



BINGO CAPITAL FUND

INFORMATION MEMORANDUM

FOR CLASS A UNITS



Bingo Capital Fund

BINGO CAPITAL INVESTMENT TRUST

Bingo Capital Investment Trust

Classes of Units in the OTG Capital Master Trust
relating to investments in the
Bingo Capital Investment Trust

Information Memorandum

A commercial and residential real estate lending investment scheme for wholesale investors

Managed by
Bingo Capital Fund Pty Ltd
ABN 24 674 313 118 CAR 001307688

OTG Capital Pty Limited
ABN 64 605 573 948 AFSL: 551695

Welcome & Thank You

We are pleased to present this Information Memorandum (**IM**), providing you an opportunity to invest in the growing market of commercial and residential real estate backed lending.

The non-bank lending sector is experiencing strong growth given the challenging lending environment many commercial and “*non-standard*” borrowers face in the property development market. Our commercial and residential loans offer investors attractive alternative rates of return and an opportunity to diversify your funds across a number of different sub projects, localities and structures.

You will have the choice of gaining exposure to either:

- A pooled option that allows us the freedom to deploy funds in the manner we see fit to provide an array of returns and risk management profiles that suit both market conditions and borrower needs, and/or
- Specific Sub Projects held within the Bingo Capital Investment Trust that may have more specific investment profiles, locations or type.

The choice is yours. **Potential returns will depend on your selection of offering and investment outlook.**

This IM and additional supporting documents provide you the opportunity to review and study all the options available. We suggest you carefully read the entire IM and in particular read the section on “Risks of Investing” before you decide to invest with us. As always, we suggest you consult with a suitably qualified ASIC registered financial advisor.

We look forward to welcoming you as an investor in a class of units in the OTG Capital Master Trust relating to the Bingo Capital Investment Trust.



Sohel Ahmed

Yours Sincerely
Sohel Ahmed
Director & Fund Manager
Bingo Capital Fund Pty Ltd

Address: Level 17, 123 Pitt Street
Sydney, NSW 2000
T: 1300 124 346
Email: admin@bingocapital.com.au
Web: www.bingocapital.com.au

Corporate Directory

Trustee

AMAL Trustees Pty Limited
ABN 98 609 737 064 AFSL 483459
Level 13, 20 Bond Street
Sydney NSW 2000
www.amal.com.au

Sub-Trustee

AMAL Security Services Pty Limited
ABN 48 609 790 758 AFSL 483461
Level 13, 20 Bond Street
Sydney NSW 2000
www.amal.com.au

Investment Manager

OTG Capital Pty Limited
ABN 64 605 573 948 AFSL 551695
Level 17, Angel Place
123 Pitt Street
Sydney NSW 2000
www.otgcapital.com.au

Sub-Investment Manager

Bingo Capital Fund Pty Ltd
ABN 24 674 313 118 CAR No. 001307688
Suite 4,
1-9 Iolanthe Street
Campbelltown NSW 2560
www.bingocapital.com.au

Compliance

OTG Advisory
A division of OTG Capital Pty Limited
ABN 64 605 573 948 AFSL 551695
Level 17, Angel Place
123 Pitt Street
Sydney NSW 2000
www.otgcapital.com.au

Chartered Accountant

TD6 Chartered Accountants
PO Box 178
New Farm QLD 4005

Dated 1 March 2024

Important Notice

This Information Memorandum (**IM**) issued on 1 March 2024 is the current information memorandum for classes of units in the OTG Capital Master Trust (**Master Trust** or **Fund**) relating to the Bingo Capital Investment Trust (**BCIT** or **Sub-Trust**), a wholly owned sub-trust of the Master Trust. This IM is issued by Bingo Capital Fund Pty Ltd (**Bingo Capital Fund** or **Sub-Investment Manager**) and will continue to be effective until it is replaced or withdrawn.

Neither the Master Trust nor the Sub-Trust is a registered managed investment scheme under the Corporations Act and this IM is not a regulated product disclosure statement and has not been lodged with the Australian Securities and Investments Commission (**ASIC**), and ASIC has not been notified of its use.

This IM is only available to wholesale clients including sophisticated investors (as defined in section 761G and 761GA of the Corporations Act). Copies of this IM are available on request by calling 1300 084 491 and from www.bingocapital.com.au/downloads.

This IM does not constitute an offer in any place in which, or to any person to whom, it would not be lawful to make such an offer. The distribution of this IM in jurisdictions outside Australia may be restricted by law and persons who come into possession of the IM should seek professional advice on and observe any such restrictions.

Sub-Trust loans are for commercial and business purposes only and are not covered nor regulated under the National Consumer Credit Protection Act 2009 (Cth) (**NCCP Act**). The Sub-Trust will not make loans regulated by the NCCP Act.

Certain terms used in this IM are set out in the Glossary to this IM.

This document is important, and it should be read in its entirety. Before you invest, you should consult with a qualified financial advisor to ensure that your investment complies with your needs and meets your investment goals.

Australian Financial Services Licence (AFSL)

Bingo Capital Fund Pty Ltd is a corporate authorised representative (CAR 001307688) of OTG Capital Pty Limited (**OTG Capital or Investment Manager**) who is the holder of an AFSL number 551695. Under this authorisation, Bingo Capital Fund may deal in a financial product by applying for, acquiring, varying or disposing of a financial product on behalf of another in respect of certain products including interests in managed investment schemes, and may provide general financial product advice in relation to these products. Bingo Capital Fund and OTG Capital are not authorised or licensed to give personal financial advice to investors and cannot recommend to clients and investors that this investment is suitable for their own specific financial needs. If you are unsure about any matters explained in this IM or any Sub Project Summaries provided by us, you should consult a professional ASIC licensed adviser.

