

SuperLife UK pension transfer scheme

Product Disclosure Statement

Offer of membership of the SuperLife UK pension transfer scheme

Issued by Smartshares Limited

This document gives you important information about this investment to help you decide whether you want to invest. There is other useful information about this offer on www.disclose-register.companiesoffice.govt.nz

Smartshares Limited has prepared this document in accordance with the Financial Markets Conduct Act 2013. You can also seek advice from a financial adviser to help you to make an investment decision.

This is a replacement product disclosure statement. It replaces the product disclosure statement dated 29 June 2018.



1. Key information summary

What is this?

This is a managed investment scheme. Your money will be pooled with other investors' money and invested in various investments. Smartshares Limited (**we, our** or **us**) will invest your money and charge you a fee for our services. The returns you receive are dependent on our investment decisions and the performance of the investments. The value of those investments may go up or down. The types of investments and the fees you will be charged are described in this document.

To join the SuperLife UK pension transfer scheme (**Scheme**), you must be intending to transfer money into the Scheme from a UK pension scheme or another Recognised Overseas Pension Scheme (**ROPS**).

What will your money be invested in?

The Scheme has 41 investment options, which you can combine any way you choose:

- ▶ **SuperLife^{Age Steps}**: An investment option where the mix of income and growth assets is automatically set based on your age. As you get older, the proportion of your investment in growth assets will be reduced, lowering the expected size of the ups and downs in the value of your investment.
- ▶ **Ethical fund**: Ethica is a socially responsible balanced fund which excludes assets that do not meet the fund's defined ethical investment standards (which are available at www.superlife.co.nz/investment/ethical/ethica).
- ▶ **Managed funds**: Five funds that provide a range of risk-return profiles. The funds invest in a mix of the sector and ETF funds. If you invest in a managed fund, it's up to you to change funds if your risk-return profile changes.
- ▶ **Sector and ETF funds**: 34 funds invested in New Zealand and international markets that you can use to set your own investment strategy across the main investment asset classes of cash, fixed interest, shares and property. If you invest in the sector and ETF funds, it's up to you to change funds if your investment strategy changes.

Some of these investment options are summarised on pages 3 to 4. More information about the investment target and strategy for each of these investment options is provided in section 3.

The other investment options offered under this product disclosure statement are listed on page 5. A summary of the investment target and strategy, and other information about performance and fees, for each of these investment options is contained in a separate fund update. These fund updates should be read together with this product disclosure statement and are available at www.superlife.co.nz.

Who manages the Scheme?

Smartshares Limited is the manager of the Scheme. See section 7 for more information.

How can you get your money out?

You can withdraw your investment only in accordance with the UK's rules for ROPS. Currently these rules allow you to make withdrawals from the minimum pension age in the UK (currently age 55). You may be able to make an early withdrawal if you suffer ill-health. See section 2 for more information.

How will your investment be taxed?

The Scheme is not a portfolio investment entity (PIE). See section 6 for more information about the amount of tax you will pay.

Where can you find more key information?

We are required to publish quarterly updates for each investment option. The updates show the returns, and the total fees and charges actually charged to investors, during the previous year. The latest fund updates are available at www.superlife.co.nz. We will also give you copies of those documents on request.



Investment options summarised in this product disclosure statement

Funds					
Fund	Target income assets	Target growth assets	Description and investment objective	Risk indicator	Estimated fund charges (% per annum of the fund's net asset value)
UK Cash Fund	100%	–	Invests in UK cash and cash equivalent assets. Designed to provide a return (after tax, fees and other expenses) that reflects the after-tax return on the UK cash market. The fund is not hedged against the NZ dollar. This means that changes in the value of the NZ dollar against the UK pound will impact the fund's return.	<p>Lower risk</p> <p>Potentially lower return Potentially higher return</p>	0.50%
NZ Cash Fund	100%	–	Invests in New Zealand cash and cash equivalent assets (including term deposits). Designed for investors that want a defensive investment option that provides a return (after tax, fees and other expenses) that reflects the after-tax return on the New Zealand cash market.	<p>Lower risk</p> <p>Potentially lower return Potentially higher return</p>	0.53%
SuperLife ^{Income}	100%	–	Invests in income assets. Designed for investors that want an investment in New Zealand and international fixed interest. Negative annual returns may occur once in every 7–10 years on average.	<p>Lower risk</p> <p>Potentially lower return Potentially higher return</p>	0.57%
SuperLife ³⁰	70%	30%	Invests mostly in income assets. Designed for investors that want a conservative investment option. Negative annual returns may occur once in every 7–10 years on average.	<p>Lower risk</p> <p>Potentially lower return Potentially higher return</p>	0.58%
Ethica	40%	60%	Invests in a mix of income and growth assets. Designed for investors that want a balanced investment option. A socially responsible fund which excludes assets that do not meet the fund's defined ethical investment standards. Negative annual returns may occur once in every 5–7 years on average.	<p>Lower risk</p> <p>Potentially lower return Potentially higher return</p>	0.71%
SuperLife ⁶⁰	40%	60%	Invests in a mix of income and growth assets. Designed for investors that want a balanced investment option. Negative annual returns may occur once in every 5–7 years on average.	<p>Lower risk</p> <p>Potentially lower return Potentially higher return</p>	0.61%
SuperLife ⁸⁰	20%	80%	Invests mostly in growth assets. Designed for investors that want a growth investment option. Negative annual returns may occur once in every 3–5 years on average.	<p>Lower risk</p> <p>Potentially lower return Potentially higher return</p>	0.62%
SuperLife ¹⁰⁰	1%	99%	Invests in growth assets. Designed for investors that want an aggressive investment option that invests in shares and property. Negative annual returns may occur once in every 2–4 years on average.	<p>Lower risk</p> <p>Potentially lower return Potentially higher return</p>	0.64%



SuperLife^{Age Steps}

SuperLife^{Age Steps} automatically sets the proportion of your investment in income and growth assets based on your age. As you get older, the proportion of your investment in more volatile growth assets will be reduced, lowering the expected size of the ups and downs in the value of your investment. This option may be suitable if you are saving for retirement (assumed to be age 65), and assumes you will continue to invest your savings and spend them over your retirement period.

