



AVENUE INVEST BERHAD

Prospectus

Avenue CANADA AUSTRALIA RESOURCE ECONOMIES FUND

This Prospectus is dated 18 March 2011 and valid until 17 March 2012

The Avenue Canada Australia Resource Economies Fund was constituted on 21 May 2010

MANAGER

Avenue Invest Berhad (361207-D)
(A member of the ECM Libra Group)

TRUSTEE

BHLB Trustee Berhad (313031-A)

**INVESTORS ARE ADVISED TO READ AND UNDERSTAND THE CONTENTS OF THIS PROSPECTUS.
IF IN DOUBT, PLEASE CONSULT A PROFESSIONAL ADVISER.**

**FOR INFORMATION CONCERNING CERTAIN RISK FACTORS WHICH SHOULD BE CONSIDERED BY
PROSPECTIVE INVESTORS, SEE "RISK FACTORS" COMMENCING ON PAGE 11.**

PREFACE

Dear Investors,

Thank you for expressing your interest in our Avenue Canada Australia Resource Economies Fund (the “Fund”).

Avenue Canada Australia Resource Economies Fund is a mixed asset fund. The Fund seeks to achieve capital growth over a medium to long-term period by investing primarily in securities of companies in Australia and Canada. The Fund may also invest in equities and equity-related securities, fixed income securities, structured products and money market instruments.

To achieve the Fund’s objective, the Fund will generally invest at least 70% of its Net Asset Value (“NAV”) in Australian and Canadian markets and the balance of 30% of the Fund’s NAV in other markets within the MSCI AC World Index which are deemed beneficiaries of resource-driven demand from emerging markets. The Fund aims to achieve its investment objective through a diversified portfolio of equities and equity-related securities and fixed income securities in any sector within those countries.

The asset allocation for the Fund is as follows:

Asset Class	% of the Fund’s NAV
Equities and equity-related securities of companies that are related to any sector	Between 0% to 98%
Fixed income securities (including private debt securities and money market instruments)	Between 0% to 98%
Structured Products	Between 0% to 15%
Cash/Liquid assets	Minimum 2%

Investors are advised to read and understand the risks involved in investing in Avenue Canada Australia Resource Economies Fund. The main risks are market risk, country risk, currency risk, sectorial risk, specific risk, derivatives risk, interest rate risk, credit/default risk and liquidity risk.

The Fund is suitable for investors who:

- seek capital growth over a medium to long-term investment horizon; and
- wish to participate in the medium to long-term capital growth potential of companies in Australia and Canada and other resource-based economies.

Investors wishing to invest in the Fund will incur the following fees and charges:

- Sales Charge of 3.00% of the NAV per Unit imposed by in-house sales personnel or IUTAs sales charge of 5.00% of the NAV per Unit;
- Annual Management Fee of 1.75% per annum of the NAV of the Fund;
- Annual Trustee Fee of 0.08% per annum of the NAV of the Fund, subject to a minimum of RM18,000 per annum (excluding foreign custodian fees and charges); and
- Other fees and charges relating to the administration of the Fund.

For information on where units can be bought and sold, please refer to page 51.

We invite you to read the entire Prospectus for a better understanding of our Avenue Canada Australia Resource Economies Fund and we look forward to being of service to you.

Yours sincerely,



Hoo See Kheng
Chief Executive Officer / Executive Director

RESPONSIBILITY STATEMENTS

This Prospectus has been reviewed and approved by the Directors of Avenue Invest Berhad and they collectively and individually accept full responsibility for the accuracy of all information. Having made all reasonable inquiries, they confirm to the best of their knowledge and belief, there are no false or misleading statements, or omission of other facts which would make any statement in the Prospectus false or misleading.

STATEMENTS OF DISCLAIMER

The Securities Commission has approved the issue of, offer for subscription or purchase, or issue an invitation to subscribe for or purchase Units of the Fund and a copy of this Prospectus has been registered with the Securities Commission.

The approval and registration of this Prospectus should not be taken to indicate that the Securities Commission recommends the Fund or assumes responsibility for the correctness of any statement made or opinion or report expressed in this Prospectus.

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

INVESTORS SHOULD RELY ON THEIR OWN EVALUATION TO ASSESS THE MERITS AND RISKS OF THE INVESTMENT. IN CONSIDERING THE INVESTMENT, INVESTORS WHO ARE IN DOUBT ON THE ACTION TO BE TAKEN SHOULD CONSULT THEIR PROFESSIONAL ADVISERS IMMEDIATELY.

ADDITIONAL STATEMENTS

No units will be issued or sold based on this Prospectus later than one (1) year after the date of this Prospectus.

Investors are advised to note that recourse for false or misleading statements or acts made in connection with the Prospectus is directly available through Sections 248, 249 and 357 of the *Capital Markets and Services Act 2007*.

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1. GLOSSARY

In this Prospectus, the following abbreviations or words shall have the following meanings, unless otherwise stated:

Active Account	An account with a balance of 5,000 units or more is deemed active
Bursa Malaysia	Bursa Malaysia Securities Berhad the stock exchange managed or operated by Bursa Malaysia Berhad
Business Day	A day on which Bursa Malaysia is open for trading
CMSA	Capital Markets and Services Act 2007 as may be amended from time to time
Cooling-Off Period	Grace period for investors to re-consider their investment
Eligible Market	A market which is regulated by a regulatory authority, operates regularly, is open to the public and has adequate liquidity for the purposes of the Fund. A non-exhaustive list of Eligible Markets includes stock exchanges, derivatives exchanges, over-the-counter debt securities markets and money markets
Equity-related securities	Securities that are convertible or exchangeable to equity; e.g. warrants, convertible loan stocks, exchange traded fund
Financial Institution	(a) if the institution is in Malaysia – (i) licensed bank; (ii) licensed merchant bank; or (iii) Islamic bank; (b) if the institution is outside Malaysia, any institution that is licensed / registered / approved / authorised to provide financial services by the relevant banking regulator
Fund	Avenue Canada Australia Resource Economies Fund (“ CARE Fund ”)
Guidelines	Guidelines on Unit Trust Funds issued by the Securities Commission as may be amended from time to time
IUTA	Institutional Unit Trust Adviser
Investment	Purchase of units by investors (sales of units by the Manager)
Liquidation	Redemption of units by investors (repurchase of units by the Manager)
Manager	Avenue Invest Berhad (AvIB)
MSCI ACWI	Morgan Stanley Capital International All Country World Index
NAV	The Net Asset Value of a Fund is the value of all the assets of the Fund at a particular valuation point less the total liabilities of the Fund at the same valuation point. For the purpose of computing the annual management fee and annual trustee fee, the NAV of the Fund should be inclusive of the management fee and trustee fee at the relevant day
NAV per Unit	The Net Asset Value of the Fund divided by the number of units in circulation, at the valuation point

RM and sen	Ringgit Malaysia and sen respectively
SC	Securities Commission
Single Pricing	Selling of units by the Manager (i.e. when you purchase units) and repurchase of units by the Manager (i.e. when you liquidate your units) will be carried out at the NAV per Unit (the actual value of a unit). The sales charge or repurchase charge (if any) would be computed separately based on your net investment or liquidation amount
Special Resolution	Means a resolution passed by at a Meeting of Unit Holders duly convened in accordance with the Deed and carried by a majority in number representing at least three-fourths of the value of the Units held by the Unit Holders voting at the Meeting in person or by proxy
Trustee	BHLB Trustee Berhad
transferable securities	Equities, debentures and warrants
Unit Holder	The person for the time being who is registered pursuant to the deed as a holder of Units, including a Jointholder

2. CORPORATE DIRECTORY

Manager	:	Avenue Invest Berhad (361207-D) (A member of the ECM Libra Group)
Registered Office	:	8A Floor, Wisma Genting Jalan Sultan Ismail 50250 Kuala Lumpur
Business Address	:	3 rd Floor, Wisma Genting Jalan Sultan Ismail 50250 Kuala Lumpur General Line: 603-2089 2900 Investor Care Line: 603-2089 2800 fax: 603-2089 2808 & 603-2096 2300 e-mail: invest@ecmlibra.com website: http://www.oneinvest.com.my Please check our website for any changes in the addresses and contact numbers
Board of Directors	:	Datuk Kamarudin bin Md Ali (Chairman & Independent Non-Executive Director) Tan Jin Teik (Managing Director) Hoo See Kheng (Chief Executive Officer/Executive Director) Khairudin bin Ibrahim (Independent Non-Executive Director) Mahadzir bin Azizan (Independent Non-Executive Director) Ching Yew Chye @ Chng Yew Chye (Independent Non-Executive Director)
Investment Committee Members	:	Mahadzir bin Azizan (Chairman & Independent Member) Hoo See Kheng (Non-Independent Member) Martin Chu Leong Meng (Non-Independent Member) Khairudin bin Ibrahim (Independent Member) Datuk Kamarudin bin Md Ali (Independent Member) Ching Yew Chye @ Chng Yew Chye (Independent Member)
Company Secretary	:	Wong Seong Ch'o @ Wong Fei Mun (MAICSA 0864479) 3-7-3, The Residence Jalan Wan Kadir 5 TTDI 60000 Kuala Lumpur
ECM Libra Financial Group Berhad, Board Audit and Risk Management Committee Members	:	Datuk Kamarudin bin Md Ali (Chairman & Independent Non-Executive Director) Dato' Othman bin Abdullah (Independent Non-Executive Director) Mahadzir bin Azizan (Independent Non-Executive Director)

Trustee

BHLB Trustee Berhad (313031-A)

Registered Address : 5th Floor, Bangunan CIMB
Jalan Semantan
Damansara Heights
50490 Kuala Lumpur
Malaysia
tel: 603-2084 8888
fax: 603-2093 9688

Business Address : Level 7, Wisma Amanah Raya Berhad
Jalan Semantan
Damansara Heights
50490 Kuala Lumpur
Malaysia
tel: 603-2084 8888
fax: 603-2095 5473
website: <http://www.cimb.com>

Trustee's Delegate

Local Custodian

CIMB Group Nominees (Tempatan) Sdn Bhd (274740-T) as Custodian

Registered Address : 5th Floor, Bangunan CIMB
Jalan Semantan
Damansara Heights
50490 Kuala Lumpur
Malaysia
tel: 603-2084 8888
fax: 603-2093 9688

Business Address : Level 7, Wisma Amanah Raya Berhad
Jalan Semantan
Damansara Heights
50490 Kuala Lumpur
Malaysia
tel: 603-2084 8888
fax: 603-2093 3720
website: <http://www.cimb.com>

Foreign Custodian

Citibank, N.A., Singapore Branch as Global Sub-Custodian

Registered Address : 3, Temasek Avenue
#12-00 Centennial Tower
Singapore 039190
tel: 65-6328 5095
fax: 65-6328 5612
website: <http://www.citibank.com>

Business Address : 3, Temasek Avenue
#16-00 Centennial Tower
Singapore 039190
tel: 65-6328 5095
fax: 65-6328 5612
website: <http://www.citibank.com>

- Federation of Investment Managers Malaysia (272577-P)** : 19-07-3, 7th Floor, PNB Damansara
19, Lorong Dungun
Damansara Heights
50490 Kuala Lumpur
tel: 603-2093 2600
fax 603-2093 2700
e-mail: info@fimm.com.my
- Auditors** : **Ernst & Young (AF 0039)**
Level 23A, Menara Milenium
Jalan Damanlela
Pusat Bandar Damansara
50490 Kuala Lumpur
tel: 603-7495 8000
fax: 603-2095 5332
- Tax Adviser** : **PricewaterhouseCoopers Taxation Services Sdn Bhd (464731-M)**
Level 10, 1 Sentral
Jalan Travers
Kuala Lumpur Sentral
P.O.Box 10192
50706 Kuala Lumpur, Malaysia
tel: 603-2173 1188
fax: 603-2173 1288
- Principal Bankers** : **Malayan Banking Berhad**
Ground Floor, Block C
Kompleks Pejabat Damansara
Jalan Semantan
Bukit Damansara
50490 Kuala Lumpur
- Standard Chartered Bank Malaysia Berhad**
Level 16, Menara Standard Chartered
30, Jalan Sultan Ismail
50250 Kuala Lumpur
tel: 603-2117 7777
website: <http://www.standardchartered.com.my>

3. KEY DATA

Fund Information

		Page(s)
Fund Name	Avenue Canada Australia Resource Economies Fund	
Fund Category	Mixed Asset	
Fund Type	Capital growth	
Launch Date	18 March 2011	
Initial Offer Period	Twenty-one (21) days commencing from 18 March 2011 to 7 April 2011.	14
Initial Offer Price	RM0.5000 per Unit	14
Investment Description	CARE Fund is an open-ended global unit trust fund, which will invest at least 70% of its NAV in Australian and Canadian financial markets. Due to their resource-based economies, the Manager views Australia and Canada as two of the best-positioned countries in the developed world to benefit from the rapid growth of emerging economies such as China. The Fund seeks to offer investors the opportunity to participate in the medium to long-term capital growth potential of companies in these two countries as both economies have emerged largely unscathed from 2008's global financial crisis and are now buoyed by the resurgence of their resource-based industries.	14
Investment Objective	The Fund seeks to achieve capital growth over a medium to long-term period by investing primarily in securities of companies in Australia and Canada. The Fund may also invest in equities and equity-related securities, fixed income securities, structured products and money market instruments.	14
Investment Strategy	<p>The Fund will generally invest at least 70% of its NAV in Australian and Canadian markets and the balance of 30% of the Fund's NAV in other markets within the MSCI AC World Index which are deemed beneficiaries of resource-driven demand from emerging markets. The Fund aims to achieve its investment objective through a diversified portfolio of equities and equity-related securities and fixed income securities in any sector within those countries.</p> <p>The Fund has the flexibility of changing its asset allocation strategy depending on investment market climate. This flexibility allows the Manager to look for investments in markets that it believes will provide the optimum asset allocation in terms of risk and reward to capitalise on any market opportunities to meet the Fund's objective.</p>	14

		Page(s)
Asset Allocation	<u>Asset Class</u> Equities and equity-related securities of companies that are related to any sector Fixed income securities (including private debt securities and money market instruments) Structured Products Cash/Liquid assets	<u>% of the Fund's NAV</u> Between 0% to 98% Between 0% to 98% Between 0% to 15% Minimum 2%
	The asset allocation may be reviewed from time to time depending on the global economic and stock market conditions.	
	Performance Benchmark	15.0% of the MSCI AC World Index; 15.0% of the J.P. Morgan Global Aggregate Bond Index; 17.5% of the S&P/ASX 200 Index; 17.5% of the S&P/TSX Composite Index; source: www.bloomberg.com 17.5% of the AUD Deposit Rates, Australia 1-year fixed deposit rate; and 17.5% of the CAD Deposit Rates, Canada 1-year fixed deposit rate. source: www.reuters.com
	Principal Risks	<ul style="list-style-type: none"> • Market risk • Country risk • Currency risk • Sectorial risk • Specific risk • Derivatives risk • Interest Rate risk • Credit / Default risk • Liquidity risk
Investor's Profile	This Fund is suitable for investor who: <ul style="list-style-type: none"> • seek capital growth over a medium to long-term investment horizon; and • wish to participate in the medium to long-term capital growth potential of companies in Australia and Canada and other resource-based economies. 	
Potential Price Fluctuation	Medium to high	
Suggested Investment Horizon	Above 2 years	
Financial year end	30 September	
Distribution Policy	As the objective of the Fund is to achieve capital growth, distribution of income, if any, will be incidental.	27
Approved Fund Size	250 million units	

Fees and Charges

This table describes the charges that you may incur **DIRECTLY** when you purchase or liquidate units of the Fund.

