OnePath Mortgage and Income Plus funds – additional information

Effective 3 June 2014 (quarterly update)

In this document, the terms 'we' and 'our' refer to OnePath Funds Management Limited (OnePath Funds Management).

This document contains important information for investors in the OnePath Mortgage and Income Plus funds listed in the table below (the Mortgage and Income Plus Funds). This document sets out additional information that may assist you to better understand your investment in the relevant Mortgage and Income Plus Fund. This information will be updated quarterly and will be posted in the 'Product updates' section of the OnePath website.

OnePath Mortgage and Income Plus Funds

The OnePath Mortgage and Income Plus funds invest in OnePath's Mortgage Pool ARSN 089 455 425 (Fund). Withdrawals from, and applications to, the Fund have been suspended (please see below). The investment funds listed below have at least 50% exposure to the Fund:

Investment fund	Constitutional name	Benchmark allocation* to Mortgage Pool
OnePath Mortgage Trust No.2	OnePath Mortgage Trust No. 2	100%
OnePath Monthly Income Trust	Monthly Income Trust	100%
OnePath AJ Mortgage Fund	OnePath AJ Mortgage Fund	100%
OnePath Income Plus	Income Plus Trust	50%
OnePath Original Income Plus	Income Plus Trust	50%

^{*}Allocations may be subject to change over time.

Given the high level of exposure to the Fund, withdrawals (including switch requests) from and applications to the Mortgage and Income Plus Funds have also been suspended. Unless stated otherwise, the information in this document relates to the 'Fund'. Investors in OnePath Income Plus and OnePath Original Income Plus should note that the information provided in this document relates only to the mortgages component of their investment and not the Australian shares and property securities assets.

Suspension of the Fund

In late 2008, and during the global financial crisis (GFC), the Fund experienced a greater volume of redemption requests and the assets could not be easily and quickly sold within the time required to meet redemption requests. A decision was made to suspend the Fund to ensure that the assets in the Fund could be managed and continue over time to produce a return to investors through the orderly realisation of assets rather than through 'fire sales'. This was the preferred option rather than simply writing down these assets and realising losses in the Fund, which would not have been in the investors' best interests. This action was taken to protect investors' interest in the Fund.

Return of Capital process from March 2011

Following suspension of the Mortgage and Income Plus Funds, we offered investors opportunities to withdraw from the Mortgage and Income Plus Funds by opening withdrawal windows quarterly.

As of March 2011 we have not offered withdrawal windows. Instead, we have been returning available liquidity in the form of a capital repayment to all investors quarterly on a pro rata basis. Investors do not need to submit a form - they automatically receive this payment. For investors in the Mortgage and Income Plus Funds, a return of capital will reduce the cost base of the units. What this means is that the unit price of the relevant trust will fall by the value of the capital payment. The number of units will not change. It is important to note that notwithstanding best efforts some assets may be realised at a discount and as such you may not receive your full capital back.

This change does not affect the way we process applications for financial hardship. Claims will continue to be processed in accordance with current procedures. If you think that you are eligible for a payment under financial hardship please visit <u>onepath.com.au</u> > Personal > Performance & updates > Fund suspensions > OnePath Mortgages and Income Plus funds > Hardship relief.

At this stage the Mortgage and Income Plus Funds remain suspended and OnePath Funds Management continues to consider the long term approach in relation to the Mortgage and Income Plus Funds and will advise investors of any changes.

Benchmarks for Unlisted Mortgage Schemes

The Australian Securities and Investments Commission has issued *Regulatory Guide 45: Mortgage schemes – improving disclosure for retail investors* (Regulatory Guide). The Regulatory Guide sets out benchmarks for disclosure to provide retail investors in mortgage schemes with the information they need to make informed investment decisions. We have set out below our current procedures and policies in relation to the Fund and have indicated whether or not these procedures and policies satisfy each of the benchmarks outlined in the Regulatory Guide.

ASIC Benchmark	ASIC Benchmark requirement	Meets the Benchmark: Yes/No	If the benchmark is not met, why not?
Benchmark 1 : Liquidity	For a pooled mortgage scheme, the responsible entity has cash flow estimates for the scheme that: (a) demonstrate the scheme's capacity to meet its expenses, liabilities and other cash flow needs for the next 12 months;	Yes	Not applicable
	(b) are updated at least every three months and reflect any material changes; and	Yes	Not applicable
	(c) are approved by the directors of the responsible entity at least every three months.	Yes	Not applicable
Benchmark 2 : Scheme borrowing	The responsible entity does not have current borrowings and does not intend to borrow on behalf of the scheme.	Yes	Not applicable
Benchmark 3 –Loan portfolio and diversification	For a pooled mortgage scheme:		
	(a) the scheme holds a portfolio of assets diversified by size, borrower, class of borrower activity and geographic region;	Yes	Not applicable
	(b) the scheme has no single asset in the scheme portfolio that exceeds 5% of the total scheme assets;	No	Refer to Disclosure Principle 3 – RG45.81 (a) for further

			information.
	(c) the scheme has no single borrower who exceeds 5% of the scheme assets; and	No	Refer to Disclosure Principle 3 – RG45.81 (a) for further information
	(d) all loans made by the scheme are secured by first mortgages over real property (including registered leasehold title).	Yes	Not applicable
Benchmark 4 – Related party transactions	The responsible entity does not lend to related parties of the responsible entity or to the scheme's investment manager.	Yes	Not applicable
Benchmark 5 – Valuation policy	In relation to valuations for the scheme's mortgage assets and their security property, the board of the responsible entity requires:		
	(a) a valuer to be a member of an appropriate professional body in the jurisdiction in which the relevant property is located;	Yes	Not applicable
	(b) a valuer to be independent;	Yes	Not applicable
	(c) procedures to be followed for dealing with any conflict of interest;	Yes	Not applicable
	(d) the rotation and diversity of valuers;	Yes	Not applicable
	 (e) in relation to security property for a loan, an independent valuation to be obtained: (i) before the issue of a loan and on renewal: (A) for development property, on both an 'as is' and 'as if complete' basis; and (B) for all other property, on an 'as is' basis; and (ii) within two months after the directors form a view that there is a 	Yes	Not applicable
	likelihood that a decrease in the value of security property may have caused a material breach of a loan covenant.		
Benchmark 6 – Lending principles- Loan to Valuation principles	If the scheme directly holds mortgage assets: (a) where the loan relates to property development—funds are provided to the borrower in stages based on independent evidence of the progress of the development;	Yes	Not applicable
	(b) where the loan relates to property development—the scheme does not lend more than 70% on the basis of the latest 'as if complete' valuation of property over which security is provided; and	Yes	Not applicable
	(c) in all other cases—the scheme does not lend more than 80% on the basis of the latest market valuation of property over which security is provided.	Yes	Not applicable

