



**SECOND SUPPLEMENTARY INFORMATION
MEMORANDUM DATED 16 FEBRUARY 2024
IN RESPECT OF
INCOME AND GROWTH FUND**

The Manager
AmFunds Management Berhad
Registration number: [198601005272 (154432-A)]

The Trustee
HSBC (Malaysia) Trustee Berhad
Registration number: [193701000084 (001281-T)]

THIS SECOND SUPPLEMENTARY INFORMATION MEMORANDUM DATED 16 FEBRUARY 2024 HAS TO BE READ IN CONJUNCTION WITH THE INFORMATION MEMORANDUM FOR INCOME AND GROWTH FUND DATED 20 JANUARY 2020 AND THE FIRST SUPPLEMENTARY INFORMATION MEMORANDUM DATED 15 SEPTEMBER 2022.

SOPHISTICATED INVESTORS ARE ADVISED TO READ AND UNDERSTAND THE CONTENTS OF THE INFORMATION MEMORANDUMS. IF IN DOUBT, PLEASE CONSULT A PROFESSIONAL ADVISER. FOR INFORMATION CONCERNING CERTAIN RISK FACTORS WHICH SHOULD BE CONSIDERED BY SOPHISTICATED INVESTORS, SEE "RISK FACTORS" COMMENCING ON PAGE 20 OF THE INFORMATION MEMORANDUM.

THIS SECOND SUPPLEMENTARY INFORMATION MEMORANDUM HAS TO BE READ IN CONJUNCTION WITH THE INFORMATION MEMORANDUM AND THE FIRST SUPPLEMENTARY INFORMATION FOR INCOME AND GROWTH FUND

RESPONSIBILITY STATEMENTS

This Second Supplementary Information Memorandum dated 16 February 2024 (the "Second Supplementary Information Memorandum") in relation to the Information Memorandum for Income and Growth Fund dated 20 January 2020 (the "Information Memorandum") and the First Supplementary Information Memorandum dated 15 September 2022 (the "First Supplementary Information Memorandum") (collectively, the "Information Memorandums") has been reviewed and approved by the directors of AmFunds Management Berhad and they collectively and individually accept full responsibility for the accuracy of all information. Having made all reasonable enquiries, they confirm to the best of their knowledge and belief, that there are no false or misleading statements, or omission of other facts which would make any statement in this Second Supplementary Information Memorandum false or misleading.

STATEMENTS OF DISCLAIMER

The Securities Commission Malaysia has not authorised or recognised the Income and Growth Fund (the "Fund") and a copy of this Second Supplementary Information Memorandum has not been registered with the Securities Commission Malaysia.

The lodgement of this Second Supplementary Information Memorandum should not be taken to indicate that the Securities Commission Malaysia recommends the Fund or assumes responsibility for the correctness of any statement made, opinion expressed or report contained in this Second Supplementary Information Memorandum.

The Securities Commission Malaysia is not liable for any non-disclosure on the part of AmFunds Management Berhad responsible for the Fund and takes no responsibility for the contents in this Second Supplementary Information Memorandum. The Securities Commission Malaysia makes no representation on the accuracy or completeness of this Second Supplementary Information Memorandum, and expressly disclaims any liability whatsoever arising from, or in reliance upon, the whole or any part of its contents.

SOPHISTICATED INVESTORS SHOULD RELY ON THEIR OWN EVALUATION TO ASSESS THE MERITS AND RISKS OF THE INVESTMENT. IF SOPHISTICATED INVESTORS ARE UNABLE TO MAKE THEIR OWN EVALUATION, THEY ARE ADVISED TO CONSULT PROFESSIONAL ADVISERS.

ADDITIONAL STATEMENTS

An investment in the Fund carries with it a degree of risk. The value of units and the income from it, if any, may go down as well as up, and investment in wholesale fund involve risks including the risk of total capital loss and no income distribution. Sophisticated Investors should consider the risk factors set out under the heading Risk Factors in the Information Memorandums.

Statements made in the Information Memorandums are based on the law and practice currently in force in Malaysia and are subject to changes in such law and practices.

Any reference to a time or day in the Information Memorandums shall be a reference to that time or day in Malaysia, unless otherwise stated.

No person has been authorised to issue any advertisement or to give any information, or to make any representations in connection with the offering, placing, subscription, sale, switching or redemption of units in the Fund other than those contained in the Information Memorandums and, if issued, given or made, such advertisement, information or representations must not be relied upon by an investor. Any purchase made by any person on the basis of statements or representations not contained in or inconsistent with the information and representations in the Information Memorandums will be solely at the risk of the Sophisticated Investor. Sophisticated Investors may wish to consult their independent professional adviser about the suitability of the Fund for their investment needs.

The Information Memorandums do not constitute an offer or solicitation to anyone in any jurisdiction in which such offer or solicitation is not authorised or to any person to whom it is unlawful to make such offer or solicitation.

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The Manager has the right to reject any application by a US Person. However, if you are investing through our appointed distributor who operates under a nominee system of ownership, kindly consult the respective distributor accordingly.