		Page(s)						
Sales Charge	This is the maximum sales charge permitted by each distribution channels.	21						
	<table border="1"> <thead> <tr> <th>Distribution channels</th> <th>Sales charge</th> </tr> </thead> <tbody> <tr> <td>Manager Sales Personnel</td> <td>3.00% of the NAV per Unit</td> </tr> <tr> <td>IUTA</td> <td>5.00% of the NAV per Unit</td> </tr> </tbody> </table>		Distribution channels	Sales charge	Manager Sales Personnel	3.00% of the NAV per Unit	IUTA	5.00% of the NAV per Unit
	Distribution channels		Sales charge					
	Manager Sales Personnel		3.00% of the NAV per Unit					
IUTA	5.00% of the NAV per Unit							
The sales charge is negotiable.								
Repurchase Charge	Nil	21						
Dilution Fee / Transaction Cost	Nil	21						
Transfer Fee	Nil	21						
Other Charges	There are no other charges (except charges levied by banks on remittance of money) payable directly by investors when purchasing or liquidating units.	21						

This table describes the fees and expenses that you may incur **INDIRECTLY** when you invest in the Fund.

Annual Management Fee	1.75% per annum of the Fund's NAV.	21
Annual Trustee Fee	0.08% per annum of the Fund's NAV, subject to a minimum of RM18,000 per annum (excluding foreign custodian fees and charges).	21
Custodian Fee	The custodian fee payable is subject to an agreement with the custodian and will depend on the number of transactions carried out and the place at which such transactions are effected. The Custodian Fee will be paid to the Global Sub-Custodian, Citibank, N.A., Singapore Branch for investments which are made overseas.	21
Fund Expenses	<p>A list of the fund expenses directly related to the Fund are as follows:</p> <ul style="list-style-type: none"> • auditor fees and brokerage commission/fees; • sub-custodian fees/charges; • tax and duties imposed by the authorities; • valuation fees; • cost for modification of Deed save where such modification is for the benefit of the Manager and/or the Trustee; and • cost of convening meetings for Unit Holders other than those incurred by or for the benefit of the Manager or Trustee. 	22
Any other fees payable indirectly by an investor	Nil	22

Transaction Details

		Page(s)				
Minimum Initial Investment	RM5,000 or such other limit at the Manager's discretion.	26				
Minimum Additional Investment	<table border="1"> <tr> <td>Regular</td> <td>RM200 or such other limit at the Manager's discretion</td> </tr> <tr> <td>Non-regular</td> <td>RM1,000 or such other limit at the Manager's discretion</td> </tr> </table>	Regular	RM200 or such other limit at the Manager's discretion	Non-regular	RM1,000 or such other limit at the Manager's discretion	26
Regular	RM200 or such other limit at the Manager's discretion					
Non-regular	RM1,000 or such other limit at the Manager's discretion					
Minimum Liquidation	2,000 units or such other limit at the Manager's discretion.	26				
Minimum Transfer	5,000 units or such other limit at the Manager's discretion.	26				
Minimum Balance	5,000 units or such other limit at the Manager's discretion.	26				
Liquidation Notice	Any Business Day.	27				
Liquidation Frequency	Unlimited.	27				
Liquidation Proceeds	Payments are made within ten (10) Days upon receipt of the duly completed original Liquidation Form by the Manager.	27				
Cooling Off Period	Six (6) Business Days from the date of application of units – Full refund. Applicable for initial investment by new investors only. Not applicable for corporate or institutional investors, individual investor who are staff or distributor(s) of the Manager.	26				
Switching Facility	Nil.	27				
Transfer Facility	Transfer between individual account and corporate account is not permitted.	27				
Unclaimed Monies Policy	Unpresented cheques for payment of liquidation requests, if not reinvested shall be dealt with in accordance with the provisions of the Unclaimed Moneys Act, 1965.	27				

Other Information

Pricing Policy – Single Pricing	Selling of Units by the Manager (i.e. when you purchase units) and repurchase of units by the Manager (i.e. when you liquidate your units) will be carried out at NAV per Unit (the actual value of a unit). The sales charge or repurchase charge (if any) would be computed separately based on your net investment or liquidation amount.	23
Deed	The deed in respect of the Avenue Canada Australia Resource Economies Fund entered into between Avenue Invest Berhad and BHLB Trustee Berhad dated 21 May 2010.	37
Designated Fund Manager	Lye Thim Loong	

Avenues for advice available to prospective investors

Fund Name	Avenues for Advice
CARE Fund	You may contact us should you have any doubts about the information in this Prospectus or would like to know more about investing this Fund, please call Avenue Investor Care at (603) 2089 2800 or you may e-mail us at invest@ecmlibra.com

There are fees and charges involved and investors are advised to consider them before investing in the Fund.

Unit prices and distributions payable, if any, may go down as well as up.

For information concerning certain risk factors which should be considered by prospective investors, see “RISK FACTORS” commencing on page 11.

The above information is only a summary of the salient features of the Fund. Prospective Unit Holders should read and understand the whole Prospectus and, if necessary, consult their adviser(s) (e.g. banker, lawyer, stockbroker or independent financial adviser) before making investment decisions.

4. RISK FACTORS

All types of investments carry some degree of risk which may have an adverse effect on the unit price of the Fund. In making an investment decision, prospective investors should consider the risks associated with the Fund. While it is not always possible to protect against all types of risk that can occur, the Manager will endeavour to minimise the risk as much as possible while working to achieve the objective of the Fund.

General risks of investing in a unit trust fund

- **Risk of Non-Compliance**

A Fund's objective may be affected should the Manager not adhere to the Fund's investment mandate. To maintain the Fund's integrity, sufficient internal policies, controls and monitoring must be in place to protect the interests of Unit Holders. In this instance, the compliance unit of the Manager would oversee the operations of the Fund to reduce and minimise instances of non-compliance with internal policies and the relevant laws, regulations and guidelines.

- **Manager risk**

The performance of a unit trust fund depends on the experience, knowledge and expertise of the Manager and the investment strategies adopted. The risk remains that the securities which the Manager selected may not perform as expected. This could cause the Fund's returns to lag behind similar fund's returns.

- **Returns Not Guaranteed**

As a result of risk elements described herein, the returns from unit trust funds are not guaranteed. Investment returns and the principal value will vary so that, when sold, an investment may be worth more or less than when purchased.

- **Political risk**

The investments of the Fund may be adversely affected by political instability as well as exchange controls, changes in taxation, foreign investment policies, restriction on repatriation of investments and other restrictions and controls which may be imposed by the relevant authorities in the relevant countries. The Manager shall implement a stringent screening process in respect of the country and region prior to investing to assess the impact of such risk to the performance of the investments.

- **Regulatory risk**

Any changes in national or economic policies or regulations may have an adverse effect on the capital markets and could sequentially have an impact on the investments of the Fund. To minimize the impact of regulatory risk, the Manager will seek to keep abreast of regulatory developments that may affect specific investments of the Fund while attempting to pre-empt any regulatory changes that may adversely impact the investments of the Fund.

Specific risks of investing in this Fund

- **Market risk**

This is a class of risk that inherently exists in an economy and cannot be avoided by any business or company. It is usually due to changes in the economic outlook and affects the confidence of the broad market. Market risk cannot be removed from an investment portfolio by diversification. Investors should, therefore, note that the performance of the Fund might go up or down in accordance with the prevailing market risk. However, the nature of unit trust helps to mitigate this risk as the Manager would generally invest in well-diversified portfolio.

- **Country risk**

A Fund's exposure in foreign investments may be affected by risks specific to the country which it invests in. Such risks may include changes in the general political and economic conditions, government policies, tax regime and currency fluctuations. These changes can adversely affect operating profit as well as the value of the assets that the Fund has invested in. Diversifying the Fund's exposure into various foreign markets will mitigate the country risk of the portfolio.

- **Currency risk**

The Fund may invest its assets in overseas denominated in foreign currencies. The value of the Fund as expressed in Malaysian Ringgit will fluctuate in tandem with the changes in the foreign exchange rate between the Malaysian Ringgit and such other currencies. This risk is minimized via investing in diversified foreign currencies denominated assets and hence, mitigating the risk of single currency exposure. The Fund may also seek to reduce this risk by hedging the currency exposure.

- **Sectorial risk**

This is a risk that is associated with a downturn in demand for goods and services offered by a particular sector in which the Fund invests in. Typically, this is linked to adverse economic conditions.

- **Specific risk**

This class of risk represents the risk unique to a particular company due to company-specific factors such as capital structure, quality of management, nature of business, and others. This risk may be greatly reduced through diversification. The Manager's expertise will also help to reduce exposure to specific risk through proper research prior to sector and stock selection, and by adopting defensive stock selection strategies at appropriate times.

- **Derivatives risk**

The Fund may enter into derivative instruments, which are financial contracts whose value depends on, or is derived from, the value of an underlying asset, reference rate or index. The derivative instruments may include futures, options, warrant and swaps and the underlying assets, rates and indices may include bonds, stocks, interest rates, currency exchanges rates, and bond, stock and commodity indices.

The Manager may use derivatives such as options and futures for hedging existing positions, efficient portfolio management and/ or to meet the investment objectives of the Fund.

There are various risks associated with derivatives use. The process by which the Manager assesses, monitors and controls some of the more important types of risk such as market risk, liquidity risk and currency risk which have a direct influence on the Fund's NAV are mentioned in this section. The Manager will ensure that the exposure to derivative instruments will NOT at any time exceed 100% of the Fund's NAV at all times. The Fund's investments in derivatives (if any) shall always be subject to the restrictions stipulated under the sub-heading, investment spread limits; sub-paragraph of investment restriction on derivatives on page 17.

The types of derivatives may be used by the Manager will be those traded on an exchange such as Bursa Malaysia and those exchanges approved by the relevant regulatory authority.

- **Interest Rate risk**

This risk relates to unforeseen movements in the direction of interest rates. Anticipating interest rate movements is a critical element in determining the portfolio maturity structure of the Fund. The Manager's top-down investment approach ensures that a thorough evaluation of macro-economic variables is undertaken before an interest rate strategy is implemented. In addition, it is also intended to have a sufficiently diverse range of maturities for the Fund.

- **Credit / Default risk**

Credit risk arises when there is a possibility that an issuer is unable to pay interest/profit due and/or the principal on time. The Manager expects to be able to reduce credit risk substantially by conducting thorough credit analysis before investment, by investing mainly in issues with at least a "A2" rating by Standard & Poor's, "P2" rating by Moody's Investor Service and "F2" rating by Fitch Ratings or equivalent ratings by other rating agencies for short term papers. A minimum of "AA" international ratings by Standard & Poor's, Moody's Investor Service and Fitch Ratings or equivalent ratings by other rating agencies for long term bonds and by diversifying the portfolio.

- **Liquidity risk**

Liquidity risk is defined as the ease with which a security can be sold at or near its fair value depending on the volume traded on the market. Should a security become illiquid, it may be sold at a discount to its fair value, thus lowering that value of the Fund's investments and subsequently the value of Unit Holder's investments. To

minimise liquidity risk, the Fund maintains sufficient level of liquid assets to meet anticipated payments and liquidation of units by Unit Holders.

It is important to note that events affecting the investments cannot always be foreseen. Therefore, it is not always possible to protect investments against all risks. The various asset classes generally exhibit different levels of risk. Please note that the returns of the Fund are not guaranteed.

The investment of the Fund carries risk and investors are recommended to read the whole Prospectus to assess the risk of the Fund.

Investors are reminded that the above list of risks may not be exhaustive and if necessary, they should consult their adviser(s), e.g. their bankers, lawyers, stockbrokers or independent financial advisers for a better understanding of the risks.

5. DETAILED INFORMATION OF THE FUND

Initial Offer Period

Twenty-one (21) days commencing from 18 March 2011 to 7 April 2011.

Initial Offer Price

RM0.5000 per Unit.

Investment Description

CARE Fund is an open-ended global unit trust fund, which will invest at least 70% of its NAV in Australian and Canadian financial markets. Due to their resource-based economies, the Manager views Australia and Canada as two of the best-positioned countries in the developed world to benefit from the rapid growth of emerging economies such as China. The Fund seeks to offer investors the opportunity to participate in the medium to long-term capital growth potential of companies in these two countries as both economies have emerged largely unscathed from 2008's global financial crisis and are now buoyed by the resurgence of their resource-based industries.

Investment Objective

The Fund seeks to achieve capital growth over a medium to long-term period by investing primarily in securities of companies in Australia and Canada. The Fund may also invest in equities and equity-related securities, fixed income securities, structured products and money market instruments.

Any material changes to the investment objective of the Fund would require Unit Holders' approval.

Investment Strategy

The Fund will generally invest at least 70% of its NAV in Australian and Canadian markets and the balance of 30% of the Fund's NAV in other markets within the MSCI AC World Index which are deemed beneficiaries of resource-driven demand from emerging markets. The Fund aims to achieve its investment objective through a diversified portfolio of equities and equity-related securities and fixed income securities in any sector within those countries.

The Fund may invest in companies across a broad range of industries and/or sectors including but not limited to banking and financials, materials and resources, consumer, health care, energy, industrials, real estate, telecommunications, utilities and infrastructure.