Benchmark 7 – Distribution practices	The responsible entity will not pay current distributions from scheme borrowings.	Yes	Not applicable
Benchmark 8- withdrawal arrangements	Liquid schemes: a) The maximum period allowed for the constitution for the payment of withdrawals requests is 90 days or less; b) The responsible entity will pay withdrawal requests within the period allowed for in the constitution; and c) The responsible entity only permits members to withdraw at any time on request if a least 80% (by value) of the scheme property is: i) Money in an account or on deposit with a bank and is available for withdrawal immediately, or otherwise on expiry of a fixed term not exceeding 90 days; during the normal business hours of the bank; or ii) Assets that the responsible entity can reasonably expect to realise for market value within 10 business days.	Not applicable	Not applicable as the Fund is not liquid.
	For non-liquid schemes, the responsible entity intends to make withdrawal offers to investors at least quarterly.	No	We are currently returning liquidity via a return of capital to all investors quarterly on a pro rata basis.

Disclosure principles for unlisted mortgage schemesThis section provides further information for the Benchmark disclosures in the previous section.

Disclosure Principle 1: Liquidity

ASIC Regulations	Disclosure
RG 45.72	Liquidity refers to the proportion of cash or cash equivalents within the Fund. Typically these cash assets are used to meet the
For pooled mortgage schemes, the responsible	Fund's short-term commitments. Cash and cash equivalents are defined as (i) cash on hand (ii) demand deposits and (iii) cash
entity should disclose information about:	equivalents (ie short-term, highly liquid investments which are readily convertible to known amounts of cash and are subject to
(a) the current and future prospects of liquidity	an insignificant risk of change in value).
of the scheme;	
	OnePath Funds Management maintains and updates cash flow estimates for the Fund for at least the next 12 months, on a
	monthly basis. These estimates are used to help ensure the Fund has enough liquid assets to meet its projected cash needs for
	at least the next 12 months. Withdrawals from the Fund are currently suspended and available funds will be returned to
	investors in the form of a capital repayment each quarter.
	OnePath Funds Management has reviewed the forecasts and the assumptions on which the cash flow is based and is satisfied
	that the Fund has the capacity to meet its expenses, liabilities and other cash flow needs for the next 12 months.
(b) any significant risk factors that may affect	In updating the forecasts, management pays particular attention to known loan repayments due to property sales and
the liquidity of the scheme; and	refinances, scheduled loan maturity dates, any impairment amounts, monthly distribution to unit holders, quarterly capital
, , , , , , , , , , , , , , , , , , ,	distribution amounts, minimum cash holding requirements and all other material events.
	The state of the s
	OnePath Funds Management stress tests the underlying liquidity assumptions of the forecasts, each three months and uses the
	stress testing results in its ongoing management of fund liquidity.
	There are numerous factors that may impact on the liquidity of the Fund, including:
	monthly interest payments by borrowers
	loans repaid by borrowers
	return of capital from the Fund
	any undrawn loans and
	market conditions. On Path Funda Management regularly magnitude the machinity of accepts and liabilities of the Funda We have suggested and liabilities of the Funda We have suggested.
(c) the policy of the scheme on balancing the maturity of its assets with the maturity of its	OnePath Funds Management regularly monitors the maturity of assets and liabilities of the Fund. We have currently suspended
liabilities.	withdrawals from (and applications into) all Mortgage and Income Plus funds until further notice. This action has been taken to protect the interests of all investors in the Fund and to ensure asset values are maintained.
	protect the interests of all investors in the rund and to ensure asset values are maintained.

Disclosure Principle 2: Scheme borrowing

The fund does not borrow funds or use credit facilities for any purpose.

Disclosure Principle 3: Portfolio Diversification

are in both default and arrears if these terms

have different meanings in the scheme's

lending policy.

The policies governing the lending of the Fund's assets specify limits, including with respect to geographic region, property type, loan type and borrowers thus ensuring a conservative approach to lending. During the Fund's suspension, the overarching objective of OnePath Funds Management has been to realise sufficient loan assets to provide liquidity to meet interest distributions and return of capital payments to unit holders. Accordingly the focused approach to loan realisation has meant observance of some loan nortfolio limits has not always been nossible. This section provides information on the portfolio's diversification using data as at 3 March 2014 (unless otherwise specified)