PERSONAL DATA

As part of our day to day business, we collect your personal information when you apply to open an account with us, subscribe to any of our products or services or communicate with us. In return, we may use this information to provide you with our products or services, maintain our records or send you relevant information. We may use your personal information which includes information on any transactions conducted with us, for one or more of the following purposes, whether in Malaysia or otherwise:

- a. Assess your eligibility or suitability for our products which you had applied for and to verify your identity or financial standing through credit reference checks;
- b. To notify you of more and up to-date information such as improvements and new features to the existing products and services, development of new products, services and promotions which may be of interest to you;
- c. Manage and maintain your account(s) through regular updates, consolidation and improving the accuracy of our records. In this manner we can respond to your enquiries, complaints and to generally resolve disputes quickly so that we can improve our business and your relationship with us;
- d. Conduct research for analytical purposes, data mining and analyse your transactions / use of products and services to better understand your current financial / investment position and future needs. We will also produce data, reports and statistics from time to time, however such information will be aggregated so that your identity will remain confidential;
- e. Comply with the requirements of any law and regulations binding on us such as conducting anti-money laundering checks, crime detection / prevention, prosecution, protection and security;
- f. Enforcement of our rights to recover any debt owing to us including transferring or assigning our rights, interests and obligations under any of your agreement with us;
- g. In the normal course of general business planning, oversight functions, strategy formulation and decision making within AmBank Group;
- h. To administer and develop the Manager's and/or the Manager's associated companies within the AmBank Group business relationship with you;
- i. Outsourcing of business and back-room operations within AmBank Group and/or other service providers; and
- j. Any other purpose(s) that is required or permitted by any law, regulations, standards, guidelines and/or relevant regulatory authorities including with the trustee of the Fund.

Sophisticated Investors are advised to read our latest or updated Privacy Notice (notice provided as required under the Personal Data Protection Act 2010) available on our website at www.aminvest.com. Our Privacy Notice may be revised from time to time and if there is or are any revision(s), it will be posted on our website and/or other means of communication deemed suitable by us. However any revision(s) will be in compliance with the Personal Data Protection Act 2010.

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Unless otherwise provided in this Second Supplementary Information Memorandum, all the capitalized terms used herein shall have the same meanings ascribed to them in the Information Memorandums.

EXPLANATORY NOTE

This Second Supplementary Information Memorandum has been issued to informed Sophisticated Investors of the following, but not limited to:

- the update made to the disclosure in “Investment Strategy and Asset Allocation”;
- the update made to the disclosure in “Risk Factors”;
- the update made to the disclosure in “Fees, Charges and Expenses”;
- the update made to the disclosure in “Transaction Information”;
- the update made to the disclosure in “Additional Information”; and
- other updates which are general in nature.

A. THE FUND’S DETAILED INFORMATION

Page 9 of the Information Memorandum

The “**Investment Strategy**” and “**Asset Allocation**” under this section is hereby deleted and replaced with the following:

Investment Strategy	<p>The Fund seeks to achieve its investment objective by investing a minimum of 85% of the Fund’s NAV in the Allianz Income and Growth (“Target Fund”) at all times. This implies that the Fund has a passive strategy.</p> <p><i>Note: A replacement of this Target Fund or termination of the Fund would require Unit Holder’s approval.</i></p>
Asset Allocation	<ul style="list-style-type: none">• A minimum of 85% of the Fund’s NAV will be invested in the Target Fund; and• Up to 15% of the Fund’s NAV will be invested in liquid assets.

B. RISK FACTORS

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Specific risks uniquely associated with the investment portfolio of the Fund

1. The “**Liquidity Risk**” under this section is hereby deleted and replaced with the following:

The Fund will be investing a minimum of 85% of its NAV in the Target Fund. There may be exceptional circumstances, which could cause delays in the redemption of shares of the Target Fund and units of the Fund. In the event of exceptional circumstance such as suspension of calculation of NAV of the Target Fund, no shares of the Target Fund will be redeemed.

2. The “**Risk of a Passive Strategy**” under this section is hereby deleted and replaced with the following:

As the Fund adopts a passive strategy of investing a minimum of 85% of its NAV into the Target Fund at all times, this strategy would result in the Fund being exposed to the risk of its NAV declining when the Target Fund’s NAV declines. This is because the Fund is closely mirroring the performance of the Target Fund and will not be adopting any temporary defensive strategies in response to such declines. All investment decisions are left with the fund manager of the Target Fund.

C. FEES, CHARGES AND EXPENSES

Page 26 - 27 of the Information Memorandum

The illustration of calculation of “**Annual Management Fee**” under section “**Ongoing Fees and Expenses**” is hereby revised and replaced with the following:

An annual management fee of up to 1.80% p.a. of the Fund’s NAV is charged and then apportioned to each Class based on the MCR. The management fee is calculated on a daily basis and will be paid monthly.

From the illustration below, it shows that there is no double charging of management fee.

An illustration of the calculation and apportionment of the daily management fee is as follows:

(Assuming that the Target Fund’s management fee is 1.25% p.a. and investments have been made in RM-Hedged Class and USD Class.)

