## THE FIFTH SUPPLEMENTAL INFORMATION MEMORANDUM For OPUS DYNAMIC INCOME FUND

Dated 22 January 2024

## Managed by

OPUS ASSET MANAGEMENT SDN BHD

(Registration No.: 199601042272 (414625-T))

## **Trustee**

DEUTSCHE TRUSTEES MALAYSIA BERHAD

(Registration No.: 200701005591 (763590-H))

Investors are advised to read and understand the contents of the information memorandum dated 11 May 2009, the first supplemental information memorandum dated 5 January 2015, the second supplemental information memorandum dated 1 December 2016, the third supplemental information memorandum dated 16 April 2018, the fourth supplemental information memorandum dated 8 October 2019 and this fifth supplemental information memorandum before subscribing to the wholesale fund. If in doubt, please consult a professional adviser.

## **Responsibility Statement**

This fifth supplemental information memorandum has been seen and approved by the directors of Opus Asset Management Sdn Bhd and they collectively and individually accept full responsibility for the accuracy of all information contained herein and confirm, having made all enquiries which are reasonable in the circumstances, that to the best of their knowledge and belief, there are no other facts omitted which would make any statement herein misleading.

## **Statements of Disclaimer**

A copy of this fifth supplemental information memorandum has been lodged with the Securities Commission Malaysia ("SC").

The SC has not authorised or recognised the Opus Dynamic Income Fund and a copy of the information memorandum dated 11 May 2009, the first supplemental information memorandum dated 5 January 2015, the second supplemental information memorandum dated 1 December 2016, the third supplemental information memorandum dated 8 October 2019 and this fifth supplemental information memorandum (collectively, "Information Memorandums") have not been registered with the SC. The lodgement of the Information Memorandums should not be taken to indicate that the SC recommends the Opus Dynamic Income Fund or assumes responsibility for the correctness of any statement made, opinion expressed or report contained in the Information Memorandums.

The SC is not liable for any non-disclosure on the part of Opus Asset Management Sdn Bhd, the management company responsible for the Opus Dynamic Income Fund and takes no responsibility for the contents in the Information Memorandums. The SC makes no representation on the accuracy or completeness of the Information Memorandums, 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.

There are fees and charges involved and investors are advised to consider the fees and charges before investing in the wholesale fund.

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

## **Additional Statements**

Investors should note that they may seek recourse under the Capital Markets and Services Act 2007 for breaches of securities laws including any statement in this fifth supplemental information memorandum that is false, misleading, or from which there is a material omission; or for any misleading or deceptive act in relation to this fifth supplemental information memorandum or the conduct of any other person in relation to the Opus Dynamic Income Fund.

This fifth supplemental information memorandum is not intended to and will not be issued and distributed in any country or jurisdiction other than Malaysia ("Foreign Jurisdiction"). Consequently, no representation has been and will be made as to its compliance with the laws of any Foreign Jurisdiction.

INVESTORS SHOULD BE AWARE THAT THE CAPITAL OF THE FUND WILL BE ERODED WHEN THE FUND DECLARES DISTRIBUTION OUT OF CAPITAL AS THE DISTRIBUTION IS ACHIEVED BY FORGOING THE POTENTIAL FOR FUTURE CAPITAL GROWTH AND THIS CYCLE MAY CONTINUE UNTIL ALL CAPITAL IS DEPLETED.

This Fifth Supplemental Information Memorandum is made to address the following changes:-

1) The definitions of "Auditor", "Deed", "SC" and "Special Resolution" referred to in pages 1 and 3 of the Information Memorandum dated 11 May 2009 have been amended as follows:

	Current information	Revised information
Auditor	Horwath	Crowe Malaysia PLT
Deed	means the deed dated 5 May 2009 in respect of the Opus Dynamic Income Fund entered into between the Manager and the Trustee.	means the deed dated 5 May 2009, the first master supplemental deed dated 15 November 2010, the second master supplemental deed dated 28 January 2011, the third master supplemental deed dated 1 July 2011, the fourth master supplemental deed dated 15 December 2011, the fifth master supplemental deed dated 28 June 2012, the sixth master supplemental deed dated 20 November 2013, the seventh master supplemental deed dated 28 October 2014, the eighth master supplemental deed dated 28 October 2014, the eighth master supplemental deed dated 27 July 2015, the ninth master supplemental deed dated 26 October 2015, the tenth master supplemental deed dated 6 January 2016, the eleventh master supplemental deed dated 6 January 2016, the twelfth master supplemental deed dated 22 December 2022 and the thirteenth master supplemental deed dated 30 October 2023 and any other supplemental deed that may be entered into between the Manager and the Trustee in respect of the Fund and lodged with the SC from time to time.
SC	The Securities Commission established under the Securities Commission Act, 1993	The Securities Commission Malaysia established under the Securities Commission Malaysia Act 1993.
Special Resolution	means a resolution passed at a meeting of Unit Holders duly convened in accordance with this Deed and required by this Deed to be carried by 75% of the Unit Holders present and voting at the meeting in person or by proxy.	means a resolution passed at a meeting of Unit Holders duly convened in accordance with the Deed by a majority of not less than three-fourths (3/4) of the Unit Holders present and voting at the meeting in person or by proxy; for the avoidance of doubt, "three-fourths (3/4) of the Unit Holders present and voting" means three-fourths (3/4) of the votes cast by the Unit Holders present and voting; for the purposes of terminating the Fund, "Special Resolution" means a resolution passed at a meeting of Unit Holders duly convened in accordance with the Deed by a majority in number representing at least three-fourths (3/4) of the value of the Units held by the Unit Holders present and voting at the meeting in person or by proxy.

2) The definition of "Sophisticated Investors" referred to in pages 3 and 4 of the Second Supplemental Information Memorandum dated 1 December 2016 has been amended as follows:

	Current information	Revised information
Sophisticated Investor	As per the Second Supplemental Information Memorandum dated 1 December 2016.	means any person who falls within any of the categories of investors set out in Part I, Schedules 6 and 7 of the Capital Markets and Services Act 2007 or any person who acquires unlisted capital market products where the consideration is not less than RM250,000 or its equivalent in foreign currencies for each transaction whether such amount is paid for in cash or otherwise, and/or any other category(ies) of investors as may be permitted by the SC from time to time.  Note: For more information, please refer to our website  https://www.opusasset.com/products/wholesale-funds/ for the definition of Sophisticated Investor.

3) The definition of "Tax Adviser" is to be inserted under "Definitions" in page 3 of the Information Memorandum dated 11 May 2009 as follows:

	Current information	Revised information
Tax Adviser	Nil.	Crowe KL Tax Sdn Bhd

4) The information on "Corporate Directory" referred to in page 4 of the Information Memorandum dated 11 May 2009 and page 1 of the Second Supplemental Information Memorandum dated 1 December 2016 has been amended as follows:

	Current information	Revised information
Manager	Opus Asset Management Sdn Bhd (Company No: 414625-T)	Opus Asset Management Sdn Bhd (Registration No.: 199601042272 (414625-T))
	Business Address:- B-19-2, Northpoint Offices, Mid Valley City, No.1, Medan Syed Putra Utara, 59200 Kuala Lumpur Telephone: + 60 3 2288 8882 Facsimile: + 60 3 2288 8889	Business Address:- B-19-2, Northpoint Offices, Mid Valley City, No.1, Medan Syed Putra Utara, 59200 Kuala Lumpur Telephone: + 60 3 2288 8882 Facsimile: + 60 3 2288 8889
	Registered Address:- 2 <sup>nd</sup> Floor, No. 2- 4 Jalan Manau, 50460 Kuala Lumpur Telephone: + 60 3 2273 1221 Facsimile: + 60 3 2273 1220	Registered Address:- 2nd Floor, No. 2- 4 Jalan Manau, 50460 Kuala Lumpur Telephone: + 60 3 2273 1221 Facsimile: + 60 3 2273 1220 Email: enquiry@opusasset.com Website: www.opusasset.com
Trustee	Deutsche Trustees Malaysia Berhad (763590-H) Level 20, Menara IMC 8 Jalan Sultan Ismail 50250 Kuala Lumpur Telephone: + 60 3 2053 7522 Facsimile: + 60 3 2053 7526	Deutsche Trustees Malaysia Berhad (Registration No.: 200701005591 (763590-H)) Level 20, Menara IMC 8 Jalan Sultan Ismail 50250 Kuala Lumpur Telephone: + 60 3 2053 7522 Facsimile: + 60 3 2053 7526 Email: dtmb.rtm@db.com

Auditor	Crowe Horwath (AF 1018) Level 16 Tower C, Megan Avenue II, No. 12 Jalan Yap Kwan Seng, 50450 Kuala Lumpur Telephone: + 60 3 2788 9999 Facsimile: + 60 3 2788 9998	Crowe Malaysia PLT (Registration No.: 201906000005) (LLP0018817-LCA & AF1018)) Level 16 Tower C, Megan Avenue II, No. 12 Jalan Yap Kwan Seng, 50450 Kuala Lumpur Telephone: + 60 3 2788 9999 Facsimile: + 60 3 2788 9998
Tax Adviser	Crowe Horwath KL Tax Sdn Bhd (10709-X) C15-5 Level 15, Tower C Megan Avenue II 12 Jalan Yap Kwan Seng 50450 Kuala Lumpur Telephone: + 60 3 2788 9898 Facsimile: + 60 3 2788 9899	Crowe KL Tax Sdn Bhd (Registration No.: 197101000345 (10709-X)) C15-5 Level 15, Tower C Megan Avenue II 12 Jalan Yap Kwan Seng 50450 Kuala Lumpur Telephone: + 60 3 2788 9898 Facsimile: + 60 3 2788 9899

5) The information on "Principal Risks in Investing in the Fund" referred to in page 5 of the Information Memorandum dated 11 May 2009 has been amended as follows:

	Current information	Revised information
Principal Risks in Investing in the Fund [for full details on the principal risks, kindly refer to Chapter 5]	<ul> <li>Market Risk</li> <li>Interest Rate Risk</li> <li>Credit/Default Risk</li> <li>Liquidity Risk</li> <li>Inflation/Purchasing Power Risk</li> <li>Futures Contracts and Derivative Risk</li> <li>Counter Party Risk</li> <li>Fund Management Risk</li> </ul>	<ul> <li>Market Risk</li> <li>Interest Rate Risk</li> <li>Credit/Default Risk</li> <li>Liquidity Risk</li> <li>Inflation/Purchasing Power Risk</li> <li>Futures Contracts and Derivative Risk</li> <li>Counter Party Risk</li> <li>Fund Management Risk</li> <li>Capital Distribution Risk</li> </ul>

6) The information on "Distribution Policy" referred to in page 8 of the Information Memorandum dated 11 May 2009 has been amended as follows:

	Current information	Revised information
Distribution Policy	The Fund intends to distribute income, if any, at least once a year on best effort basis. However, the Manager reserves the right not to distribute income, at its absolute discretion.	The Fund intends to distribute income, if any, at least once a year on best effort basis. The Fund may distribute from realised income, realised gains and/or capital. However, the Manager reserves the right not to distribute at its absolute discretion.
		The rationale for distributing out of the Fund's capital is to allow the Fund the flexibility to (i) declare distribution in unforeseen circumstances where the Fund has insufficient realised gains and/or realised income to do so, or (ii) increase the amount of distributable income to the Unit Holders, after taking into consideration the risk of distributing out of capital.
		Distribution out of the Fund's capital has the effect of lowering the NAV of the Fund, may reduce part of the Unit Holders' original investment and may also result in reduced future returns to

	Unit Holders. When a substantial amount of the original investment is being returned to the Unit Holders, it has a risk of eroding the capital of the Fund and may, over time, cause the NAV of the Fund to fall. The greater the risk of capital erosion that exists, the greater the likelihood that, due to capital erosion, the value of future returns would also be diminished.
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7) The information under "Termination by the Manager" referred to in page 11 of the Information Memorandum dated 11 May 2009 has been amended as follows:

Current information	Revised information
The Manager may in its absolute discretion determine or wind up the Fund at any time, in accordance to provisions of the Deed.	The Manager may determine or wind up the Fund without having to obtain the prior approval of the Unit Holders if such termination:  (a) is required by the relevant authorities; or
	(b) is in the best interests of Unit Holders and the Manager in consultation with the Trustee deems it to be uneconomical for the Manager to continue managing the Fund.
	Notwithstanding the aforesaid, if the Fund is left with no Unit Holder, the Manager shall be entitled to terminate the Fund.