ASIC Regulations	Disclosure			
G 45.80	Loans by class of acti	vity – (proper	y type)	
or pooled mortgage schemes, the responsible				
ntity should disclose the nature of the cheme's investment portfolio, including:	Property type	Number	\$′000	% of loan portfolio
a) by number and value:	Commercial office	2	364	0.72
loans by class of activity (e.g. development	Residential	0	0	0
construction projects, industrial, commercial,	Retail	1	14,500	28.60
tail, residential, specialised property, reverse	Industrial	5	35,840	70.68
nortgages);	Vacant land^	0	0	0
	Other^	0	0	0
	Total	8	50,704	100
ii) loans by geographic region;	Indicators (KRIs). A full review of mortgage p Loans by geographic		dertaken annua	Illy in May.
(ii) loans by geographic region;	A full review of mortgage p Loans by geographic		dertaken annua \$'000	% of loan
i) loans by geographic region;	A full review of mortgage p Loans by geographic Location	lumber	\$′000	% of loan portfolio
ii) loans by geographic region;	A full review of mortgage p Loans by geographic Location NSW	lumber 6	\$′000 26,727	% of loan portfolio 52.71
ii) loans by geographic region;	Location NSW VIC	Jumber 6	\$'000 26,727 23,977	% of Ioan portfolio 52.71 47.29
ii) loans by geographic region;	Location NSW VIC QLD	Jumber 6 2 0	\$'000 26,727 23,977	% of loan portfolio 52.71 47.29
ii) loans by geographic region;	Location NSW VIC QLD WA	lumber 6 2 0 0	\$'000 26,727 23,977 0	% of loan portfolio 52.71 47.29 0
ii) loans by geographic region;	Location NSW VIC QLD	Jumber 6 2 0	\$'000 26,727 23,977	% of loan portfolio 52.71 47.29
(ii) loans by geographic region; (iii) the proportion of loans that are in default or arrears for more than 30 days;	Location NSW VIC QLD WA	Jumber 6 2 0 0 8 ach of the above p	\$'000 26,727 23,977 0 0 50,704	% of loan portfolio 52.71 47.29 0 100

*A borrower may have one or more loans but has no more than 3 loans.

2

24,645

24,645

Total

Default/Impaired Borrowers^

6

ASIC Regulations	Disclosure					
	^Default/Impaired loans represent 25% of total loans (by number) and 49% of total loans (by value).					
	Under the Problem Loan Guidelin	ies an Impaired	Loan is define	ed as either a:		
	 loan where payment arrears 			a as cities a.		
	 loan where review has uncovered 	_		material nature		
	loan where a review has unco	overed an unacc	ceptable deter	ioration in the secu	urity position	
	loan which is in material defa by the lender).	ult (a breach of	the loan cont	ract that is substa	ntial and may give rise to legal recovery action	
	Where the Impaired Loans repor an up to date valuation report by	t reveals a stro a panel valuer is assessed. W	ng likelihood o or (ii) sale of here provision	f loss of loan princ property at an am s are made, incom	oan that is determined to be impaired. cipal (based on comparison of loan balance (i) to nount insufficient to repay loan), the need to he is set aside. In the event that a large loss is	
(iv) the nature of the security for loans made by the scheme (e.g. first or second ranking);	Loans by security type					
3,,	All loans are secured by a Registered First Mortgage over investment and owner occupied industrial, retail, commercial office,					
	vacant land and residential property.					
(v) loans that have been approved but have funds that have yet to be advanced and the funding arrangements in place for any of these	Loans with undrawn loan commitments – the amount that can be drawn down under approved limits. The amount required to fund these commitments is able to be settled from cash assets of the Fund.					
undrawn Ioan commitments;	Undrawn Ioan commitment	Number	\$'000	% of loan portfolio		
	Approved limits	0	0	0		
	Undrawn portion of approved limits	0	0	0		
(vi) the maturity profile of all loans in	Loans by maturity profile					
ncrements of not more than 12 months;	Maturity in months	Number	\$′000	% of loan portfolio		
	Matured	1	9,477	18.69		
	0 – 3 months	0	0	0		
	3 – 6 months	0	0	0		
	6 – 12 months	0	0	0		
	1 – 2 years	7	41,227	81.31		
	2 – 3 years	0	0	0		
	3 – 4 years	0	0	0		
	4 – 5 years	0	0	0		
	Total	8	50,704	100		

ASIC Regulations	Disclosure			
	Loan to value ratio	Number	\$′000	% of loan portfolio
	0.00% - 50.00%	3	23,000	45.36
	50.01% - 60.00%	2	2,969	5.86
	60.01% - 66.00%	0	0	0
	66.01 – 70.00%	1	90	0.17
	70.01% – 75.00%	0	0	0
	75.01%+^	2	24,645	48.61
	Total	8	50,704	100
	^Because of a fall in security value	s for some impaire	d loans, mortga	nges within this o
viii) interest rates on loans, in percentage	Loans by interest rates			
anges; and	Interest rate mix	Number	\$′000	% of loan portfolio
	0.00% - 5.99%	6	34,852	68.74
	6.00% - 6.49%	0	0	0
	6.50% – 6.99%	1	9,477	18.69
	7.00% – 7.49%	0	0	0
	7.50% – 7.99%	0	0	0
	8.00% – 8.49%	1	6,375	12.57
	8.50% – 8.99%	0	0	0
	9.00% – 9.49%	0	0	0
	9.50% +	0	0	0
	Total	8	50,704	100
ix) loans where interest has been capitalised;	Nil			
b) the proportion of the total loan money that	Loono hy homesses see see see	notion laws	howar	
as been lent to the largest borrower and the Diargest borrowers;	Loans by borrower concentrunder management	ration – largest	porrower a	na iargest gr
To largest borrowers,	Borrower concentration^		% of	loan
	Borrower concentration^			ioan Ifolio
	Largest borrower			29.91
	Ten largest borrowers			00.00
	Largest group exposure			29.91
	^ Because of OnePath Funds Manag Indicators (KRIs).	gement's focused a	pproach to loar	n realisation, mo
(c) the percentage of loans (by value) that are secured by second-ranking mortgages;	Nil			
(d) the use of derivatives (if any);	The Fund has entered into on	ne interest rate	swap (deriva	tive) to swap