As of June 2009, the countries within the MSCI AC World Index consist of the following:

- Australia
- Austria
- Belgium
- Canada
- Denmark
- Finland
- France
- Germany
- Greece
- Hong Kong
- Ireland
- Italy
- Japan
- Netherlands
- New Zealand
- Norway
- Portugal
- Singapore
- Spain
- Sweden
- Switzerland
- the United Kingdom
- United States of America
- Brazil
- Chile
- China
- Colombia
- Czech Republic
- Egypt
- Hungary
- India
- Indonesia
- Israel
- Korea
- Malaysia
- Mexico
- Morocco
- Peru
- Philippines
- Poland
- Russia
- South Africa
- Taiwan
- Thailand
- Turkey

This list of countries may be reviewed by MSCI from time to time.

The Fund's investment in local and foreign fixed income securities will be that of debt issued by corporations, financial institutions and governments (comprising amongst others of convertible debt securities, redeemable debt securities, bonds/securities that are issued and/or guaranteed by the government or quasi-government agencies, private debt securities carrying at least "AA" international ratings by Standard & Poor's, Moody's Investors Service and Fitch Ratings or equivalent ratings by other rating agencies for long term bonds) as well as money market

instruments, cash and deposits with financial institution. It is envisaged that investment in fixed income securities would generate consistent and regular income.

The Fund has the flexibility of changing its asset allocation strategy depending on investment market climate. This flexibility allows the Manager to look for investments in markets that it believes will provide the optimum asset allocation in terms of risk and reward to capitalize on any market opportunities to meet the Fund's objective. The Fund is dynamically managed whereby the Manager will review, rebalance and reposition the Fund periodically according to changes in economic and financial market conditions, sentiment and future outlook.

Although the Fund shall primarily invest in equities and equity-related securities and fixed income securities, the Fund may invest up to a maximum of 15% of the Fund's NAV in structured products with a credible issuer for exposure to investment strategies, indices or other investments related to any sector that provide potential capital growth.

Structured Products are securities that combine the characteristics of traditional investments (such as stocks and bonds) or non-traditional investments (such as foreign exchanges and commodities) with financial instruments (such as options, futures contracts and swap agreements). The strategic combination of these components provides control and flexibility to address the Fund's return objective and risk appetite. The structured products can be constructed to provide varying degrees of protection and enhanced potential returns. The risks associated with structured products, especially those products that are not capital guaranteed may result in loss of principal due to adverse market movements that are similar to those risks involved with options. Such products may offer easier and more cost effective ways to gain exposure to issuers of any sector and may be useful in markets where it is not possible to invest directly into equities issued by issuers of any sector. Structured products are not expected to be the Fund's primary investment strategy to achieve the Fund's objective.

The Manager will employ a multi-step investment process, combining a bottom-up investment analysis of companies with top-down macro-analysis asset allocation at country and sector levels. Sector allocation is derived after analysing macroeconomic trends and country dynamics. The Manager believes that long-term investment performance can be achieved by employing a rigorous research process that enables them to identify sound and profitable companies that generate superior returns as well as by identifying companies that are undervalued.

Asset Allocation

The Fund's asset allocation range is as follows:

Asset Class	% of the Fund's NAV
Equities and equity-related securities of companies that are related to any sector	Between 0% to 98%
Fixed income securities (including private debt securities and money market instruments)	Between 0% to 98%
Structured Products	Between 0% to 15%
Cash/Liquid assets	Minimum 2%

From time to time, the asset allocation will be reviewed depending on the global economic and stock market conditions.

An internal allocation for cash and other liquid assets will be maintained to ensure that the Fund is able to meet repurchase requests without jeopardising the Fund's performance. However, this does not preclude the Manager (after consultation with Trustee) from lowering or raising the liquid assets level beyond the stipulated level to allow the Manager to react to the prevailing market conditions and to manage investment risk when circumstances warrant it.

Temporary Defensive Positions

During adverse market conditions, or when the Manager anticipates a downturn in market conditions, the Fund may hold up to 100% in liquid assets, which are defensive in nature. The Manager would be expected to re-align the Fund with principal strategies when market conditions turn for the better.

Liquid Assets

Liquid assets of the Fund may be held in the form of cash, net creation/cancellation, net amount receivable/(payable) from the brokers/dealers, deposits with licensed institutions and/or other institutions licensed or approved to accept deposits and any other instruments, including short-term commercial papers which are convertible into cash within seven (7) days as may be approved by the Trustee.

Risk Management Strategies

Please refer to page 11-12 for detailed explanation of risk management strategies employed by the Manager.

Performance Benchmark

The benchmark of the Fund is a composite index comprising the following:

15.0% of the MSCI AC World Index;

15.0% of the J.P. Morgan Global Aggregate Bond Index;

17.5% of the S&P/ASX 200 Index;

17.5% of the S&P/TSX Composite Index;

17.5% of the AUD Deposit Rates, Australia 1-year fixed deposit rate; and

17.5% of the CAD Deposit Rates, Canada 1-year fixed deposit rate.

The above performance benchmark is selected as it reflects the investment objective and strategy of the Fund.

Bloomberg ticker for:

MSCI AC World Index <MXWD>

J.P. Morgan Global Aggregate Bond Index <JGAGGUSD Index>

S&P/ASX 200 Index <AS51 Index>

S&P/TSX Composite Index <SPTSX Index>

Reuters ticker for:

AUD Deposit Rates, Australia 1-year fixed deposit rate <AUD1YD=>

CAD Deposit Rates, Canada 1-year fixed deposit rate <CAD1YD=>

Unit Holders may refer to www.bloomberg.com and www.reuters.com to obtain the performance benchmark.

The Fund has a flexible allocation between equities and fixed income securities with a bias for absolute (i.e positive) returns. This means that the Fund is focused on achieving a positive return, even in a downtrend market rather than beating the benchmark.

Over the long term, equity asset allocation would range between 0-98% and fixed income and cash would range between 0-98%. Therefore, the composite benchmark is a reflection of the Fund's average asset allocation over the long term of 50% equity and 50% fixed income and cash.

By definition, absolute returns are the static measure of the actual return an asset achieves over a period of time. The Fund seeks to deliver positive returns independent of how the fixed income, cash and equity market perform. The Fund Manager focuses on achieving positive returns, even in a downtrend market, rather than beating the benchmark.

Derivative Investments for Hedging Purposes Only

The Fund may employ derivatives in order to hedge the investments back to the Malaysian Ringgit. The decision to employ hedging would depend on the Manager's outlook and views on the relevant currencies in relation to the Malaysian Ringgit. Prior to hedging the investments of the Fund, the Manager would also consider the cost of initiating such hedges against the potential benefit to the Fund.

Permitted Investments

Unless otherwise prohibited by the relevant authorities or any relevant law and provided always that there are no inconsistencies with the objective of the Fund, the Fund may invest in the following:

- Securities traded on the Bursa Malaysia or any other market considered as an Eligible Market;
- Securities not listed in or traded under the rules of an Eligible Market (“Unlisted Securities”);
- Fixed income securities;
- Money market instruments;
- Structured Products;
- Derivative instruments in Malaysia or any country globally include futures contracts traded in futures market, for hedging purposes only;
- Securities or instruments listed or traded on foreign markets where the regulatory authority is a member of the International Organization of Securities Commissions (IOSCO);
- Cash/Liquid assets; and
- Any other form of investments permitted by the SC which are in line with the Fund's objective.

Investment Restrictions

The investment limits/restrictions for CARE Fund are as follows, or any other limits as may prescribe by the SC from time to time:

Exposure Limit:

- The value of the Fund's investments in unlisted securities must not exceed 10% of the Fund's NAV.
- The above exposure limit of unlisted securities does not apply to “unlisted securities” that are
 - (a) Equities not listed or quoted on a stock exchange but have been approved by the relevant regulatory authority for such listing and quotation, and are offered directly to the Fund by the issuer; and
 - (b) Structured products.

Investment Spread Limits:

- The value of the Fund's investments in ordinary shares issued by any single issuer must not exceed 10% of the Fund's NAV;
- The value of the Fund's investments in transferable securities and money market instruments issued by any single issuer must not exceed 15% of the Fund's NAV;
- The value of the Fund's placement in deposits with any single financial institution must not exceed 20% of the Fund's NAV;
- For investments in derivatives:
 - the exposure to the underlying assets must not exceed the investment spread limits stipulated in the Guidelines; and
 - the Fund's exposure from its derivatives position should not exceed the Fund's NAV at all times.
- The value of the Fund's investments in structured products issued by a single counter-party must not exceed 15% of the Fund's NAV. This single counter-party limit may be exceeded if the counter-party has a minimum long-term rating that indicates very strong capacity for timely payment of financial obligations provided by any domestic or global rating agency and the structured product has a capital protection feature;
- The aggregate value of the Fund's investments in transferable securities, money market instruments, deposits and structures products issued by or placed with (as the case may be) any single issuer/ financial institution must not exceed 25% of the Fund's NAV; and
- The value of the Fund's investments in transferable securities and money markets instruments issued by any group of companies must not exceed 20% of the Fund's NAV.

Investment Concentration Limit:

- The Fund's investments in transferable securities (other than debentures) must not exceed 10% of the securities issued by any single issuer;
- The Fund's investments in debentures must not exceed 20% of the debentures issued by any single issuer; and
- The Fund's investments in money market instruments must not exceed 10% of the instruments issued by any single issuer. However, the limit does not apply to money market instruments that do not have a pre-determined issue size.

The investment limits or restrictions mentioned herein shall be complied with at all times based on the most up-to-date value of the Fund's investments.

Any entitlement accruing on the investment held may be excluded when determining compliance with the investment restrictions. However, the entitlement should not be exercised if the exercise results in the breach of any restrictions specified. Nevertheless, the right of convertibility may be exercised even if it results in the breach of the restrictions, provided there are justifiable reasons and prior approval of the Trustee has been obtained, and the Manager takes all necessary steps and actions to rectify the breach within a reasonable time of not more than one (1) month from the date of the breach.

A 5% allowance in excess of any limit or restriction may be permitted, where the breach occurred through an appreciation or depreciation of the NAV of the Fund, whether as a result of an appreciation or depreciation in the value of the investments, or as a result of repurchase of units or payment made by the Fund. The Manager should not make any further acquisitions and will take necessary steps and actions to rectify the breach within a reasonable period of not more than three (3) months from the date of the breach. Such limits and restrictions however, do not apply to securities that are issued or guaranteed by the Malaysian government or Bank Negara Malaysia.

As the minimum liquid assets level for the Fund is specified to ensure sufficient short term liquidity in the Fund to meet operating expenses and possible redemption of the Fund's units, where the level of liquid assets level for the Fund drops below the minimum level specified, the Manager will take all necessary steps and actions to meet the minimum level specified within ten (10) calendar days. If a longer period is required, such period shall be determined by the Manager after consultation with the Trustee.

6. ADDITIONAL INFORMATION IN RELATION TO THE FUND

Valuation of Assets

The Manager will ensure that all the assets of the Fund are valued at fair value and at all times be in compliance with Schedule B of the Guidelines.

- **Quoted securities and Suspended securities**

Investments in quoted securities will be valued based on the last done prices as at the close of the Business Day of the respective markets on the same calendar day. In the event of a suspension in the quotation of the securities for a period exceeding fourteen (14) days, or such shorter period as agreed by the Trustee, or when the market price is not reflective of the price of securities due to abnormal market situation, then the securities should be valued at fair value, as determined in good faith by the Manager based on methods or bases approved by the Trustee after appropriate technical consultation.

- **Unquoted fixed income securities**

Investments in unquoted fixed income securities denominated in Ringgit Malaysia are measured at fair values. The fair values of unquoted fixed income securities are generally obtained from the indicative market yields quoted by a bond pricing agency (“BPA”) registered with the SC. However, where the Manager is of the opinion that the value of the fixed income securities differs from the indicative yields quoted by the bond pricing agency by more than 20 basis points, the Manager will value the securities based on a pricing model that reflects prevailing market conditions provided it complies with the requirement in the Guidelines. For other unlisted bonds, the unlisted bonds will generally be valued on a daily basis or as and when appropriate, by reference to the average indicative yield quoted by three independent and reputable financial institutions. These institutions include investment banks and commercial banks dealing in fixed income securities. Notwithstanding the above, in the absence of reliable quotations, such fixed income securities will be valued as determined in good faith by the Manager, based on the methods or bases approved by the Trustee.

- **Quoted securities dividends**

Dividends from quoted securities are recognised on the ex-dividend date.

- **Derivatives**

Derivative instruments are marked-to-market on a daily basis. Any changes in the value of the contracts are adjusted for directly in the margin accounts, with a corresponding recognition in the unrealized reserves.

- **Structured Products**

The valuation of structured products is marked-to-market on a daily basis using valuation prices quoted by the structured products provider.

- **Money Market Instruments**

Valuation of investment in money market instruments such as commercial papers, negotiable certificates of deposits and bankers acceptance shall be done on a daily basis by reference to the value of such investments as provided by Reuters at 4 p.m.

- **Deposits**

Valuation for investment in deposits is based on a fixed rate with interest/profit accrued on a daily basis.

Valuation Point for the Fund

A Valuation Point refers to such a time(s) on a Business Day as may be decided by the Manager wherein the Net Asset Value (“NAV”) of the Fund is calculated.

Due to the different time zones of Foreign Exchange Markets, the valuation time may be extended to 10.00 a.m. local time of the next Business Day (T+1). Consequently, the daily NAV of the Fund may be published two Business Days later instead of the next Business Day. Unit Holders may contact the Manager or visit our website www.oneinvest.com.my to obtain the latest NAV of the Fund.

Policy on Gearing

The Fund is not permitted to borrow cash or other assets (including the borrowing of securities within the meaning of the *Guidelines on Securities Borrowing and Lending*) in connection with its activities. However, the Fund may borrow cash for the purpose of meeting repurchase requests for Units and such borrowings are subjected to the following:

- the Fund's borrowing is only on a temporary basis and that borrowings are not persistent;
- the borrowing period should not exceed a month;
- the aggregate borrowings of the Fund should not exceed 10% of the Fund's NAV at the time the borrowing is incurred; and
- the Fund may only borrow from financial institutions.

Except for securities lending as provided under the Guidelines, none of the cash or investments of the Fund may be lent. Further, the Fund may not assume, guarantee, endorse or otherwise become directly or contingently liable for or in connection with any obligation or indebtedness of any person.

7. FEES, CHARGES AND EXPENSES OF THE FUND

Charges Directly Incurred

(a) Sales Charge

This is the maximum sales charge permitted by each distribution channels.

Fund Name	Manager Sales Personnel	IUTAs	EPF Contributor
CARE Fund	3.00% of the NAV per Unit	5.00% of the NAV per Unit	N/A

The sales charge is negotiable.