8) This new risk is to be inserted under "Specific Risk of the Fund" in page 14 of the Information Memorandum dated 11 May 2009 as follows:

	Current information	Revised information
Capital Distribution Risk	Nil.	The Fund may distribute income out of its capital. The declaration and payment of distribution may have the effect of lowering the NAV of the Fund. In addition, distribution out of the Fund's capital may reduce part of the Unit Holders' original investment and/or capital gains attributable to the original investments and may also result in reduced future returns to Unit Holders.

9) The information on "Implementation of Goods and Services Tax Act" referred to in page 5 of the First Supplemental Information Memorandum dated 5 January 2015 has been deleted as follows:

	Current information	Revised information
Implementation	Upon the coming into force of the Goods	Deleted.
of Goods and	and Services Tax Act and/or other relevant	
Services	statutory law in relation to goods and	
Tax Act	services and/or consumption tax ("GST"),	
	any sum set out in this Information	
	Memorandum or otherwise payable by any	
	party being the Unit Holders and/or the	
	Fund (as the case may be) to the other party	
	under this Information Memorandum, shall	
	be deemed exclusive of GST and such GST	
	shall be paid by such party upon demand to	
	the other in addition to the payments	
	payable by the paying party pursuant to this	

Information Memorandum. This is subject to changes upon implementation.

10) The information on "Suspension" referred to in page 19 of the Information Memorandum dated 11 May 2009 has been amended as follows:

## **Current information**

The Manager has the right to suspend the sale and redemption of Units where the interest of the Unitholders is materially affected or where there is good and sufficient reason to do so, having regard to the interest of the Unitholders or potential Unitholders.

The Manager may also request to suspend the sale and redemption of Units where it would be impracticable for the Manager to calculate the NAV due to:

- the closure of a securities exchange or trading restrictions on a securities exchange;
- (ii) an emergency or other state of affairs; or
- (iii) the realization of investments of the Fund not being able to be effected at prices which could be realized if the investments were realized in an orderly fashion over a reasonable period in a stable market.

If at any time the appointment of the Trustee is terminated and a new trustee has not been appointed yet, the sale and redemption of Units will be suspended until a new trustee has been appointed.

The period of suspension will not exceed 30 days, or such longer period as permitted under the Relevant Laws.

All outstanding redemptions and any redemption request or application for Units received during the suspension period are deemed to have been received on the Business Day after the suspension ceases.

## **Revised information**

The Manager may, in consultation with the Trustee and having considered the interests of the Unit Holders, suspend the sale and redemption of Units due to exceptional circumstances, where there is good and sufficient reason to do so.

The Manager may also request to suspend the sale and redemption of Units where it would be impracticable for the Manager to calculate the NAV due to:

- the closure of a securities exchange or trading restrictions on a securities exchange;
- (ii) an emergency or other state of affairs; or
- (iii) the realization of investments of the Fund not being able to be effected at prices which could be realized if the investments were realized in an orderly fashion over a reasonable period in a stable market.

If at any time the appointment of the Trustee is terminated and a new trustee has not been appointed yet, the sale and redemption of Units will be suspended until a new trustee has been appointed.

The period of suspension will not exceed 30 days, or such longer period as permitted under the Relevant Laws.

All outstanding redemptions and any redemption request or application for Units received during the suspension period are deemed to have been received on the Business Day after the suspension ceases.

11) The information on "Income Distribution and Reinvestment Policies" referred to in page 19 of the Information Memorandum dated 11 May 2009 has been amended as follows:

## Current information

The Fund intends to distribute income, if any, at least once a year on best effort basis. However, the Manager reserves the right not to distribute income, at its absolute discretion.

All reinvestments will be made at the NAV per Unit at such date and within such time as may be determined by the Manager at its absolute discretion. There is no sales charge imposed for such re-investment of Units.

## **Revised information**

The Fund intends to distribute income, if any, at least once a year on best effort basis. The Fund may distribute from realised income, realised gains and/or capital. However, the Manager reserves the right not to distribute at its absolute discretion.

The rationale for distributing out of the Fund's capital is to allow the Fund the flexibility to (i) declare distribution in unforeseen circumstances where the Fund has insufficient realised gains and/or realised income to do so, or (ii) increase the amount of distributable income to the Unit Holders, after taking into consideration the risk of distributing out of capital.

Distribution out of the Fund's capital has the effect of lowering the NAV of the Fund, may reduce part of the Unit Holders' original investment and may

also result in reduced future returns to Unit Holders. When a substantial amount of the original investment is being returned to the Unit Holders, it has a risk of eroding the capital of the Fund and may, over time, cause the NAV of the Fund to fall. The greater the risk of capital erosion that exists, the greater the likelihood that, due to capital erosion, the value of future returns would also be diminished.

All reinvestments will be made at the NAV per Unit at such date and within such time as may be determined by the Manager at its absolute discretion. There is no sales charge imposed for such re-investment of Units.

12) The information on "Quorum" referred to in page 22 of the Information Memorandum dated 11 May 2009 has been amended as follows:

## **Current information**

The quorum required for a meeting of the Unit Holders shall be two (2) Unit Holders who hold amongst them collectively more than fifty percentum (50%) of the Units of the Fund, whether present in person or by proxy, PROVIDED ALWAYS that the quorum for a meeting of the Unit Holders convened for the purpose of removing the Manager and/or the Trustee shall be such number of Unit Holders as shall amongst them collectively hold more than seventy-five per centum (75%) of the Units of the Fund as at the date of the application.

If a quorum is not present within one (1) hour after the scheduled time for the meeting, the meeting shall be dissolved and adjourned to such place, date and time as the Manager shall decide, however the meeting will have to be held within one (1) month from the adjournment.

At any adjourned meeting, those Unitholders present in person or by proxy will constitute a quorum.

### Revised information

The quorum required for a meeting of the Unit Holders shall be two (2) 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 such number of Unit Holders as shall amongst them collectively hold more than seventy-five per centum (75%) of the Units of the Fund as at the date of the notice of the meeting.

If a quorum is not present within one (1) hour after the scheduled time for the meeting, the meeting shall be dissolved if convened upon the request of Unit Holders. In any other case, it shall be adjourned to such place, date and time as the Manager shall decide; however the meeting will have to be held after one (1) month from the adjournment.

At any adjourned meeting, those Unit Holders present in person or by proxy will constitute a quorum for the transaction of business including the passing of special resolution if the quorum prescribed by the Deed is not present after one (1) hour from the time appointed for the adjourned meeting.

13) The information on "Profile of Board of Directors & Key Management Staff" referred to in pages 23-25 of the Information Memorandum dated 11 May 2009, page 8 of the First Supplemental Information Memorandum dated 5 January 2015, pages 2-3 and 5 of the Second Supplemental Information Memorandum dated 1 December 2016 and page 2 of the Third Supplemental Information Memorandum dated 16 April 2018 has been amended as follows:

	Current information	Revised information
10.3 Profile of	As per the Information Memorandum	10.3 Designated Fund Manager
Board of	dated 11 May 2009 as amended via	
Directors & Key	the First Supplemental Information	You may obtain the information relating to the
Management	Memorandum dated 5 January 2015,	designated external fund manager for the Fund at
Staff	Second Supplemental Information	https://www.opusasset.com/products/wholesale-
	Memorandum dated 1 December	funds/opus-dynamic-income-fund/.
	2016 and Third Supplemental	
	Information Memorandum dated 16	
	April 2018	

14) The information under "The Trustee" referred to in pages 27 - 28 of the Information Memorandum dated 11 May 2009 and page 3 of the Second Supplemental Information Memorandum dated 1 December 2016 has been amended as follows:

## Current information

## About the Trustee

Deutsche Trustees Malaysia Berhad ("DTMB") (Company No. 763590-H) was incorporated in Malaysia on 22 February 2007 and commenced business in May 2007. The company is registered as a trust company under the Trust Companies Act 1949, with its business address at Level 20, Menara IMC, 8 Jalan Sultan Ismail, 50250 Kuala Lumpur. DTMB is a member of Deutsche Bank Group ("Deutsche Bank"), a global investment bank with a substantial private client franchise. With more than 100,000 employees in more than 70 countries, Deutsche Bank offers financial services throughout the world.

## **Duties and Responsibilities of the Trustee**

DTMB's main functions are to act as trustee and custodian of the assets of the Fund and to safeguard the interests of Unit Holders of the Fund. In performing these functions, the Trustee has to exercise due care and vigilance and is required to act in accordance with the relevant provisions of the Deed, the CMSA and all relevant laws.

## **Revised information**

## About the Trustee

Deutsche Trustees Malaysia Berhad ("DTMB") was incorporated in Malaysia on 22 February 2007 and commenced business in May 2007. The company is registered as a trust company under the Trust Companies Act 1949, with its business address at Level 20, Menara IMC, 8 Jalan Sultan Ismail, 50250 Kuala Lumpur. DTMB is a member of Deutsche Bank Group ("Deutsche Bank"), a global investment bank with a substantial private client franchise. With more than 100,000 employees in more than 70 countries, Deutsche Bank offers financial services throughout the world.

## **Duties and Responsibilities of the Trustee**

DTMB's main functions are to act as trustee and custodian of the assets of the Fund and to safeguard the interests of Unit Holders of the Fund. In performing these functions, the Trustee has to exercise due care and vigilance and is required to act in accordance with the relevant provisions of the Deed, the CMSA and all relevant laws.

### Trustee's delegate

The Trustee has appointed Deutsche Bank Malaysia Berhad ("DBMB") as the custodian of the assets of the Fund. DBMB is a wholly-owned subsidiary of Deutsche Bank AG. DBMB offers its clients access to a growing domestic custody network that covers over 30 markets globally and a unique combination of local expertise backed by the resources of a global bank. In its capacity as the appointed custodian, DBMB's roles encompass safekeeping of assets of the Fund; trade settlement management; corporate actions notification and processing; securities holding and cash flow reporting; and income collection and processing.

All investments of the Fund are registered in the name of the Trustee for the Fund, or where the custodial function is delegated, in the name of the custodian to the order of the Trustee for the Fund. As custodian, DBMB shall act only in accordance with instructions from the Trustee.

15) The information on "Other Information" referred to in pages 8-9 of the First Supplemental Information Memorandum dated 5 January 2015 and page 6 of the Second Supplemental Information Memorandum dated 1 December 2016 has been deleted as follows:

	Current information	Revised information
For internal dispute resolution	For internal dispute resolution, you may contact the Compliance Officer:	Deleted.
	via phone: 03-2288 8882 via fax: 03-2288 8889 via email: enquiry@opusasset.com via letter: Opus Asset Management Sdn Bhd B-19-2, Northpoint Offices	

	Mid Valley City No. 1, Medan Syed Putra Utara 59200 Kuala Lumpur, Malaysia	
Securities Industry Dispute Resolution Corporation (SIDREC)	If you are dissatisfied with the outcome of the internal dispute resolution process, please refer your dispute to the Securities Industries Dispute Resolution Corporation (SIDREC):	
	via phone: 03-2282 2280 via fax: 03-2282 3855 via email: info@sidrec.com.my via letter: Securities Industry Dispute Resolution Center (SIDREC) Unit A-9-1, Level 9, Tower A Menara UOA Bangsar No.5, Jalan Bangsar Utama 1 59000 Kuala Lumpur	
Securities Commission Malaysia	You can also direct your complaint to Securities Commission Malaysia even if you have initiated a dispute resolution process with SIDREC. To make a complaint, please contact the Securities Commission's Investor Affairs & Complaints Department:	
	via phone to Aduan Hotline: 03-62048999 via fax: 03-62048991 via email: aduan@seccom.com.my via online compliant form: www.sc.com.my available at via letter: Investor Affairs & Complaints Department Securities Commission Malaysia No 3 Persiaran Bukit Kiara Bukit Kiara 50490 Kuala Lumpur	
Federation of Investment Managers Malaysia (FIMM)'s Complaints Bureau	via phone to Aduan Hotline: 03-20923800 via fax: 03-20932700 via email: complaints@fimm.com.my via online complaint form available at: www.fimm.com.my via letter: Legal, Secretariat & Regulatory Affairs Federation of Investment Managers Malaysia 19-06-1, 6th Floor, Wisma Tune No. 19, Lorong Dungun Damansara Heights 50490 Kuala Lumpur	

## THE REMAINING PAGE IS INTENTIONALLY LEFT BLANK

16) The tax adviser's letter referred to in pages 29-35 of the Information Memorandum dated 11 May 2009 has been replaced and updated as follows:



Crowe KL Tax Sdn Bhd 197101000345 (10709-X) Level 15, Tower C, Megan Avenue II 12, Jalan Yap Kwan Seng 50450 Kuala Lumpur Malaysia

Main +6 03 2788 9898 Fax +6 03 2788 9899 www.crowe.my

Date: 18 October 2023

Opus Asset Management Sdn Bhd B-19-2 Northpoint Offices Mid Valley City No. 1 Medan Syed Putra Utara 59200 Kuala Lumpur

Dear Sirs

## OPUS DYNAMIC INCOME FUND TAXATION OF THE FUND AND UNIT HOLDERS

This letter is prepared for inclusion in the Fifth Supplemental Information Memorandum for the Opus Dynamic Income Fund (hereinafter referred to as "the Fund"), with the purpose of updating the tax information within the Information Memorandum.