ASIC Regulations	Disclosure			
(e) a clear description of the non-mortgage assets of the scheme, including the value of such assets; and	investments, at this time, in Fixe	d Interest Securit day to day requir	ies. Cash level	ets are detail in the table below. The fund has no s are monitored by OnePath Funds Management on a sferred to an ANZ "on call" cash management account
	Non-Mortgage Assets	Value (\$'000s)	% of Fund	
	Fixed Interest Securities	0	0	
	Cash or Cash Equivalents	58,231	53.45	
	Total	58,231	53.45	
(f) the scheme's diversification policy and how the assets correlate with that policy.	placing restrictions on loan amount reviewed at least annually by On During Fund suspension, the overassets to provide liquidity to mee approach to loan realisation has	nts made to each ePath Funds Mana rarching objective et interest distribu meant strict obse	borrower. The agement, speci- e of OnePath Futions and capitations and capitations.	e policies governing the lending of the Fund's assets, ify limits for each of these elements. Sunds Management has been to realise sufficient loan tal repayments to unit holders. Accordingly the focused portfolio limits has not always been met. Currently the 30 (a)i, (a)vii and (b) for information where limits have
RG 45.81 The responsible entity should disclose its policy on the above matters and on how the scheme will lend funds generally. For example, such disclosure should cover: (a) the maximum loan amount for any one borrower;	management (total mortgage loa and borrower groups who exhibit strong lettability and saleability p OnePath Funds Management's cu	ns plus non-loan superior financia profiles, the loan li	assets such as I strength and imit is 6.5% of proach to loan	borrower or borrower group to 5% of funds under cash and fixed interest investments). For borrowers where the security is multiple properties exhibiting funds under management. realisation means strict observance of maximum loan the loans by borrower concentration.
(b) the method of assessing borrowers' capacity to service loans;	considered in determining 'prope guarantor(s) are considered in de Loan interest cover is required to generated by the security proper ability from business or other optinancial statements. For loans secured by investment minimum 1.5 times interest cove of a minimum 1.25 times may be	rty only' interest of etermining 'all sout be available from ty as evidenced be erations over the property, interest in from 'all sourcest acceptable with	cover and (ii) a lirces /all common a combination y lease contract most recent two cover must be s/ all commitmon lower LVR (bel	n of sustainable sources that is property income cts and / or consistent demonstrable historical servicing vo year period, as evidenced by tax returns or other e a minimum 1.5 times from property only income and a tents'. Lower 'all sources/all commitments' interest cover
(c) the responsible entity's policy on revaluing security properties when a loan is rolled over or renewed; and	This is not applicable: There are	currently no rollo	vers or loan re	enewals.

ASIC Regulations	Disclosure
(d) the responsible entity's approach to taking security on lending by the scheme (e.g. the types of security it takes and in what circumstances, and whether the security must	The Fund's lending activities are focused on taking security over non-specialised, investment and owner occupied commercial property (i.e. industrial, office & retail) that is found to be, by OnePath Funds Management's own analysis and the opinion of appointed professionals, readily marketable and lettable.
be income producing).	Loans secured by specialised properties are avoided unless substantial mitigating factors exist.
	Where National Consumer Credit Protection compliance is not an issue OnePath Funds Management may advance funds secured by residential property.
	OnePath Funds Management has from time to time taken security over vacant land. Generally this has occurred where it was the clear intention of the borrower to later apply for construction finance from OnePath Funds Management once the borrower had obtained development approval and builder tendering was complete.
	The Fund's preference is for income producing properties. Where non-income producing properties are offered as security, the borrower must show consistent demonstrable historical servicing ability from business or other operations over the most recent two year period, as evidenced by tax returns or other financial statements, to meet the Fund's loan servicing requirements.
RG 45.82 If an unlisted pooled mortgage scheme invests in, or may invest in, other unlisted mortgage schemes (whether registered or unregistered), the responsible entity must disclose its policy on investing in those schemes, including the extent to which the responsible entity requires those schemes to meet the benchmarks and apply the disclosure principles in Sections C and D.	The Fund does not invest in other unlisted mortgage schemes.

Disclosure Principle 4: Related party transactions

The Fund does not borrow from any related parties.

A portion of the Fund's non-loan assets are invested in bank accounts with the Australia and New Zealand Banking Group Limited (ANZ). These investments are made on normal commercial terms into ANZ's banking products. The responsible entity of the Fund, OnePath Funds Management, is a wholly owned subsidiary of ANZ.

Disclosure Principle 5: Valuation policy

ASIC Regulations	Disclosure
RG 45.91 The responsible entity should disclose: (a) where investors may access the scheme's	The Fund's valuation policy is detailed herein.
valuation policy	Valuations for the Fund are conducted by independent valuers selected from a panel of registered valuers (qualified/registered/licenced in the particular state or territory of operation) and must comply with industry standards

ASIC Regulations	Disclosure
	and codes.
	All valuations must be conducted pursuant to OnePath's Valuation Policy, including Valuation Report Content Requirements under OnePath's instructions and must be counter-signed by a director of the valuation firm if the valuer is not a director. Please refer to Attachment A for the Valuation Guidelines. There can be no more than two consecutive valuations conducted by the same valuation firm or the individual valuer on the same security property. (For some impaired loans, the Fund's consecutive valuation policy may not have been met because of the need for a timely and a consistent approach to valuations, prior to a mortgagee sale).
	One valuer cannot conduct more than 1/3 of valuations for the Fund by dollar value.
	Valuations on properties (excluding development properties) are based on their current state ('as is'). For development properties, valuations are based on 'as is' and 'on completion' basis. Vacant possession value is adopted where security property is substantially owner-occupied.
	If valuation differs from purchase price (where the property purchase occurred within 12 months), then the loan amount calculation is based on the lower of valuation amount or purchase price.
	Where a security property has risen in value and the borrower requests an increased loan amount against the increase in value, the panel valuer should advise in writing why the property has increased in value.
(b) the processes that the directors employ to form a view on the value of the security property;	When valuations are received by OnePath Funds Management, they are reviewed by two staff members (ie a two tiered review process) who must check for compliance with OnePath Funds Management's Valuation Policy. Any issues of noncompliance must be addressed with the valuer. When the valuation report is complete both staff members will sign the Valuation Review Checklist as an acknowledgement of the valuation's suitability for OnePath Funds Management and directors to form a view on the value of a security property. Please refer to Attachment B for the Valuation Checklist.
	OnePath Funds Management's Valuation Policy, Valuation Report Content Requirements and Valuation Review Checklists are designed to confirm that the security property has been designed (& maintained) to appropriate standards for its target market, is well located, is able to attract tenants at market prices on typical lease terms and is capable of being sold at market prices at any point in the property cycle.
(c) the frequency of valuations of security property; and	Valuations are obtained prior to initial loan approval and at loan rollover and may be no more than 90 days old on the date of settlement.
	OnePath Funds Management reserves the right to re-value the security property at any time and at the borrower's expense on the 3 year anniversary of the loan. In certain exceptional circumstances this requirement may be waived.
(d) any material inconsistencies between any current valuation over security property and the scheme's valuation policy.	There is no material inconsistency between any current valuation over a security property and the Fund's valuation policy, other than already mentioned herein.