The information set out below is a representative sample of the age steps. Information about all the age steps is available at www.superlife.co.nz/agesteps.

Investor's age	Target income assets	Target growth assets	Risk indicator	Estimated fund charges (% per annum of the fund's net asset value)
20 years	5%	95%	<p>Potentially lower return Potentially higher return</p>	0.64%
30 years	20.8%	79.2%	<p>Potentially lower return Potentially higher return</p>	0.63%
40 years	20.8%	79.2%	<p>Potentially lower return Potentially higher return</p>	0.63%
50 years	25.8%	74.2%	<p>Potentially lower return Potentially higher return</p>	0.62%
60 years	43.1%	56.9%	<p>Potentially lower return Potentially higher return</p>	0.61%
70 years	60.4%	39.6%	<p>Potentially lower return Potentially higher return</p>	0.59%
80 years	90%	10%	<p>Potentially lower return Potentially higher return</p>	0.57%

The Scheme has an administration fee. The cost to you is \$60 a year (regardless of the number of investment options you choose to invest in, or the number of times you change your investment options).

The Scheme has an entry fee. You will be charged this fee when you transfer money into the Scheme from a UK pension scheme or another ROPS. The fee is 1% of the amount transferred or \$500 (whichever is greater).

The Scheme has an exit fee. You will be charged this fee if you transfer your investment from the Scheme to a UK pension scheme or another ROPS. The fee is 1% of the amount transferred or \$500 (whichever is greater).

You will only be charged a financial adviser fee if you have a financial adviser and have agreed with your adviser that he/she will be paid a fee for providing you financial advice. The amount of this fee is agreed

between you and your financial adviser and set out in the application form.

The maximum financial adviser fee you can agree with your financial adviser is: (a) 0.50% per annum of your account balance; or (b) \$500 per annum.

See section 4 for an explanation of the risk indicator and for information about other risks that are not included in the risk indicator. To help you clarify your own attitude to risk, you can seek financial advice or work out your risk profile at www.sorted.org.nz/tools/investor-kickstarter.



Investment options summarised in fund updates

The following sector and ETF funds give you the flexibility to set your own investment strategy.

Sector funds

Each of the sector funds invests almost entirely in one asset class.

NZ Bonds Fund

Overseas Bonds Fund

Overseas Non-government Bonds Fund

Property Fund

NZ Shares Fund

Australian Shares Fund

Overseas Shares (Currency Hedged) Fund

Overseas Shares Fund

Emerging Markets Fund

ETF funds

Each of the ETF funds invests almost entirely in the equivalent Smartshares Exchange Traded Fund.

NZ Cash ETF Fund

NZ Bond ETF Fund

Global Bond ETF Fund

NZ Dividend ETF Fund

NZ Top 50 ETF Fund

NZ Top 10 ETF Fund

NZ Mid Cap ETF Fund

NZ Property ETF Fund

Australian Top 20 ETF Fund

Australian Dividend ETF Fund

Australian Financials ETF Fund

Australian Property ETF Fund

Australian Resources ETF Fund

Australian Mid Cap ETF Fund

Total World ETF Fund

US 500 ETF Fund

Europe ETF Fund

Asia Pacific ETF Fund

US Large Growth ETF Fund

US Large Value ETF Fund

US Mid Cap ETF Fund

US Small Cap ETF Fund

Emerging Markets ETF Fund



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2. How does this investment work?

The Scheme offers the following investment options:

- ▶ **SuperLife^{Age Steps}**: An investment option where the mix of income and growth assets is automatically set based on your age. As you get older, the proportion of your investment in growth assets will be reduced, lowering the expected size of the ups and downs in the value of your investment.
- ▶ **Ethical fund**: Ethica is a socially responsible balanced fund which excludes assets that do not meet the fund's defined ethical investment standards (which are available at www.superlife.co.nz/investment/ethical/ethica).
- ▶ **Managed funds**: Five funds that provide a range of risk-return profiles. The funds invest in a mix of the sector and ETF funds. If you invest in a managed fund, it's up to you to change funds if your risk-return profile changes.
- ▶ **Sector and ETF funds**: 34 funds invested in New Zealand and international markets that you can use to set your own investment strategy across the main investment asset classes of cash, fixed interest, shares and property. If you invest in the sector and ETF funds, it's up to you to change funds if your investment strategy changes.

You also have the flexibility to combine the investment options.

The principles that underlie the Scheme's broad investment philosophy are:

- ▶ **Passive**: We believe that a passive approach to investing will deliver better long-term results. Passive investing means we will either invest in a fund designed to track an index or in a number of assets for the long term. We do not think that constantly changing our investments (that is, trading regularly and seeking short-term gains), consistently adds value to investors.
- ▶ **Cost effective**: We make decisions based on what is practical, sensible and for the long term. All decisions must be cost effective – the return to you is improved by the careful management of costs.

- ▶ **Diversified**: We believe that better and more consistent outcomes result from diversification. Diversification is about investing in a number of investments and reducing your risk by doing so.
- ▶ **Simple**: We aim to keep things simple.

The Scheme is a superannuation scheme under the Financial Markets Conduct Act 2013. The Scheme is also a ROPS. A ROPS is an overseas pension scheme that meets certain requirements set by Her Majesty's Revenue and Customs (the department of the UK Government responsible for the collection of taxes). A ROPS can receive transfers of UK pension benefits, without incurring unauthorised payment charges (which are charged by Her Majesty's Revenue and Customs when payments from UK pension schemes are outside UK tax rules).

To protect the interests of investors, the Scheme's investments are held by an independent custodian, and our operations are supervised by an independent supervisor, Public Trust. The Scheme is established as a trust and is governed by a trust deed between the supervisor and us.

