

Supplementary Deed

Ironbark LHP Diversified Investments Fund

ARSN 093 497 468

Ironbark Asset Management (Fund Services) Limited ABN 63 116 232 154

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Supplemental deed poll

Ironbark LHP Diversified Investments Fund ARSN 093 497 468

Dated 28 September 2015

Parties

Responsible Entity Ironbark Asset Management (Fund Services) Limited

of Level 18, 1 Margaret Street, Sydney, New South Wales 2000

Background

- A The Responsible Entity is the responsible entity of Ironbark LHP Diversified Investments Fund (Trust), a registered managed investment scheme regulated by the *Corporations Act 2001* (Cth) (Corporations Act).
- B The Trust was established by trust deed dated 22 June 1998 as amended from time to time (Constitution).
- C On or about the date of this deed, the Responsible Entity replaced Certitude Global Investments Limited (formerly HFA Asset Management Limited) ABN 25 082 852 364 as the responsible entity of the 'Ironbark LHP Diversified Investments Fund'.
- D Under clause 17 of the Constitution, the Responsible Entity may amend the Constitution, subject to any requirements at law. Section 601GC(1)(b) Corporations Act provides that a scheme's constitution may be amended by a responsible entity provided the proposed amendments do not adversely affect members' rights.
- E This Supplementary Deed will be lodged with ASIC pursuant to Section 601GC(2) of the Corporations Act. The Supplementary Deed will take effect from the time of lodgement.
- F The terms of this Supplementary Deed are as follows.

Agreed terms

1 Definitions and interpretation

1.1 Definitions

Terms defined in the Constitution have the same meanings when used in this document unless otherwise specified or the context requires another meaning or interpretation to be applied.

1.2 Interpretation

This document must be interpreted in accordance with the Constitution.

2 Confirmation of the terms of the Constitution

- a) The Responsible Entity confirms the terms of the Constitution except to the extent those terms as amended by this Supplementary Deed.
- b) The Responsible Entity confirms that it is not, by clause 3 of this document, resettling or declaring the Fund, and the Constitution continues in effect as amended by clause 3.

3 Constitution Amendment

3.1 Change of Responsible Entity

Pursuant to the power conferred on the Responsible Entity by section 601GC(1)(b) of the Corporations Act and all other powers enabling it to do so, the Responsible Entity varies the Constitution including, for the avoidance of doubt all modifications, replacements and variations thereof, by:

- (a) Deleting references to both:
 - (i) "Certitude Global Investments Limited"; and
 - (ii) "HFA Asset Management Limited"

Wherever they appear and replacing them with references to "Ironbark Asset Management (Fund Services) Limited".

- (b) Deleting references to "ABN 25 082 852 364" wherever it appears and replacing with references to "ABN 63 116 232 154".

3.2 Responsible Entity's declaration

For the purposes of section 601GC(a)(b) of the Corporations Act, the Responsible Entity declares that, in its reasonable opinion, the variation of the Constitution pursuant to this Supplementary Deed will not adversely affect any of the members' rights and entitlements in the Fund.

4 Fund not confirmed

Nothing expressly or impliedly contained in this document (including the background) is effective to confirm, declare or otherwise acknowledge the Trust declared under the Constitution or impose any additional or new trusts upon the property held on trust as at the date of this document.

5 No creation of trust

Nothing in this document should be interpreted as creating any new or further trust and at all times the Trust remains a simple trust.

6 Responsible Entity and Unit Holders bound

The Responsible Entity and Unit Holders are bound by the terms of the Constitution as amended by this document.

7 Governing law

This document will be construed in accordance with the laws of the New South Wales.

8 Severance

Any provision or application of any provision of this document which is prohibited in any jurisdiction is, in that jurisdiction:

- (a) effective only to the extent of the prohibition; or
- (b) fully illegal or unenforceable in that jurisdiction,

does not affect the validity, legality or enforceability of that provision in any other jurisdiction or of the remaining provisions in that or any other jurisdiction.

Signing Page

Dated: 28 September 2015

EXECUTED by **Ironbark Asset Management (Fund Services)
Limited ABN 63 116 232 154**

in its capacity as responsible entity of the Ironbark
LHP Diversified Investments Fund ARSN 093 497
468 in accordance with section 127 *Corporations
Act 2001* (Cth) by being signed by the following
officers:



Director

CHRIS LARSEN

Full name of Director



Director/Secretary

BRENDAN CARPENTER

Full name of Director/Secretary