Disclosure Principle 6: Lending principles

ASIC Regulations	Disclosure
RG 45.94 If the scheme directly holds mortgage assets, the responsible entity should disclose:	As at 3 June 2014, the maximum LVR within the OnePath loan portfolio is 87.4% (this reduces to 63.2% after loan write downs are taken into account for this loan).
(a) the maximum and weighted average loan-to- valuation ratios for the scheme as at the date of reporting; and	The weighted average LVR of the loan portfolio as at 3 June 2014 is 57.79% (this reduces to 46.16% after loan write downs are taken into account). The high maximum and weighted average LVRs are attributable to the fall in the value of the security property for many impaired loans.
(b) where funds are lent for property development: (i) the criteria against which the funds are drawn down; (ii) the percentage (by value) of the completion of any property that is under development as at the date of reporting; and (iii) the loan-to-cost ratio of each property development loan as at the date of reporting.	Not applicable as there are no property development/construction related loans.
RG 45.95 The responsible entity should also disclose the percentage of the scheme's assets that are property development loans. If property development loans exceed 20% of the scheme's assets, the responsible entity should identify the scheme as one that invests a significant component of funds in property development loans. If the loan-to-cost ratio of any property development loan exceeds 75%, this should also be highlighted.	Not applicable as there are no property development/construction related loans.

Disclosure Principle 7: Distribution practices

ASIC Regulations	Disclosure
RG 45.99	Monthly distributions from the Fund are based solely on the level of income earned in the month. This income is derived
If a responsible entity is making, or forecasting, distributions to members, it should disclose:	from the monthly interest paid on the Fund's loans, as well as interest and movements in capital value of the Fund's
	cash and fixed interest assets. It is intended that all future distributions will be solely from earnings of the Fund.
(a) the source of the current and forecast	Distributions from the Mortgage and Income Plus Funds are made from income they receive from the Fund. For OnePath
distributions (e.g. from income earned in the	Income Plus and OnePath Original Income Plus, monthly distributions also take into account an estimate of income
relevant distribution period, operating cash	earned by share and property assets, as well as any capital gains within those funds. The suspension of the Fund and
flow, financing facility, capital, application	

ASIC Regulations	Disclosure
money);	Mortgage and Income Plus Funds does not affect regular income distribution payments.
(b) if the distribution is not solely sourced from income received in the relevant distribution period, the reasons for making those distributions and the risks associated with such distributions;	Not Applicable as distribution is sourced solely from income.
(c) if the distribution is sourced other than from income, whether this is sustainable over the next 12 months; and	Not Applicable as distribution is sourced solely from income.
(d) when the responsible entity will pay distributions and the frequency of payment of distributions.	Monthly distributions are paid by the Fund typically within the first 10 days of the month.

Disclosure Principle 8: Withdrawal arrangements

ASIC Regulations	Disclosure		
RG 45.104 The responsible entity should disclose:	Investment fund	Constitutional name	When the fund is liquid, period when a redemption request must be paid
	OnePath Mortgage Trust No.2	OnePath Mortgage Trust No. 2	Within 30 days.
(a) the scheme's withdrawal policy and any rights that the responsible entity has to change the policy;	OnePath Monthly Income Trust	Monthly Income Trust	Within 60 days. We have the power to extend that time for an additional 30 days under certain circumstances.
	OnePath AJ Mortgage Fund	OnePath AJ Mortgage Fund	Within 30 days.
	OnePath Income Plus	Income Plus Trust	Within 30 days. We have the power to extend that time for an additional 30 days under certain circumstances.
	OnePath Original Income Plus	Income Plus Trust	Within 30 days. We have the power to extend that time for an additional 30 days under certain circumstances.
	The constitution sets out an investor's ability and OnePath Funds Management's obligations in relation to withdrawing from the Mortgage and Income Plus Funds. When the Mortgage and Income Plus Funds are liquid, OnePath Funds Management is required to pay a withdrawal request within the time prescribed by the constitution. That time period is different for each fund and OnePath Funds Management may have the power, in certain circumstances, to extend that timeframe to a further period as authorised by the relevant constitution.		

ASIC Regulations	Disclosure
(b) the ability of investors to withdraw from the scheme when it is liquid;	The Fund and Mortgage and Income Plus Funds are suspended and withdrawal offers are not being made. Please refer to the beginning of this guide for further information on our 'Return of Capital' process.
(c) the ability of investors to withdraw from the scheme when it is non-liquid;	The Fund and each of the Mortgage and Income Plus Funds are suspended and withdrawal offers are not being made. Please refer to the beginning of this guide for further information on our 'Return of Capital' process.
(d) any significant risk factors or limitations that may affect the ability of investors to withdraw from the scheme;	The Fund and each of the Mortgage and Income Plus Funds are suspended and withdrawal offers are not being made. Please refer to the beginning of this guide for further information on our 'Return of Capital' process.
(e) how investors can exercise their withdrawal rights, including any conditions on exercising these rights;	Currently the Fund and each of the Mortgage and Income Plus Funds are suspended and withdrawal offers are not being made. There are however exceptions to this under the grounds of hardship.
	ASIC has granted us an exemption from the laws which govern mortgage funds to allow early withdrawals to be made from the suspended funds on hardship grounds. This means that we are able to allow people who are suffering financial hardship to withdraw an amount from their investment account if they meet the grounds specified by ASIC, that is permanent incapacity, certain specified compassionate grounds or severe financial hardship. For further information please refer to onepath.com.au> performance & updates > fund suspensions.
(f) the approach to rollovers and renewals, including whether the 'default' is that investments in the scheme are automatically rolled over or renewed;	Investments in the Fund do not have fixed terms or maturity dates, and therefore, rollovers do not apply.
(g) if the withdrawals from the scheme are to be funded from an external liquidity facility, the material terms of this facility, including any rights the provider has to suspend or cancel the facility;	Not applicable as withdrawals are not currently available. When the Fund was liquid, withdrawals were not funded from an external liquidity facility.
(h) the maximum withdrawal period that applies to the payment of withdrawal requests when the scheme is liquid;	Please refer to the table in section 45.104(a)
(i) any rights the responsible entity has to refuse or suspend withdrawal requests; and	Currently the Fund and Mortgage and Income Plus Funds are suspended and withdrawal offers are not being made. Please refer to the beginning of this guide for further information on our 'Return of Capital' process.

