Fund No.4 before making a decision whether to buy this product.

Important terms used in this TMD are defined in the TMD Definitions which supplement this document. Capitalised terms have the meaning given to them in the product's PDS, unless otherwise defined. The PDS can be obtained by phoning Westbridge on 08 93261 5566.

Target Market Summary

This product is likely to be appropriate for a consumer seeking regular Income Distributions and Capital Growth to be used within a portfolio where the consumer has a Long investment timeframe, High risk/return profile and does not require access to capital until the end of the Investment Term.

Fund and Issuer identifiers

Issuer	Westbridge Property Securities Limited ("MPS")
Issuer ABN	28 091 623 862
Issuer AFSL	238386
Fund	Westbridge Diversified Fund No.4
ARN	653 544 168
Date TMD approved	16 October 2023
TMD Version	1.4
TMD Status	Current

Description of Target Market

This part is required under section 994B(5)(b) of the Act.

TMD indicator key

The Consumer Attributes for which the product is likely to be appropriate have been assessed using a red/amber/green rating methodology with appropriate colour coding:

In target market	Potentially in target market	Not considered in target market
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Instructions

In the tables below, Column 1, Consumer Attributes, indicates a description of the likely objectives, financial situation and needs of the class of consumers that are considering this product. Column 2, TMD indicator, indicates whether a consumer meeting the attribute in column 1 is likely to be in the target market for this product.

Generally, a consumer is unlikely to be in the target market for the product if:

- **one or more** of their Consumer Attributes correspond to a **red** rating, or
- **three or more** of their Consumer Attributes correspond to an **amber** rating.

Investment products and diversification

A consumer (or class of consumer) may intend to hold a product as part of a diversified portfolio (typically with an intended product use of *satellite/small allocation* or *core component*). In such circumstances, the product should be assessed against the consumer's attributes for the relevant portion of the portfolio, rather than the consumer's portfolio as a whole. For example, a consumer may seek to construct a conservative portfolio with a satellite/small allocation to growth assets. In this case, it may be likely that a product with a *High* or *Very High* risk/return profile is consistent with the consumer's objectives for that allocation notwithstanding that the risk/return profile of the consumer as a whole is *Low* or *Medium*. In making this assessment, distributors should consider all features of a product (including its key attributes).

CONSUMER ATTRIBUTES	TMD INDICATOR	PRODUCT DESCRIPTION INCLUDING KEY ATTRIBUTES
Consumer's investment objective		
Capital Growth	In target market	<ul style="list-style-type: none"> The Fund will offer exposure to a portfolio of 8-12 properties, diversified by sector and geography. Assets are targeted to provide stable rental incomes and potential for capital growth in the long-term. The issuer aims to pay monthly distributions within ten days of the end of each month. It is expected that a portion of the income distributions will be tax-deferred for Australian Tax residents. The Fund is fixed term and does not offer periodic withdrawals or liquidity but offers the potential for capital growth in the long term (<7 years) upon sale of the properties. However, there is no certainty the properties will achieve a capital gain on sale or distribute amounts to investors as forecasted. Therefore, an investment in the fund is higher risk and more volatile than cash or fixed income securities.
Capital Preservation	Potentially in target market	
Capital Guaranteed	Not considered in target market	
Income Distribution	In target market	
Consumer's intended product use (% of Investable Assets)		
Solution/Standalone (75-100%)	Not considered in target market	<ul style="list-style-type: none"> The Fund is designed to provide the opportunity for stable monthly distributions and potential for capital growth from the properties in the long term. However, there are risks involved which may reduce the value of distributions paid to investors. The Fund only contains commercial property assets situated within Australia and is concentrated to the Australian commercial property market. Investors should use the Fund as a Satellite / small allocation to spread the risks of investing in the Fund across a broad portfolio of investments. <p>*Because of the diversified nature of the Fund's portfolio, investors may also use the Fund as a Core Component where the investment generally does not exceed 50% of the investor's investable assets.</p>
Core Component (25-75%)*	Potentially in target market	
Satellite/small allocation (<25%)	In target market	
Consumer's investment timeframe		
Short (\leq 2 years)	Not considered in target market	<ul style="list-style-type: none"> The Fund is managed with the intention of generating returns over the fixed term of the fund (and any possible extension) including the sale of the underlying assets. The fixed term will be seven years from 29 November 2021. Prior to the termination of the Fund, the investors will vote to decide whether to terminate the Fund or extend the Fund for an additional term of no more than five years.
Medium (2 - 7 years)	Not considered in target market	
Long (> 7 years)	In target market	
Consumer's Risk (ability to bear loss) and Return profile		
Low	Not considered in target market	<p>The Fund seeks to deliver a regular income distribution as well as indirect ownership in a diversified portfolio of commercial properties with capital growth opportunities.</p> <p>Distributions and capital returns are not certain and there are risks involved with an investment in the Fund, including:</p> <ul style="list-style-type: none"> the value of the properties may change and losses may be incurred upon sale of the properties at the end of the Fund term, Tenants may fail to pay rents and/or breach lease covenants, resulting in a decrease in monthly distributions
Medium	Potentially in target market	
High	In target market	
Very High	In target market	