## 1. INFORMATION ON THE FUND

The Fund is an investment scheme that is required to adhere to the *Guidelines on Unlisted Capital Market Products under the Lodge and Launch Framework* issued by the Securities Commission Malaysia ("SC") pursuant to the Capital Markets and Services Act, 2007 ("CMSA").

The scope of this letter is to address on the taxation implications in Malaysia.

## 2. TAXATION OF A UNIT TRUST FUND

## 2.1 Taxable income

The taxation of the Fund which is a unit trust scheme is governed principally by Sections 61 and 63B of the Income Tax Act, 1967 ("MITA"). Further, the Inland Revenue Board of Malaysia ("IRBM") has issued the Public Ruling 7/2013: Unit Trust Funds Part I — An Overview and Public Ruling 7/2014: Unit Trust Funds - Part II — Taxation of Unit Trusts dated 28 May 2013 and 4 November 2014 respectively to explain the tax treatments for Unit Trust Funds.

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The Fund's trustee is Deutsche Trustees Malaysia Berhad, which is a resident in Malaysia for tax purposes. As the trustee is a tax resident in Malaysia, the Fund is also regarded as a Malaysian tax resident.

## (a) Malaysia sourced income

The income of the Fund in respect of dividends, interest or profits from deposits and other investment income derived from or accruing in Malaysia is liable to income tax unless specifically exempted under the law. In this respect, any gains or profits received, in lieu of interest, for transactions conducted in accordance with the principles of *Shariah*, will be treated as interest and be accorded the same treatment as if they were interest in accordance with Section 2(7) of the MITA. Under Section 2(7) of the MITA, any reference to interest shall apply, *mutatis mutandis*, to gains or profits received and expenses incurred, in lieu of interest, in transaction conducted in accordance with the principles of *Shariah*. The income tax rate applicable to the Fund is 24%.

## (b) Foreign sourced income

The income of the Fund in respect of dividends, interest or profits from deposits and other investment income derived from outside Malaysia is subject to Malaysian income tax when the income is received in Malaysia from outside Malaysia at the prevailing tax rate applicable to the Fund.

Where the Fund has suffered foreign tax on the foreign sourced income that is subject to Malaysian tax, the Fund may claim bilateral (for a country that has a double tax agreement with Malaysia) or unilateral (for a country not having a double tax agreement with Malaysia) relief against the Malaysian tax payable.

However, this is not applicable to the Fund as the Fund is not permitted to invest in overseas assets.

## 2.2 Exempt income / Non taxable income

## (a) Profits from the realization of investments

Gains from sale of investments will not be treated as income of the Fund and hence, are not subject to income tax [Section 61(1) of the MITA].

## (b) Dividend income

Dividends received by the Fund from Malaysian entities which are tax exempted are not subject to income tax. This includes dividends distributed under the single tier tax system [Paragraph 12B, Schedule 6 of the MITA].

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## (c) Interest income

Interest income received by the Fund from the following is exempted from income tax:

- Any savings certificates issued by the Government [Paragraph 19 to Schedule 6 of the MITA];
- (ii) Securities or bonds issued or guaranteed by the Government [Paragraph 35(a) to Schedule 6 of the MITA];
- (iii) Debentures or sukuk, other than convertible stock, approved by the Securities Commission [Paragraph 35(b) to Schedule 6 of the MITA];
- (iv) Bon Simpanan Malaysia issued by Central Bank of Malaysia [Paragraph 35(d) to Schedule 6 of the MITA];
- (v) Deposits with banks licensed under the Financial Services Act 2013 or the Islamic Financial Services Act 2013 or any development financial institution prescribed under the Development Financial Institutions Act 2002. The exemption shall not apply to a wholesale fund which is a money market fund [Paragraph 35A to Schedule 6 of the MITA];
- (vi) Islamic securities (including sukuk) originating from Malaysia, other than convertible loan stock, issued in any currency other than Ringgit and approved or authorized by, or lodged with, the Securities Commission or approved by the Labuan Financial Services Authority [Paragraph 33B to Schedule 6 of the MITA], provided that the exemption shall not apply to:
  - i. interest paid or credited to a company in a same group, or
  - ii. interest paid or credited to a bank licensed under the Financial Services Act 2013, an Islamic bank licensed under the Islamic Financial Services Act 2013 or a development financial institution prescribed under the Development Financial Institutions Act 2002.
  - iii. interest paid or credited by a special purpose vehicle to a company (both are in the same group) pursuant to the issuance of asset-backed securities approved by the Securities Commission Malaysia or Labuan Financial Services Authority;
- (vii) Bonds and securities issued by Pengurusan Danaharta Nasional Berhad [Income Tax (Exemption) (No. 5) Order 2001];
- (viii) Bonds (other than convertible loan stock) issued by any company listed in Malaysia Exchange of Securities Dealing and Automated Quotations Berhad ("MESDAQ") [Income Tax (Exemption) (No.13) Order 2001];
- (ix) Bonds and securities issued by Pengurusan Danaharta Nasional Berhad / Danaharta Urus Sdn Bhd [Income Tax (Exemption) (No. 6) Order 2003];
- (x) Sukuk Issue which has been issued by Malaysia Global Sukuk Inc [Income Tax (Exemption)(No. 31) Order 2002];
- (xi) Sukuk Ijarah, other than convertible loan stock, issued in any currency by 1Malaysia Sukuk Global Berhad [Income Tax (Exemption) Order 2010];
- (xii) Sukuk Wakala, other than convertible loan stock, issued in any currency by Wakala Global Sukuk Behad [Income Tax (Exemption) (No. 4) Order 2011];

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- (xiii) Sukuk Kijang issued by BNM Kijang Berhad [Income Tax (Exemption) (No. 10) Order 2013];
- (xiv) Sukuk Wakala with a nominal value up to USD1.5b, other than convertible loan stock, issued by the Malaysian Sovereign Sukuk Berhad [Income Tax (Exemption) (No. 3) Order 2015]; and
- (xv) Sukuk Wakala with a nominal value up to USD1.5b (other than convertible loan stock) issued by Malaysia Sukuk Global Berhad [Income Tax (Exemption) (No. 2) Order 2016].

### (d) Discount income or profit derived

Tax exemption is given on discount income received on the securities and debentures mentioned in items 2.2 (c) (ii) to (iv) above [Paragraph 35(a) to Paragraph 35(d) to Schedule 6 of the MITA].

## 2.3 Deductibility of expenses

Section 33(1) of the MITA allows expenses incurred "wholly and exclusively in the production of gross income" to be deductible against the gross income, e.g. interest incurred on a loan to finance investments can be deducted against the dividend or interest income from that investment.

In addition, Section 63B allows partial deduction for other non-direct expenses known as "permitted expenses". "Permitted expenses" comprise the manager's remuneration, charges for maintenance of register of unit holders, share registration expenses, secretarial, audit and accounting fees, telephone charges, printing and stationery costs and postage. The amount deductible is calculated based on the formula below:

where

- A is the total of the permitted expenses incurred for that basis period;
- B is gross income consisting of dividends, interest and rent chargeable to tax for that basis period; and
- C is the aggregate of the gross income consisting of dividends and interest (whether such dividend or interest is exempt or not), rent, and gains made from the realisation of investments (whether chargeable to tax or not) for that basis period.

Dividend income is deemed to include income distributed by a unit trust for the purpose of calculating the above deduction.

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The special deduction of expenses is subject to a minimum of 10% of the total permitted expenses incurred for that basis period. The allowable portion of permitted expenses will be deducted from the aggregate income. Should the deduction exceeds the income assessable to tax, the excess is not allowed to be carried forward for offset against the income of future years of assessment.

## 2.4 Real Property Gains Tax ("RPGT")

Generally, gains on disposal of investments by the Fund will not be subject to Income Tax in Malaysia as mentioned in 3.2(a).

Nevertheless, capital gains from disposals of chargeable assets, such as real properties or shares in real property companies will be subject to RPGT as follows:

- (a) Gains arising from disposals made within 3 years from the date of acquisition of the chargeable assets are subject to RPGT at the rate of 30%;
- (b) Gains arising from disposals made between the 4th year from the date of acquisition of the chargeable assets are subject to RPGT at the rate of 20%;
- (c) Gains arising from disposals made between the 5<sup>th</sup> year from the date of acquisition of the chargeable assets are subject to RPGT at the rate of 15%; and
- (d) Gains arising from disposals made after 5 years from the date of acquisition of the chargeable assets are subject to RPGT at the rate of 10%.

[Schedule 5 of the Real Property Gains Tax Act 1976]

## 2.5 Sales and Service Tax ("SST")

Pursuant to the Sales Tax Act 2018, sales tax shall be charged and levied on all taxable goods which are locally manufactured or imported into Malaysia. The rates for sales tax are 5%, 10% or a specific rate. On the other hand, pursuant to the Service Tax Act 2018, service tax shall be charged and levied on any taxable services provided in Malaysia by a registered person in carrying on his business or any imported taxable service. The rate for service tax is 6%.

If the Fund provides any taxable services such as management and consulting services with a total value of RM500,000 or more in a 12 months period, the Fund shall be liable for service tax registration and shall be required to charge service tax on the said services.

Expenses such as management fees, trustee fees and other expenses paid by the Fund may be subject to service tax at 6%.

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### 3. TAXATION OF UNIT HOLDERS

## 3.1. Distribution of taxable income

The general provisions under the MITA are applicable to income received by unit holders. In addition, the tax treatments for unit holders are explained in the IRBM's Public Ruling 5/2013 – Taxation of Unit Holders of Unit Trust Funds dated 23 May 2013. Unit holders will be taxed on their share of the total taxable income of the Fund distributed to them. This income distribution carries with it a tax credit for the tax paid by the Fund on its taxable income. This tax credit may be utilised by the unit holders to set off the tax payable by them pursuant to Section 110(9A) of the MITA. The tax authorities will refund any excess of tax credit over tax chargeable to the unit holders.

Distributions of income from the Fund received by individuals and other non-corporate unit holders who are residents in Malaysia for tax purposes will be taxed at graduated rates from 1% to 30%. Individuals and other non-corporate unit holders who are not resident in Malaysia, will be subject to tax at the non-resident rate applicable of 30% on the distributions of income received.

Corporate unit holders, whether resident or not resident in Malaysia, will be subject to tax at the corporate tax rate of 24% on the distributions of income from the Fund received by them. For small and medium scale companies (SME) with a paid-up capital of RM2.5 million and below and having an annual business income of not more than RM50 million, the corporate tax rates applicable effective from the year of assessment 2023 are as follows:

Chargeable income of first RM150,000 : 15%
 Chargeable income of between RM150,001 and RM600,000 : 17%
 Chargeable income exceeding RM600,000 : 24%

However, a company with a paid-up capital of not exceeding RM2.5 million will not qualify as a SME under the following circumstances:

- more than 50% of the paid up capital in respect of ordinary shares of the company is directly or indirectly owned by a "related company";
- ii. more than 50% of the paid up capital in respect of the ordinary shares of the "related company" is directly or indirectly owned by the first mentioned company; or
- iii. more than 50% of the paid up capital in respect of the ordinary shares of the first mentioned company and the "related company" is directly or indirectly owned by another company.