The sales charge payable for investments in a Fund is equivalent to the specified percentage of the NAV per Unit of the Fund. There is no fee for distribution of income reinvested in the Fund.

Please refer to page 24 for an illustration on the calculation of the sales charge.

(b) Repurchase Charge

Nil

(c) Dilution Fee / Transaction Cost

Nil

(d) Transfer Fee

Nil

(e) Other Charges

There are no other charges (except charges levied by banks on remittance of money) payable directly by investors when purchasing or liquidating units.

Fees Indirectly Incurred

(a) Annual Management Fee

The Manager is entitled to an annual management fee based on the NAV of the Fund, which is accrued daily. The rate is 1.75% per annum of the Fund's NAV. Please refer to page 23 for an illustration on the calculation of the Management Fee.

(b) Annual Trustee Fee

The annual Trustee Fee is based on the NAV of the Fund, which is accrued daily and paid monthly. The rate is 0.08% per annum of the Fund's NAV, subject to a minimum of RM18,000 per annum, (excluding foreign custodian fees and charges). Please refer to page 23 for an illustration on the calculation of the Trustee Fee.

Custodian Fee

The custodian fee payable is subject to an agreement with the custodian and will depend on the number of transactions carried out and the place at which such transactions are effected. The Custodian Fee will be paid to the Global Sub-Custodian, Citibank, N.A., Singapore Branch for investments which are made overseas.

The Custodian Fee payable is as follows:

- Safekeeping fee is up to 0.38% of the NAV of the foreign portfolio according to the country which the Fund invests in.
- Transaction fee is up to USD150 per transaction according to the country which the Fund invests in.

The Custodian Fee will be paid to the Global Sub-Custodian, Citibank, N.A., Singapore Branch for investments which are made overseas.

Other Expenses to Be Paid Out Of the Fund

Apart from the fees payable to the Manager and the Trustee as described above, the Deed for the Fund provide certain other fees and expenses that are directly related to the operations of the Fund which are to be paid out of the Fund. These include:

- auditor fees and brokerage commission/fees;
- tax and duties imposed by the authorities;
- sub-custodian fees/charges;
- valuation fees;
- cost for modification of Deed save where such modification is for the benefit of the Manager and/or the Trustee; and
- cost of convening Unit Holders meeting other than those incurred by or for the benefit of the Manager or Trustee.

Where the Manager or the Trustee have incurred such expenses on behalf of the Fund, it shall be duly reimbursed by the Fund.

Other fees payable indirectly by an investor

Nil

Rebate & Soft Commissions

The Manager will retain soft commissions received from stockbrokers, provided these are of demonstrable benefit to the Unit Holders. The soft commissions may take the form of goods and services such as data and quotation services, computer software incidental to the management of the Fund and investment related publications. Rebates, if any, will be directed to the account of the Fund.

There are fees and charges involved and investors are advised to consider them before investing in the Fund.

8. TRANSACTION INFORMATION

Pricing

Computation of NAV

The NAV of a Fund is calculated each Business Day and is defined as the total value of the Fund's assets less the value of all the Fund's liabilities, at the valuation point. Where applicable investment income, interest payable, fees and other liabilities (including management fee) will be accrued daily in arriving at the NAV of the Fund.

NAV per Unit = NAV of the Fund / Number of Units in issue

Illustration : Computation of NAV		
NAV before deducting Management Fee and Trustee Fee for the day	RM	20,000,000.00
Less : Management Fee for the day (1.75% per annum) $20,000,000 \times 1.75\% / 365$	RM	958.90
Less : Trustee Fee for the day (0.08% per annum) $20,000,000 \times 0.08\% / 365$	RM	43.84
NAV	(a) RM	19,998,997.26
Units in circulation	(b)	40,000,000
NAV per Unit (a) / (b)	RM	0.4999749315
NAV per Unit (rounded up to four decimal places)	RM	0.5000

Pricing Policy

- **Single Pricing**

The Manager adopts the single pricing policy with sales charge or repurchase charge to price the units in relation to investment or liquidation of units. This means that selling of units by the Manager (i.e. when you purchase units) and repurchase of units by the Manager (i.e. when you liquidate your units) will be carried out at NAV per Unit (the actual value of a unit). The sales charge or repurchase charge (if any) would be computed separately based on your net investment or liquidation amount.

- **Forward Pricing**

The single price for investment or liquidation of units shall be the daily NAV per Unit at the next valuation point after the Manager receives the investment or liquidation application (i.e forward prices are used).

- **Incorrect Pricing Policy**

Incorrect pricing refers to pricing discrepancies in the calculation of NAV of the Fund. Should there be any incorrect pricing; the Manager will take immediate remedial action to rectify any incorrect pricing at the Fund level. The Manager's remedial action must extend to the reimbursement of money if the error is at or above the threshold of 0.5% of the NAV per Unit, unless the total impact on an individual account is less than RM10.00 in absolute amount, of which no reimbursement of money is required as the reprocessing costs may be greater than the amount of the adjustment. The Manager is nevertheless allowed to pay any amount to the Unit Holders or former Unit Holders even though it is less than 0.5% of the NAV per Unit or RM10.00.

How Is the Selling Price Computed

Investors may invest in units of the Fund on any Business Day. The Selling Price per Unit during the Initial Offer Period will be the NAV per Unit of the Fund. The sales charge is computed separately based on the net investment amount.

The number of units invested is determined by dividing the investment amount (excluding sales charge) with the NAV per Unit at the next valuation point after the Manager receives the investment application rounded to the nearest two decimal places.

Illustration : Determining Investment Amount & Units Entitlement (Initial Offer Period)

	Investment amount	RM	10,000.00
Add :	Sales Charge (3.00%)		300.00
	Total amount payable by investor	RM	10,300.00

During the Initial Offer Period, the NAV per Unit is RM0.5000, the number of units invested rounded up to two decimal places would be:

	Investment Amount	RM	10,000.00
Divide :	NAV per Unit	RM	0.5000
	Number of units invested		20,000.00

Illustration : Determining Investment Amount & Units Entitlement (After Initial Offer Period)

	Investment amount	RM	10,000.00
Add :	Sales Charge (3.00%)		300.00
	Total amount payable by investor	RM	10,300.00

For example, if the NAV per Unit calculated at the next valuation point was RM0.5100, the number of units invested rounded up to two decimal places would be:

	Investment Amount	RM	10,000.00
Divide :	NAV per Unit	RM	0.5100
	Number of units invested		19,607.84

How Is the Liquidation Amount Computed

Investors may liquidate their investment on any Business Day. The liquidation price per unit will be the NAV per Unit of the Fund. The repurchase charge is computed separately based on the liquidation amount. The liquidation amount is calculated by multiplying the NAV per Unit at the next valuation point after the Manager receives the liquidation application with the number of units held.

Illustration : Determining Liquidation Amount			
	Number of units to be liquidated		10,000.00
	For example, the NAV per Unit calculated at the next valuation point was RM0.5050, the liquidation amount would be:		
Multiply :	NAV per Unit	RM	0.5050
	Liquidation Amount	RM	5,050.00
Less :	Repurchase charge (Nil)		NIL
	Net amount payable to investor	RM	5,050.00

Transaction Details

Who Can Invest?

- Local and foreign individuals, investing in single or joint names (joint-holders). Persons under the age of 18 are to jointly hold the investment with an adult.
- Corporate entities, trusts, co-operative and foundations.

How can I Purchase or Liquidate an Investment?

Investments can be purchased or liquidated at the Manager's office in Kuala Lumpur or at our authorised distributors or at our Nationwide Investor Care & Service Centres after completing an application form. Application to invest must be accompanied by either a copy of the applicant's identity card, passport or other identification.

Where can I obtain an Application Form?

The Manager's office in Kuala Lumpur or at our authorised distributors or at our Nationwide Investor Care & Service Centres in the following states:

- Pulau Pinang
- Perak
- Selangor
- Negeri Sembilan
- Melaka
- Johor
- Kelantan
- Sabah
- Sarawak

Please refer to page 51 for full details.

How do I pay for an Investment?

- By a crossed cheque, banker's draft, money order or cashier's order made payable to **Avenue Invest Berhad**.
- By depositing into any of the Manager's bank accounts in the following states:

Maybank:

Branch	A/C. No	Branch	A/C. No
Kuala Lumpur		Kota Kinabalu	510107-116979
◊ Ampang Park	514057-646827	Kuching	511113-431474
Pulau Pinang	507068-314127	Kota Bahru	503015-226636
Johor Bahru	501123-131150		

Standard Chartered Bank:

Branch	A/C. No	Branch	A/C.No
Kuala Lumpur	312-1-4359833-1	Kota Kinabalu	390-1-5662987-7
Pulau Pinang	407-1-5668419-3	Kuching	420-1-5659984-6
Johor Bahru	388-1-0018931-6		

Please note that for the purpose of investor's protection and risk management, no cash shall be accepted by any of the Company's representative or staff.

Investors are advised not to make payment in cash when purchasing units of a Fund via any institutional/retail agent.

Minimum Transaction Details for Fund are stipulated in the table below:

Fund name	Minimum initial investment	Minimum additional investment		Minimum liquidation	Minimum transfer	Minimum balance
	(RM)	Regular (RM)	Non-regular (RM)	(Units)	(Units)	(Units)
CARE Fund	5,000.00	200.00	1,000.00	2,000	5,000	5,000

For the term of this Prospectus, the minimum transaction size specified herein may be varied by the Manager at its absolute discretion.

Cooling-off Policy

If you are a first time investor in any Funds managed by the Manager, a Cooling-Off period of six (6) Business Days from the date of application for units is provided for your initial investment. You may obtain a full refund of your net investment amount plus the sales charge or repurchase charge (where applicable) which will be refunded within ten (10) days from the date we received your notification to exercise this right.

The cooling-off right is only given to an investor, other than those listed below, who is investing in any unit trust funds managed by the Manager for the first time:

- a corporation or institution;
- a staff of the Manager; and
- a distributor of the Manager.

This cooling-off right is not applicable for your subsequent investments.

Illustration : Determining The Cooling-Off Refund		(RM)
	Initial investment amount	10,000.00
Add:	Sales charge (3%)	300.00
	Total amount paid by investor	10,300.00
The investor exercised the Cooling-Off Right and notified the Manager within six (6) days Cooling-Off Period.		
	Net amount payable to investor	10,300.00

How to Liquidate my Investment

- Units may be liquidated on any Business Day by completing a Liquidation Form.
- For the transaction to take effect on the same day, the Liquidation Form must reach the Manager before 3.30 p.m.
- The liquidation of units will be priced at the NAV per Unit calculated at the next valuation point and payment will be made within ten (10) days upon receipt of the duly completed original Liquidation Form by the Manager.
- There is no limit as to frequency of liquidation transactions.

Switching Facility

Nil

Transfer Facility

Transfer between individual account and corporate is not permitted.

What Are the Important Points to Note before Investment

- Applications received by the Manager before 3.30 pm, on any Business Day will have the units issued at the Fund's NAV per Unit calculated at the end of that particular Business Day (i.e forward pricing).
- The Manager reserves the right to accept or reject any application for units if the information is incomplete or is not accompanied by the required documents, or is not signed by authorised investors or where there are any other reasonable grounds to reject it. Unsuccessful applicants will be notified and are entitled to a full refund.

Anti-Money Laundering

In compliance with the Anti-Money Laundering and Anti-Terrorism Financing Act 2001, the Manager will conduct a Customer Due Diligence prior to opening an account as and when necessary to help detect any money laundering activities. The Manager is under an obligation to report to Bank Negara Malaysia should it suspect such activities.

Distribution Policy and Reinvestment Policy

As the objective of the Fund is to achieve capital growth, distribution of income, if any, will be incidental.

In the event the Manager decides to distribute income, the amount of income to be distributed will vary from period to period, depending on interest rates, market conditions, the performance and the objective of the Fund.

Income distribution will be made out of realised gains or income.

It is also the Manager's policy to automatically reinvest declared income distribution into additional units in the Fund at the end of the distribution day (at ex-distribution price) with no sales charge. Investors, who prefer to receive their income distributions in the form of cash payouts, may liquidate the reinvested units arising from distribution of income on any Business Day.

Liquidation Reinvestment Policy

Cheques for payment of liquidation requests which remain unclaimed for six (6) months will at the Manager's absolute discretion be reinvested into additional units of the Fund with no sales charge.

Unclaimed Monies Policy

Unpresented cheques for payment of liquidation requests, if not reinvested shall be dealt with in accordance with the provisions of the Unclaimed Moneys Act, 1965.

9. THE MANAGER: AVENUE INVEST BERHAD

Corporate Profile of the Manager

Avenue Invest Berhad (AvIB) was incorporated on 27 September 1995 and is licensed by the Securities Commission of Malaysia to undertake the regulated activities of fund management and dealing with unit trusts. It is a member of the ECM Libra Financial Group Berhad, a company listed on Bursa Malaysia.

As at 7 May 2010, AvIB manages twelve (12) unit trust funds, three (3) wholesale funds and privately managed funds with a total fund size of RM2.05 billion. AvIB's clients include pension funds, public listed companies, state funds, high net worth individuals and retail investors. AvIB has a team of eight fund managers and analysts specialising in equities, fixed income and alternative investments. Two of AvIB's unit trusts, SyariahEXTRA Fund and TacticalEXTRA Fund, have won Edge-Lipper Malaysia Fund Awards for best performance in their respective fund categories in recent years.

The funds managed by AvIB are:

Fund Name	Fund Category/Type	Inception Date	Designated Fund Manager
Unit Trust Funds			
IncomeEXTRA	Bond/Income	10 September 1999	Mohd Fadzil bin Mohamed
EquityEXTRA	Equity/Growth	10 September 1999	Tan Jin Teik
DividendEXTRA	Equity/Income	18 March 2005	Ng Joo Tsong
BondEXTRA	Bond/Growth	8 October 2002	Mohd Fadzil bin Mohamed
MoneyEXTRA	Bond/Income	8 October 2002	Mohd Fadzil bin Mohamed
ALF	Money Market/Income	18 February 2009	Mohd Fadzil bin Mohamed
VersatileEXTRA	Balanced/Growth (and to a lesser extent income)	28 October 2002	Ng Joo Tsong
TacticalEXTRA	Equity/Growth	18 March 2005	Tan Jin Teik
ACLAF	Equity/Growth	18 July 2007	Tan Jin Teik
ASnitaBOND	Bond(Shariah)/Income	18 March 2005	Mohd Fadzil bin Mohamed
ASnita	Equity (Shariah)/Growth (and to a lesser extent income)	4 May 1998	Hoo See Kheng
SyariahEXTRA	Balanced (Shariah)/Growth (and to a lesser extent income)	12 March 1996	Ng Joo Tsong
Wholesale Funds			
AIIF 1	Bond/Income	7 August 2009	Mohd Fadzil bin Mohamed
AAAF	Equity (close-ended)/Growth	12 October 2009	Lye Thim Loong
ADS	Fixed Income (Shariah)/Income	1 December 2009	Mohd Fadzil bin Mohamed

Staff Strength

As at 7 May 2010, AvIB is backed by a strong team of 61 executives and 9 non-executive staff and has ample financial and human resources with the necessary qualification and experiences to undertake the management activity of the unit trust funds and private funds portfolio.