	<u>USD</u>
Investments	85,000,000.00
Others (liquid assets)	15,000,000.00
NAV (before fees)	<u>100,000,000.00</u>

Management fee for the day:

$[(\text{Investments} + \text{Liquid Assets})] \times 1.80\% \div \text{Number of days in a year}$

1. Charged by the Target Fund
 = $[\text{USD}85,000,000.00 \times (1.25\%)] \div 365$
 = USD 2,910.96

2. Charged by the Fund
 a) Investments
 = $[\text{USD}85,000,000.00 \times 0.55\%] \div 365$
 = USD 1,280.82

b) Liquid assets
 = $[\text{USD}15,000,000.00 \times 1.80\%] \div 365$
 = USD739.73

c) $\text{USD}1,280.82 + \text{USD}739.73$
 = USD 2,020.55

Class-level apportionment (assumed ratio: USD:RM-Hedged, 60:40)

USD Class	1,212.33
RM-Hedged Class	808.22
Total	<u>2,020.55</u>

D. TRANSACTION INFORMATION

Page 30 – 32 of the Information Memorandum

The illustration under “**NAV per Unit of the Class(es)**” is hereby revised and replaced with the following:

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Illustration:

The following is a hypothetical example of the computation of the NAV per unit in Class currency at each valuation point based on the Multi Class Fund (MCF) Ratio with the assumption that the investment has been made in RM-Hedged Class and USD Class:

“Opening Value of the Fund” refers to the NAV of the Fund before income and expenses.

“Opening Value of a Class” refers to the NAV of a Class before income and expenses.

		Fund (USD) Total	RM-Hedged Class	USD Class
Day 1 - by 4.00pm				
Sales amount received	A		RM20,000,000.00	USD10,000,000.00
NAV per unit	B		MYR1.0200	USD1.0000
Units in Circulation	C=A/B		19,607,843.14	10,000,000.00
Foreign exchange ("FX") translation on Day 1 (FX as per Valuation date - using FIMM FX guidelines)	D		0.30	1.00
Value of the Fund (USD)	E=AxD	USD16,000,000.00	USD6,000,000.00	USD10,000,000.00
Day 2				
Opening Value of the Fund (USD)	E	USD16,000,000.00	USD6,000,000.00	USD10,000,000.00
Multi Class Fund (MCF) Ratio [^]	F	100%	37.5%	62.5%
Add: Income (USD) (Proportionate based on MCF Ratio [^])	G	15,000.00	5,625.00	9,375.00
Less: Administration expenses (USD) (Proportionate based on MCF Ratio [^])	H	(1,000.00)	(375.00)	(625.00)
NAV before management fee and trustee fee for the day	I=E+G-H	16,014,000.00	6,005,250.00	10,008,750.00
- investment in Target Fund (85% of NAV)	J=I x 85%	13,611,900		
- investment in other liquid assets (15% of NAV)	K=I x 15%	2,402,100		
Class expenses				
Management fee (% p.a.) - charged on investment in Target Fund	L	0.55%		
- charged on other liquid assets	M	1.80%		
Management fee for the day (USD) (Proportionate based on MCF Ratio [^])	N=(JxL)+(KxM) / 365	(323.57)	(121.34)	(202.23)
Trustee fee (% p.a.)	P	0.05%		
Trustee fee for the day (USD) (Proportionate based on MCF Ratio [^])	Q=(I x P) / 365*F	(21.94)	(8.23)	(13.71)
NAV	S=I-N-Q	16,013,654.49	6,005,120.43	10,008,534.06
Units in Circulation	C		19,607,843.14	10,000,000.00
NAV per unit in Base Currency (USD)	T=S/C		0.3063	1.0009
FX translation on Day 2 (FX as per Valuation date - as per FIMM FX guidelines)	U		0.32	1.00

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NAV per unit in Class currency	T/U	RM0.9572	USD1.0009
Sales/(Redemption) amount received for Day 2	V	RM2,000,000.00	(USD500,000.00)
FX translation on Day 2 (FX as per Valuation date - as per FIMM FX guidelines)	W	0.32	1.00
Value of the sales/redemption (USD)	X = VxW	USD140,000.00	USD640,000.00
Value of the Fund (USD)	Y=S+X	USD16,153,654.49	USD6,645,120.43
Day 3			
Opening Value of the Fund (USD)	Y	USD16,153,654.49	USD9,508,534.06

Note: ^ Multi Class Fund (MCF) Ratio is apportioned based on the size of Class relative to the whole Fund. This means the MCF Ratio is calculated by taking the Opening Value of a Class divided by the Opening Value of the Fund. This apportionment is expressed as a ratio and calculated as a percentage.

E. ADDITIONAL INFORMATION

Page 21 of the Information Memorandum and page 6 of the First Supplementary Information Memorandum

The disclosures on “Internet” under Section “**Keeping You Informed**” are hereby deleted entirely and replaced with the following:

“Internet

We publish updated information on our website www.aminvest.com.”

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