"Related company" is defined as a company which has a paid-up capital exceeding RM2.5 million in respect of ordinary shares at the beginning of the basis period for a year of assessment.

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Effective from the year of assessment 2024, the above scale rates applicable for SME shall not apply to companies with more than 20% of its ordinary shares being directly or indirectly owned by foreigners, i.e. companies incorporated outside Malaysia or individuals who are non-Malaysian citizens.

## 3.2 Distribution of tax exempt income

Distributions of tax exempt income by the Fund from gains from realisation of investments, exempted interest/discount income and exempted dividends including single tier dividends, will be exempted from tax in the hands of the unit holders.

## 3.3 Distribution to a unit trust holder

Where a unit trust is a retail money market fund:

- (a) A unit holder other than an individual is chargeable to tax on income distributed from the interest income which is exempted under Paragraph 35A of Schedule 6 to the MITA [Section 61(1A) of the MITA]; and
- (b) Accordingly, a unit trust is required to withhold tax at 24% on distributions made out of the income exempted under Paragraph 35A of Schedule 6 to the MITA to the unit holders other than an individual, pursuant to Section 109DA of the MITA. The tax withheld must be remitted within one month of the distribution to the IRBM to avoid late payment penalty of 10%. Unit holders who are Malaysian tax residents are entitled for a set off against the tax charged on its chargeable income under Section 110(9A) in respect of the tax withheld. For non-resident unit holders, the tax withheld is a final tax.

## 3.4 Unit splits, distribution out of capital of the Fund and sale, transfer or redemption of units

Unit splits issued by the Fund and distribution out of capital of the Fund are not taxable in the hands of the unit holders. Any gains realised by unit holders (other than dealers in securities, insurance companies or financial institutions) from the sale, transfer or redemption of the units are treated as capital gains and thus, will not be taxable.

However, the gains realised by a person trading or dealing in securities, insurance companies or financial institutions are generally regarded as business income and are subject to income tax.

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We hereby confirm that, as at the date of this letter, the statements made correctly reflect our understanding of the tax position under the current Malaysian income tax legislation and the related interpretation and practice thereof, all of which are subject to change, possibly on a retrospective basis. In addition, unit holders are advised to seek professional advice on their respective tax positions.

Yours faithfully
Crowe KL Tax Sdn Bhd

Foo Meng Huei Executive Director, Tax

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[End]

# THE FOURTH SUPPLEMENTAL INFORMATION MEMORANDUM For OPUS DYNAMIC INCOME FUND

Dated 8 OCTOBER 2019

## Managed by

OPUS ASSET MANAGEMENT SDN BHD (414625-T)

## Trustee

DEUTSCHE TRUSTEES MALAYSIA BERHAD (763590-H)

Investors are advised to read and understand the contents of the information memorandum dated 11 May 2009, the first supplemental information memorandum dated 5 January 2015, the second supplemental information memorandum dated 1 December 2016, third supplemental information memorandum dated 16 April 2018 and this fourth supplemental information memorandum before subscribing to the wholesale fund. If in doubt, please consult a professional adviser.

## **Responsibility Statement**

This fourth supplemental information memorandum has been seen and approved by the directors of Opus Asset Management Sdn Bhd and they collectively and individually accept full responsibility for the accuracy of all information contained herein and confirm, having made all enquiries which are reasonable in the circumstances, that to the best of their knowledge and belief, there are no other facts the omission of which would make any statement herein misleading.

## **Statements of Disclaimer**

The information memorandum has been lodged with the Securities Commission Malaysia, the subject of this fourth supplemental information memorandum, and the lodgement shall not be taken to indicate that the Securities Commission Malaysia recommends the investment.

The Securities Commission Malaysia will not be liable for any non-disclosure on the part of fund management company and takes no responsibility for the contents of the fourth supplemental information memorandum, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from, or in reliance upon the whole or any part of the content of this fourth supplemental information memorandum.

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.

There are fees and charges involved and investors are advised to consider the fees and charges before investing in the wholesale fund.

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

THIS FOURTH SUPPLEMENTAL INFORMATION MEMORANDUM DATED 8 OCTOBER 2019 HAS TO BE READ IN CONJUNCTION WITH THE INFORMATION MEMORANDUM OF OPUS DYNAMIC INCOME FUND ("Opus DIF") DATED 11 MAY 2009, THE FIRST SUPPLEMENTAL INFORMATION MEMORANDUM DATED 5 JANUARY 2015, THE SECOND SUPPLEMENTAL INFORMATION MEMORANDUM DATED 1 DECEMBER 2016 AND THE THIRD SUPPLEMENTAL INFORMATION MEMORANDUM DATED 16 APRIL 2018

This Fourth Supplemental Information Memorandum is made to address the following changes:-

1) The information on "Sales Charge" referred to page 6 and 14 in the Information Memorandum dated 11 May 2009 has been amended as follows:

	Current information	Revised information	on
Sales Charge	Currently nil, but the Manager reserves the right to impose sales charge up to 1.0% at its absolute discretion.	The maximum Sales Charge that channels may impose is as stated	
		Distributors	% of NAV per Unit
		Institutional UTS Adviser     ("IUTA")     Corporate UTS Adviser     ("CUTA")     Unit Trust Consultants	Up to 2.00%
		Direct Sales (Direct Investment with the Manager)	Nil

2) The information on the "Transaction Details" referred to page 4 in the First Supplemental Information Memorandum dated 5 January 2015 has been amended as follows:

	Current information	Revised information
Conditions for Redemption	Application for redemption of Units can be made on any Business Day by submitting a completed Redemption Form to the Manager.  The processing of applications for redemption of Units shall be made before 4:00 p.m. on every Business Day ("Redemption Processing Date"). Units will be redeemed and effected at the NAV per Unit of the Fund calculated on the fifth (5 <sup>th</sup> ) Business Day from the Redemption Processing Date (inclusive).  For any Redemption Form received after 4:00 p.m., the Redemption Processing Date will be on the next Business Day.  The payment for redemption will be made within six (6) Business Days from the date where the NAV per Unit of the Fund is effected (inclusive).	Any completed Redemption Form received by the Manager on or before 4:00 p.m. on a Business Day will be processed on the same Business Day ("Redemption Processing Date") and Units will be repurchased based on the NAV per Unit of the Fund calculated at the end of the Redemption Processing Date.  Any completed Redemption Form received after 4:00 p.m. will be treated as having been received by us on the following Business Day, unless a prior written arrangement is made to our satisfaction.  The redemption proceeds will be paid to you within ten (10) calendar days from the Redemption Processing Date.

3) The information on "How to begin investing in the Fund" referred to page 5 in the First Supplemental Information Memorandum dated 5 January 2015 has been amended as follows:

	Current information	Revised information
How to begin investing in the Fund	Applications for Units can be made by submitting a completed Application Form, with the required documents and payment, at the office of the Manager at the following address:-	Applications for Units can be made by submitting a completed Application Form, with the required documents and payment, at the office of the Manager at the following address:-
	Opus Asset Management Sdn Bhd	Opus Asset Management Sdn Bhd (Company No: 414625-T)

THIS FOURTH SUPPLEMENTAL INFORMATION MEMORANDUM DATED 8 OCTOBER 2019 HAS TO BE READ IN CONJUNCTION WITH THE INFORMATION MEMORANDUM OF OPUS DYNAMIC INCOME FUND ("Opus DIF") DATED 11 MAY 2009, THE FIRST SUPPLEMENTAL INFORMATION MEMORANDUM DATED 5 JANUARY 2015, THE SECOND SUPPLEMENTAL INFORMATION MEMORANDUM DATED 1 DECEMBER 2016 AND THE THIRD SUPPLEMENTAL INFORMATION MEMORANDUM DATED 16 APRIL 2018

## How to begin investing in the Fund (cont'd)

(Company No: 414625-T) Business Address:-

B-19-2, Northpoint Offices, Mid Valley City,

No.1, Medan Syed Putra Utara,

59200 Kuala Lumpur

Telephone: + 60 3 2288 8882 Facsimile: + 60 3 2288 8889

THE COMPLETED APPLICATION FORM MUST BE SUBMITTED TOGETHER EITHER WITH A CHEQUE MADE PAYABLE TO "Opus Asset Management Sdn Bhd Trust Acc Client Opus DIF" OR WITH A RECEIPT FROM YOUR TELEGRAPHIC TRANSFER TRANSACTION.

Applications will only be accepted from investors who fall within the category of "Qualified Investors" under the Guidelines.

Investors who wish to subscribe or apply for Units must make a minimum initial investment of RM50,000. Any applications for additional Units by existing Unitholders must be for a minimum investment of RM10,000. The Manager has the rights to accept investment amount which are lower than the minimum initial investment at its discretion.

The Manager must receive the application form with the **REMITTANCE CLEARED** before **4pm** on every Business Day. Units will only be issued at the price which is the NAV per Unit of the Fund, calculated at the end of the Business Day on which remittances are cleared and upon receipt of completed documents.

No certificates will be issued for Units. A confirmation note detailing your investment amount and the number of Units allocated to you in the Fund will be sent to you within ten (10) Business Days from the date of issue of such Units.

Application moneys will be held in a separate bank account on behalf of the applicants until the application is accepted and the money is transferred into the investment account. Any interest earned on any application money will be transferred to the Fund. No interest will be paid to applicants on application money received.

**Business Address:-**

B-19-2, Northpoint Offices, Mid Valley City,

No.1, Medan Syed Putra Utara,

59200 Kuala Lumpur

Telephone: + 60 3 2288 8882 Facsimile: + 60 3 2288 8889

THE COMPLETED APPLICATION FORM MUST BE SUBMITTED TOGETHER EITHER WITH A CHEQUE MADE PAYABLE TO "Opus Asset Management Sdn Bhd Trust Acc Client Opus DIF" OR WITH A RECEIPT FROM YOUR TELEGRAPHIC TRANSFER TRANSACTION.

Applications will only be accepted from investors who fall within the category of "Qualified Investors" under the Guidelines.

Investors who wish to subscribe or apply for Units must make a minimum initial investment of RM50,000. Any applications for additional Units by existing Unitholders must be for a minimum investment of RM10,000. The Manager has the rights to accept investment amount which are lower than the minimum initial investment at its discretion.

If the Manager receive the application on or before 4:00 pm on a Business Day (or "T day"), the Manager will create the units based on the NAV per unit on T day.

Any purchase requests received or deemed to have been received by the Manager after 4:00 pm will be transacted on the next Business Day (or "T+1 day"), unless a prior written arrangement is made to our satisfaction.

Sale of Units will be honoured upon receipt of complete set of documents together with the proof of payments, unless a prior written arrangement is made to our satisfaction.

No certificates will be issued for Units. A confirmation note detailing your investment amount and the number of Units allocated to you in the Fund will be sent to you within ten (10) Business Days from the date of issue of such Units.

Application moneys will be held in a separate bank account on behalf of the applicants until the application is accepted and the money is transferred into the investment account. Any interest earned on any application money will be transferred to the Fund. No interest will be paid to applicants on application money received.

THIS FOURTH SUPPLEMENTAL INFORMATION MEMORANDUM DATED 8 OCTOBER 2019 HAS TO BE READ IN CONJUNCTION WITH THE INFORMATION MEMORANDUM OF OPUS DYNAMIC INCOME FUND ("Opus DIF") DATED 11 MAY 2009, THE FIRST SUPPLEMENTAL INFORMATION MEMORANDUM DATED 5 JANUARY 2015, THE SECOND SUPPLEMENTAL INFORMATION MEMORANDUM DATED 1 DECEMBER 2016 AND THE THIRD SUPPLEMENTAL INFORMATION MEMORANDUM DATED 16 APRIL 2018

How	to be	egi	n
inves	sting	in	the
Fund	(cor	nt'o	d)

The Manager reserves the right not to accept any application either wholly or in part. If your application is not accepted, the application money will be refunded, but without any interest accruing.

