

**THE SECOND SUPPLEMENTAL
INFORMATION MEMORANDUM
For
OPUS SHARIAH DYNAMIC INCOME FUND**

Dated 1 May 2023

Managed by

OPUS ASSET MANAGEMENT SDN BHD

Registration No.: 199601042272 (414625-T)

Trustee

DEUTSCHE TRUSTEES MALAYSIA BERHAD

Registration No.: 200701005591 (763590-H)

Sophisticated Investors are advised to read and understand the contents of the information memorandum dated 6 August 2015, first supplemental information memorandum dated 1 December 2016 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. Having made all reasonable enquiries, they confirm to the best of their knowledge and belief, there are no false or misleading statements, or omission of other facts which would make any statement in this Second Supplemental Information Memorandum false or misleading.

Statements of Disclaimer

A copy of this Second Supplemental Information Memorandum has been lodged with the Securities Commission Malaysia.

The Securities Commission Malaysia will not be liable for any non-disclosure on the part of Opus Asset Management Sdn Bhd and takes no responsibility for the contents in this Second Supplemental Information Memorandum, makes no representation as to its accuracy or completeness, and expressly disclaims any liability whatsoever arising from, or in reliance upon the whole or any part of the contents of this Second Supplemental Information Memorandum.

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

Additional Statements

Sophisticated 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 Second 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 Second Supplemental Information Memorandum or the conduct of any other person in relation to Opus Shariah Dynamic Income Fund.

Opus Shariah Dynamic Income Fund has been certified as being Shariah-compliant by the Shariah Adviser appointed for the Fund.

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

THIS SECOND SUPPLEMENTAL INFORMATION MEMORANDUM DATED 1 MAY 2023 HAS TO BE READ IN CONJUNCTION WITH THE INFORMATION MEMORANDUM OF OPUS SHARIAH DYNAMIC INCOME FUND (“Opus SDIF”) DATED 6 AUGUST 2015 AND THE FIRST SUPPLEMENTAL INFORMATION MEMORANDUM DATED 1 DECEMBER 2016.

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

- 1) The information on External Investment Manager under Section 2, Corporate Directory referred to page 7 in the Information Memorandum dated 6 August 2015 shall be inserted immediately after para 2.6 as follows:

	Current information	Revised information
Corporate Directory 2.7 External Investment Manager	Nil	Opus Islamic Asset Management Sdn Bhd [Company No. 202001022262 (1378582-V)] <i>(formerly known as Abbas Investment Management Sdn Bhd)</i> Telephone: + 603-2288 8882 Facsimile: +603-2288 8889

- 2) The terminology of “Investors” referred to page 1 to page 3 of the Information Memorandum dated 6 August 2015 and page 1 to page 2 of the First Supplemental Information Memorandum dated 1 December 2016 are deleted in its entirety and revised as follows:

“Sophisticated Investors” means any person who falls within any of the categories of investors set out in Part I, Schedules 6 and 7 of the CMSA 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 at www.opusasset.com for the definition of Sophisticated Investor.

- 3) The information on “Profile of the Board of Directors” referred to page 34 and page 35 of the Information Memorandum dated 6 August 2015 is deleted in its entirety.
- 4) The information on “Profile of the Investment Committee” referred to page 35 of the Information Memorandum dated 6 August 2015 is deleted in its entirety.
- 5) The “Profile of the Key Management” referred to page 35 and page 36 of the Information Memorandum dated 6 August 2015 are deleted in its entirety and replaced with the following:

Mr Siaw Wei Tang, Managing Director

Mr. Siaw is one of the founders of Opus Asset Management Sdn Bhd and is currently holding the position of Managing Director and Chief Investment Officer in the company. He is also a Non-independent Non-executive Director of Abbas Investment Management Sdn Bhd, a wholly-owned subsidiary of Opus Asset Management Sdn Bhd. He started his career as a Risk Manager and Actuarial Consultant at NMG Risk Managers & Actuaries Sdn Bhd. He then joined Gadek Asset Management (later renamed Phileo Asset Management) in 1996 as the Portfolio Manager in charge of fixed income where he grew the fixed income portfolio under management to RM430 million over a four year period.

