

21 October 2020



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## **MAGELLAN ASSET MANAGEMENT LIMITED**

### **EXPLANATORY MEMORANDUM REGISTERED WITH ASIC**

Magellan Asset Management Limited as responsible entity of the Magellan Global Fund ("MGF") ("Magellan") is pleased to announce that the Australian Securities and Investments Commission has registered the Notice of Meeting and Explanatory Memorandum ("Explanatory Memorandum") in relation to the proposed amendments to the MGF constitution ("MGF Unitholder Resolutions") which forms part of the proposed restructure and simplification of Magellan's Global Equities retail funds previously announced on 3 August 2020 ("Restructure").

This follows the issuance of orders by the Supreme Court of New South Wales approving the despatch of the Explanatory Memorandum to MGF unitholders and the convening of a meeting of MGF unitholders to consider and vote on the MGF Unitholder Resolutions ("Meeting") at 9.00am on Wednesday, 25 November 2020.

#### **Explanatory Memorandum**

Detailed information about the Restructure and MGF Unitholder Resolutions, including the reasons for the recommendation of the Magellan Directors, a copy of the Independent Expert's Report, and the formal notice convening the Meeting, is included in the Explanatory Memorandum. A copy of the Explanatory Memorandum is available at [www.magellanfundrestructure.com.au](http://www.magellanfundrestructure.com.au).

A notice to MGF unitholders will be despatched on or around 22 October 2020 in accordance with their elected notification preference. Proxy voting will open following the despatch of the notice.

MGF unitholders are encouraged to read the Explanatory Memorandum, including the Independent Expert's Report, in full.

#### **Magellan Directors' recommendation and conclusion of Independent Expert**

The Magellan Directors unanimously recommend that MGF unitholders vote in favour of the resolutions to be considered at the Meeting. Each Magellan Director intends to vote, or cause to be voted, any MGF units that he or she holds or controls in favour of the MGF Unitholder Resolutions.

Lonergan Edwards & Associates Limited, the independent expert appointed by Magellan to review the proposed Restructure ("Independent Expert"), has concluded that the Restructure is in the best interests of MGF unitholders, in the absence of a superior proposal.

## Distribution update

On 24 September 2020, Magellan announced a new distribution policy for MGF.

As a result of the timing of the Restructure, Magellan intends to pay the announced Target Cash Distribution of 4.88 cents for the six months ending 31 December 2020 on 19 November 2020, prior to implementation of the Restructure. The record date for the distribution is expected to be 4 November 2020.

## MGF Partnership Offer

The Explanatory Memorandum contains further details of the proposed MGF Partnership Offer that is intended to be launched in January 2021 should the Restructure proceed.

To be eligible to participate in the MGF Partnership Offer, you must be a unitholder in Magellan Global Fund on the record date of 8 December 2020. Your entitlement under the MGF Partnership Offer will be determined on the Calculation Date which is expected to be 8 January 2021.

A product disclosure statement in respect of the MGF Partnership Offer is expected to be lodged with ASIC in January 2021.

## Key dates

The key dates in relation to the Restructure are set out in the Explanatory Memorandum and include:

Key Dates	
Date of the Explanatory Memorandum	Wednesday, 21 October 2020
Date of despatch of the Notice of Meeting and the Explanatory Memorandum to MGF Unitholders	Thursday, 22 October 2020
Record date for MGF distribution	Wednesday, 4 November 2020
Payment date for MGF distribution	Thursday, 19 November 2020
Time and date by which Proxy Forms must be received	9.00am Monday, 23 November 2020
Voting Record Date	7.00pm Monday, 23 November 2020
Time and date of the Meeting	9.00am Wednesday, 25 November 2020

*If the MGF Unitholder Resolutions are approved by MGF unitholders and all other Conditions Precedent in connection with the Restructure are fulfilled or waived, the following key dates apply:*

Second Judicial Advice Date	Thursday, 26 November 2020
Effective Date	Friday, 27 November 2020
Open Class Units and Closed Class Units commence trading on ASX on a deferred settlement basis	12pm on Monday, 30 November 2020
Scheme Record Date	Tuesday, 1 December 2020
Implementation Date	Tuesday, 8 December 2020
Normal trading in Open Class Units and Closed Class Units commences	Wednesday, 9 December 2020

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*If the Restructure is implemented, the following key dates are expected to apply to the proposed MGF Partnership Offer:*

Record date for MGF Partnership Offer	Tuesday, 8 December 2020
MGF Partnership Offer Calculation Date	Friday, 8 January 2021
Expected MGF Partnership Offer opening date	Monday, 18 January 2021
Expected MGF Partnership Offer closing date	Tuesday, 23 February 2021
Expected date for the allotment of Closed Class Units and MGF Options under the MGF Partnership Offer	Monday, 1 March 2021

\* Dates are indicative only and are subject to change.

### **Further information**

If, after reading the Explanatory Memorandum, you have any questions regarding the Restructure or the MGF Unitholder Resolutions, please call the MGF Unitholder Information Line on 1300 127 780 (Australia) or +61 2 8259 8566 (International) between 8.30am and 5.30pm Monday to Friday (Sydney time), or consult your legal, investment or other professional adviser.