ASIC Regulations	Disclosure
(j) the policy of the scheme on balancing the maturity of its assets with the maturity of its liabilities and the ability of its members to withdraw (e.g. if a scheme has a policy of ensuring that sufficient assets are held in readily realisable investments to meet future withdrawal requests, the responsible entity should state this in its PDS, provide details of the source of the realisable investment and report against this in its ongoing disclosure).	Not Applicable – The Fund is suspended and withdrawal offers are not being made. There are no new loans being sought or rollovers of existing loans.
RG 45.105 If the responsible entity makes representations to investors that they can withdraw from the scheme, there should be disclosure on: a) the grounds (which must be verifiable) for the statement; b) the supporting assumptions (which must not be hypothetical only) c) the basis for the statement (which must not be based only on an opinion of the directors of the responsible entity if there are no objective grounds to support that opinion); and d) any significant risk factors that mean that withdrawal requests might not be satisfied within the expected period.	Not Applicable – The Fund is suspended and withdrawal offers are not being made. The return of capital process outlined at the start of the document is presently in place to return available liquidity.
RG 45.106 If the PDS contains a statement to the effect that, historically, withdrawal requests have been satisfied within a particular period, this may suggest a link between historical withdrawal periods and withdrawal periods that are likely to apply in the future. The responsible entity should ensure the statement clarifies that investors should not conclude that there is such a link between the historical availability of withdrawals and their future availability.	The Fund is suspended and withdrawal offers are not being made. The return of capital process outlined at the start of the document is presently in place to return available liquidity. However in the event that an investment fund is liquid, withdrawal requests are generally paid within seven working days, although the constitution for each investment fund may allow for a longer period of time.
RG 45.107 If the scheme promotes a fixed redemption unit price for investments (e.g. \$1 per unit), the responsible entity must clearly disclose details of the circumstances in which a lower amount may be payable, details of how that amount will	The mortgage funds do not promote a fixed unit price; however, the unit price for applications and withdrawals in these funds has traditionally been \$1.00. The unit price is equal to the value of all the assets in the investment fund (in your class) less liabilities and income that has accrued in the current distribution period, divided by the number of units investors hold in the class. If there is a significant change to the value of the fund's assets, the unit price will change accordingly.

ASIC Regulations	Disclosure
be determined and the impact of a default under the scheme's mortgage assets on investors (e.g. on investor distributions and the unit price).	We make provisions over the course of each financial year to protect against impaired loans. During June 2011 & 2012, after performing a comprehensive analysis of all impaired loans (a requirement prior to 30 June) we had to write down the value of a small number of loans. The reduction in the asset value of the underlying portfolio meant that the unit price of the Mortgage and Income Plus funds which invest into the mortgage portfolio was decreased effective July 2011 & 2012. Management will continue to ensure that adequate provisions are in place to protect unitholders' value.
RG 45.108 A responsible entity of a contributory mortgage scheme should, for a particular investor, disclose the above information to the investor as it relates to the investors ability to withdraw.	Not Applicable – The Fund is suspended and withdrawal offers are not being made

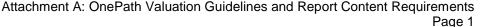
Attachments

See below:

Attachment A - Valuation Guidelines

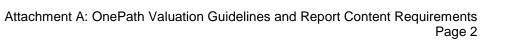
Attachment B - Valuation Checklist

OnePath Funds Management Limited (ABN 21 003 002 800 AFSL 238342) is the issuer of this information. The issuer is a wholly owned subsidiary of Australia and New Zealand Banking Group Limited (ABN 11 005 357 522) (ANZ). ANZ is an authorised deposit taking institution (Bank) under the Banking Act 1959 (Cth). Although the issuer is owned by ANZ it is not a Bank. Except as described in the relevant Product Disclosure Statement (PDS), an investment with the issuer is not a deposit or other liability of ANZ or its related group companies and none of them stands behind or guarantees the issuer or the capital or performance of your investment. Your investment is subject to investment risk, including possible repayment delays and loss of income and principal invested. This information is current as at 3 June 2014 but may be subject to change. The information is of a general nature and does not take into account your personal needs, financial circumstances or objectives. Before acting on this information, you should consider the appropriateness of the information, having regard to your needs, financial circumstances and objectives. You should read the relevant PDS and product updates available at onepath.com.au or by calling Customer Services for a free copy on 133 665.