Later, he joined HLG Asset Management in 2000 where he was responsible for over RM1 billion of funds under management and a team of seven investment professionals. He was later promoted to General Manager, Investment/Chief Investment Officer of Hong Leong Assurance Bhd (“HLA”) in 2002 where he was responsible for approximately RM3 billion (of which approximately RM2 billion was in fixed income securities) of HLA’s investment portfolio.

Mr. Siaw holds a MSc degree in International Banking & Financial Studies from the University of Southampton, UK; a BSc (Honours) degree in Actuarial Mathematics & Statistics from Heriot-Watt University, Edinburgh and holds a Capital Markets Services Representative’s Licence.

- 6) The information on “How an Investor make a Complaint” referred to page 31 in the Information Memorandum dated 6 August 2015 and page 3 and page 4 in the First Supplemental Information Memorandum dated 1 December 2016 is deleted in its entirety.

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- 7) The information on External Investment Manager under Section 10, The Manager referred to page 33 in the Information Memorandum dated 6 August 2015 shall be inserted immediately after para 10.7 as follows:

The Manager has appointed Opus Islamic Asset Management Sdn Bhd (“OpusIAM”) (formerly known as Abbas Investment Management Sdn Bhd) as the external investment manager for the Fund. OpusIAM is regulated by the SC and is licensed to conduct Islamic fund management services. OpusIAM is a wholly owned subsidiary of OpusAM, the specialist in fixed income investment. OpusIAM is following the footsteps of its parent company by specialising in sukuk and sustainable investing. The group has a collective track record of over 15 years in the fund management industry.

The role and responsibilities of OpusIAM include management of the investment portfolio of the Fund in accordance with the investment objective and subject to the CMSA and the Guidelines as well as the terms and conditions of the investment management agreement between OpusIAM and the Manager.

Investors may visit the manager’s website at www.opusasset.com for further information on the manager, investment committee and Shariah adviser(s).

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THE FIRST SUPPLEMENTAL INFORMATION MEMORANDUM For OPUS SHARIAH 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 6 August 2015 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 information memorandum has been lodged with the Securities Commission Malaysia, the subject of this first 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 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 terminology of %investor(s)+referred to page 1 to page 3 in the Information Memorandum dated 6 August 2015 is now revised and means Sophisticated Investors. The category of investors and qualifying criteria has been deleted entirely and revised as follows:

<p>High-Net-Worth Individual</p>	<ul style="list-style-type: none"> • 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’s primary residence • An individual who has a gross annual income exceeding RM300,000 or its equivalent in foreign currencies per annum in the preceding 12 months • 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
<p>High-Net-Worth Entity</p>	<ul style="list-style-type: none"> • A corporation with total net assets exceeding RM10 million or its equivalent in foreign currencies based on the last audited accounts • A partnership with total net assets exceeding RM10 million or its equivalent in foreign currencies • 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 • 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 • A pension fund approved by the Director General of Inland Revenue under the Income Tax Act 1967 • A statutory body established by an Act of Parliament or an enactment of any State
<p>Accredited Investor</p>	<ul style="list-style-type: none"> • 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 • An insurance licensee licensed under the Labuan Financial Services and Securities Act 2010 • A takaful licensee licensed under the Labuan Islamic Financial Services and Securities Act 2010

	<ul style="list-style-type: none"> • A takaful operator registered under the Takaful Act 1984 • A private retirement scheme as defined in the CMSA
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- 2) The information on %Corporate Directory+referred to page 6 in the Information Memorandum dated 6 August 2015 has been amended as follows:

	Current information	Revised information
Corporate Directory Shariah Adviser	DatoqDr. Mohd Ali Bin Hj Baharum DIMP Lot 1962B, Jalan Sentosa Kampung Teras Jernang 43000 Kajang Selangor	Mohd Fadhly Md. Yusoff 49, Jalan 3/10, Bangi Perdana, Bandar Baru Bangi, 43650 Kuala Lumpur Telephone: +60 3 8912 0052