To minimise administration costs and keep fees low, the Scheme invests in assets by investing in SuperLife Invest, which is a managed investment scheme also managed by us. We do not charge you additional fees because the Scheme invests in this way.

Your money is pooled and invested with other investors' money.

Your money goes into an account in your name. This account is invested in one or more of the investment options chosen by you.

As an investor, you have an interest in the Scheme. However, your interest does not give you any right to any particular asset of a fund.

When you become eligible to withdraw your investment, you can do so by redeeming your interest in the Scheme for cash.



All funds have assets (the investments of the fund) and liabilities (the fees, taxes and other costs payable by the fund). All liabilities incurred in respect of a fund will be met in the first instance from the assets of that fund. If the investments in a fund are not sufficient to meet its liabilities, the investments in another fund may be used to meet those liabilities.

Joining the Scheme

To join the Scheme, you must be intending to transfer money into the Scheme from a UK pension scheme or another ROPS. You can apply by completing the application form attached to this product disclosure statement and sending it to us.

Making investments

You can invest by transferring money into the Scheme from UK pension schemes or other ROPSs. You cannot make further contributions to the Scheme.

UK overseas transfer charge

A UK overseas transfer charge of 25% of the transfer amount will apply if you are not a New Zealand tax resident when you transfer money to the Scheme from a UK pension scheme or (if the original transfer from a UK pension scheme occurred on or after 9 March 2017) from another ROPS

However, even if the transfer is not subject to a UK overseas transfer charge when first made, the charge may be triggered later if, within five UK tax years after the original transfer, you cease to be a New Zealand tax resident and you leave your money in the Scheme.

New Zealand foreign superannuation withdrawal tax

New Zealand foreign superannuation withdrawal tax may be payable if you transfer money into the Scheme from a UK pension scheme (or from any ROPS other than an Australian superannuation scheme). The amount of tax that you will pay will depend on how many years you have been a New Zealand tax resident (there is currently a four-year exemption period from when you first become tax resident in which you can transfer a foreign superannuation amount without incurring any New Zealand foreign superannuation withdrawal tax).

You should seek UK and New Zealand tax advice before transferring UK pension scheme money to the Scheme.

Your money will be invested in the investment options you have chosen.



Withdrawing your investments

You can make a withdrawal from your investment only in accordance with the UK's rules for ROPS. Currently, these rules allow you to withdraw the full amount of your investment (including any growth in value) by making regular or lump sum withdrawals, or by withdrawing the full amount, only in the following circumstances:

- ▶ at any time after reaching the minimum pension age in the UK (currently age 55); or
- ▶ if you suffer physical or mental ill-health and we are provided with satisfactory medical evidence that you are unable to carry on your job because of that ill-health; or
- ▶ if you suffer serious ill-health and we are provided with satisfactory medical evidence that your life expectancy is less than a year.

UK tax charges

Up to 25% of the original transfer amount (and any growth in value) can be paid tax free when you withdraw your investment at or after age 55 or due to ill-health as described above. However, depending on your tax residency, UK tax may be payable when you withdraw any of the remaining balance. New Zealand's double tax agreement with the United Kingdom means that if you are a New Zealand tax resident at the time you make the withdrawal, it is unlikely you will be liable to pay any UK tax. Nevertheless, we recommend that you seek UK and New Zealand tax advice before making any withdrawal.

If you die, we will pay your investment to your personal representatives (the executors or administrators of your estate) or otherwise in accordance with law. Withdrawals may also be required by law (for example, if a court orders the release of money from your account).

We may, in limited circumstances, suspend processing withdrawal requests (including where we cannot sell enough assets of a fund to satisfy a withdrawal request, or if we consider a withdrawal could be detrimental to other investors in a fund).

How to switch between investment options

You can switch your investment from one investment option to another investment option at any time free of charge.

You can do this at www.superlife.co.nz or by completing a change investment strategy form (which is available online) and providing it to us.

We may, in limited circumstances, suspend processing requests to switch between investment options.



3. Description of your investment options

The funds invest in income and growth assets. No one knows for certain how these types of assets are going to perform, but based on our experience we would expect the following characteristics:

► **Income assets:** Income assets include cash and fixed interest. With cash, we would expect positive returns, but lower than the returns for other assets over the long term. Investing in cash is suitable when money may be required in the short term (0 – 3 years). With fixed interest, we would expect positive returns that are higher than the returns for cash over 3 – 5 years, but at times returns can be negative over the shorter term. Investing in fixed interest is suitable when money may be required in the medium term (3 – 10 years).

► **Growth assets:** Growth assets include shares and property. With shares and property, we would expect positive returns that are higher than the returns for cash and fixed interest over the long term, but at times returns can be negative over the short to medium term. These negative returns can be quite large. Investing in shares and property is suitable when money can be invested for the long term (7 years plus).

To help you understand what type of investor you are, you can seek financial advice or work it out at www.sorted.org.nz/tools/investor-kickstarter.

Funds		
Description, investment objective and target investment mix	Risk indicator	Minimum suggested investor timeframe
<p>UK Cash Fund</p> <p>Invests in UK cash and cash equivalent assets. Designed to provide a return (after tax, fees and other expenses) that reflects the after-tax return on the UK cash market. The fund is not hedged against the NZ dollar. This means that changes in the value of the NZ dollar against the UK pound will impact the fund's return.</p> <ul style="list-style-type: none"> ► 100% Cash and cash equivalents ► 100% Income assets 	<p>Lower risk Higher risk</p> <p>1 2 3 4 5 6 7</p> <p>Potentially lower return Potentially higher return</p>	5 years
<p>NZ Cash Fund</p> <p>www.sorted.org.nz fund type: DEFENSIVE</p> <p>Invests in New Zealand cash and cash equivalent assets (including term deposits). Designed to provide a return (after tax, fees and other expenses) that reflects the after-tax return on the New Zealand cash market.</p> <ul style="list-style-type: none"> ► 100% Cash and cash equivalents ► 100% Income assets 	<p>Lower risk Higher risk</p> <p>1 2 3 4 5 6 7</p> <p>Potentially lower return Potentially higher return</p>	None
<p>SuperLife^{Income}</p> <p>Invests in income assets. Designed for investors that want an investment in New Zealand and international fixed interest. Negative annual returns may occur once in every 7 – 10 years on average.</p> <ul style="list-style-type: none"> ► 1% NZ fixed interest ► 34% NZ fixed interest ► 65% International fixed interest ► 100% Income assets 	<p>Lower risk Higher risk</p> <p>1 2 3 4 5 6 7</p> <p>Potentially lower return Potentially higher return</p>	5 years