Valuation Guidelines In accepting our instructions you acknowledge that OnePath and the Lender will place great reliance on Instructions your determinations in deciding whether to advance Trust funds. In respect to your determination of value and the content of your Valuation Report, you are required to act only on our instructions and not those of the Borrower or Originator. Please confirm receipt of our instructions and advise at that time in what timeframe the Valuation will be completed and the estimated cost of the Valuation Report **API Practice** These guidelines should be read in conjunction with the relevant Practice Standards and Guidance Notes Standards & issued by the Australian Property Institute and the Australian Valuations Standard Board, including but **Guidance Notes** not limited to: Valuation of Commercial, Industrial and Retail Property for Mortgage Purposes Contaminated Land Practice Standard Discounted Cash Flow Practice Standard Forced Sale Information Paper Required Minimum 3 years practical experience in the valuation of the class of property being valued Qualified / registered / licensed in the particular State or Territory of operation and qualified / registered / experience & qualifications of licensed to value the particular type of property Minimum 3 years Associate Membership of the Australian Property Institute - Valuation Stream and Valuers demonstrate compliance with the API Continuing Professional Development program. Have had no disciplinary action taken against him or her by the API or registration body in the last 3 Independence The Valuation company [including Partners, Directors, Valuers and other employees of the firm] must have no direct or indirect pecuniary or other interest in the property being valued or be subject to any actual or potential conflict of interest in respect to the Valuation [a statement to this effect is to be included in the Valuation Report]. **Basis of Valuation** Valuations are to be made on the basis of Market Value defined as: The estimated amount for which an asset should exchange on the date of valuation between a willing buyer and a willing seller in an arms length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently, and without compulsion. Owner occupied properties shall be valued on a 'vacant possession' basis Valuations of Strata Units shall include determinations of both 'in-one-line' and Gross Realisation values If requested or considered relevant, a 'forced sale' assessment shall be prepared in accordance with the AIVLE Forced Sale Information Paper Valuation Report Content Executive Addressees [ie the names of the party or parties for whom the Valuation Report has been prepared and may be relied upon by] summary Acknowledgment of the instructions including any Special Instructions contained therein. Statement of suitability of security for Mortgage purposes The date and basis of the current Valuation Interest valued [ie freehold / leasehold, etc.] Summary description of the property Determination of value and assumptions pertaining to determination of value, if any Sign-off by two officers - one of the signatories is to be that of a Director of the firm, in his / her capacity as a Director and a Valuer. To be kept to an absolute minimum and articulated in detail in the Executive Summary Note re **Assumptions** The Valuer should seek to confirm any information through available channels [ie Title Search, Survey Report, Building & Zoning Certificates, environmental & structural reports, etc.] & Qualifications Identify the property via a Title Search, Registered Plan and / or Survey Land & Title details Legal description of the property from Title Search Comment on easements and encumbrances noted on Title and their effect on value / marketability of the security Comment on Survey Report, if available Nature of the site including Site dimensions & area Topography Vehicular entrance / egress Availability & adequacy of services Storm water drainage Potential for flooding or landslip Filling or any visual defects or hazards of the site. Name of Registered Proprietor Ratings Assessment Location General description of the location relative to road networks, public transport, etc Description of surrounding development including comment on type and age of development and names of other users [ie tenants or owners] Future trends which may effect the location [ie. changing road / traffic patterns, population movement, demographic movements, Council requirements, etc.



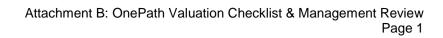


	Suitability of the location of the property given its present usage
Town Planning	 Any positive or negative features affecting value Current Zoning and compliance or otherwise of existing usage
rown Flamming	Details of outstanding Orders, if any
	Potential future changes to Zoning and likely effect on value
	Redevelopment potential
	Indicate if any of the improvements are, or are likely to be, affected by Heritage or Conservation Listing
	and comment on the implications, including specifically what restrictions may be inherited by a Mortgagee
	in Possession and the effect on value
	Copies of Zoning Certificates / planning authority and approvals are to be attached if they are available [ie of attached to sale Contract] or obtained if they are required by the Valuer to satisfy a specific query
Insurance	Provide a Building Insurance Assessment providing for current replacement cost, demolition [including
Assessment	removal of debris], all professional fees [including Council & Statutory fees], escalation through the
Environmental	approval and reconstruction period, loss of rent, letting-up costs and an appropriate contingency factor The Valuer must comment on the following:
and other Special	Review of historical use of the property and surrounding properties and area
Risks	Check of EPA register and relevant Council documentation
	In all cases Valuers should have regard to the API Contaminated Land Practice Standard and guidelines
	issued by the State Environmental Protection Agencies [ie EPA or equivalent], Australian New Zealand
	Environment and Conservation Council and the National Health and Medical Research Council
	If any part of the property is unable to be inspected for the purpose of the environmental assessment,
Incompany	disclose this fact
Improvements	 Type and details of construction Age and condition of construction, finishes and fit-out
	 Age and condition of construction, finishes and fit-out Area by Property Council of Australia Method of Measurement, showing split of accommodation types,
	confirmed by Property Council of Australia surveys if available.
	If any part of the property is unable to be inspected, disclose this fact
	© Comment on the general amenity and functionality of the improvements to attract alternate tenancies and
	any potential economic or functional obsolescence
	Comment on any special features of the improvements or the property generally which could inhibit an
Comital	alternative use
Capital Expenditure	 General comment in regard to the state of repair and if any work appears to be required Comment on any obvious non-compliances with Council approvals or BCA provisions and estimate of the
Lxperioliture	likely capital cost and time to meet approvals
	Comment and provide quantitative analysis of immediate and forecast capital expenditure requirements
	over the next 5 years
Lease Schedule	Review all leases, licences and other occupancy agreements
	Summarise the lease details in table form showing
	 Lessee's name and use Gross / net rental
	 Gross / net rental Tenancy area and \$ per M²
	Review and option details
	Recoverable and unrecoverable outgoings
	Commencement & expiry dates
	> Total length of time in occupation
	Please note that as well as determining value you are assisting the Lender to ascertain servicing ability.
	After adjustment for recoverable and unrecoverable outgoings [including statutory outgoings], you should
Leasing	arrive at a net income figure for this purpose Details of current and impending vacancies
Commentary	Comment on the rental demand [current and future trends] and specifically the time and incentives that
·,	may be required to secure new tenants
	Opinion as to the stability and suitability of the tenancy mix
	Prepare a lease maturity profile analysis on NLA and \$ rental basis. Show percentage of each expiring
O	each year
Outgoings	Detail property outgoings [statutory and operational] including past year, current year to date and
	budgeted figures Check against the PCA Operating Performance Handbooks and comment on any significant variance
Market	Comment on macro market conditions affecting supply & demand
Commentary	Comment on market conditions arrecting supply & definant
· ····· ,	location, etc.)
	Address specific supply and demand trends, absorption rates, market sentiment and competitive aspects,
	explaining the likely impact on the subject property
Market Evidence	Provide detailed analysis and commentary on all sales and leases utilised to support the valuation,
[Comparables]	specifying the applicability of this information to the assessment of the subject property
	If the property is being purchased, sight a copy of the contract for sale and comment on the acceptability of the purchase price
	 If the determination of value exceeds the purchase price, provide detailed explanation and supporting
	documentation