- 3) The information on %Valuation of the Fund+referred to page 15 in the Information Memorandum dated 6 August 2015 has been amended as follows:

	Current information	Revised information
Valuation of the Fund	<p>The NAV and the NAV per Unit shall be determined as at the Valuation Point.</p> <p>The basis of valuation of the investments of the Fund is generally valued in accordance with the following:</p> <p>a) <u>Listed Securities</u> 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 a particular Valuation Point. For suspended securities, it is at the Manager’s sole discretion to value the securities at a price which it believes to be fair and to be agreed by the Auditor and approved by the Trustee.</p> <p>b) <u>Unquoted Securities</u> Investment in unquoted securities (other than bond 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 Auditor and approved by the Trustee.</p> <p>c) <u>Unlisted Fixed Income Securities</u> Investments in unlisted fixed income securities will be valued in the following order of priority:</p> <p>(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</p> <p>(ii) the indicative or reference yield/price obtained from an independent bond pricing agency selected by the Manager; or</p> <p>(iii) the fair value as determined in good faith by the Manager, on methods or bases</p>	<p>The Net Asset Value and the Net Asset Value per Unit will be determined as at the Valuation Point on every Business Day.</p> <p>The bases of valuation of the investments of the Fund are generally valued in accordance with their respective asset class.</p> <p>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 Manager’s 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.</p> <p>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 Auditor and approved by the Trustee.</p> <p>Investments in fixed income securities which are not listed on any recognised stock exchange, will be valued as follows:</p> <p><u>Unlisted Bonds Denominated in ringgit Malaysia</u> Price quoted by a bond pricing agency (BPA) registered by the Securities Commission Malaysia.</p> <p>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</p>

	<p>to be decided by the Manager at its sole discretion (subject to approval by the Auditor and the Trustee).</p> <p>d) <u>Money Market Instruments</u> Investments in tradable money-market instruments are valued based on accretion method using yield or discount rate at cost.</p>	<p>may use the %market price+, provided that the Manager:</p> <p>(a) records its basis for using a non-BPA price;</p> <p>(b) obtain necessary internal approvals to use the non-BPA price; and</p> <p>(c) keeps an audit trail of all decisions and basis for adopting the %market yield+.</p> <p><u>Other Unlisted Bonds</u> Fair value by reference to the average indicative yield quoted by three independent and reputable institutions.</p> <p>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.</p> <p><u>Money Market Instruments</u> 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.</p>
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4) The information on %how an Investor make a complaint+ referred to page 31 in the Information Memorandum dated 6 August 2015 has been deleted and revised as follows:

<p>For internal dispute resolution</p>	<p>For internal dispute resolution, you may contact the Compliance Officer:</p> <p>via phone : 03-2288 8882</p> <p>via fax : 03-2288 8889</p> <p>via email : enquiry@opusasset.com</p> <p>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</p>
<p>Securities Industries Dispute Resolution Corporation (SIDREC)</p>	<p>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):</p> <p>via phone : 03-2282 2280</p> <p>via fax : 03-2282 3855</p> <p>via email : info@sidrec.com.my</p> <p>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</p>

Securities Commission Malaysia	<p>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:</p> <p>via phone to Aduan Hotline : 03-62048999</p> <p>via fax : 03-62048991</p> <p>via email : aduan@seccom.com.my</p> <p>via online complaint form : www.sc.com.my available at</p> <p>via letter : Investor Affairs & Complaints Department Securities Commission Malaysia No 3 Persiaran Bukit Kiara Bukit Kiara 50490 Kuala Lumpur</p>
Federation of Investment Managers Malaysia (FIMM)’s Complaints Bureau	<p>via phone to Aduan Hotline : 03-20923800</p> <p>via fax : 03-20932700</p> <p>via email : complaints@fimm.com.my</p> <p>via online complaint form : www.fimm.com.my available at</p> <p>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</p>