Funds		
Description, investment objective and target investment mix	Risk indicator	Minimum suggested investor timeframe
<p>SuperLife³⁰</p> <p>Invests mostly in income assets. Negative annual returns may occur once in every 7–10 years on average.</p> <p>www.sorted.org.nz fund type: CONSERVATIVE</p> <ul style="list-style-type: none"> ▶ 1% Cash and cash equivalents ▶ 24% NZ fixed interest ▶ 45% International fixed interest ▶ 70% Income assets ▶ 6.5% Australasian equities ▶ 16% International equities ▶ 7.5% Listed property ▶ 30% Growth assets 	<p>Lower risk</p> <p>1 2 3 4 5 6 7</p> <p>Potentially lower return Potentially higher return</p>	6 years
<p>Ethica</p> <p>Invests in a mix of income and growth assets. A socially responsible fund which excludes assets that do not meet the fund's defined ethical investment standards. Negative annual returns may occur once in every 5–7 years on average.</p> <p>www.sorted.org.nz fund type: BALANCED</p> <ul style="list-style-type: none"> ▶ 1% Cash and cash equivalents ▶ 13% NZ fixed interest ▶ 26% International fixed interest ▶ 40% Income assets ▶ 14.5% Australasian equities ▶ 38% International equities ▶ 7.5% Listed property ▶ 60% Growth assets 	<p>Lower risk</p> <p>1 2 3 4 5 6 7</p> <p>Potentially lower return Potentially higher return</p>	8 years
<p>SuperLife⁶⁰</p> <p>Invests in a mix of income and growth assets. Negative annual returns may occur once in every 5–7 years on average.</p> <p>www.sorted.org.nz fund type: BALANCED</p> <ul style="list-style-type: none"> ▶ 1% Cash and cash equivalents ▶ 13% NZ fixed interest ▶ 26% International fixed interest ▶ 40% Income assets ▶ 14.5% Australasian equities ▶ 38% International equities ▶ 7.5% Listed property ▶ 60% Growth assets 	<p>Lower risk</p> <p>1 2 3 4 5 6 7</p> <p>Potentially lower return Potentially higher return</p>	8 years
<p>SuperLife⁸⁰</p> <p>Invests mostly in growth assets. Negative annual returns may occur once in every 3–5 years on average.</p> <p>www.sorted.org.nz fund type: GROWTH</p> <ul style="list-style-type: none"> ▶ 1% Cash and cash equivalents ▶ 6.5% NZ fixed interest ▶ 12.5% International fixed interest ▶ 20% Income assets ▶ 20% Australasian equities ▶ 52.5% International equities ▶ 7.5% Listed property ▶ 80% Growth assets 	<p>Lower risk</p> <p>1 2 3 4 5 6 7</p> <p>Potentially lower return Potentially higher return</p>	9 years
<p>SuperLife¹⁰⁰</p> <p>Invests in growth assets. Designed for investors that want an investment in shares and property. Negative annual returns may occur once in every 2–4 years on average.</p> <p>www.sorted.org.nz fund type: AGGRESSIVE</p> <ul style="list-style-type: none"> ▶ 1% Cash and cash equivalents ▶ 1% Income assets ▶ 25.5% Australasian equities ▶ 66% International equities ▶ 7.5% Listed property ▶ 99% Growth assets 	<p>Lower risk</p> <p>1 2 3 4 5 6 7</p> <p>Potentially lower return Potentially higher return</p>	10 years



SuperLife^{Age Steps}

SuperLife^{Age Steps} automatically sets the proportion of your investment in income and growth assets based on your age. As you get older, the proportion of your investment in more volatile growth assets will be reduced, lowering the expected size of the ups and downs in the value of your investment. This option may be suitable if you are saving for retirement (assumed to be age 65), and assumes you will continue to invest your savings and spend them over your retirement period.

The information set out below is a representative sample of the age steps. Information about all the age steps is available at www.superlife.co.nz/agesteps.