The Manager reserves the right not to accept any application either wholly or in part. If your application is not accepted, the application money will be refunded, but without any interest accruing.

4) The information on "How to redeem" referred to page 6 in the First Supplemental Information Memorandum dated 5 January 2015 has been amended as follows:

	Current information	Revised information
How to Redeem	The application for redemption of Units can	Any completed Redemption Form received by
	be made on any Business Day by	the Manager on or before 4:00 p.m. on a
	submitting a completed Redemption Form	Business Day will be processed on the same
	to the Manager. The processing of	Business Day ("Redemption Processing Date")
	applications shall be made before 4:00	and Units will be repurchased based on the
	p.m. on every Business Day ("Redemption	NAV per Unit of the Fund calculated at the end
	Processing Date"). Units will be redeemed	of the Redemption Processing Date.
	and effected at the NAV per Unit of the	·
	Fund calculated on the fifth (5th) Business	Any completed Redemption Form received after
	Day from the Redemption Processing Date	4:00 p.m. will be treated as having been
	(inclusive).	received by us on the following Business Day,
		unless a prior written arrangement is made to
	For any Redemption Form received after	our satisfaction.
	4:00 p.m., the Redemption Processing	
	Date will be on the next Business Day.	The redemption proceeds will be paid to you
		within ten (10) calendar days from the
	The payment for redemption will be made	Redemption Processing Date.
		nedemption Frocessing Date.
	within six (6) Business Days from the date	
	where the NAV per Unit of the Fund is	For example 1:
	effected (inclusive).	
		Investor submitted Redemption Form (before
	For example 1:	4:00 pm):
	Investor submitted Redemption Form	5 August 2019 (Monday)
	(before 4:00 pm):	o riagast = 0.10 (monady)
	5 January 2015 (Monday)	Redemption Processing Day:
	J January 2013 (Monday)	
	Dadamatica Dasassia a Dasa	5 August 2019 (Monday)
	Redemption Processing Day:	
	5 January 2015 (Monday)	NAV per Unit of the Fund effected:
		5 August 2019 (Monday)
	NAV per Unit of the Fund effected:	
	9 January 2015 (Friday)	Redemption payment date not later:
		14 August 2019 (Wednesday)
	Redemption payment date not later:	
	16 January 2015 (Friday)	For example 2:
	10 January 2013 (Friday)	For example 2:
	For example 2:	Investor submitted Redemption Form (after 4:00
	Investor submitted Redemption Form (after	pm):
	4:00 pm):	5 August 2019 (Monday)
	5 January 2015 (Monday)	
	, , , , , , , , , , , , , , , , , , , ,	Redemption Processing Day:
	Redemption Processing Day:	6 August 2019 (Tuesday)
	6 January 2015 (Tuesday)	
	U January 2013 (Tuesuay)	NAV per Unit of the Fund effected:
		NAV per Unit of the Fund effected:
	NAV per Unit of the Fund effected:	6 August 2019 (Tuesday)
	12 January 2015 (Monday)	
		Redemption payment date not later:
	Redemption payment date not later:	15 August 2019 (Thursday)
	40 l	J ( <del></del>

19 January 2015 (Monday)

THIS FOURTH SUPPLEMENTAL INFORMATION MEMORANDUM DATED 8 OCTOBER 2019 HAS TO BE READ IN CONJUNCTION WITH THE INFORMATION MEMORANDUM OF OPUS DYNAMIC INCOME FUND ("Opus DIF") DATED 11 MAY 2009, THE FIRST SUPPLEMENTAL INFORMATION MEMORANDUM DATED 5 JANUARY 2015, THE SECOND SUPPLEMENTAL INFORMATION MEMORANDUM DATED 1 DECEMBER 2016 AND THE THIRD SUPPLEMENTAL INFORMATION MEMORANDUM DATED 16 APRIL 2018

	Current information	Revised information
How to Redeem (cont'd)	There is no limit on the frequency of redemptions that may be made by any investor, except that each redemption request must be 10,000 units or such other amount as may be determined by the Manager from time to time. A Unitholder cannot revoke a redemption request duly received and accepted by the Manager without the prior approval of the Manager.	There is no limit on the frequency of redemptions that may be made by any investor, except that each redemption request must be 10,000 units or such other amount as may be determined by the Manager from time to time. A Unitholder cannot revoke a redemption request duly received and accepted by the Manager without the prior approval of the Manager.

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[End]

# THE THIRD SUPPLEMENTAL INFORMATION MEMORANDUM For OPUS DYNAMIC INCOME FUND

Dated 16 APRIL 2018

## Managed by

OPUS ASSET MANAGEMENT SDN BHD (414625-T)

## **Trustee**

DEUTSCHE TRUSTEES MALAYSIA BERHAD (763590-H)

Investors are advised to read and understand the contents of the information memorandum dated 11 May 2009, the first supplemental information memorandum dated 5 January 2015, the second supplemental information memorandum dated 1 December 2016 and this third supplemental information memorandum before subscribing to the wholesale fund. If in doubt, please consult a professional adviser.

## **Responsibility Statement**

This third supplemental information memorandum has been seen and approved by the directors of Opus Asset Management Sdn Bhd and they collectively and individually accept full responsibility for the accuracy of all information contained herein and confirm, having made all enquiries which are reasonable in the circumstances, that to the best of their knowledge and belief, there are no other facts the omission of which would make any statement herein misleading.

## Statements of Disclaimer

The information memorandum has been lodged with the Securities Commission Malaysia, the subject of this third supplemental information memorandum, and the lodgement shall not be taken to indicate that the Securities Commission Malaysia recommends the investment.

The Securities Commission Malaysia will not be liable for any non-disclosure on the part of fund management company and takes no responsibility for the contents of the third supplemental information memorandum, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from, or in reliance upon the whole or any part of the content of this third supplemental information memorandum.

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.

There are fees and charges involved and investors are advised to consider the fees and charges before investing in the wholesale fund.

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

This Third Supplemental Information Memorandum is made to address the following changes:-

1) The information on \( \mathbb{M}\_{\text{o}}\) vestment Restriction and Limits+referred to page 9 and 10 in the Information Memorandum dated 11 May 2009 has been amended as follows:

dated 11 May 2009 has been amended as follows:			
	Current information	Revised information	
Investment Restriction	The Fund will be managed in accordance with the following investment restrictions and limits:	The Fund will be managed in accordance with the following investment restrictions and limits:	
and Limits	(i) At any one time, the Fund may hold from zero per centum (0%) to one hundred per centum (100%) of its assets in liquid assets (including cash) as part of its investment and risk management strategy.	(i) At any one time, the Fund may hold from zero per centum (0%) to one hundred per centum (100%) of its assets in liquid assets (including cash) as part of its investment and risk management strategy.	
	(ii) There are no limits for repo placements or deposits with any single financial institution including banks, investment banks, or other financial institutions, including Islamic financial institutions, licensed by the relevant authorities including SC, Bank Negara Malaysia or the Ministry of Finance of Malaysia.	(ii) There are no limits for repo placements or deposits with any single financial institution including banks, investment banks, or other financial institutions, including Islamic financial institutions, licensed by the relevant authorities including SC, Bank Negara Malaysia or the Ministry of Finance of Malaysia.	
	(iii) For rated securities, the minimum debt rating by local rating agencies for long term fixed income securities and short term fixed income securities shall be at least BBB3 or P3, or their equivalent ratings, respectively.	(iii) For rated securities, the minimum debt rating by local rating agencies for long term fixed income securities and short term fixed income securities shall be at least A3 or P3, or their equivalent ratings, respectively.	
	(iv) If the NAV is below RM30 million, there is no single or group issuer limits. However, if the NAV is above RM30 million, the following limits will be employed:	(iv) If the NAV is below RM30 million, there is no single or group issuer limits. However, if the NAV is above RM30 million, the following limits will be employed:	
	<ul> <li>(a) investment in any fixed income securities issued by any single issuer shall not exceed 30% of Net Asset Value of the Fund, at the time of purchase, except for (b) and (c) below;</li> <li>(b) investment in any private debt securities issued by licensed financial institutions, Telekom Malaysia Berhad, Tenaga Nasional Bhd, Petronas Berhad and Khazanah Nasional Berhad or their related companies which are rated at least AA3 or P1 shall not exceed 50% of Net Asset Value of the Fund, at the time of purchase.</li> <li>(c) there is no maximum limits for single issuer for domestic securities issued or guaranteed by the Malaysian Government, Bank Negara Malaysia, any other government related or quasigovernment related bodies. Such instruments include Malaysian Government Securities, Treasury Bills, Bank Negara Bills, etc.</li> </ul>	<ul> <li>(a) investment in any fixed income securities issued by any single issuer shall not exceed 30% of Net Asset Value of the Fund, at the time of purchase, except for (b) and (c) below;</li> <li>(b) investment in any private debt securities issued by licensed financial institutions, Telekom Malaysia Berhad, Tenaga Nasional Bhd, Petronas Berhad and Khazanah Nasional Berhad or their related companies which are rated at least AA3 or P1 shall not exceed 50% of Net Asset Value of the Fund, at the time of purchase.</li> <li>(c) there is no maximum limits for single issuer for domestic securities issued or guaranteed by the Malaysian Government, Bank Negara Malaysia, any other government related or quasigovernment related bodies. Such instruments include Malaysian Government Securities, Treasury Bills, Bank Negara Bills, etc.</li> </ul>	
	(v) Investment portfolio shall not be leveraged, i.e. no borrowing is allowed.	(v) Investment portfolio shall not be leveraged, i.e. no borrowing is allowed.	
	The limits and restrictions mentioned herein are determined at the point of purchase.	The limits and restrictions mentioned herein are determined at the point of purchase.	

2) The information on %Board of Directors+ referred to page 2 and 3 in the Second Supplemental Information Memorandum dated 1 December 2016 has been inserted as follows:

	Current information	Revised information
Board of	As per the Second Supplemental Information	Inserted addition directors profile as follows:
Directors	Memorandum dated 1 December 2016.	Dato' Maznah Binti Abdul Jalil, Independent Non-Executive Director
		Dato' Maznah is currently an Independent
		Non-Executive Director of Prestariang
		Berhad, Pavilion REIT, and the Chairman
		of SCS Global Advisory Sdn Bhd. She is
		also a member of the Board of Governors of University Malaysia of Computer
		Science & Engineering (UniMy).
		Dato' Maznah joined Master-Carriage (Malaysia) Sdn Bhd as Director of
		Corporate Affairs in 1992. Prior to that, she
		was with Amanah Merchant Bank Bhd, in
		Corporate Finance and Advisory for 13
		years. In 1997 she was appointed as Vice President of DRB-HICOM Berhad Group of
		Companies. She was formerly Chairman of
		Uni.Asia General Insurance Berhad and
		Uni.Asia Life Assurance Berhad. She has also previously served on the Board of
		Edaran Otomobil Nasional Berhad, EON
		Capital Berhad, EON Bank Berhad, Gadek
		(Malaysia) Berhad, HICOM Holdings Berhad, Horsedale Development Berhad,
		Labuan Reinsurance (L) Ltd, Malaysian
		International Merchant Bankers Berhad
		and several private limited companies
		under DRB-HICOM as well as on the board of UOB Bank Berhad. Thereafter, she
		joined Hong Leong Financial Group
		Berhad as Executive Vice President,
		Corporate Finance & Principal Investment
		prior to her appointment as Executive Vice President, Investment Banking at Kenanga
		Investment Bank Berhad where she served
		until 2011. She was the Executive Director
		and Chief Financial Officer of Sona Petroleum Berhad. She served as a
		member of the Board of Universiti
		Teknologi Mara (UiTM) until 2016 after 20 years of service.
		Dato' Maznah graduated with a Bachelor
		and Masters degree in Business
		Administration (Finance) from Northern
		Illinois University and Central Michigan University, respectively.
		·

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3) The information on %Rrofile of the Key Management+referred to page 5 in the Second Supplemental Information Memorandum dated 1 December 2016 has been deleted as follows:

	Current information	Revised information
Profile of the Key Management	Inserted addition key managements profile as follows:	Deleted
	Tan Cheng Hoon, Head of Operations and Finance     Ms Tan trained as an accountant with an international audit firm, Coopers & Lybrand (now known as Price WaterhouseCoopers) from 1986 to 1993. From 1993 to 1996, she joined Hwang-DBS Securities Sdn Bhd as Securities Manager before taking on the role of Head of Finance where she was involved in the successful listing exercise of Hwang-DBS Group on Bursa Malaysia. She then joined Gadek Asset Management (later renamed Phileo Asset Management) in 1996 as Head of Operations and was instrumental in setting up the equity and fixed income operations. She was also responsible for securing the regulatory approval for the set-up of Phileo Allied Unit Trust Management and the launch of unit trust funds before she left in 2000. From 2000 to 2002, she held various senior management positions with companies involved in information technology, manufacturing and education. She was attached with PacificMas Berhad from 2002 to 2011 as the Head of Group Finance & Investment as well as the Company Secretary.	
	In 2011, she transferred to OCBC Bank (Malaysia) Berhad as Vice President to head capital planning and subsequently with Consumer Financial Services Division to manage finance & planning for unsecured financing.	
	Ms Tan is a member of Malaysian Institute of Certified Public Accountants (MICPA) and a fellow member of Association of Chartered Certified Accountants (ACCA).	