Summary of Financial Position

Past performance of AvIB based on the audited accounts for the last four (4) financial years ended 31 January:-

	2010 (RM'000)	2009 (RM'000)	2008 (RM'000)	2007 (RM'000)
Paid-up Share Capital	6,500	6,500	6,500	6,500
Shareholders' Funds	12,253	10,152	11,403	16,503
Operating Revenue	11,065	10,978	16,234	22,862
Pre-Tax Profit	2,364	1,291	5,822	9,520
After-Tax Profit	2,101	785	4,405	6,622

Past performance of AvIB based on the audited accounts for the last four (4) financial years ended 31 January:-

	2010 (sen)	2009 (sen)	2008 (sen)	2007 (sen)
Net Earnings Per share	32	12	68	102
Net Dividend Per share	Nil	34	147	185

Our Duties and Responsibilities

AvIB is engaged in the business of managing, administering, marketing and distributing unit trust funds. Our main duties are:

- to manage and administer the Funds in a proper and efficient manner in accordance with the respective Deeds of the Funds, the Guidelines and securities laws;
- acceptable and efficacious business practice within the unit trust industry; and
- the internal controls and policies in place at the Management Company.

Material Litigation and Arbitration

As at 7 May 2010, AvIB is not engaged in any material litigation and arbitration including those pending or threatened, save for an action filed by the Manager together with other bondholders of the bonds issued by Pesaka Astana (M) Sdn Bhd (PASB) citing 12 co-defendants in the KL High Court Civil Suit No: D8-22-1810-2005 ("the Suit") for PASB's failure to meet its payment obligations. The claim for the Suit is RM149,315,000-00. The Board is of the view that the Suit will not materially affect the business/financial position of the Manager.

Roles and Functions of the Directors

The Board of Directors of the Manager play a part in the affairs of the Manager and the funds under management. The Board meets at least once every two months to receive recommendations and reports on investment activities from the Investment Committee of the Funds and the senior representatives of the Manager. There are six (6) directors appointed to the Board of Directors of AvIB.

Name(s)	Designation (Independent / Non-Independent)	Appointment Date
Datuk Kamarudin bin Md Ali	Chairman & Independent Director	8 May 2007
Tan Jin Teik	Non-Independent Director	3 October 2005
Hoo See Kheng	Non-Independent Director	3 October 2005
Khairudin bin Ibrahim	Independent Director	21 April 2003
Mahadzir bin Azizan	Independent Director	25 April 2007
Ching Yew Chye @ Chng Yew Chye	Independent Director	23 July 2007

Roles and Functions of the Investment Committee

The Investment Committee is responsible for the Fund's investment policies and guidelines, and shall review and approve the investment strategies undertaken by the Manager of the Fund. Investment Committee meetings are held monthly or more frequently if required.

The Investment Committee comprises four (4) independent members and two (2) non-independent members:

Name(s)	Designation (Independent / Non-Independent)
Mahadzir bin Azizan	Chairman & Independent Member
Hoo See Kheng	Non-Independent Member
Martin Chu Leong Meng	Non-Independent Member
Khairudin bin Ibrahim	Independent Member
Datuk Kamarudin bin Md Ali	Independent Member
Ching Yew Chye @ Chng Yew Chye	Independent Member

The Investment Committee was appointed on 9 August 2010

The Board of Directors and the Investment Committee Members

Name:	Datuk Kamarudin bin Md Ali
Position:	Independent Director & Independent Investment Committee Member
Qualification:	Bachelor of Science (Hons) Mechanical Engineering (University of Strathclyde, Glasgow), Masters in Science (University of Birmingham, UK), Certificate Course in Finance and Budgeting (University of Pittsburgh, America) and Post Graduate course (Royal College of Defense Studies, UK)
Experience:	He was with the Royal Malaysia Police (RMP) for more than thirty (30) years, serving as its Director of Management before retiring in 2006. He has experience in Logistic and Finance, human resources management, development and training.
Name:	Tan Jin Teik
Position:	Managing Director
Qualification:	Fellow of the Association of Chartered Certified Accountants
Experience:	He has been in the investment industry for over eighteen (18) years. Prior to joining Avenue Invest Berhad (formerly Phileo Asset Management) in 1998, he was in investment research where he was Head of Research with Phileo Allied Securities.
Name:	Hoo See Kheng
Position:	Executive Director, CEO & Non-Independent Investment Committee Member
Qualification:	Bachelor of Commerce (University of New South Wales, Australia), Post-graduate diploma in System Analysis and Design (Japan-Singapore Institute of Software Technology), Certified Information System Auditor (U.S.A), Member of the Malaysian Institute of Accountants and Certified Practising Accountant (Australia)
Experience:	He has over thirteen (13) years of fund management experience with Aseambankers, Phileo Asset Management and now with Avenue Invest Berhad.

Name:	Martin Chu Leong Meng
Position:	Non-Independent Investment Committee
Qualification:	Master of Science (Management Science) and Bachelor of Science (Hons) (Engineering), Imperial College, University of London
Experience:	He has more than twenty (20) years of experience in financial services industry. He is currently the Chief Operating Officer of ECM Libra Investment Bank Berhad. Prior to this, he was the Deputy CEO, Group Management Services Division of EON Bank Berhad.
Name:	Khairudin bin Ibrahim
Position:	Independent Director & Independent Investment Committee Member
Qualification:	Degree in Accounting (Hons) (Universiti Kebangsaan Malaysia), Member of the Malaysian Institute of Accountants (MIA) and Certified Practising Accountant (Australia)
Experience:	He is the Partner of Afrizan Tarmili Khairul Azhar (Chartered Accountants). He has been involved in the Accounting and Auditing Committee And Financial Statements Review Committee of the MIA, Public Practice Committee of CPA (Australia) and in working groups of Malaysian Accounting Standards Board (MASB).
Name:	Mahadzir bin Azizan
Position:	Independent Director & Independent Investment Committee Member
Qualification:	Barrister-At-Law (Lincoln's Inn), London
Experience:	He has more than twenty-five (25) years experience in corporate legal matters. He is currently a Member of the Investment Committee of Amanah Raya REITs and Director of ECM Libra Investment Bank Berhad, Syarikat Takaful Malaysia Berhad, TH Properties Sdn Bhd and Safeena Islamic Marine Fund (L) Ltd.
Name:	Ching Yew Chye @ Chng Yew Chye
Position:	Independent Director & Independent Investment Committee Member
Qualification:	Bachelor of Science (Queen Mary College, University of London)
Experience:	He has over twenty-five (25) years of management and information technology consulting experience in the retail and commercial banking sectors and capital markets. He joined ACCENTURE, UK in 1982 and was transferred to ACCENTURE Solutions Sdn Bhd, Malaysia in 1983. He retired as a senior partner of ACCENTURE in 2007.

Management Staff

Name:	Tan Jin Teik
Position:	Managing Director
Qualification:	Please refer to page 30 for details
Experience:	Please refer to page 30 for details
Name:	Hoo See Kheng
Position:	CEO/Executive Director
Qualification:	Please refer to page 30 for details
Experience:	Please refer to page 30 for details

Name:	Tan Tong Nam
Position:	Group Head of Operations
Qualification:	CA (M), FCCA (UK)
Experience:	He commenced his career with firms of Chartered Accountants and was attached with Arthur Andersen & Co for five (5) years before joining the stockbroking industry in 1992. He has almost twenty (20) years of operational experience in the regional financial services industry covering stockbroking (equities and derivatives), unit trust, asset management and other related investment banking activities. Prior to joining the Group in 2007, he was the Chief Financial Officer of AFG Global Services Sdn. Bhd.
Name:	Jessie Peter
Position:	Head of Group Compliance
Qualification:	Bachelor of Laws (LLB) (Hons) (UK), Diploma in Business Administration, Association of Business Executives (UK)
Experience:	She joined AvIB in 2000 and moved to Group Compliance in 2007. She has more than fifteen (15) years of experience in the legal, commercial and financial service industry. She is a licensed company secretary.
Name:	Ong Lei Hua
Position:	Assistant General Manager of Finance
Qualification:	Fellow Member of the Association of Chartered Certified Accounts and a Member of Malaysian Institute of Accountants
Experience:	She joined AvIB in 2006 and has more than ten (10) years experience in audit and finance. Prior to joining AvIB, she was with the Group for more than five (5) years.
Name:	Lee Kim Ann
Position:	General Manager of Sales Management
Qualification:	Diploma in Commerce (Business Management) (TAR College), Member of the Institute of Chartered Secretaries and Administration, (UK) and Financial Planning Association of Malaysia, Certified Financial Planner (CFP), (U.S.A)
Experience:	He joined AvIB in May 2002 has about twelve (12) years experience in the insurance industry and eight (8) years experience in the unit trust industry.
Name:	Roslan Harun
Position:	Director of Institutional Marketing
Qualification:	Bachelor of Business Administration, University of Cincinnati, Ohio, USA
Experience:	He joined AvIB in July 2007 and has more than nineteen (19) years experience in the financial services industry. Prior to joining AvIB, he was the Chief Executive Officer of Amanah Raya Unit Trust Management Sdn Bhd.

Duties and Responsibilities of the Manager

AvIB's, the Manager is authorized to manage the Fund in accordance with the Fund's stated investment objective. This authority is subject to the requirements of this Prospectus, the respective Deeds, Guidelines and securities laws, acceptable and efficacious business practice within the unit trust industry, the policies and internal controls in place of the Manager. The Manager will report to the Investment Committee of the Fund and will implement the investment strategies selected by this Committee.

Profile Of Key Investment Personnel

Name:	Tan Jin Teik
Position:	Managing Director
Qualification:	Please refer to page 30 for details.
Experience:	Please refer to page 30 for details.
Name:	Hoo See Kheng
Position:	CEO/Executive Director
Qualification:	Please refer to page 30 for details.
Experience:	Please refer to page 30 for details.
Name:	Lye Thim Loong
Position:	Head of Alternative Investments and Deputy Chief Financial Officer
Qualification:	Certified Financial Planner, Diploma in Banking (Institute Bank-Bank Malaysia)
Experience:	He joined AvIB in 2001 and is the designated fund manager for the Fund. Prior to that he was with PhileoAllied Bank (M) Bhd where his last portfolio was Acting Head of Treasury. He has fifteen (15) years of money market and foreign exchange experience and more than eight (8) years of experience in fund management industry.
Name:	Mohd Fadzil bin Mohamed
Position:	Head of Fixed Income
Qualification:	Bachelor of Economics and Social Studies in Accounting and Finance (University of Aberstwyth, Wales, UK)
Experience:	He joined AvIB in 1997 and left in 2001 to widen his experience with other asset management companies. He re-joined AvIB in 2007. He has more than ten (10) years of experience in the financial services sector.
Name:	Ng Joo Tsong
Position:	Head of Equities
Qualification:	Bachelor of Commerce (University of New South Wales, Australia), Chartered Financial Analyst (CFA), Certified Practicing Accountant, Australia (CPA)
Experience:	She joined AvIB in 1997 and left in 2000 to join Opus Capital. She then re-joined AvIB in 2002 as an Equity Fund Manager. She has more than ten (10) years of experience in the investment industry.

10. THE TRUSTEE

Corporate Profile of the Trustee

Name of Trustee	:	BHLB Trustee Berhad (313031-A)
Registered Address	:	5 th Floor, Bangunan CIMB Jalan Semantan, Damansara Heights 50490 Kuala Lumpur Malaysia
Date of Incorporation	:	25 August 1994
Paid up Share Capital	:	Authorised capital of 500,000 shares of RM10.00 each 350,000 shares are issued (paid up RM5 each)
Staff Strength	:	16 executives and 1 non-executive as at 7 May 2010
Funds under Trusteeship	:	71 Funds as at 7 May 2010
Directors	:	Tan Sri Dato' Seri Haidar bin Mohamed Nor (Independent Director & Chairman) Kok Kong Chin (Non-Independent Director) Loh Shai Weng (Non-Independent Director) Yap Huey Hoong as alternate director to Loh Shai Weng
Chief Executive Officer	:	Yap Huey Hoong

Shareholders	Percentage (%)
S.B. Venture Capital Corporation Sdn Bhd	20
S.B. Properties Sdn Bhd	20
CIMB Bank Berhad	20
CIMB Bank	20
CIMB Holdings Sdn Bhd	20
Total	100

Financial Position

The following is a summary of the past performance of BHLB Trustee Berhad based on audited accounts for the past three (3) financial years ended 31 December:

	2009 (Unaudited) (RM'000)	2008 (RM'000)	2007 (RM'000)	2006 (Restated) (RM'000)
Paid-up Share Capital	1,750	1,750	1,750	1,750
Shareholders' Funds	5,632	5,106	2,887	1,731
Turnover	7,006	6,559	6,053 (Restated)	3,921
Profit before Tax	3,543	3,239	1,572	1,008
Profit after Tax	2,401	2,219	1,157	571

Note: The 2006 financial statement has been restated due to reversal of the Prepaid Administration Support Service ("Passport") income. The adjustments have been made to the Company's income statement, balance sheet and statement of changes in equity as at 31 December 2006.
Turnover for year 2007 has been restated due to reclassification of custodian income.

Experience in Trustee Business

As at 7 May 2010, BHLB Trustee acts as trustee to one (1) real estate investment trust funds, sixty-two (62) unit trust funds and eight (8) wholesale funds.

In addition to overseeing these funds, BHLB Trustee also acts as trustee to private debt securities issues such as bonds and notes. Other than being the administrator of deceased's estates, executor of wills, trustee for minors or incapacitated persons, BHLB Trustee also acts as trustee for public, charitable, staff retirement, and pension/gratuity fund scheme, custodian trustee for associations, clubs and others.