Investor's age	Target investment mix	Risk indicator
20 years	<ul style="list-style-type: none"> ▶ 1% Cash and cash equivalents ▶ 1.4% NZ fixed interest ▶ 2.6% International fixed interest ▶ 5% Income assets ▶ 24.5% Australasian equities ▶ 63.3% International equities ▶ 7.2% Listed property ▶ 95% Growth Assets 	<p>Lower risk Higher risk</p> <p>1 2 3 4 5 6 7</p> <p>Potentially lower return Potentially higher return</p>
30 years	<ul style="list-style-type: none"> ▶ 1% Cash and cash equivalents ▶ 6.8% NZ fixed interest ▶ 13% International fixed interest ▶ 20.8% Income assets ▶ 20.4% Australasian equities ▶ 52.8% International equities ▶ 6% Listed property ▶ 79.2% Growth Assets 	<p>Lower risk Higher risk</p> <p>1 2 3 4 5 6 7</p> <p>Potentially lower return Potentially higher return</p>
40 years	<ul style="list-style-type: none"> ▶ 1% Cash and cash equivalents ▶ 6.8% NZ fixed interest ▶ 13% International fixed interest ▶ 20.8% Income assets ▶ 20.4% Australasian equities ▶ 52.8% International equities ▶ 6% Listed property ▶ 79.2% Growth Assets 	<p>Lower risk Higher risk</p> <p>1 2 3 4 5 6 7</p> <p>Potentially lower return Potentially higher return</p>
50 years	<ul style="list-style-type: none"> ▶ 1% Cash and cash equivalents ▶ 8.5% NZ fixed interest ▶ 16.3% International fixed interest ▶ 25.8% Income assets ▶ 19.1% Australasian equities ▶ 49.5% International equities ▶ 5.6% Listed property ▶ 74.2% Growth Assets 	<p>Lower risk Higher risk</p> <p>1 2 3 4 5 6 7</p> <p>Potentially lower return Potentially higher return</p>
60 years	<ul style="list-style-type: none"> ▶ 13.4% Cash and cash equivalents ▶ 10.2% NZ fixed interest ▶ 19.5% International fixed interest ▶ 43.1% Income assets ▶ 14.7% Australasian equities ▶ 37.9% International equities ▶ 4.3% Listed property ▶ 56.9% Growth Assets 	<p>Lower risk Higher risk</p> <p>1 2 3 4 5 6 7</p> <p>Potentially lower return Potentially higher return</p>
70 years	<ul style="list-style-type: none"> ▶ 20.8% Cash and cash equivalents ▶ 13.6% NZ fixed interest ▶ 26% International fixed interest ▶ 60.4% Income assets ▶ 10.2% Australasian equities ▶ 26.4% International equities ▶ 3% Listed property ▶ 39.6% Growth Assets 	<p>Lower risk Higher risk</p> <p>1 2 3 4 5 6 7</p> <p>Potentially lower return Potentially higher return</p>
80 years	<ul style="list-style-type: none"> ▶ 30.7% Cash and cash equivalents ▶ 20.4% NZ fixed interest ▶ 38.9% International fixed interest ▶ 90% Income assets ▶ 2.6% Australasian equities ▶ 6.6% International equities ▶ 0.8% Listed property ▶ 10% Growth Assets 	<p>Lower risk Higher risk</p> <p>1 2 3 4 5 6 7</p> <p>Potentially lower return Potentially higher return</p>



The Statement of Investment Policy and Objectives (**SIPO**) for the Scheme sets out the investment policies and objectives for the Scheme. The SIPO also sets out the target investment mix and investment mix ranges (minimum and maximum limits) for each fund. We may change the SIPO at any time, but will give you at least 30 days' notice of any change that is expected to have a material effect on you.

The SIPO is available at www.superlife.co.nz. Material changes to the SIPO will be described in the Scheme's annual report.

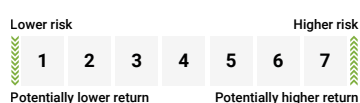
Further information about the assets in each investment option can be found in the fund updates at www.superlife.co.nz.



4. What are the risks of investing?

Understanding the risk indicator

Funds in New Zealand must have a standard risk indicator. The risk indicator is designed to help investors understand the uncertainties both for loss and growth that may affect their investment. You can compare funds using the risk indicator.



See section 3 for the risk indicators which have been calculated for each of the investment options described in this product disclosure statement.

The risk indicator is rated from 1 (low) to 7 (high). The rating reflects how much the value of the investment option's assets goes up and down (volatility). A higher risk generally means higher potential returns over time, but more ups and downs along the way.

To help you clarify your own attitude to risk, you can seek financial advice or work out your risk profile at www.sorted.org.nz/tools/investor-kickstarter.

Note that even the lowest category does not mean a risk-free investment, and there are other risks (described under the heading 'Other specific risks') that are not captured by this rating.

This risk indicator is not a guarantee of an investment option's future performance. The risk indicator is based on the returns data for 5 years to 30 September 2018. While risk indicators are usually relatively stable, they do shift from time to time. You can see the most recent risk indicator in the latest fund update for each of the investment options.

General investment risks

When you invest, there is always a risk that the outcome is not what you expected or hoped for. This could be because: (a) the return on your investment was negative or low; or (b) your chosen investment strategy was not always suited to your goals.

Some of the things that may cause a fund's value to move up and down, which affect the risk indicator, are:

- ▶ **Market risk:** The risk that a market or a sector of a market that a fund invests in declines.
- ▶ **Individual financial product risk:** The risk that changes in the financial condition or credit rating of an issuer of a financial product causes the value of a financial product held by a fund to decline.
- ▶ **Liquidity risk:** The risk that an investment is difficult to buy or sell and a fund suffers a loss as a result.
- ▶ **Currency risk:** The risk that changes in exchange rates cause the value of an international investment to reduce.
- ▶ **Credit risk:** The risk that issuers of fixed interest or cash investments do not pay interest and/or capital repayments when these are due.
- ▶ **Interest rate risk:** The risk that interest rates rise and the value of investments (in particular, fixed interest and cash investments) reduce.



Other specific risks

There are other risks that may affect returns for investors, which are not reflected in the risk indicator. These risks include:

- ▶ **ROPS risk:** There is a risk that changes to the UK's rules for ROPS limit your ability to withdraw your investments or affect the UK tax you pay on your investment. We will not be liable for any loss you may suffer if this happens.
- ▶ **Investment management risk:** While the Scheme's investment philosophy is that a passive approach to investing will deliver better long-term results, we make some active management decisions. There is a risk that this may result in a fund achieving a return that is lower than the investment objective for the fund.

See the 'Other Material Information' document on the offer register at www.disclose-register.companiesoffice.govt.nz for further information about the risks of investing in the Scheme.



5. What are the fees?

You will be charged fees for investing in the Scheme. Fees are deducted from your investment and will reduce your returns. If we invest in other funds, those funds may also charge fees. The fees you pay will be charged in two ways:

- ▶ regular charges (for example, fund charges). Small differences in these fees can have a big impact on your investment over the long term; and
- ▶ one-off fees (for example, entry and exit fees).

