

Do you qualify as a Wholesale Investor?

You only need to fit into one of the 10 Wholesale Investor Criteria.

The terms “**Wholesale Investor**” are defined in the Financial Markets Conduct Act 2013 (the “Act”). Please see the Act for more information.

All investment offers through McNiece Investment Limited Partnership (MILP) are only available to **Wholesale Investors** and not to Retail Investors.

If you meet the criteria for one or more of the categories in the Act (which are summarised below), you are considered to be a **Wholesale Investor**.

Wholesale Investor:

1. My net assets, combined with the assets of entities I control, exceeded \$5 million as at the last day of each of the two most recently completed financial years, or the total consolidated turnover of me and the entities I control exceeded \$5 million in each of the two most recently completed financial years. I certify that I am a Wholesale Investor within the meaning of clause 3(2)(c) of Schedule 1 to the Act on these grounds.
2. I own, or at any time during the two-year period immediately before giving this certificate have owned, a portfolio of specified financial products (as defined in clause 38 of Schedule 1 to the Act) of a value of at least \$1 million (in aggregate). I certify that I am a Wholesale Investor within the meaning of clause 3(2)(b) of Schedule 1 to the Act due to meeting the investment activity criteria specified in clause 38 of Schedule 1 to the Act on these grounds.
3. I have, during the two-year period immediately before giving this certificate, carried out one or more transactions to acquire specified financial products (as defined in clause 38 of Schedule 1 to the Act) where the amount payable under those transactions (in aggregate) is at least \$1 million and the other parties to the transactions were not associated with me. I certify that I am a Wholesale Investor within the meaning of clause 3(2)(b) of Schedule 1 to the Act due to meeting the investment activity criteria specified in clause 38 of Schedule 1 to the Act on these grounds.
4. My principal business consists of investing in financial products. I certify that I am a Wholesale Investor within the meaning of clause 3(2)(a) of Schedule 1 to the Act due to being an investment business as specified in clause 37 of Schedule 1 to the Act on these grounds.
5. My principal business consists of providing a financial adviser service (within the meaning of section 9 of the Financial Advisers Act 2008) in relation to financial products. I certify that I am a Wholesale Investor within the meaning of clause 3(2)(a) of Schedule 1 to the Act due to being an investment business as specified in clause 37 of Schedule 1 to the Act on these grounds.
6. My principal business consists of providing a broking service (within the meaning of section 77B of the Financial Advisers Act 2008) in relation to financial products. I certify that I am a Wholesale Investor within the meaning of clause 3(2)(a) of Schedule 1 to the Act due to being an investment business as specified in clause 37 of Schedule 1 to the Act on these grounds.
7. My principal business consists of trading in financial products on behalf of other people. I certify that I am a Wholesale Investor within the meaning of clause 3(2)(a) of Schedule 1 to the Act due to being an investment business as specified in clause 37 of Schedule 1 to the Act on these grounds.
8. Within the last 10 years immediately before giving this certificate, I've been employed or engaged in an investment business and, for at least two years during that 10 year period, I participated to a material extent in the investment decisions made by the investment business. I

certify that I am a Wholesale Investor within the meaning of clause 3(2)(b) of Schedule 1 to the Act due to meeting the investment activity criteria specified in clause 38 of Schedule 1 to the Act on these grounds.

9. I'm an authorised financial adviser. I certify that I am a Wholesale Investor within the meaning of clause 3(2)(a) of Schedule 1 to the Act due to being an investment business as specified in clause 37 of Schedule 1 to the Act on these grounds.
10. If I choose to invest in an offer presented by PIL, I intend to invest at least \$750,000.