CONSUMER ATTRIBUTES	TMD INDICATOR	PRODUCT DESCRIPTION INCLUDING KEY ATTRIBUTES
		<ul style="list-style-type: none"> Interest rate increases can result in a reduction of the distributions paid to investors. <p>There is a possibility the Fund may experience a negative return in the circumstance that the Investors choose to wind up the trust and capital losses are suffered through sub-optimal sale prices at the end of the initial or extended Investment Term.</p>
Consumer's need to withdraw money		
Daily	Not considered in target market	<ul style="list-style-type: none"> The Fund is a fixed term investment and investors will not have the opportunity to withdraw their investment The Fund term is for seven years from 29 November 2021 with an option to extend the fund for a further five years. Off-market transfers are permitted.
Weekly	Not considered in target market	
Monthly	Not considered in target market	
Quarterly	Not considered in target market	
Annually or longer	Not considered in target market	

Appropriateness

Note: This section is required under RG 274.64–66 and RG 274.100.

The Issuer has assessed the product and formed the view that the product, including its key attributes, is likely to be consistent with the likely objectives, financial situation and needs of consumers in the target market as described above, as the features of this product in Column 3 of the table above are likely to be suitable for consumers with the attributes identified with a green TMD Indicator in Column 2.

The Issuer considers that the distribution conditions below will make it likely that the investors who acquire units in the Fund are in the target market because of the following:

- The Fund's advertisements and website content is directed towards consumers in the Fund's target market.
- The online and paper application form for the Fund include filtering questions and alerts relevant to the distribution conditions.

Distribution conditions/restrictions

This part is required under section 994B(5)(c) of the Act.

DISTRIBUTION CHANNEL

Direct

DISTRIBUTION CONDITION

- Direct investors who are wholesale or sophisticated investors can invest in this product.
- Retail investors are asked to complete an online or paper application form, including filtering questions relating to the TMD.

REVIEW TRIGGERS

This part is required under section 994B(5)(d) of the Act.

Material change to key attributes, fund investment objective and/or fees.

Material deviation from target distributions over a two-year period.

Key attributes of the Fund structure have been amended in a way that may change the key attributes of the product.

Determination by the issuer of an ASIC reportable Significant Dealing.

Material or unexpectedly high number of complaints (as defined in section 994A(1) of the Act) about the product or distribution of the product.

The use of Product Intervention Powers, regulator orders or directions that affects the product.

MANDATORY REVIEW PERIODS

This part is required under section 994B(5)(e) and (f) of the Act.

Review period	Maximum period for review
Initial review	Completed
Subsequent review	Within 1 year of a prior review for whatever reason.

DISTRIBUTOR REPORTING REQUIREMENTS

This part is required under section 994B(5)(g) and (h) of the Act

Reporting requirement	Reporting period	Which distributors this requirement applies to
Complaints (as defined in section 994A(1) of the Act) relating to the product design, product availability and distribution. The distributor should provide all the content of the complaint, having regard to privacy	Within 10 business days following end of calendar quarter	All distributors
Significant dealing outside of target market, under s994F(6) of the Act. See Definitions for further detail.	As soon as practicable but no later than 10 business days after distributor becomes aware of the significant dealing	All distributors
To the extent a distributor is aware, dealings outside the target market, including reason why acquisition is outside of target market, and whether acquisition occurred under personal advice	Within 10 business days following end of calendar quarter	All distributors