5) The information on %Profile of Shariah Adviser+referred to page 37 in the Information Memorandum dated 6 August 2015 has been amended as follows:

	Current information	Revised information
Profile of Shariah Adviser	<p>Profile of Shariah Adviser</p> <p>DatoqDr. Mohd Ali Hj Baharum DIMP</p> <ul style="list-style-type: none"> ❑ Professor DatoqDr. Mohd Ali Hj Baharum received his early education in the Arabic and Religious discipline at Maktab Mahmood, Alor Setar. He obtained a Bachelor of Islamic Studies (Hons) in Law & Syariah field as well as a Diploma in Education from UKM in 1976 and L.L.M. (Masters of Law), UM in 1979. ❑ He was employed for a few years as Business and Contract Law’s Lecturer at the Faculty of Islamic Studies in UKM before furthering his studies in 1983 at the Faculty of Law, University of Essex, England and successfully obtained a PhD (Law) in 1986. ❑ In 1987, he received a Diploma of Translation from Dewan Bahasa & Pustaka and in 1990, he obtained a Diploma in Arabic from African International University, Khartoum, Sudan. He also received an MBA (Masters of Business Administration) from UKM and Diploma of English from 	<p>Profile of Shariah Adviser</p> <p>Mohd Fadhy Md. Yusoff</p> <ul style="list-style-type: none"> ❑ Encik Mohd Fadhy Md. Yusoff graduated with a Bachelor Degree of Shariah (1st Class Honours) from the University of Malaya, Malaysia. ❑ In 1998 to 2008, he holds Manager position in Islamic Capital Market Department, Securities Commission Malaysia. ❑ In 2009, he was a consultant under Islamic Capital Market Department, Securities Commission Malaysia. ❑ Currently, he is the accredited trainer for the Islamic Finance Qualification (IFQ) by Chartered Institute for Securities and Investment and Certified trainer by Human Resource Development Fund (HRDF). ❑ Besides being a trainer, he is a Member of Shariah Committee of RHB Islamic Bank Berhad, Sun Life Malaysia Takaful Berhad, Pertubuhan

	<p>Stamford College. Returning back from England, he lectured at the Faculty of Law, UKM. He was later awarded Adjunct Professor from Universiti Utara Malaysia in December 2005.</p> <ul style="list-style-type: none"> ❑ He has been actively involved in social activities such as being the Shariah Adviser for financial institutions. Among others, are the BNP PARIBAS Bank (2012-present), Securities Commission (2000-2008), Bank Negara Malaysia (2004 . 2006) and The Royal Bank of Scotland (since 2007-2009) and Malaysia Building Society Berhad (2006-2011). ❑ Besides being an advisor, he is also involved in cooperative movements and is elected for the positions by the respective institutions i.e. President of ANGKASA; Board Member of Koperasi Belia Islam (M) Berhad (Malaysian Islamic Youth Co-operative); Chairman of the Konsortium Koperasi Pengguna Malaysia Berhad (Malaysian Consumers Co-operative Consortium); Board Member of Co-pakat Mara Berhad and Committee of Muafakat MARA. ❑ He also plays an important role in bridging ties with Sudan by being the Committee Member of Malaysian . Sudanese Friendship Association (MASOFA). Currently, he also sits on the Board Member of Co-operative College of Malaysia and Kanz Holding Sdn Bhd. 	<p>Peladang Kebangsaan (NAFAS) and Apex Investment Services Berhad.</p> <ul style="list-style-type: none"> ❑ He is a Registered Shariah Adviser for Sukuk and Unit Trust by Securities Commission Malaysia.
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6) The information on the Trustee referred to page 38 to page 40 in the Information Memorandum dated 6 August 2015 has been deleted entirely and revised as follows:

<p>About the Trustee</p>	<p>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.</p> <p>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.</p>
<p>Duties and Responsibilities of the Trustee</p>	<p>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.</p>

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