Roles, Duties & Responsibilities of the Trustee

The Trustee's functions, duties and responsibilities are set out in the Deed. The general function, duties and responsibility of the Trustee include, but are not limited to the following:

- (a) Take into custody the investments of the Fund and hold the investments in trust for the Unit Holders;
- (b) Ensure that the Manager operates and administers the Fund in accordance with the provisions of the Deed, SC Guidelines and acceptable business practice within the unit trust industry;
- (c) As soon as practicable, notify the Securities Commission of any irregularity or breach of the provisions of the Deed, SC Guidelines and any other matters which in the Trustee's opinions may indicate that the interests of Unit Holders are not served;
- (d) Exercise reasonable diligence in carrying out its functions and duties, in actively monitoring the operation and management of the Fund by the Manager to safeguard the interests of Unit Holders;
- (e) Maintain, or cause the Manager to maintain, proper accounting records and other records as are necessary to enable a complete and accurate view of the Fund to be formed and to ensure that the Fund is operated and managed in accordance with the Deed of the Fund, Prospectus, the SC Guidelines and securities law; and
- (f) Require that the accounts be audited at least annually.

The Trustee has covenanted in the Deed that it will exercise all due diligence and vigilance in carrying out its functions and duties, and in safeguarding the rights and interests of Investors.

Trustee's Statement of Responsibility

The Trustee has given its willingness to assume the position as Trustee of the Fund and all the obligations in accordance with the Deed, all relevant laws and rules of law.

Trustee's Delegate

BHLB Trustee Berhad has appointed CIMB Group Nominees (Tempatan) Sdn Bhd as the custodian of the assets of the Fund. CIMB Group Nominees (Tempatan) Sdn Bhd is a wholly owned subsidiary of CIMB Bank Berhad and assists investment advisors/clients, managers of domestic and international portfolios, lending banks and international custodians in the movement and management of cash and securities. The custodian's custody and clearing services include settlement processing and safekeeping, corporate related services including cash and security reporting, income collection and corporate events processing.

All investments are automatically registered in the name of the Fund. The custodian acts only in accordance with instructions from the Trustee.

Sub-Custodian of CIMB Group Nominees (Tempatan) Sdn Bhd

CIMB Group Nominees (Tempatan) Sdn Bhd has appointed Citibank, N.A., Singapore Branch as their delegate for global custody services. Citibank, N.A., Singapore Branch was set up in 1902 and is today the largest foreign bank operating in the territory. With a staff force of about 8,500, Citibank, N.A., Singapore Branch provides a wide array of banking and financial services to institutions, consumers and professional markets in the community. Citibank, N.A., in Singapore began providing Securities & Fund Services in the mid-1970's and a fully operational global custody product was launched in the early 1990's. To date, Citibank, N.A., Singapore's Securities & Fund Services business claims a global client base of premier banks, fund managers, broker dealers and insurance companies.

All investments are automatically registered in the name of the Fund. The custodian acts only in accordance with instructions from the Trustee.

Roles and duties of the Trustee's delegate

The roles and duties of the Trustee's delegate, Citibank, N.A., Singapore, are as follows:

- To act as sub-custodian for the selected cross-border investment of the fund including the opening of cash and custody accounts and to hold in safe keeping the assets of the fund such as equities, bonds and other assets.
- To act as paying agent for the selected cross-border investment which include trade settlement and fund transfer services.
- To provide corporate action information or entitlements arising from the above underlying assets and to provide regular reporting on the activities of the invested portfolios.

Material Litigation and Arbitration

As at 7 May 2010, the Trustee is not engaged in any material litigation and arbitration, including those pending or threatened, and any facts likely to give rise to any proceedings which might materially affect the business/financial position of the Trustee or any of its delegates.

Trustee's Declaration

The Trustee is financially independent of the Manager. The Trustee will carry out transactions on an arm's length basis and on terms which are best available for the Fund, as well as act at all times in the best interests of the Fund's investors. The Trustee also has adequate procedures and processes in place to prevent or control conflict of interest.

11. SALIENT TERMS OF THE DEED

CARE Fund was established pursuant to the deed dated 21 May 2010 entered into between the Manager and the Trustee (Deed).

Recognition of Unit Holders

You shall be recognised as a Unit Holder when you are registered as the holder of units of the Fund. All Unit Holders are entitled to the benefit of, be bound by and be deemed to have notice of the provisions of the Deed.

Please be advised that if you invest in Units through an IUTA which adopts the nominee system of ownership, you would not be considered to be a Unit Holder under the Deed and you may, consequently, not have all the rights ordinarily exercisable by a Unit Holder (for example, the right to call for a Unit Holder's Meeting and to vote thereat and the right to have your particulars appearing in the register of Unit Holders of the Fund).

Rights

Unit Holders will:

- Be entitled to receive distributions of income in accordance with the discretion of the Manager in consultation with the Trustee;
- Be entitled to participate in any increase in the value of the units and such other rights and privileges provided for in the Deed;
- Be entitled to be informed of the respective Fund's performance by way of interim and annual reports;
- Be entitled to call for a Unit Holders' meeting, and vote for the removal of the Trustee or the Manager through a special resolution; and
- Be entitled to exercise the cooling-off right (if applicable).

Liabilities

Unit Holders will:

- Not be entitled to request for transfer to them of any assets held by the Fund or be entitled to interfere with the exercise by the Trustee or the Manager on their behalf, of the rights of the Trustee as registered owner of such assets;
- Not be liable for any amount in excess of the purchase price paid for their units or for any charges payable in relation to those units; and
- Not be obligated to indemnify the Trustee and/or the Manager in the event that liabilities incurred on behalf of the Fund exceed the net asset value of the Fund.

Suspension and Deferrals

Under the provisions of the Deed, the Trustee may suspend the sale or repurchase of units in any such event where in the opinion of the Trustee:

- The interests of Unit Holders or potential Unit Holders would be materially affected whereupon the Trustee shall immediately call a Unit Holders' meeting to decide on the next course of action; or
- The circumstances are exceptional, and there is good and sufficient reason to do so, in which case the period of suspension shall not exceed twenty-one (21) days unless the consent of Unit Holders is received.

Maximum Fees and Charges permitted by the Deed

The maximum of Direct Fees and Charges permitted by the Deed are as follows:

Charges	% of the NAV per Unit
Sales Charge	5.00
Repurchase Charge	Nil

The maximum of Indirect Fees and Charges permitted by the Deed are as follows:

Charges	% per annum of the Fund's NAV
Annual Management Fee	2.00
Annual Trustee Fee	0.1, (subject to a minimum of RM18,000 per annum excluding foreign custodian fees and charges)

Procedures to Increase the Direct and Indirect Fees and Charges

Sales Charge

The Manager may not charge a Sales Charge at a rate higher than that disclosed in this Prospectus unless:

- the Manager has notified the Trustee in writing of and the effective date for the higher charge;
- a supplemental / replacement prospectus stating the higher charge is issued; and
- thirty (30) days have elapsed since the effective date of the supplemental / replacement prospectus.

Repurchase Charge

The Manager may not charge a Repurchase Charge at a rate higher than that disclosed in this Prospectus unless:

- the Manager has notified the Trustee in writing of and the effective date for the higher charge;
- a supplemental / replacement prospectus in stating the higher charge is issued; and
- thirty (30) days have elapsed since the effective date of the supplemental / replacement prospectus.

Annual Management Fee

The Manager may not charge an Annual Management Fee at a rate higher than that disclosed in this Prospectus unless:

- the Manager has come to an agreement with the Trustee on the higher rate;
- the Manager has notified the Unit Holders of the higher rate and the date on which such higher rate is to become effective;
- a supplemental / replacement prospectus stating the higher rate is issued thereafter; and
- ninety (90) days have elapsed since the supplemental / replacement prospectus is issued.

Annual Trustee Fee

The Manager may not charge an Annual Trustee Fee at a rate higher than that disclosed in this Prospectus unless:

- the Manager has come to an agreement with the Trustee on the higher rate;
- the Manager has notified the Unit Holders of the higher rate and the date on which such higher rate is to become effective; and
- a supplemental / replacement prospectus stating the higher rate is issued thereafter; and
- ninety (90) days have elapsed since the supplemental / replacement prospectus is issued.

Permitted Expenses Payable by the Fund

Only the expenses (or part thereof) which is directly related and necessary in operating and administering the Fund may be charged to the Fund. These would include (but are not limited) to the following:

- a) commissions/fees paid to brokers in effecting dealings in the investments of the Fund, shown on the contract notes or confirmation notes;
- b) taxes and other duties charged on the Fund by the Government and/or other authorities;
- c) costs, fees and expenses properly incurred by the Auditor;
- d) costs, fees and expenses incurred for the valuation of any investment of the Fund by independent valuers for the benefit of the Fund;
- e) costs, fees and expenses incurred for any modification of this Deed save the where such modification is for the benefit of the Manager and/or the Trustee;
- f) costs, fees and expenses incurred for any meeting of Unit Holders save where such meeting is convened for the benefit of the Manager and/or the Trustee;
- g) costs, commissions, fees and expenses of the sale, purchase, insurance and any other dealing of any asset of the Fund;
- h) costs, fees and expenses incurred in engaging any specialist approved by the Trustee for investigating or evaluating any proposed investment of the Fund;
- i) costs, fees and expenses incurred in engaging any valuer, adviser or contractor for the benefit of the Fund;
- j) costs, fees and expenses incurred in the preparation and audit of the taxation, returns and accounts of the Fund;
- k) costs, fees and expenses incurred in the termination of the Fund or the removal of the Trustee or the Manager and the appointment of a new trustee or manager;
- l) costs, fees and expenses incurred in relation to any arbitration or other proceedings concerning the Fund or any asset of the Fund, including proceedings against the Trustee or the Manager by the other for the benefit of the Fund (save to the extent that legal costs incurred for the defence of either of them are not ordered by the court to be reimbursed by the Fund);
- m) remuneration and out of pocket expenses of the independent members of the Investment Committee of the Fund, unless the Manager decides otherwise;
- n) costs, fees and expenses deemed by the Manager to have been incurred in connection with any change or the need to comply with any change or introduction of any law, regulation or requirement (whether or not having the force of law) of any governmental or regulatory authority; and
- o) (where the custodial function is delegated by the Trustee) charges and fees paid to sub-custodians.

Removal, Replacement, and Retirement of the Manager and Trustee**□ Removal or Replacement of the Manager**

The Trustee shall take all reasonable steps to remove the Manager:

- a) has failed or neglected to carry out its duties to the satisfaction of the Trustee and the Trustee considers that it would be in the interests of Unit Holders for it to do so after the Trustee has given notice to it of that opinion and the reasons for that opinion, and has considered any representations made by the Manager in respect of that opinion, and after consultation with the relevant authorities and with the approval of the Unit Holders by way of a Special Resolution; or
- b) is in breach of any of its obligations or duties under the Deed or the relevant laws; or
- c) has ceased to be eligible to be a manager under the relevant laws; or
- d) has gone into liquidation, except for the purpose of amalgamation or reconstruction or some similar purpose; or
- e) has had a receiver appointed; or
- f) has ceased to carry on business.

□ **Retirement of the Manager**

The Manager shall have the power to retire in favour of some other corporation by giving to the Trustee three (3) months' (or such other period as the Manager and the Trustee may agree upon) notice in writing of its desire so to do, provided such retirement is approved by the relevant authorities and the retirement is in accordance with the conditions under the Deed.

□ **Removal or Replacement of the Trustee**

The Trustee may be removed and such corporation may be appointed as Trustee of the Fund by Special Resolution of the Unit Holders at a duly convened meeting.

The Manager shall take all reasonable steps to replace the Trustee as soon as practicable after becoming aware that:

- a) the Trustee has ceased to exist; or
- b) the Trustee has not been validly appointed; or
- c) the Trustee was not eligible to be appointed or to act as Trustee under any relevant law; or
- d) the Trustee has failed or refused to act as Trustee in accordance with the provisions or covenants of the Deed or any relevant law; or
- e) a receiver has been appointed over the whole or a substantial part of the assets or undertaking of the Trustee and has not ceased to act under that appointment; or
- f) a petition has been presented for the winding up of the Trustee (other than for the purpose of and followed by a reconstruction, unless during or following such reconstruction the Trustee becomes or is declared insolvent); or
- g) the Trustee is under investigation for conduct that contravenes the Trust Companies Act 1949, the Trustee Act 1949, the Companies Act 1965 or any relevant law.

□ **Retirement of the Trustee**

The Trustee may retire upon giving three (3) months' (or such other period as the Manager and the Trustee may agree upon) notice in writing to the Manager of its desire so to do, provided such retirement is approved by the relevant authorities and the retirement is in accordance with the conditions under the Deed.

The Trustee may be removed and another trustee may be appointed by Special Resolution of the Unit Holders at a duly convened meeting of which notice has been given to the Unit Holders in accordance with the Deed.

Termination of the Fund

The trust shall continue until terminated in accordance with the provisions under the Deed.

The Manager may determine the trust hereby created and wind up the Fund in accordance with the relevant laws or with the prior approval of the relevant authorities.

Trustee shall terminate the trust in any of the following events:

- If the Manager has gone into liquidation, except for the purpose of reconstruction or amalgamation upon terms previously approved in writing by the Trustee and the relevant authorities;
- If the Manager has ceased to carry on business; or
- The Manager has to the prejudice of Unit Holders failed to comply with the provisions of this Deed or contravened any of the provisions of any relevant law.

Provisions governing Unit Holders' Meetings

The quorum required for a meeting of the Unit Holders shall be five (5) Unit Holders, whether present in person or by proxy, provided always that the quorum for a meeting of the Unit Holders convened for the purpose of voting on a Special Resolution shall be five (5) Unit Holders, whether present in person or by proxy, who must hold in aggregate at least twenty-five per centum (25%) of the Units in circulation at the time of the meeting, and provided further that if the Fund has five (5) or less Unit Holders, the quorum required for a meeting of the Unit Holders of the Fund shall be two (2) Unit Holders, whether present in person or by proxy; if the meeting has been convened for the purpose of removing the Manager and/or the Trustee, the Unit Holders present in person or by proxy must hold in aggregate at least twenty-five per centum (25%) of the Units in circulation at the time of the meeting.

Meetings directed by Unit Holders

Unless otherwise required or allowed by the relevant laws, the Manager shall, within twenty-one (21) days of receiving a direction from not less than fifty (50) or one-tenth (1/10) of Unit Holders at the registered office of the Manager, summon a meeting of the Unit Holders by:

- (a) sending by post at least seven (7) days before the date of the proposed meeting a notice of the proposed meeting to all the Unit Holders;
- (b) publishing at least fourteen (14) days before the date of the proposed meeting an advertisement giving notice of the proposed meeting in a national language newspaper published daily and another newspaper approved by the relevant authorities; and
- (c) specifying in the notice the place and time of the meeting and the terms of the resolutions to be proposed at the meeting.