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4) The information on %External Fund Accounting and Valuation Agent+referred to page 25 and 26 in the Information Memorandum dated 11 May 2009 has been amended as follows:

	Current information	Revised information
External Fund Accounting and Valuation Agent	The Manager has appointed Deutsche Bank (Malaysia) Berhad to undertake the accounting and valuation function for the Fund.	The Manager has appointed Deutsche Trustees Malaysia Berhad to undertake the accounting and valuation function for the Fund.
	Under the terms of the Service Agreement, Deutsche Bank (Malaysia) Berhad would amongst others:- a) maintain proper accounts in relation to the investments of the Fund including keeping records of all transactions, dividends, interests and income received and distributed; b) submitting the Fund's accounts to be audited by the approved company auditor at the end of the Financial Year or whenever required; c) produce the Fund's balance sheet, profit and loss statement, transaction statements and reports of assets held by the Fund; d) provide the daily valuation and pricing of the Fund; and e) carry out the daily notification of Unit prices.  Outsourcing the Fund's accounting and valuation function to an independent party provides added credibility to the accounting and valuation reports produced. In effect investors can be assured of the integrity of the Fund's accounting and valuation reports.	Under the terms of the Service Agreement, Deutsche Trustees Malaysia Berhad would amongst others:- a) maintain proper accounts in relation to the investments of the Fund including keeping records of all transactions, dividends, interests and income received and distributed; b) submitting the Fund's accounts to be audited by the approved company auditor at the end of the Financial Year or whenever required; c) produce the Fund's balance sheet, profit and loss statement, transaction statements and reports of assets held by the Fund; d) provide the daily valuation and pricing of the Fund; and e) carry out the daily notification of Unit prices.  Outsourcing the Fund's accounting and valuation function to an independent party provides added credibility to the accounting and valuation reports produced. In effect investors can be assured of the integrity of the Fund's accounting and valuation reports.

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[End]

# THE SECOND SUPPLEMENTAL INFORMATION MEMORANDUM For OPUS DYNAMIC INCOME FUND

Dated 1 December 2016

## Managed by

OPUS ASSET MANAGEMENT SDN BHD (414625-T)

A company incorporated in Malaysia under the Companies Act 1965

## **Trustee**

## DEUTSCHE TRUSTEES MALAYSIA BERHAD (763590-H)

A company incorporated in Malaysia and registered as a trust company under the Trust Companies Act 1949

Investors are advised to read and understand the contents of the information memorandum dated 11 May 2009, the first supplemental information memorandum dated 5 January 2015 and this second supplemental information memorandum before subscribing to the wholesale fund. If in doubt, please consult a professional adviser.

## **Responsibility Statement**

This second supplemental information memorandum has been seen and approved by the directors of Opus Asset Management Sdn Bhd and they collectively and individually accept full responsibility for the accuracy of all information contained herein and confirm, having made all enquiries which are reasonable in the circumstances, that to the best of their knowledge and belief, there are no other facts the omission of which would make any statement herein misleading.

## **Statements of Disclaimer**

The information memorandum has been lodged with the Securities Commission Malaysia, the subject of this second supplemental information memorandum, and the lodgement shall not be taken to indicate that the Securities Commission Malaysia recommends the investment.

The Securities Commission Malaysia will not be liable for any non-disclosure on the part of fund management company and takes no responsibility for the contents of the second supplemental information memorandum, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from, or in reliance upon the whole or any part of the content of this second supplemental information memorandum.

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.

There are fees and charges involved and investors are advised to consider the fees and charges before investing in the wholesale fund.

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

This Second Supplemental Information Memorandum is made to address the following changes:-

1) The information on 'Definitions+referred to page 1 in the Information Memorandum dated 11 May 2009 has been amended as follows:

	Current information	Revised information
"Guidelines"	Guidelines on Wholesale Funds issued by	Guidelines on Unlisted Capital Market
	the Securities Commission as may be amended from time to time.	Products under the Lodge and Launch Framework issued by the Securities Commission Malaysia in 9 March 2015
		as may be amended from time to time.

2) The information on %Gorporate Directory+referred to page 4 in the Information Memorandum dated 11 May 2009 has been amended as follows:

	Current information	Revised information
Auditor	Horwath	Crowe Horwath (AF 1018)
	Level 16 Tower C, Megan Avenue II,	Level 16 Tower C, Megan Avenue II,
	No. 12 Jalan Yap Kwan Seng, 50450	No. 12 Jalan Yap Kwan Seng, 50450 Kuala
	Kuala Lumpur	Lumpur
	Telephone: + 60 3 2166 0000	Telephone: + 60 3 2788 9999
	Fax: + 60 3 2166 1000	Facsimile: + 60 3 2788 9998
Tax Adviser	Nil	Crowe Horwath KL Tax Sdn Bhd (10709-X) C15-5 Level 15, Tower C Megan Avenue II 12 Jalan Yap Kwan Seng 50450 Kuala Lumpur Telephone: + 60 3 2788 9898 Facsimile: + 60 3 2788 9899

3) he information on % aluation of the Fund+referred to page 10 and 11 in the Information Memorandum dated 11 May 2009 has been amended as follows:

	Current information	Revised information
Valuation of the	The Net Asset Value and the Net Asset	The Net Asset Value and the Net Asset
Fund	Value per Unit will be determined as at the	Value per Unit will be determined as at
	Valuation Point on every Business Day.	the Valuation Point on every Business Day.
	The bases of valuation of the investments	
	of the Fund are generally valued in accordance with their respective asset class.	The bases of valuation of the investments of the Fund are generally valued in accordance with their respective asset class.
	In respect of investments of the Fund in	
	listed securities which are quoted on a stock exchange, the valuation will be based on the last transacted market price of the securities, namely the price at the end of a particular Business Day. For suspended counters, it is at the Managers sole discretion to value the securities at a price which it believes to be fair and to be agreed by the Auditor of the Fund and approved by the Trustee.	In respect of investments of the Fund in listed securities which are quoted on a stock exchange, the valuation will be based on the last transacted market price of the securities, namely the price at the end of a particular Business Day. For suspended counters, it is at the Manageros sole discretion to value the securities at a price which it believes to be fair and to be agreed by the Auditor of the Fund and approved by the Trustee.
	Investments in unquoted securities (other than bonds and fixed income securities) will be valued based on methods deemed to be fair and reasonable that are acceptable to the Manager, verified by the	Investments in unquoted securities (other than bonds and fixed income securities) will be valued based on methods deemed to be fair and reasonable that are

THIS SECOND SUPPLEMENTAL INFORMATION MEMORANDUM DATED 1 DECEMBER 2016 HAS TO BE READ IN CONJUNCTION WITH THE INFORMATION MEMORANDUM OF OPUS DYNAMIC INCOME FUND ("Opus DIF") DATED 11 MAY 2009 AND THE FIRST SUPPLEMENTAL INFORMATION MEMORANDUM DATED 5 JANUARY 2015

Investments in fixed income securities which are not listed on any recognised stock exchange, will be valued as follows, listed in the order of priority:
(i) at least weekly by reference to the

Auditor and approved by the Trustee.

- (i) at least weekly by reference to the average indicative yield quoted by at least three (3) independent financial institutions selected by the Manager; or
- (ii) the indicative or reference yield/price obtained form an independent bond pricing agency selected by the Manager; or
- (iii) the fair value as determined in good faith by the Manager, on methods or bases to be decided by the Manager at its sole discretion (subject to approval by Auditor of the Fund and the Trustee).

Investments in fixed income securities with less than 1 year to maturity are valued based on accretion method using yield or discount rate at cost.

Investment in futures contracts traded on Bursa Malaysia will be valued based on \( \) \(

acceptable to the Manager, verified by the Auditor and approved by the Trustee.

Investments in fixed income securities which are not listed on any recognised stock exchange, will be valued as follows:

## <u>Unlisted Bonds Denominated in ringgit</u> Malaysia

Price quoted by a bond pricing agency (BPA) registered by the Securities Commission Malaysia.

Where the Manager is of the view that the price quoted by BPA for a specific bond differs from the market price+ by more than 20 basis points, the Manager may use the market price+, provided that the Manager:

- (a) records its basis for using a non-BPA price;
- (b) obtain necessary internal approvals to use the non-BPA price; and
- (c) keeps an audit trail of all decisions and basis for adopting the <code>market yield+</code>

## Other Unlisted Bonds

Fair value by reference to the average indicative yield quoted by three independent and reputable institutions.

Fair value as determined in good faith by the Manager, on methods or bases which have been verified by the Auditor of the Fund and approved by the Trustee, and adequately disclosed in the Information Memorandum of the Fund.

## Money Market Instruments

Investments in money market instruments issued with less than 1 year to maturity are valued based on accretion method using yield or discount rate at cost.

4) The information on %Goard of Directors+referred to page 23 and 24 in the Information Memorandum dated 11 May 2009 has been inserted as follows:

	Current information	Revised information
Board of Directors	As per information memorandum dated 11 May 2009.	Inserted addition directors profile as follows:
		Mohamed Ross Mohd Din, Independent Director
		☐ En. Ross is currently an Independent Non-Executive Director of CIMB Islamic Bank Berhad/CIMB Group Holdings Berhad and Kumpulan Perangsang Selangor Berhad.
		☐ En. Ross joined HSBC Bank

INFORMATION MEMOR	RANDUM OF OPU	S DYNAMI	DECEMBER 2016 HAS TO BE READ IN C INCOME FUND ("Opus DIF") DATED 11 ATED 5 JANUARY 2015
			Malaysia Berhad in 1973 and served in various capacities ranging from Branch Management to Corporate

and Retail Banking. He was also Area Manager for Klang Valley and Southern regions. He served as Head of Treasury & Foreign Exchange and was also Head of Group Audit Malaysia between 1987 and 1996. During this period, he also worked for a short spell in Hong Kong, London and New York in the areas of Foreign Exchange & Treasury and Audit. ☐ Prior to his retirement from HSBC Bank Malaysia Berhad on 31 December 2007, he held the post of Managing Director (since 2003) of HSBC Amanah (Islamic subsidiary of HSBC Bank Malaysia) and was responsible for the Islamic retail and corporate business emanating from the branch network. On retirement, he was appointed as Senior Advisor and Executive Director in HSBC Amanah Takaful (Malaysia) Sendirian Berhad from 1 January 2008 to 31 December 2008. En. Ross completed his Banking

Diploma (Part 1) from The Institute of Bankers, United Kingdom in 1973.