These are as follows:

Funds			
Fund	Estimated fund charges (% per annum of the fund's net asset value)	Other charges and individual action fees	
UK Cash Fund	0.50%	<p>Administration fee - \$60 a year (regardless of the number of investment options you invest in, or the number of times you change investment options).</p> <p>Entry fee - you will be charged this fee when you transfer money into the Scheme from a UK pension scheme or another ROPS. The fee is 1% of the amount transferred or \$500 (whichever is greater).</p> <p>Exit fee - you will be charged this fee if you transfer your investment from the Scheme to a UK pension scheme or another ROPS. The fee is 1% of the amount transferred or \$500 (whichever is greater).</p> <p>Financial adviser fee - you will only be charged this fee if you have a financial adviser and have agreed with your adviser that he/she will be paid a fee for providing you financial advice. The amount of this fee is to be agreed between you and your financial adviser and set out in the application form. The maximum financial adviser fee you can agree with your financial adviser is: (a) 0.50% per annum of your account balance; or (b) \$500 per annum.</p>	
NZ Cash Fund	0.53%		
SuperLife ^{Income}	0.57%		
SuperLife ³⁰	0.58%		
Ethica	0.71%		
SuperLife ⁶⁰	0.61%		
SuperLife ⁸⁰	0.62%		
SuperLife ¹⁰⁰	0.64%		
SuperLife ^{Age Steps}			
Investor's age	Estimated fund charges (% per annum of the fund's net asset value)		
20 years	0.64%		
30 years	0.63%		
40 years	0.63%		
50 years	0.62%		
60 years	0.61%		
70 years	0.59%		
80 years	0.57%		



The fund charges set out on page 16 are deducted from, and reflected in the value of, the fund. The fund charges include the fees and costs charged by the supervisor and custodian (together with the fees and costs charged by any other funds we invest in). They also include our regulatory and compliance costs. Some of these costs are not fixed, so the fund charges set out on page 16 include an estimate of these costs.

The administration fee is deducted from your account balance at \$5 each month.

The entry fee is deducted from the amount transferred into the Scheme from a UK pension scheme or ROPS. The exit fee is deducted from the amount transferred from the Scheme to a UK pension scheme or ROPS. The financial adviser fee (if applicable) is deducted from your account balance each day and paid to your financial adviser. We do not charge any other fees on an individual basis for investor-specific decisions or actions.

We will stop charging you the financial adviser fee if you tell us to stop (for example, if you no longer use your financial adviser).

We may deduct costs that relate to the Scheme that arise outside the ordinary course of business from a fund (although such occasions are likely to be rare).

Example of how fees apply to an investor

Brett invests \$10,000 in SuperLife⁸⁰. He is charged an entry fee of \$500.

This brings the starting value of his investment to \$9,500.

He is charged fund charges, which work out to about \$58.90 (0.62% of \$9,500). These fees might be more or less if his account balance has increased or decreased over the year.

Over the next year, Brett pays other charges of \$60 (Brett does not have a financial adviser and was not charged the financial adviser fee).

Estimated total fees for the first year

Fund charges: \$58.90

Other charges: \$60

Individual action fees: \$500

See the latest fund update for SuperLife⁸⁰ for an example of the actual returns and fees investors were charged over the past year.

This example applies only to SuperLife⁸⁰. If you are considering investing in other investment options in the Scheme, this example may not be representative of the actual fees you may be charged.

The fees can be changed

We may change the fees and charges payable by an investor at any time. Where we increase a fee or charge, we will give you notice of the change.

We must publish a fund update for each investment option showing the fees and charges actually charged during the most recent year. Fund updates, including past updates, are available at www.superlife.co.nz.



6. What taxes will you pay?

The Scheme is not a portfolio investment entity (PIE).

The amount of tax that the Scheme pays on the taxable income attributed to your account is calculated at the rate of 28%. As a result, even if the rate of tax payable by the Scheme is higher than your marginal rate, you will not get a refund of any of the tax paid by the Scheme.

Tax can have significant consequences for investments. If you have any queries relating to the tax consequences of investing in the Scheme, you should obtain professional advice on those consequences.

See section 2 for information about: (a) the UK overseas transfer charge that will apply if you are not a New Zealand tax resident when you transfer money to the Scheme from a UK pension scheme or ROPS; (b) the New Zealand foreign superannuation withdrawal tax that may be payable if you transfer money into the Scheme from a UK pension scheme or ROPS; and (c) the UK tax charges that may apply if you withdraw your investment.



7. Who is involved?

About the manager

Smartshares Limited is a fund manager. It offers New Zealand's broadest range of passive funds and is a wholly-owned subsidiary of NZX Limited.

Our contact details are:

Smartshares Limited
PO Box 105262
Auckland 1143

Telephone: 0800 27 87 37

Email: ukpensions@superlife.co.nz

Who else is involved?

	Name	Role
Supervisor	Public Trust	Supervises our operations to protect the interests of investors.
Custodian	Public Trust (acting through its nominee company, SuperLife Nominees Limited)	Holds the Scheme's assets on behalf of investors.
Other	MyFiduciary Limited	Provides investment advisory and related services in respect of the ethical fund and managed funds.



8. How to complain

Manager

Complaints about your investment or the Scheme can be made to us at:

Complaints – SuperLife
Smartshares Limited
PO Box 105262
Auckland 1143

Telephone: 0800 27 87 37
Email: ukpensions@superlife.co.nz

Supervisor

If you make a complaint to us, and the complaint cannot be resolved, you may refer it to the supervisor at:

Complaints
Public Trust
PO Box 1598
Shortland Street
Auckland 1140

Telephone: 0800 371 471
Email: cts.enquiry@publictrust.co.nz

Independent dispute resolution scheme

We are a member of the Financial Services Complaints Limited Scheme (the supervisor is also a member), which is an independent dispute resolution scheme.

If you make a complaint to us (or the supervisor), and the complaint cannot be resolved, you may refer it to Financial Services Complaints Limited at:

Financial Services Complaints Limited
PO Box 5967
Wellington 6140

Telephone: 0800 347 257
Email: complaints@fscl.org.nz

The Financial Services Complaints Limited Scheme will not charge you a fee to investigate or resolve a complaint.