DEFINITIONS

TERM	DEFINITION
Consumer's investment objective	
Capital Growth	The consumer seeks to invest in a product designed to generate capital return. The consumer prefers exposure to growth assets (such as shares or property) or otherwise seeks an investment return above the current inflation rate.
Capital Preservation	The consumer seeks to invest in a product to reduce volatility and minimise loss in a market down-turn. The consumer prefers exposure to assets that are generally lower in risk and less volatile than growth investments.
Capital Guaranteed	The consumer seeks a guarantee or protection against capital loss whilst still seeking the potential for capital growth (typically gained through a derivative arrangement). The consumer would likely understand the complexities, conditions and risks that are associated with such products.
Income Distribution	The consumer seeks to invest in a product designed to distribute regular and/or tax-effective income. The consumer prefers exposure to income-generating assets (typically, high dividend-yielding equities, fixed income securities and money market instruments).
Consumer's intended product use (% of Investable Assets)	
Solution/Standalone (75-100%)	The consumer intends to hold the investment as either a part or the majority (up to 100%) of their total <i>investable assets</i> (see definition below). The consumer typically prefers exposure to a product with at least High <i>portfolio diversification</i> (see definitions below).
Core Component (25-75%)	The consumer intends to hold the investment as a major component, up to 75%, of their total <i>investable assets</i> (see definition below). The consumer typically prefers exposure to a product with at least Medium <i>portfolio diversification</i> (see definitions below).
Satellite (<25%)	The consumer intends to hold the investment as a smaller part of their total portfolio, as an indication it would be suitable for up to 25% of the total <i>investable assets</i> (see definition below). The consumer is likely to be comfortable with exposure to a product with Low <i>portfolio diversification</i> (see definitions below).
Investable Assets	Those assets that the investor has available for investment, excluding the residential home.
Portfolio diversification (for completing the key product attribute section of consumer's intended product use)	
Low	Single asset class, single country, low or moderate holdings of securities - e.g. high conviction Aussie equities.
Medium	1-2 asset classes, single country, broad exposure within asset class, e.g. Aussie equities "All Ords".
High	Highly diversified across either asset classes, countries or investment managers, e.g. Australian multi-manager balanced fund or global multi-asset product (or global equities).
Consumer's intended investment timeframe	
Short (\leq 2 years)	The consumer has a short investment timeframe and may wish to redeem within two years.
Medium (2 - 7 years)	The consumer has a medium investment timeframe and is unlikely to redeem within two to seven years.
Long ($>$ 7 years)	The consumer has a long investment timeframe and is unlikely to redeem within seven years from 29 November 2021.

Consumer's Risk (ability to bear loss) and Return profile

The Issuer has adopted the Standard Risk Measure (**SRM**) to calculate the likely number of negative annual returns over a 20 year period, using the guidance and methodology outlined in the **Standard Risk Measure Guidance Paper For Trustees**. The assessment has been undertaken assuming likely returns after fees and costs but before taxes. SRM is not a complete assessment of risk and potential loss. For example, it does not detail important issues such as the potential size of a negative return or that a positive return could still be less than a consumer requires to meet their investment objectives/needs.

Low	<p>The consumer is conservative or low risk in nature, seeks to minimise potential losses (e.g. has the ability to bear up to 1 negative return over a 20 year period (SRM 1 to 2)) and is comfortable with a low target return profile.</p> <p>Consumer typically prefers defensive assets such as cash and fixed income.</p>
Medium	<p>The consumer is moderate or medium risk in nature, seeking to minimise potential losses (e.g. has the ability to bear up to 4 negative returns over a 20 year period (SRM 3 to 5)) and comfortable with a moderate target return profile.</p> <p>Consumer typically prefers a balance of growth assets such as shares, property and alternative assets and defensive assets such as cash and fixed income.</p>
High	<p>The consumer is higher risk in nature and can accept higher potential losses (e.g. has the ability to bear up to 6 negative returns over a 20 year period (SRM 6)) in order to target a higher target return profile.</p> <p>Consumer typically prefers predominantly growth assets such as shares, property and alternative assets with only a smaller or moderate holding in defensive assets such as cash and fixed income.</p>
Very high	<p>The consumer has a more aggressive or very high risk appetite, seeks to maximise returns and can accept higher potential losses (e.g. has the ability to bear 6 or more negative returns over a 20 year period (SRM 7)).</p> <p>Consumer typically prefers growth assets such as shares, property and alternative assets.</p>

Review Triggers and Distributor Reporting

Significant dealings	<p>Section 994F(6) of the Act requires distributors to notify the Issuer if they become aware of a significant dealing in the Fund that is not consistent with the TMD. Section 994G of the Act requires the Issuer to notify ASIC if it becomes aware of a significant dealing in the Fund that is not consistent with the TMD. Neither the Act nor ASIC defines when a dealing is 'significant' and distributors and the Issuer have discretion to apply its ordinary meaning. Whether or not a dealing is significant is a matter to be determined in the circumstances of each case and must be determined having regard to ASIC's policy in RG 274.</p> <p>The Issuer will rely on notifications of significant dealings to monitor and review the Fund, this TMD, and its distribution strategy, and to meet its own obligation to report significant dealings to ASIC.</p> <p>Dealings outside this TMD may be significant because they constitute an individual transaction which has resulted in, or will or is likely to result in, significant detriment to the consumer (or class of consumer).</p> <p>In each case, the distributor should have regard to:</p> <ul style="list-style-type: none">• the nature and risk profile of the product (which may be indicated by the product's risk rating or withdrawal timeframes),• the actual or potential harm to a consumer (which may be indicated by the value of the consumer's investment, their intended product use or their ability to bear loss), and• the nature and extent of the inconsistency of distribution with the TMD (which may be indicated by the number of red or amber ratings attributed to the consumer). <p>Objectively, a distributor may consider a dealing (or group of dealings) outside the TMD to be significant if:</p> <ul style="list-style-type: none">• the consumer's intended product use is <i>Solution / Standalone</i>, or• the consumer's intended product use is <i>Core component</i> and the consumer's risk (ability to bear loss) and return profile is <i>Low</i>.
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