The Unit Holders may direct the Manager to summon a meeting for any purpose including, without limitation, for the purpose of:

- (a) requiring the retirement or removal of the Manager;
- (b) requiring the retirement or removal of the Trustee;
- (c) considering the most recent financial statements of the Fund;
- (d) giving to the Trustee such directions as the meeting thinks proper; or
- (e) considering any matter in relation to the Deed.

provided always that the Manager shall not be obliged to summon such a meeting unless direction has been received from not less than fifty (50) or one-tenth (1/10) of all the Unit Holders.

Unit Holders meeting convened by the Manager

Unless otherwise required or allowed by the relevant laws and the Deed, we may convene a Unit Holders' meeting by giving Unit Holders' at least fourteen (14) days written notice specifying the place, time and terms of the resolutions to be proposed.

Unit Holders meeting convened by the Trustee

The Trustee may convene a Unit Holders' meeting by giving Unit Holders' at least fourteen (14) days written notice specifying the place, time and terms of the resolutions to be proposed for any purpose including, without limitation, for the purpose of:

- (a) requiring the retirement or removal of the Manager;
- (b) giving instructions to the Trustee or the Manager if the Trustee considers that the investment management policies of the Manager are not in the interests of Unit Holders;
- (c) securing the agreement of the Unit Holders to release the Trustee from any liability;
- (d) deciding on the next course of action after the Trustee has suspended the sale and redemption of Units; and
- (e) deciding on the reasonableness of the annual Management Fee charged to the Fund.

In the circumstances where:

- (a) the Manager is in liquidation;
- (b) in the opinion of the Trustee, the Manager has ceased to carry on business, or

- (c) in the opinion of the Trustee, the Manager has, to the prejudice of Unit Holders, failed to comply with this Deed or contravened any of the provisions of the Act.

the Trustee shall summon a Unit Holders' meeting by sending by post a notice of the proposed meeting to the Unit Holders at least twenty-one (21) days before the date of the proposed meeting; and publishing at least twenty-one (21) days before the date of the proposed meeting an advertisement giving notice of the meeting in a national language newspaper published daily and another newspaper permitted by the relevant authorities.

12. RELATED – PARTY TRANSACTIONS and CONFLICT OF INTEREST

Related-Party Transactions

The Manager may from time to time transact through a broker related to it. Transactions with related stock broking company will be entered into in the normal course of business and on terms and conditions that are not materially different from that obtainable in transactions with unrelated parties. The dealings with the related party will be transacted at arm's length basis.

As at 7 May 2010, none of AvIB's Directors has any direct or indirect interest in other corporations carrying on a similar business as AvIB, however, ECM Libra Financial Group Berhad the holding company of AvIB has a 100% shareholding in ECM Capital Market Sdn Bhd, a licensed fund management company.

Policy on Dealing with Conflict of Interest

In the course of managing a Fund, the Manager may face conflict of interest in respect of its respective duties to the Fund and duties to other unit trust funds under management. In such an event, the Manager is obliged to act in the best interests of all the investors and will seek to resolve any conflict of interest in accordance with the Deeds. AvIB has formulated a Code of Conduct for the Investment Committee Member in the following areas:

- To avoid any actual or potential conflict of interest;
- To avoid misuse of position of trust;
- To prevent misuse of inside information; and
- To ensure fair treatment of Unit Holders of the Fund.

The Code of Conduct aims to prevent any conflicts of interest arising from an Investment Committee Member's or AvIB's private fund management practice and the Funds' investment activities. Trading in securities by the employees of AvIB is allowed, provided that policies and procedures in respect of the personal account dealing are observed. Further, all employees are also required to disclose their portfolio holdings and transactions on dealings to the Manager.

BHLB Trustee Berhad

Pursuant to Paragraph 17.01 (Chapter 17-Part 1) of the Securities Commission *Prospectus Guidelines for Collective Investment Schemes* on the matters as set forth below, we BHLB Trustee Berhad as Trustee in relation to the above Fund hereby confirm the following :-

To the best of our knowledge, BHLB Trustee Berhad and its group of companies (ie. CIMB Bank Berhad & CIMB Group Nominees Sdn Bhd) may have related party transactions involving or in connection with the Fund in the following circumstances:-

- where the Fund invests in instrument(s) offered by CIMB Group;
- where the Fund being distributed by CIMB Group as IUTA; and
- where the assets of the Fund are being custodised by CIMB Group as sub-custodian of the Fund (i.e. Trustee's delegate).

To the best of our knowledge, none of our key personnel entered into any transaction involving or in connection with the Fund.

In respect of any conflict of interest situation, BHLB Trustee Berhad has a policy where at all times, our officers shall act in the best interests of the Trust and use reasonable efforts to avoid situations that present a potential or actual conflict between their interests and the interests of the Trust.

A "conflict of interest" exists when an officer's private interest interferes in any way - or even appears to interfere - with the interests of the Trust. A conflict situation can arise when an officer takes actions or has interests that may make it difficult to perform his or her work objectively and effectively. Conflict of interest also arises when trustees, or members of his or her immediate family, receive improper personal benefits as a result of his or her position in or with the Trust.

Conflict of interest may not always be clear cut, so if an officer has a question, he or she should consult with his supervisor. Any officer who becomes aware of a conflict or potential conflict should bring the matter to the attention of his supervisor.

Officers must not engage directly or indirectly in any business activity that competes or conflicts with the Trustee's duties, business or interest.

Policy on Dealing with Conflict of Interest

The Trustee has in place policies and procedures to deal with any conflict of interest situations. The Trustee will not make improper use of its position as the owner of the Fund's assets to gain, directly or indirectly, any advantage or cause detriment to the interests of the Unit Holders. The Trustee's officers are required to seek prior approval from its head of business and local compliance officer, before dealing in any form of securities. All transactions with related parties are to be executed on terms which are best available to the Fund and which are not less favourable to the Fund than an arms-length transaction between independent parties.

13. TAXATION ADVISER'S LETTER ON TAXATION OF THE FUND AND UNITHOLDERS

(Prepared for inclusion in this Prospectus)

PricewaterhouseCoopers Taxation Services Sdn Bhd

Level 10, 1 Sentral, Jalan Travers
Kuala Lumpur Sentral
P.O.Box 10192
50706 Kuala Lumpur

The Board of Directors

Avenue Invest Berhad
3rd Floor, Wisma Genting
Jalan Sultan Ismail
50250 Kuala Lumpur

20 May 2010

TAXATION OF THE AVENUE CANADA AUSTRALIA RESOURCE ECONOMIES FUND AND UNIT HOLDERS

Dear Sirs

This letter has been prepared for inclusion in the Prospectus in connection with the offer of units in the Avenue Canada Australia Resource Economies Fund ("the Fund").

The taxation of income for both the Fund and the Unit Holders are subject to the provisions of the Malaysian Income Tax Act 1967 ("the Act"). The applicable provisions are contained in Section 61 of the Act, which deals specifically with the taxation of Trust bodies in Malaysia.

Taxation of the Fund

The Fund will be regarded as resident for Malaysian tax purposes since the Trustee of the Fund is resident in Malaysia.

The income of the Fund consisting of dividends, interest (other than interest which is exempt from tax) and other investment income derived from or accruing in Malaysia, after deducting tax allowable expenses, is liable to Malaysian income tax at the rate of 25 per cent.

Gains on disposal of investments by the Fund will not be subject to Malaysian income tax.

Tax Credit

Dividends received by the Fund would have suffered tax deduction at source at 25 per cent, unless specific exemptions apply e.g. pioneer dividends. No additional tax will be payable by the Fund on the dividends. However, such tax or part thereof will be refundable to the Fund if the total tax so deducted at source exceeds the tax liability of the Fund.

With effect from 1 January 2008, Malaysia introduced the single tier system where dividends paid by companies would not be taxable in the hands of the recipient. Dividends received from companies that are under the single tier system would be exempted from tax and the expenses incurred on such dividends would be disregarded. There will no longer be any tax refunds for single tier dividends received. However, during the transitional period from 1 January 2008 to 31 December 2013, companies may still elect to maintain the imputation system where dividends paid are taxed at source and tax credits available to recipients.

Exempt Income

• Domestic Investments

The Fund may receive Malaysian dividends which are tax exempt. The exempt dividends may be received from investments in companies which had previously enjoyed or are currently enjoying the various tax incentives provided under the law. The Fund will not be taxable on such exempt income.

With effect from 1 January 2008 dividends received from companies under the single tier system would also be exempted.

Interest or discount income derived from the following investments is exempt from tax:

- (a) Securities or bonds issued or guaranteed by the Government;
- (b) Debentures, other than convertible loan stocks, approved by the Securities Commission; and
- (c) Bon Simpanan Malaysia issued by Bank Negara Malaysia;

Interest income derived from the following investments is exempt from tax:

- (a) Interest paid or credited by any bank or financial institution licensed under the Banking and Financial Institutions Act 1989 or the Islamic Banking Act 1983; and
- (b) Bonds, other than convertible loan stocks, paid or credited by any company listed in Malaysia Exchange of Securities Dealing and Automated Quotation Berhad.

The interest income or discount exempted from tax at the Fund level will also be exempted from tax upon distribution to the Unit Holders.

• Foreign Investments

Income of the Fund in respect of overseas investment is exempt from Malaysian tax by virtue of Para 28 of Schedule 6 of the Act and distributions from such income will be tax exempt in the hands of the Unit Holders. Such income from foreign investments may be subject to foreign taxes or withholding taxes. However, any foreign tax suffered on the income in respect of overseas investment is not tax refundable to the Fund.

• Tax Deductible Expenses

Expenses wholly and exclusively incurred in the production of gross income are allowable as deductions under Section 33(1) of the Act. In addition, Section 63B of the Act provides for tax deduction in respect of managers' remuneration, expenses on maintenance of the register of Unit Holders, share registration expenses, secretarial, audit and accounting fees, telephone charges, printing and stationery costs and postages. The deduction is based on a formula subject to a minimum of 10 per cent and a maximum of 25 per cent of the expenses.

• Real Property Gains Tax

With effect from 1 January 2010, any gains on disposal of real properties ("chargeable asset") or shares in real property companies ("chargeable asset") would be subject to real property gains tax ("RPGT") at 5 per cent if the disposal is made within 5 years from the date of the acquisition of such chargeable asset. However, any disposal of chargeable asset after 5 years from the date of the acquisition of such chargeable asset is exempt from RPGT¹. A real property company is a controlled company which owns or acquires real property or shares in real property companies with a market value of not less than 75 per cent of its total tangible assets. A controlled company is a company which does not have more than 50 members and is controlled by not more than 5 persons.

• Taxation of Unit Holders

Unit Holders will be taxed on an amount equivalent to their share of the total taxable income of the Fund to the extent of the distributions received from the Fund. The income distribution from the Fund will carry a tax credit in respect of the tax paid by the Fund. Unit Holders will be entitled to utilise the tax credit against the tax payable on the income distribution received by them. No additional withholding tax will be imposed on the income distribution from the Fund.

Corporate Unit Holders, resident² and non-resident, will generally be liable to income tax at 25 per cent on distribution of income received from the Fund. The tax credits attributable to the distribution of income can be utilised against the tax liabilities of these Unit Holders.

Individuals and other non-corporate Unit Holders who are tax resident in Malaysia will be subject to income tax at graduated rates ranging from 1 per cent to 26 per cent. Individuals and other non-corporate Unit Holders who are not resident in Malaysia will be subject to income tax at 26 per cent. The tax credits attributable to the distribution of income can be utilised against the tax liabilities of these Unit Holders.

Non-resident Unit Holders may also be subject to tax in their respective jurisdictions and depending on the provisions of the relevant tax legislation and any double tax treaty with Malaysia, the Malaysian tax suffered may be creditable against any foreign tax.

The distribution of exempt income and gains arising from the disposal of investments by the Fund will be exempted from tax in the hands of the Unit Holders.

Any gains realised by Unit Holders (other than dealers in securities, insurance companies or financial institutions) on the sale or redemption of the units are treated as capital gains and will not be subject to income tax. This tax treatment will include gains in the form of cash or residual distribution in the event of the winding up of the Fund.

Unit Holders electing to receive their income distribution by way of investment in the form of new units will be regarded as having purchased the new units out of their income distribution after tax.

Unit splits issued by the Fund are not taxable in the hands of Unit Holders.

We hereby confirm that the statements made in this report correctly reflect our understanding of the tax position under current Malaysian tax legislation. Our comments above are general in nature and cover taxation in the context of Malaysian tax legislation only and do not cover foreign tax legislation. The comments do not represent specific tax advice to any investors and we recommend that investors obtain independent advice on the tax issues associated with their investments in the Fund.

Yours faithfully,
for and on behalf of
PRICEWATERHOUSECOOPERS TAXATION SERVICES SDN BHD

Khoo Chuan Keat
Senior Executive Director

PricewaterhouseCoopers Taxation Services Sdn Bhd have given their written consent to the inclusion of their report as Taxation Adviser in the form and context in which it appears in this Prospectus and have not withdrawn such consent prior to the delivery of a copy of this Prospectus for approval.

¹ Pursuant to the gazette order, P.U. (A) 486, Real Property Gains Tax (Exemption) (No. 2) Order 2009.

² Resident companies with paid up capital in respect of ordinary shares of RM2.5 million and below will pay tax at 20 per cent for the first RM500,000 of chargeable income with the balance taxed at 25 per cent.

However, pursuant to Finance Act 2009 – Act 693, with effect from YA 2009, the above shall not apply if more than -

- (a) 50 per cent of the paid up capital in respect of ordinary shares of the company is directly or indirectly owned by a related company;
- (b) 50 per cent of the paid up capital in respect of ordinary shares of the related company is directly or indirectly owned by the first mentioned company;
- (c) 50 per cent of the paid up capital in respect of ordinary shares of the first mentioned company and the related company is directly or indirectly owned by another company.

“Related company” means a company which has a paid up capital in respect of ordinary shares of more than 2.5 million at the beginning of the basis period for a year of assessment.