9. Where you can find more information

Further information relating to the Scheme and investment options, including financial statements, annual reports, fund updates and the SIPO, is available on the offer register and the scheme register at www.disclose-register.companiesoffice.govt.nz. A copy of the information on the offer register or scheme register is available on request to the Registrar of Financial Service Providers.

The information set out above is available at www.superlife.co.nz or by contacting us. You can obtain an estimate of the value of your investment online or via our mobile app or by contacting us. This information is available free of charge. See section 7 for our contact details.

You can obtain general information about the Scheme and investment options at www.superlife.co.nz.



10. How to apply

To invest in the Scheme, you can complete the application form attached to this product disclosure statement and send it to us.

SuperLife UK pension transfer scheme application form

To apply to join the SuperLife UK pension transfer scheme (**Scheme**), complete this application form and email it to us at ukpensions@superlife.co.nz or post it to us at PO Box 105262, Auckland 1143.

1. Personal details (Member)

First and middle names: _____

Surname: _____

Preferred name: _____

Title (Mr, Mrs, Ms, etc.): _____

Date of birth (dd/mm/yyyy): _____

Phone: _____

Mobile: _____

Email: _____

Home address: _____

Town/City: _____ Post code: _____

Postal address (if different): _____

Town/City: _____ Post code: _____

IRD number: _____

Is the member tax resident in another country?

No Yes – Please tell us what other country and provide the member’s tax ID number

Country: _____ Tax ID number:

In the last 12 months, have you, any member of your immediate family, or any close business associate, been engaged in a role overseas that was, or is, related to political office or foreign public service? (Tick one)

No
 Yes – Country: _____



2. Identity verification

To comply with legal requirements, we must verify your identity and confirm your residential address. We can try to do this electronically, but not everyone can be verified electronically. By providing the information below, you consent to us trying to verify your identity and address electronically. If we are unable to do so, we will contact you for more information.

Country of citizenship		+	Vehicle number plate (if applicable)	
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Only include the plate number if the vehicle is registered in your name.

Complete details for at least one of the following rows:

NZ drivers licence number		+	Card version	
----------------------------------	--	---	---------------------	--

The number is printed on your licence under the note '5a'

The version is printed on your licence under the note '5b'

NZ passport number		+	Expiry date	
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Make sure your name entered on page 1 exactly matches the name shown on your passport, including middle name(s)

NZ birth certificate number	
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Make sure your name entered on page 1 is your current official name, including middle name(s)

NZ citizenship number		+	Country of birth	
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Make sure the country of birth entered above, and your name entered on page 1, exactly match the details shown on the citizenship certificate, including middle name(s)

3. Communications

Statement frequency: (Tick one) Monthly (default) Quarterly Annually (31 March) Weekly

4. UK pension scheme/Recognised overseas pension scheme (ROPS)

Names of UK pension schemes and/or ROPSs you are transferring money from	UK£ amount being transferred (if known)

Date you left the UK: _____

Please attach evidence of the date you left the UK to this application form



5. Investment strategy

Tick one investment strategy option

Your investment (the money you have transferred to the Scheme from UK pension schemes or other ROPS) will be invested in accordance with the investment strategy option you select.

Investment strategy option

SuperLife^{Age Steps} SuperLife^{Age Steps} automatically sets the proportion of your investment in income and growth assets based on your age. As you get older, the proportion of your investment in more volatile growth assets will be reduced, lowering the expected size of the ups and downs in the value of your investment.

Cash

UK Cash Fund Invests in UK cash and cash equivalent assets. Designed to provide a return (after tax, fees and other expenses) that reflects the after-tax return on the UK cash market. The fund is not hedged against the NZ dollar. This means that changes in the value of the NZ dollar against the UK pound will impact the fund's return.

NZ Cash Fund Invests in New Zealand cash and cash equivalent assets (including term deposits). Designed for investors that want a defensive investment option that provides a return (after tax, fees and other expenses) that reflects the after-tax return on the New Zealand cash market.

Ethical fund

Ethica Invests in a mix of income and growth assets. Designed for investors that want a balanced investment option. A socially responsible fund which excludes assets that do not meet the fund's defined ethical investment standards.

Managed funds

SuperLife^{Income} Invests in income assets. Designed for investors that want an investment in New Zealand and international fixed interest.

SuperLife³⁰ Invests mostly in income assets. Designed for investors that want a conservative investment option.

SuperLife⁶⁰ Invests in a mix of income and growth assets. Designed for investors that want a balanced investment option.

SuperLife⁸⁰ Invests mostly in growth assets. Designed for investors that want a growth investment option.

SuperLife¹⁰⁰ Invests in growth assets. Designed for investors that want an aggressive investment option that invests in shares and property.

Set your own investment strategy

My Mix If you tick this option, please complete the My Mix investment strategy section on page 6.



6. Personal information

The information in this application form, and any information you provide us at later dates, will be collected, used, stored and disclosed as set out in our privacy policy at www.superlife.co.nz/legal/privacy-policy.

7. Member agreement

I confirm that I have received the SuperLife UK pension transfer scheme Product Disclosure Statement and apply to join the Scheme.

I authorise you to contact my existing UK pension scheme and/or ROPS, providing personal information as necessary, to transfer all balances to my account.

I understand that I can only make a withdrawal from my investment in accordance with the UK's rules for ROPS. I also understand that UK and New Zealand tax may apply to my investment and that Smartshares recommends that I seek UK and New Zealand tax advice before doing so.

I understand that section 2 of the SuperLife UK pension transfer scheme Product Disclosure Statement sets out information about: (a) the UK overseas transfer charge that will apply if I am not a New Zealand tax resident when I transfer money to the Scheme from a UK pension scheme or ROPS; (b) the New Zealand foreign superannuation withdrawal tax that may be payable if I transfer money to the Scheme from a UK pension scheme or ROPS; and (c) the UK tax charges that may apply if I withdraw my investment.