Attachment A: OnePath Valuation Guidelines and Report Content Requirements Page 3

	Provide details of the last sale price and date of sale of the property
Valuation	The valuer must use the most appropriate method of valuation showing adequate substantiation and
Rationale	compliance with the relevant API Practice Standards and API Guidance Notes
	The valuation rationale is to be supported by at least one check method. The reasons as to why one
	method of valuation is deemed to be most reliable should be provided
	For multiple tenanted properties, a cash flow analysis for a period of at least five years is required where
	appropriate
	All calculations must be clearly defined with a full rationale supporting the valuation, indicating the key comparison ratios adopted
	Make appropriate adjustments for under/over market rents, effective rent, reversionary income,
	vacancies, letting-up allowances, incentives and capital expenditure
DCF Analysis	A discounted cash flow in accordance with the API Discounted Cash Flow Practice Standard or a period
	of five to ten years may be required where appropriate
	The report must include an explanation and concise summary of critical assumptions used in this
	technique plus schedules summarising the current leases in place, lease expiration patterns, major
	revenue and operating expense items, capital outlays and assumed reversionary value
	In determining the capital value of the subject property you are requested to undertake a detailed
	analysis into the effect of any lease not being renewed. In this regard you are to quantify/analyse an
	alternative use (if applicable) or any redevelopment potential
Determination of	Confirm the highest and best use of the property. If the current use is not the highest and best use,
Value and	provide an opinion on the value of the property under its current usage
Summary	Articulate the determination of value, describing the Valuation Rationale used in arriving at the
•	determination of value
	Comment on the ability of the property to hold its value over a period of 3-5 years
	Provide a hypothetical apportionment of value of the land and improvements
	Comment on likely selling period, most desirable method of sale and purchaser profile
	Comment on ability of property to hold value over a 3 to 5 year period
Photographs	Recent internal and external photographs





Borrower's Name:		
Property Address:		

Item	Status	Initial
Valuation date is acceptable?	Yes □ No □	
Panel valuation company including all qualifications are	Yes □ No □	
acceptable? (refer operational guidelines)		
Lenders instructions acknowledged in, and appended to, the	Yes □ No □	
valuation report. If not, issue confirmatory instruction letter,		
including any Special Instructions.	Date of letter: / /	
Is valuation addressed to Lender? If not, return to valuer with	Yes □ No □	
instructions to re-address.		
Received re-addressed valuation?	Yes □ Not applicable □	
Check the property address on the valuation agrees with details	Yes □	
in credit submission/Indicative Letter of Offer.		
Check the property address on the valuation agrees with details	Yes □	
in the ARM System and enter the new valuation data into ARM		
System		
Check that any information requested in the Special Instructions	Yes □	
section of our letter of instruction has been provided?		
Proposed loan amount should not exceed 70% of valuation		
figure (ex GST) shown in valuation report. [or lower/higher LVR	LVR: %	
if approved in Credit Submission]		
Record the date which is 90 days from the date of the valuation.		
If settlement does not occur by this date, the valuation may	Date: / /	
need to be updated.		
Report contains clause confirming valuation is only valid for 3	Yes □ No □	
months from the date of valuation?		
Valuation amount excludes GST?	Yes □	
Insurable amount satisfactory?	Yes □ Not applicable □	
Check the information under the 'Encumbrances' for any	Satisfactory check □	
onerous Orders from the Council or any other Public Utility.	Further action req.	
Are there 'Environmental Issues' highlighted by the valuer? Is an	Satisfactory check □	
Environmental Report addressed to Lender necessary?	Further action req. □	
Are there any other adverse comments or qualifications in	Satisfactory check □	
valuation report? e.g. flooding, specialised use, unacceptable	Further action req. □	
tenant use etc		
Check that the account of the valuer has been paid.	Paid direct □	
	To be paid – OnePath □	
	Deduct at settlement □	

Comments on any further action required and status update:

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Management Review

Conditions of Approval – Valuation specific

■ LVR limited to%	Based on assessed value	Loan amount is	\$
■ Saleabilitymonths	Lettability	_months	
 Vacant Possession (owner occi- 	upied or high vacancy) Yes	□ N/A □	
Valuer's comments on conditions:	Satisfactory	Unsatist	factory
Investment Loans Assessed value (ex GST)	Construction Loans Net Realisable Value (ex	GST/Selling cos	sts)
\$	\$		
Insurable amount:			
\$			
Review			
Registered proprietor concurs with I	mortgage application/Sale C	Contract Yes □	l No □
Zoning confirmed: Yes □ No	☐ Allows existing u	se: Yes □	l No □
Tenancy arrangements concur with	mortgage application?	Yes □	l No □
Valuer's estimate of net market rent	tal: \$		
This is ABOVE / BELOW / EQUAL	to the net passing rental:	Acceptable □	Unacceptable
Comment (if applicable):			
Critical assumptions used in valuati	on: Acceptable □	Unacc	eptable
Note unacceptable assumptions:			
Has valuer used at least two valuati	on methodologies?:	Yes □	No □
Is the Capitalisation Rate and Rate/	m² acceptable?:	Yes □	No □
Are comparables current and releva	ant?:	Yes □	No □
Are there adequate allowances made	de in assessing value?:	Yes □	No □
Signature of reviewer	Date		
Signature of L1 or L2 reviewer	Date		