14. ADDITIONAL INFORMATION

Investors Services

FOR MORE INFORMATION ON:

- (b) The Fund's NAV per Unit
- (c) Investment details
- (d) Liquidation details

▪ **Call us during our office hours at:**

- 03-2089 2800 (Head Office)
- 04-227 6185 (Pulau Pinang)
- 05-255 5388 (Ipoh)
- 03-3341 9400 (Klang)
- 06-767 7277 (Seremban)
- 06-286 8289 (Melaka)
- 07-332 2148 (Johor Bahru)
- 09-744 4991 (Kota Bharu)
- 082-235 035 (Kuching)
- 088-253 030 (Kota Kinabalu)

Monday to Friday: 8.30 a.m. to 5.30 p.m.

(3.30 p.m cut-off time for unit transactions)

▪ **Or visit our website or send an e-mail to us at:**

- Website : www.oneinvest.com.my
- E-mail : invest@ecmlibra.com

▪ **In addition, the NAV per Unit is also available at:**

- Our Nationwide Investor Care & Service Centres
- Major leading Malaysian newspaper/periodicals

EVERY INVESTOR WILL BE PROVIDED WITH:

- | | |
|--|---|
| • Investment Confirmation | e.g Units holding, NAV, Payment details |
| • Details of income distribution | e.g Income Distribution(if any) is incidental |
| • Unaudited half-yearly Interim Report | e.g Market review & outlook, Fund performance |
| • Audited Annual Report | e.g Market review & outlook, Fund performance |

15. CONSENTS

The Trustee, Principal Bankers and Auditors have granted their written consent to the use of their names in this Prospectus. Prior to the issue of this Prospectus, the Tax Advisers have given their written approval to include their names and the Taxation Adviser's Letter. None of the aforesaid consents have been withdrawn.

16. JURISDICTION

The offering of Units or the distribution of this Prospectus, in any jurisdiction where action would be required for such purpose, is not permitted outside Malaysia. Accordingly, this Prospectus may not be used for the purpose of a solicitation or offer in any jurisdiction or in any circumstances in which such solicitation and offer is unauthorized.

17. DOCUMENTS AVAILABLE FOR INSPECTION

The following documents or copies thereof or other documents as may be required by the SC will be available for inspection (without charge) for a period of not less than twelve (12) months during normal business hours at the principal place of business of the Manager and the Trustee:

- The Deed of the Fund;
- Each material contract or document referred to in this Prospectus;
- Latest annual and interim reports of the Fund;
- The audited accounts of the Manager and the Fund for the current financial year (where applicable) and the last three (3) financial years (or from the date of incorporation/commencement if less than 3 years), preceding the date of this Prospectus;
- All reports, letters or other documents, valuations and statements by any expert, any part of which is extracted or referred to in this Prospectus;
- Writ and relevant cause papers for all current material litigation and arbitration disclosed in this Prospectus; and
- Consent of all experts or persons named in this Prospectus.

18. DIRECTORS' RESPONSIBILITY STATEMENT

This Prospectus in relation to Avenue Canada Australia Resource Economies Fund has been reviewed and approved by the Directors of Avenue Invest Berhad and they collectively and individually accept full responsibility for the accuracy of all information. Having made all reasonable inquiries, they confirm to the best of their knowledge and belief, there are no false or misleading statements, or omission of other facts which would make any statement in the Prospectus false or misleading.

Datuk Kamarudin bin Md Ali (Chairman & Independent Non-Executive Director)

Tan Jin Teik (Managing Director)

Hoo See Kheng (Chief Executive Officer/Executive Director)

Khairudin bin Ibrahim (Independent Non-Executive Director)

Mahadzir bin Azizan (Independent Non-Executive Director)

Ching Yew Chye @ Chng Yew Chye (Independent Non-Executive Director)

19. COMPANY DIRECTORY

Nationwide Investor Care & Services Centres

HEAD OFFICE

3rd Floor, Wisma Genting
Jalan Sultan Ismail
50250 Kuala Lumpur
General Line: 603-2089 2900
Investor Careline: 603-2089 2800
Fax: 603-2089 2808 & 2096 2300

PULAU PINANG

2nd Floor
No. 111, Macalister Road
10400 Pulau Pinang
Tel: 604-227 6185
Fax: 604-227 6213

PERAK - IPOH

2nd Floor
No. 63, Persiaran Greenhill
30450 Ipoh, Perak
Tel: 605-255 5388
Fax: 605-243 8616

SELANGOR - KLANG

No. 6/1, Lorong Tiara 1B
Bandar Baru Klang
41150 Klang, Selangor
Tel: 603-3341 9400
Fax: 603-3341 9449

NEGERI SEMBILAN – SEREMBAN

No. 43, (Bawah)
Jalan Tunku Hassan
70000 Seremban, Negeri Sembilan
Tel: 606-767 7277
Fax: 606-763 3368

MELAKA

No. 89, Jalan Melaka Raya 24
Taman Melaka Raya 1
75000 Melaka
Tel: 606-286 8289
Fax: 606-286 8200

JOHOR – JOHOR BAHRU

No. 105, Jalan Meranti Merah
Taman Melodies
80250 Johor Bahru, Johor
Tel: 607-332 2148
Fax: 607-335 0426

KELANTAN – KOTA BAHRU

Lot 2-7, Tingkat 2 Bangunan MARA
Jalan Dato Pati
15000 Kota Bahru, Kelantan
Tel: 609-744 4991
Fax: 609-744 5991

SABAH – KOTA KINABALU

Level 8, Wisma Great Eastern
No. 68, Jalan Gaya
88000 Kota Kinabalu, Sabah
Tel: 088-253 030
Fax: 088-263 030

SARAWAK – KUCHING

Ground Floor, No. 293
Lot 2654, Central Park Commercial Centre
3rd Mile, Rock Road
93250 Kuching, Sarawak
Tel: 082-235 035
Fax: 082-238 035

AUTHORISED DISTRIBUTOR:

• ECM Libra Investment Bank Berhad

1st & 2nd Floor, Wisma Genting
Jalan Sultan Ismail
50250 Kuala Lumpur
Tel: 603-2178 1888
Fax: 603-2032 5035

• Phillip Mutual Berhad

B-2-7, Megan Avenue II
No. 12, Jalan Yap Kwan Seng
50450 Kuala Lumpur
Tel: 603-2783 0300
Fax: 603-2711 3036

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PLEASE COMPLETE THE FORM BY USING CAPITAL LETTERS

Principal Applicant/Holder: _____
 Joint Applicant/Holder: _____

Holder Account No: _____
 Contact No: _____

TYPE OF INVESTMENT AND FUND ALLOCATION *(Please tick (✓) where appropriate)*

Initial Investment Additional Investment

Fund	Gross Value (RM)	OFFICE USE
		Forward Price

Total Investment _____
Entry Fee _____ (%)
Net Investment _____

PAYMENT MODE *(Please tick (✓) where appropriate)*

Cash Bank / Cheque No: _____ Others: _____
 Deposit / Transfer to: Maybank Date / Time: _____
 Standard Chartered Bank
 Others

SIGNATURE

I/We have read and fully understood the contents of the Loan Financing Risk Disclosure Statement as well as the terms and conditions in this Form, the Prospectus/es, the Deed/s and relevant Supplemental Deed/s. I/We wish to invest in the abovementioned Fund/s and agree to abide by the mentioned terms and conditions including any amendments made thereto from time to time. I/We further acknowledge that I/we have received a duplicate copy of this Form which sets out the applicable terms and conditions as well as the Loan Financing Risk Disclosure Statement. I am/We are aware of the fees and charges that will be incurred by me/us directly or indirectly when investing in a Fund as disclosed in the Fund's Prospectus.

Please affix Company Stamp if applicable

Signature: _____ <input type="text"/>	Signature: _____ <input type="text"/>	Signature: _____ <input type="text"/>	Signature: _____ <input type="text"/>
Name: _____	Name: _____	Name: _____	Name: _____
NRIC/ Passport: _____	NRIC/ Passport: _____	NRIC/ Passport: _____	NRIC/ Passport: _____
Date: _____	Date: _____	Date: _____	Date: _____

In accordance with requirements of the Capital Markets and Services Act 2007, this Application Form shall not be circulated unless accompanied by the Fund's Prospectus. All transaction forms transmitted via fax are to reach the Management Company before 3.30 pm for it to take effect on the same day. The ORIGINAL transaction forms must be mailed to the Management Company at -

AVENUE INVEST BERHAD
 3rd Floor, Wisma Genting, Jalan Sultan Ismail, 50250 Kuala Lumpur
 Tel No.: 03-2089 2900 (General Line), Fax No.: 03-2089 2808 / 03-2096 2300
 03-2089 2800 (Investor Care Line)

FOR SERVICE PERSONNEL	AUTHORISED OFFICERS
Day & Date: _____	Processed by : _____ Transaction Date: _____
Outlet & Code: _____	Checked by: _____ Transaction No: _____
Attended / Received by: _____	Notes: _____
Notes: _____	



LOAN FINANCING RISK DISCLOSURE STATEMENT

Investing in a Unit Trust Fund with Borrowed Money is More Risky than Investing with Your Own Savings.

You should assess if loan financing is suitable for you in light of your objectives, attitude to risk and financial circumstances. You should be aware of the risks, which would include the following:

1. The higher the margin of financing (that is, the amount of money you borrow for every ringgit of your own money that you put in as deposit or down payment) the greater the potential for losses as well as gains.
2. You should assess whether you have the ability to service the repayments on the proposed loan. If your loan is a variable rate loan, and if interest rates rise, your total repayment amount will be increased.
3. If unit prices fall beyond a certain level, you may be asked to provide additional acceptable collateral or pay an additional amount on top of your normal installments. If you fail to comply within the time prescribed, your units may be sold to settle your loan.
4. Returns on unit trust funds are not guaranteed and may not be earned evenly over time. This means that there may be some years where returns are high and other years where losses are experienced. Whether you eventually realise a gain or loss, it will largely depend on the timing of the sale of your units. The value of units may fall just when you want your money back even though the investment may have done well in the past.

This brief statement cannot disclose all the risks and other aspects of loan financing. You should therefore carefully study the terms and conditions before you decide to take the loan. If you are in doubt in respect of any aspect of this risk disclosure statement or the terms of the loan financing, you should consult the institution offering the loan.

TERMS AND CONDITIONS

1. Application and Remittance

- ♦ Payment may be made by cash, telegraphic transfer, cheques or cashier's order.
- ♦ All cheques/cashier's order must be made payable to Avenue Invest Berhad and crossed 'Account Payee Only'. Please ensure that the applicant's name, holder no. (if known) and contact no. are written on the reverse side of the cheque or cashier's order.
- ♦ A copy of the bank-in slip/banking evidence must be sent together with the Investment Form directly to the Management Company. Please ensure that the applicant's name, holder no. (if known) and contact no. are written on the reverse side of the bank-in slip/banking evidence.
- ♦ Units will be priced at NAV based on the date of receipt of the duly completed Investment Form by the Management Company. Units will be credited upon clearance of payment.

2. Rights of the Management Company

- ♦ The Management Company reserves the right to reject any application in whole or in part without assigning any reason. Rejected applicants will be notified and the Management Company will refund their monies within 14 days from the date of receipt of the Investment Form. Payment will be made to the Applicant's/ Holder's name by a crossed cheque.
- ♦ All future terms and conditions, amendments are deemed to be valid.

3. Issuance of Official Receipt and Statement of Accounts

- ♦ A confirmation note will be issued to Holders within 14 business days from the date of investment.
- ♦ Statement of Accounts detailing all active accounts will be issued to Holders periodically.
- ♦ All correspondence will be directed to the Principal Holder at the last known address.
- ♦ All items and balances shown in the confirmation notes and Statement of Accounts will be considered correct unless the Management Company is notified in writing of any discrepancy within 14 days from the date of the confirmation notes and Statement of Accounts.

4. Future Transactions and Payments

- ♦ The Management Company upon evidence of receipt of money will process all investments without verifying the source of remittance. To protect your interest as a Holder, you must fill up an Investment Form when making investments and attach it with your payment.
- ♦ All investments and transactions will be carried out according to the instructions of authorised signatory specified in the Holder Account Opening Form or any subsequent written notice duly received by the Management Company. Transactions are subject to the availability of units of the Fund.
- ♦ Should there be any additional investment not accompanied by an instruction for allocation into the appropriate Funds, the Management Company shall have the right to allocate the said investment according to the manner specified in the Investment Form for the initial investment or any subsequent written notice duly received by the Management Company. For any allocation of investment into a particular fund below the minimum investment required, the Management Company reserves the right to reject or rectify the said investment allocation in order to comply with the minimum requirement.
- ♦ For lump sum investment with deferred entry fee, the deduction of chargeable entry fee from the account in the form of units will be done automatically every calendar quarter. No advice will be issued. The chargeable entry fee will be deducted from units of a fixed income und or from units of the larger fund in term s of market value at the Management Company's discretion.

5. Liquidation of Units and Cooling-Off

- ♦ Holders may liquidate their units by filling up the Liquidation Form and forwarding the duly signed original form to the business address of the Management Company or its appointed distributors.
- ♦ Units shall be liquidated based on the NAV calculated at the end of the business day upon receipt of a duly completed Liquidation Form by the Management Company.
- ♦ To protect the interests of the Holders, the Management Company is unable to make payments to third parties. Unless otherwise specified, all payments will be made to the Principal Holder only.
- ♦ Liquidation proceeds may be credited directly to the Holder's Maybank account. If other modes of payment are selected, kindly allow sufficient time for the cheques to reach the Holders and/or for the funds to clear.
- ♦ A Cooling-Off period of 6 business days from the date of application for units is provided for the Holder to confirm the initial investment. This right is not applicable for subsequent investments of the Holder and is not extended to corporate/institutional investors, investors who are staff/distributors of the Management Company or investors who invest under the EPF Members' Investment Scheme.

Application Checklist (Office Use)

- | | |
|---|---|
| <input type="checkbox"/> Cheque payable as note 1 above | <input type="checkbox"/> Principal Holder's name & Holder A/C No. on cheque / BIS |
| <input type="checkbox"/> No post dated / stale cheque | <input type="checkbox"/> Entry Fee included |
| <input type="checkbox"/> Signatures | <input type="checkbox"/> Staff Code |
| <input type="checkbox"/> Office Use Column | <input type="checkbox"/> A/C Opening Form (new holder) |

Avenue Invest Berhad (361207-D)
(A member of the ECM Libra Group)

3rd Floor, Wisma Genting
Jalan Sultan Ismail
50250 Kuala Lumpur

General Line: 603-2089 2900
Investor Care Line: 603-2089 2800
fax: 603-2089 2808 & 603-2096 2300

e-mail: invest@ecmlibra.com
www.oneinvest.com.my