I acknowledge that an entry fee will be charged when I transfer money to the Scheme from a UK pension scheme or another ROPS and that an exit fee will be charged if I transfer my investment from the Scheme to a UK pension scheme or another ROPS.

I understand that SuperLife will send me statements and other communications by email, unless I request that they be sent by post.

Member signature:

Date: (dd/mm/yyyy)



8. Financial adviser (if applicable)

Complete this section if you have a financial adviser and have agreed with the adviser that he/she will be paid a fee for providing you with financial advice.

Financial adviser fee:

% per annum of your account balance or \$ per annum (complete the fee amount you have agreed with your adviser). The maximum financial adviser fee you can agree with your financial adviser is: (a) 0.50% per annum of your account balance; or (b) \$500 per annum.

Financial adviser details

Name:

Company name:

Phone:

Mobile:

Email:

I instruct you to charge me the financial adviser fee and pay it to my financial adviser. I authorise you to disclose information about me and my investments to my financial adviser (and his/her company). I understand that the financial adviser fee will be deducted from my account balance.

I will tell you if I want you to stop charging the financial adviser fee (for example, if I no longer use my financial adviser).

Member signature:

Date: (dd/mm/yyyy)

The financial adviser must have signed a Financial Adviser Fee Agreement with us. The financial adviser fee does not cover the cost of any UK or New Zealand financial advice around transferring your investment to the Scheme (your financial adviser will charge you directly for this advice).



9. My Mix investment strategy (if applicable)

Complete this section if you have ticked the 'set your own investment strategy' option on page 3

		Investment % (must add up to 100%)	My Mix instructions
Ethical fund	Ethica		<p>Income</p> <p>Each fund receives income (for example, interest and dividends) as part of its overall investment return. Our standard practice is to automatically reinvest the income into the fund it came from. However, another option is to invest the income into the NZ Cash Fund – this may be a better option for you, particularly if you have reached retirement age and are making regular withdrawals from the Scheme.</p> <p>Tick one income option:</p> <p><input type="checkbox"/> I want each fund's income reinvested into the fund it came from (standard practice).</p> <p><input type="checkbox"/> I want each fund's income invested in the NZ Cash Fund.</p> <p>Rebalancing</p> <p>Over time, market movements will change the proportions of your investments so that they differ from the proportions you set in your My Mix investment strategy. The following options let you choose whether we rebalance your investments (i.e. move money between your funds) to maintain these proportions.</p> <p>Tick one rebalancing option:</p> <p><input type="checkbox"/> Option 1 – Standard rebalancing</p> <p>Our standard practice is to regularly rebalance your investments (normally each month) to maintain the proportions you set in your My Mix investment strategy.</p> <p><input type="checkbox"/> Option 2 – No rebalancing</p> <p>You can choose not to have your investments rebalanced. If you choose this option, the proportions of your investments will change with market movements.</p> <p><input type="checkbox"/> Option 3 – Regular withdrawal rebalancing</p> <p>This option is designed for investors that want to: (a) reduce the risk of withdrawing money from funds that invest in shares and property at a time when the value of those funds has fallen; and/or (b) maintain a minimum level of cash and/or fixed interest.</p> <p>If you choose this option, we will regularly rebalance your investments (normally each month) to maintain the proportions set in your My Mix investment strategy; however, we will only rebalance by moving money from higher volatility funds (for example, funds that invest in shares and property) to lower volatility funds (for example, funds that invest in fixed interest and cash), and will not move money the other way – this may be a better option for you, particularly if you have reached retirement age and are making regular withdrawals from the Scheme.</p>
Managed funds	SuperLife ^{Income}		
	SuperLife ³⁰		
	SuperLife ⁶⁰		
	SuperLife ⁸⁰		
	SuperLife ¹⁰⁰		
Sector funds	NZ Cash Fund		
	NZ Bonds Fund		
	Overseas Bonds Fund		
	Overseas Non-government Bonds Fund		
	Property Fund		
	NZ Shares Fund		
	Australian Shares Fund		
	Overseas Shares (Currency Hedged) Fund		
	Overseas Shares Fund		
	Emerging Markets Fund		
UK Cash Fund			
ETF funds	NZ Cash ETF Fund		
	NZ Bond ETF Fund		
	Global Bond ETF Fund		
	NZ Dividend ETF Fund		
	NZ Top 50 ETF Fund		
	NZ Top 10 ETF Fund		
	NZ Mid Cap ETF Fund		
	NZ Property ETF Fund		
	Australian Top 20 ETF Fund		
	Australian Dividend ETF Fund		
	Australian Financials ETF Fund		
	Australian Property ETF Fund		
	Australian Resources ETF Fund		
	Australian Mid Cap ETF Fund		
	Total World ETF Fund		
	US 500 ETF Fund		
	Europe ETF Fund		
	Asia Pacific ETF Fund		
	US Large Growth ETF Fund		
	US Large Value ETF Fund		
US Mid Cap ETF Fund			
US Small Cap ETF Fund			
Emerging Markets ETF Fund			



10. Letter of authority – release of UK pension information

Complete additional copies of this letter of authority, as necessary, to include all UK pension schemes and/or ROPS that you want to transfer money from.

Name of UK pension scheme or ROPS: _____

Postal address: _____

Town/City: _____ Post code: _____

Dear Sir/Madam

Member name in full: _____

Date of birth: _____

UK national insurance number: _____

Policy/Member number: _____

Please accept this letter as my authority for you to release any information relevant to my scheme benefits to Smartshares Limited at ukpensions@superlife.co.nz or to the following postal address:

Smartshares Limited
PO Box 105262
Auckland 1143
New Zealand

My New Zealand contact details are:

Postal address: _____

Town/City: _____ Post code: _____

Email: _____

Phone: _____

Mobile: _____

My previous UK contact details were:

Postal address: _____

Town/City: _____ Post code: _____

Email: _____

Phone: _____

Mobile: _____

Please contact me if you require further information

Member signature: _____

Date: (dd/mm/yyyy) _____