The information on %The Trustee+referred to page 28 and 29 in the Information Memorandum dated 11 May 2009 has been deleted entirely and revised as follows:

About the Trustee	Deutsche Trustees Malaysia Berhad (%DTMB+) (Company No. 763590-H) was incorporated in Malaysia on 22 February 2007 and commenced business in May 2007. The company is registered as a trust company under the Trust Companies Act 1949, with its business address at Level 20, Menara IMC, 8 Jalan Sultan Ismail, 50250 Kuala Lumpur.  DTMB is a member of Deutsche Bank Group (%Deutsche Bank+), a global investment bank with a substantial private client franchise. With more than 100,000 employees in more than 70 countries, Deutsche Bank offers financial services throughout the world.
Duties and Responsibilities of the Trustee	DTMB\$ main functions are to act as trustee and custodian of the assets of the Fund and to safeguard the interests of Unit Holders of the Fund. In performing these functions, the Trustee has to exercise due care and vigilance and is required to act in accordance with the relevant provisions of the Deed, the CMSA and all relevant laws.

6) The terminology of %avestors+referred to page 3 to page 4 in the First Supplemental Information Memorandum dated 5 January 2015 means Sophisticated Investors. The category of investors and descriptions has been deleted entirely and revised as follows:

High-Net-Worth Individual	<ul> <li>An individual whose total net personal assets, or total net joint assets with his or her spouse, exceeds RM3 million or its equivalent in foreign currencies, excluding the value of the individual primary residence</li> </ul>
	An individual who has a gross annual income exceeding RM300,000 or its

	equivalent in foreign currencies per annum in the preceding 12 months
	<ul> <li>An individual who, jointly with his or her spouse, has a gross annual income of RM400,000 or its equivalent in foreign currencies per annum in the preceding 12 months</li> </ul>
High-Net-Worth Entity	<ul> <li>A corporation with total net assets exceeding RM10 million or its equivalent in foreign currencies based on the last audited accounts</li> </ul>
	A partnership with total net assets exceeding RM10 million or its equivalent in foreign currencies
	<ul> <li>A company that is registered as a trust company under the Trust Companies Act 1949 which has assets under management exceeding RM10 million or its equivalent in foreign currencies</li> </ul>
	<ul> <li>A corporation that is a public company under the Companies Act 1965 which is approved by the SC to be a trustee under the CMSA and has assets under management exceeding RM10 million or its equivalent in foreign currencies</li> </ul>
	<ul> <li>A pension fund approved by the Director General of Inland Revenue under the Income Tax Act 1967</li> </ul>
	A statutory body established by an Act of Parliament or an enactment of any State
Accredited Investor	Central Bank of Malaysia established under the Central Bank of Malaysia Act 2009
	A holder of a Capital Markets Services Licence
	An executive director or chief executive officer of a holder of a Capital Markets Services Licence
	A unit trust scheme or a prescribed investment scheme
	A closed-end fund approved by the SC
	A licensed institution as defined in the Banking and Financial Institutions Act 1989 or an Islamic bank as defined in the Islamic Banking Act 1983
	A Labuan bank as defined under the Labuan Financial Services and Securities     Act 2010
	An Islamic bank as defined under the Labuan Islamic Financial Services and Securities Act 2010
	An insurance company registered under the Insurance Act 1996
	<ul> <li>An insurance licensee licensed under the Labuan Financial Services and Securities Act 2010</li> </ul>
	A takaful licensee licensed under the Labuan Islamic Financial Services and Securities Act 2010
	A takaful operator registered under the Takaful Act 1984
	A private retirement scheme as defined in the CMSA

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7) The information on %Brofile of the Key Management+ referred to page 8 in the First Supplemental Information Memorandum dated 5 January 2015 has been amended as follows:

	Current information	Revised information
Profile of the Key Management	As per First Supplemental Information Memorandum dated 5 January 2015.	Inserted addition key managements profile as follows:
		Tan Cheng Hoon, Head of Operations and Finance
		☐ Ms Tan trained as an accountant with an international audit firm, Coopers & Lybrand (now known as Price WaterhouseCoopers) from 1986 to 1993. From 1993 to 1996, she joined Hwang-DBS Securities Sdn Bhd as Securities Manager before taking on the role of Head of Finance where she was involved in the successful listing exercise of Hwang-DBS Group on Bursa Malaysia. She then joined Gadek Asset Management (later renamed Phileo Asset Management) in 1996 as Head of Operations and was instrumental in setting up the equity and fixed income operations. She was also responsible for securing the regulatory approval for the set-up of Phileo Allied Unit Trust Management and the launch of unit trust funds before she left in 2000. From 2000 to 2002, she held various senior management positions with companies involved in information technology, manufacturing and education. She was attached with PacificMas Berhad from 2002 to 2011 as the Head of Group Finance & Investment as well as the Company Secretary.
		☐ In 2011, she transferred to OCBC Bank (Malaysia) Berhad as Vice President to head capital planning and subsequently with Consumer Financial Services Division to manage finance & planning for unsecured financing.
		☐ Ms Tan is a member of Malaysian Institute of Certified Public Accountants (MICPA) and a fellow member of Association of Chartered Certified Accountants (ACCA).

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8) This information on % ther Information+ referred to page 8 and 9 in the First Supplemental of Information Memorandum dated 5 January 2015 has been deleted and revised as follows:

For internal	For internal dis	pute resoluti	on, you	may	contact the Compliance Officer:
dispute resolution	via phone	: 03-2288 8882			
	via priorie via fax		288 888	_	
	via iax via email				set.com
	via email				
	via lettel	B-19 Mid No.	-2, Nort Valley C 1, Meda	hpoii ity n Sy	agement Sdn Bhd nt Offices ed Putra Utara npur, Malaysia
Securities Industries Dispute Resolution					of the internal dispute resolution process, please stries Dispute Resolution Corporation (SIDREC):
Corporation	via phone	: 03-2	282 228	30	
(SIDREC)	via fax	: 03-2	282 385	55	
	via email	: info@	2sidrec	.com	.my
	via letter	Unit Men No.5	A-9-1, L ara UO	₋evel A Baı Banç	sar Utama 1
Securities	You can also	direct vour c	omplain	t to S	Securities Commission Malaysia even if you have
Commission Malaysia	initiated a dispute resolution process with SIDREC. To make a complaint, please contact the Securities Commissions Investor Affairs & Complaints Department:				
	via phone to	Aduan Hotlin	Э	:	03-62048999
	via fax			:	03-62048991
	via email			:	aduan@seccom.com.my
	via online available at	complaint	form	:	www.sc.com.my
	via letter			:	Investor Affairs & Complaints Department Securities Commission Malaysia No 3 Persiaran Bukit Kiara Bukit Kiara 50490 Kuala Lumpur
Federation of	via phone to	Aduan Hotlin	<del></del>	:	03-20923800
Investment	via fax			:	03-20932700
Managers Malaysia (FIMM)'s	via email			:	complaints@fimm.com.my
Complaints Bureau	via online available at	complaint	form	:	www.fimm.com.my
	via letter			:	Legal, Secretariat & Regulatory Affairs Federation of Investment Managers Malaysia 19-06-1, 6 <sup>th</sup> Floor, Wisma Tune No. 19, Lorong Dungun Damansara Heights 50490 Kuala Lumpur

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# THE FIRST SUPPLEMENTAL INFORMATION MEMORANDUM For OPUS DYNAMIC INCOME FUND

Dated 5 January 2015

## Managed by

OPUS ASSET MANAGEMENT SDN BHD (414625-T)

A company incorporated in Malaysia under the Companies Act 1965

## **Trustee**

## DEUTSCHE TRUSTEES MALAYSIA BERHAD (763590-H)

A company incorporated in Malaysia and registered as a trust company under the Trust Companies Act 1949

Investors are advised to read and understand the contents of the information memorandum dated 11 May 2009 and this first supplemental information memorandum before subscribing to the wholesale fund. If in doubt, please consult a professional adviser.

## **Responsibility Statement**

This first supplemental information memorandum has been seen and approved by the directors of Opus Asset Management Sdn Bhd and they collectively and individually accept full responsibility for the accuracy of all information contained herein and confirm, having made all enquiries which are reasonable in the circumstances, that to the best of their knowledge and belief, there are no other facts the omission of which would make any statement herein misleading.

## Statements of Disclaimer

The Securities Commission Malaysia has authorized the wholesale fund, the subject of this first supplemental information memorandum, and the authorization shall not be taken to indicate that the Securities Commission Malaysia recommends the investment.

The Securities Commission Malaysia will not be liable for any non-disclosure on the part of fund management company and takes no responsibility for the contents of the first supplemental information memorandum, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from, or in reliance upon the whole or any part of the content of this first supplemental information memorandum.

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.

There are fees and charges involved and investors are advised to consider the fees and charges before investing in the wholesale fund.

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

This First Supplemental Information Memorandum is made to address the following changes:-

1) The information on "Investors" referred to on page 1 and page 2 under Definitions in the Information Memorandum dated 11 May 2009 has been amended as follows:

	Current information		Revised information		
		Category of	Descriptions		
	an individual whose total net personal assets exceed RM3 million or its equivalent in foreign currencies; a corporation with total net assets exceeding RM10 million or its equivalent in foreign currencies based on the last audited accounts; a unit trust scheme or prescribed investment scheme; a company registered as a trust company under the Trust	Category of Investors HighNet- Worth Individual	a) An individual whose total net personal assets, or total net joint assets with his or her spouse, exceed three million ringgit or its equivalent in foreign currencies, excluding the value of the individual's primary residence;  b) An individual who has a gross annual income exceeding three hundred thousand ringgit or its equivalent in foreign currencies per annum in the preceding twelve months; and/or  c) An individual who, jointly with his or her spouse, has a gross annual income exceeding four hundred thousand ringgit or its equivalent in foreign		
g)	companies Act 1949 which has discretion in the investment of trust assets of a trust with total net assets exceeding RM10 million or its equivalent in foreign currencies;  a corporation that is a public company under the Companies Act 1965 or under the laws of any other country, which has been allowed by the SC to be the trustee for the purposes of CMSA and has discretion in the investment of trust assets of a trust with total net assets exceeding RM10 million or its equivalent in foreign currencies;  a pension fund approved by the Director General of Inland Revenue under section 150 of the Income Tax Act 1967;  a holder of a Capital Markets Services Licence carrying on the business of dealing in securities;  any other fund manager;  a person who acquires	High Net- Worth Entity	ringgit or its equivalent in foreign currencies in the preceding twelve months.  a) A corporation with total net assets exceeding RM10 million or its equivalent in foreign currencies based on the last audited accounts.  b) A partnership with total net assets exceeding RM10 million or its equivalent in foreign currencies.  c) A company that is registered as a trust company under the Trust Companies Act 1949 [Act 100] which has assets under management exceeding RM10 million or its equivalent in foreign currencies.  d) A corporation that is a public company under the Companies Act 1965 [Act 125] which is approved by the SC to be a trustee under the Act and has assets under management exceeding RM10 million or its equivalent in foreign currencies.  e) A pension fund approved by the Director General of Inland Revenue under section 150 of the Income Tax Act 1967 [Act 53].  f) A statutory body established by an Act of Parliament or an enactment of any State.		

THIS FIRST SUPPLEMENTAL INFORMATION MEMORANDUM DATED 5 JANUARY 2015 HAS TO BE READ IN CONJUNCTION WITH THE INFORMATION MEMORANDUM OF OPUS DYNAMIC INCOME FUND ("Opus DIF") DATED 11 MAY 2009.

	a) A holder of Capital Markets Services Licence.  b) A unit trust scheme or a prescribed investment scheme.  c) A closed-end fund. d) A licensed institution. e) An Islamic bank.  f) A bank licensee or insurance licensee as defined under the Labuan Financial Services and Securities Act 2010 [Act 704].  g) An Islamic bank licensee or takaful licensee as defined under the Labuan Islamic Financial Services and Securities Act 2010 [Act 705].  h) An insurance company licensed under the Insurance Act 1996 [Act 553].  i) A takaful operator registered under the Takaful Act 1984 [Act 312].
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2) The information on the "About The Fund" referred to on page 5 under Key Data On the Fund in the Information Memorandum dated 11 May 2009 has been deleted as follows:

	Current information	Revised information
Approved Fund Size	200 million units.	Deleted

3) The information on the "Transaction Details" referred to on page 7 under Key Data On the Fund in the Information Memorandum dated 11 May 2009 has been amended as follows:

	Current information	Revised information		
Minimum Additional Investment	A minimum of RM10,000 and multiples of RM1,000 or such other amount as may be determined by the Manager from time to time.	RM10,000 or such other amount as may be determined by the Manager from time to time.		
Conditions for Redemption	Applications for redemption of Units can be made on any Business Day by sending the prescribed Redemption Form to the Manager. The request for redemption eill be effected on the tenth (10 <sup>th</sup> ) Business Day from the date the Manager receives the Redemption Form. The Redemption Price will be the NAV per Unit of the Fund on the tenth (10 <sup>th</sup> ) Business Day from the date the Manager receives the Redemption Form.  Redemption proceeds will be paid within ten (10) Business Days of the date the redemption is effected.	Application for redemption of Units can be made on any Business Day by submitting a completed Redemption Form to the Manager.  The processing of applications for redemption of Units shall be made before 4:00 p.m. on every Business Day ("Redemption Processing Date"). Units will be redeemed and effected at the NAV per Unit of the Fund calculated on the fifth (5 <sup>th</sup> ) Business Day from the Redemption Processing Date (inclusive).		

THIS FIRST SUPPLEMENTAL INFORMATION MEMORANDUM DATED 5 JANUARY 2015 HAS TO BE READ IN CONJUNCTION WITH THE INFORMATION MEMORANDUM OF OPUS DYNAMIC INCOME FUND ("Opus DIF") DATED 11 MAY 2009.

	Current information	Revised information
Conditions for Redemption (cont'd)		For any Redemption Form received after 4:00 p.m., the Redemption Processing Date will be on the next Business Day.  The payment for redemption will be made within six (6) Business Days from the date where the NAV per Unit of the Fund is effected (inclusive).
Minimum Redemption	A minimum of RM10,000 and multiples of RM1,000 or such other amount as may be determined by the Manager from time to time.	10,000 units or such other amount as may be determined by the Manager from time to time.

4) The information on the "Implementation of Goods and Services Tax Act" under Fees, Charges and Prices referred to page 14 and 15 in the Information Memorandum dated 11 May 2009 has been inserted as follows:

	Current information	Revised information
Implementation of Goods and Services Tax Act	Nil	Upon the coming into force of the Goods and Services Tax Act and/or other relevant statutory law in relation to goods and services and/or consumption tax ("GST"), any sum set out in this Information Memorandum or otherwise payable by any party being the Unit Holders and/or the Fund (as the case may be) to the other party under this Information Memorandum, shall be deemed exclusive of GST and such GST shall be paid by such party upon demand to the other in addition to the payments payable by the paying party pursuant to this Information Memorandum. This is subject to changes upon implementation.

5) The information on the "How to begin investing in the Fund" referred to on page 17 under Transaction Details in the Information Memorandum dated 11 May 2009 has been amended as follows:

	Current information	Revised information
How to begin investing in the Fund	Applications for Units can be made by submitting a completed Application Form, with the required documents and payment, at the office of the Manager at the following address: -	Applications for Units can be made by submitting a completed Application Form, with the required documents and payment, at the office of the Manager at the following address: -
	Opus Asset Management Sdn Bhd (Company No: 414625-T) Business Address:- B-19-2, Northpoint Offices, Mid Valley City, No.1, Medan Syed PutraUtara, 59200 Kuala Lumpur Telephone: + 60 3 2288 8882 Facsimile: + 60 3 2288 8889	Opus Asset Management Sdn Bhd (Company No: 414625-T) Business Address:- B-19-2, Northpoint Offices, Mid Valley City, No.1, Medan Syed PutraUtara, 59200 Kuala Lumpur Telephone: + 60 3 2288 8882 Facsimile: + 60 3 2288 8889
	THE COMPLETED APPLICATION FORM MUST BE SUBMITTED TOGETHER EITHER WITH A CHEQUE MADE PAYABLE TO "Opus Asset Management Sdn Bhd Trust Acc Client Opus DIF"OR WITH A RECEIPT FROM YOUR TELEGRAPHIC TRANSFER TRANSACTION.	THE COMPLETED APPLICATION FORM MUST BE SUBMITTED TOGETHER EITHER WITH A CHEQUE MADE PAYABLE TO "Opus Asset Management Sdn Bhd Trust Acc Client Opus DIF"OR WITH A RECEIPT FROM YOUR TELEGRAPHIC TRANSFER TRANSACTION.

## How to begin investing in the Fund (cont'd)

### **Current information**

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## Revised information Applications will only be accepted from

Applications will only be accepted from investors who fall within the category of "Qualified Investors" under the Guidelines.

Investors who wish to subscribe or apply for Units must make a minimum initial investment of RM50, 000. Any applications for additional Units by existing Unitholders must be for a minimum investment of RM10, 000 and multiples of RM1, 000. The Manager has the rights to accept investment amount which are lower than the minimum initial investment at its absolute discretion.

The Manager must receive the application form with the REMITTANCE CLEARED before 4pm on every Business Day. Units will only be issued at the price which is the NAV per Unit of the Fund, calculated at the end of the Business Day on which remittances are cleared and upon receipt of completed documents.

No certificates will be issued for Units. A confirmation note detailing your investment amount and the number of Units allocated to you in the Fund will be sent to you within ten (10) Business Days from the date of issue of such Units.

Application moneys will be held in a separate bank account on behalf of the applicants until the application is accepted and the money is transferred into the investment account. Any interest earned on any application money will be transferred to the Fund. No interest will be paid to applicants on application money received.

The Manager reserves the right not to accept any application either wholly or in part. If your application is not accepted, the application money will be refunded, but without any interest accruing.

Applications will only be accepted from investors who fall within the category of "Qualified Investors" under the Guidelines.

Investors who wish to subscribe or apply for Units must make a minimum initial investment of RM50,000. Any applications for additional Units by existing Unitholders must be for a minimum investment of RM10,000. The Manager has the rights to accept investment amount which are lower than the minimum initial investment at its absolute discretion.

The Manager must receive the application form with the REMITTANCE CLEARED before 4pm on every Business Day. Units will only be issued at the price which is the NAV per Unit of the Fund, calculated at the end of the Business Day on which remittances are cleared and upon receipt of completed documents.

No certificates will be issued for Units. A confirmation note detailing your investment amount and the number of Units allocated to you in the Fund will be sent to you within ten (10) Business Days from the date of issue of such Units.

Application moneys will be held in a separate bank account on behalf of the applicants until the application is accepted and the money is transferred into the investment account. Any interest earned on any application money will be transferred to the Fund. No interest will be paid to applicants on application money received.

The Manager reserves the right not to accept any application either wholly or in part. If your application is not accepted, the application money will be refunded, but without any interest accruing.

6) The information on the "How to Redeem" referred to on page 17 under Transaction Details in the Information Memorandum dated 11 May 2009 has been amended as follows:

	Current information	Revised information
How to Redeem	Applications for redemption of Units can be made on any Business Day by sending the prescribed Redemption Form to the Manager. The redemption will be effected on the tenth (10 <sup>th</sup> ) Business Day from the date the Manager receives the Redemption Form. This means that the Redemption Price will be the NAV per Unit of the Fund on the tenth (10 <sup>th</sup> ) Business Day from the date the Manager receives the Redemption Form.	The application for redemption of Units can be made on any Business Day by submitting a completed Redemption Form to the Manager. The processing of applications shall be made before 4:00 p.m. on every Business Day ("Redemption Processing Date"). Units will be redeemed and effected at the NAV per Unit of the Fund calculated on the fifth (5th) Business Day from the Redemption Processing Date (inclusive).

	Current information	Revised information
How to Redeem (cont'd)	There is no limit on the number of redemptions that may be made by any investor, except that each redemption request must be for a minimum of RM10,000 and in multiples of RM1,000. A Unitholder cannot revoke a redemption request unless the Manager agrees	For any Redemption Form received after 4:00 p.m., the Redemption Processing Date will be on the next Business Day.  The payment for redemption will be made within six (6) Business Days from the date where the NAV per Unit of the Fund is effected (inclusive).
	Redemption Forms are available upon request from the Manager at the address of the Manager as set out in this Information Memorandum.	For example 1:  Investor submitted Redemption Form (before 4:00 p.m.):
	For a redemption request received by the Manager before 4.00 p.m. on any Business Day, Units will be redeemed at the NAV per Unit of the Fund calculated at the end of the tenth (10 <sup>th</sup> ) Business Day after the day in which the Manager receives the Redemption Form. A redemption request received after 4.00 p.m. on any Business Day will be deemed to have been received the following Business Day.	5 January 2015 (Monday)  Redemption Processing Date: 5 January 2015 (Monday)  NAV per Unit of the Fund effected: 9 January 2015 (Friday)  Redemption payment date not later: 16 January 2015 (Friday)
	The Manager will pay the redemption proceeds within ten (10) Business Days of the redemption request being effected. All redemption proceeds will be paid to the bank account designated by the Unitholder.	For example 2:  Investor submitted Redemption Form (after 4:00 p.m.): 5 January 2015 (Monday)
	In the event a redemption of Units by a Unitholder would result in that Unitholder holding less than 50,000 units, the redemption request will be deemed to be in respect of all the Units held by the Unitholder. However, the Manager reserves the right to waive this requirement in respect of the Fund, either generally (for all Unitholders) or specifically (for any particular Unitholder) at its absolute discretion.	Redemption Processing Date: 6 January 2015 (Tuesday)  NAV per Unit of the Fund effected: 12 January 2015 (Monday)  Redemption payment date not later than: 19 January 2015 (Monday)  There is no limit on the frequency of redemptions that may be made by any investor, except that each redemption request must be 10,000 units or such other amount as may be determined by the Manager from time to time. A Unitholder cannot revoke a redemption request duly received and accepted by the Manager without the prior approval of the Manager.

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7) The entire information on Ken Tan Kiat Hwa, Head of Operations under "Key Management Staff" referred to page 25 in the Information Memorandum dated 11 May 2009 has been deleted as follows:

	Current information	Revised information
Key Management Staff	Ken Tan Kiat Hwa, Head of Operations Mr Tan is a Certified Practicing Accountant of CPA Australia and a member of Malaysian Institute of Accountant. His career started off as an auditor with Arthur Andersen in Singapore from 1990 to 1993. He returned to Malaysia to join a consultancy firm, as a Consultant specializing in privatization, financial, tax and franchise consultancy over the next three years and later he served as Financial Controller and Head of Finance Departments in various companies. He has extensive experience in finance and accounting, administration, human resources and operations functions.  Mr Tan graduated with a Bachelor Degree of Commerce from the University of Melbourne, Australia. He also holds a Master of Business Administration Degree from the University of Strathclyde, United Kingdom.	Deleted

8) This information is to be inserted under "Other Information" on page 28 in the Information Memorandum dated 11 May 2009 as follows:

For internal dispute	For internal dispute resolution, you may contact the Compliance Officer:		
resolution	via phone	:	03-2288 8882 ext. 65
	via fax	:	03-2288 8889
	via email	:	enquiry@opusasset.com
	via letter	:	Opus Asset Management Sdn Bhd B-19-2, Northpoint Offices Mid Valley City No. 1, Medan Syed Putra Utara 59200 Kuala Lumpur, Malaysia
Securities Industries Dispute	If you are dissatisfied with the outcome of the internal dispute resolution process, please refer your dispute to the Securities Industries Dispute Resolution Corporation (SIDREC):		
Resolution	via phone	:	03-2282 2280
Corporation (SIDREC)	via fax	:	03-2282 3855
(3.21.23)	via email	:	info@sidrec.com.my
	via letter	÷	Securities Industry Dispute Resolution Center (SIDREC) Unit A-9-1, Level 9, Tower A Menara UOA Bangsar No.5, Jalan Bangsar Utama 1 59000 Kuala Lumpur

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Securities Commission Malaysia	You can also direct your complaint to Securities Commission Malaysia even if you have initiated a dispute resolution process with SIDREC. To make a complaint, please contact the Securities Commission's Investor Affairs & Complaints Department:		
	via phone to Aduan Hotline :	03-62048999	
	via fax :	03-62048991	
	via email :	aduan@seccom.com.my	
	via online complaint form : available at	www.sc.com.my	
	via letter :	Investor Affairs & Complaints Department Securities Commission Malaysia No 3 Persiaran Bukit Kiara Bukit Kiara 50490 Kuala Lumpur	

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