How do you qualify as a wholesale client?

If you are applying for A\$500,000 or more, you'll be automatically deemed a wholesale client and no additional documentation other than identification verification is required.

If you are applying for less than A\$500,000 other than in connection with a business, the easiest way to establish that you are a wholesale client is to arrange for your accountant to provide an accountant's certificate certifying that:

- the investor themselves has the Required Net Assets or the Required Gross Income OR
- together with any trusts or companies the investor controls, the investor has the Required Net Assets or the Required Gross Income OR
- the investor is a trust or company controlled by a person who has the Required Net Assets or the Required Gross Income.

Required Net Assets means "*net assets of at least A\$2,500,000*".

Required Gross Income means for each of the last two financial years, gross income of at least A\$250,000 a year.

There are other ways that you can qualify as a wholesale client, including:

- based on your investing experience (the ‘sophisticated investor’ exemption) – OTG Capital has an Adviser’s Certificate form that you can arrange to be completed to attest to this – contact OTG Capital for a copy
- you hold an Australian financial services licence or
- provide a statutory declaration that you meet any of the other categories of wholesale client. These include that you:
 - o are a body regulated by the Australian Prudential Regulation Authority (other than a trustee of a superannuation fund, an approved deposit fund, a pooled superannuation trust or a public sector superannuation scheme)
 - o are a trustee of a superannuation fund, an approved deposit fund, a pooled superannuation trust or a public sector superannuation scheme within the meaning of the Superannuation Industry (Supervision) Act 1993 (Cth) with net assets of at least A\$10 million
 - o control at least A\$10 million (including any amount held by an associate or under a trust that you manage)
 - o are a manufacturer of goods or a business that includes the manufacture of goods and employ 100 or more people
 - o are not a manufacturer but employs 20 or more people or
 - o are a listed entity, or a related body corporate of a listed entity.

Please contact Bingo Capital Fund if you need assistance in providing the appropriate documentation to certify that you are a wholesale client.

Regular Information

Following acceptance of your application, you will be sent an application advice. You should check the details on the advice carefully and contact Bingo Capital Fund if you have any questions or if you need any amendments made to correct an error in your details.

Initial and Additional Investments

The minimum initial investment is \$25,000, this may be varied from time to time by Bingo Capital Fund if requested. The minimum amount for further investments is generally A\$10,000.

There is no cooling off period in respect of your investment in the Fund.

If you have any questions

If you have any questions about any matter relating to the Fund, please telephone the Sub-Investment Manager, the Investment Manager or the Trustee as appropriate. Refer to the Corporate Directory in this IM.

Neither the Trustee, the Sub-Trustee, the Investment Manager or the Investment Sub-Manager are able to provide you with any tax or professional advice in respect of FATCA, the CRS or domestic tax legislation and we encourage you to seek the advice of a tax or professional advisor in relation to completing the tax sections of the Application Form.

Overview

Class of Units on offer	Classes of units in the OTG Capital Master Trust relating to the Bingo Capital Investment Trust – these units are denominated in AUD
Proposed investment	<p>Units issued in the Fund relating to a sub-trust wholly owned by the Fund, the Bingo Capital Investment Trust (Sub-Trust), which will in turn invest in commercial loans that are secured with mortgages against residential and/or commercial real estate assets.</p> <p>The loans will be made by the Sub-Trust in accordance with a standard loan facility arrangement as determined by the Sub-Trust Investment Manager.</p> <p>The Sub-Trust intends to invest in commercial lending arrangements that adhere to the Sub-Trust's lending policies which include first mortgages being limited to no more than 70% of an Investment Committee approved real estate valuation, and second mortgages being limited to no more than 75% of a panel approved real estate valuation.</p> <p>Loans will be located in Australia only.</p> <p>Lower risk loans secured by first ranking mortgages generally offer less attractive interest rates and returns than higher risk loans secured by second ranking mortgages. The Pooled Option will aim to provide a standardised investment rate return (published on the Sub-Trust's website and subject to change from time to time) to all investors participating, while specific Sub Project investments will be subject to their own investment rate returns.</p> <p>Under the Pooled Option, your investment in the underlying loans through the Sub-Trust will be pooled with other investor monies. The Pooled Option provides exposure to a portfolio of commercial loans with varying risk and return profiles (as selected by Bingo Capital Fund as investment manager of the Sub-Trust).</p>
Investment Manager	OTG Capital Pty Limited is the investment manager of the Master Trust.
Sub-Investment Manager	The Sub-Trustee has appointed Bingo Capital Fund Pty Ltd to manage the Sub-Trust on its behalf. Bingo Capital Fund is a corporate authorised representative of OTG Capital Pty Limited.
Trustee	AMAL Trustees Pty Ltd is the trustee of the Master Trust.
Sub-Trustee	AMAL Security Services Pty Limited (a related body corporate of the Trustee) (Sub-Trustee) is the trustee of the Sub-Trust.
Expected date of investment exposure	Your application monies will be held in an Application Account pending the issue of units to you. This could be for a period of up to 1 month (or

	<p>such longer period as is reasonable in the circumstances and advised by Bingo Capital Fund). Applications for investment exposure to a specific Sub Project will only be accepted if a Sub Project has been chosen by the applicant. The Fund does not provide a separate cash option pending allocation to a Sub Project.</p> <p>Please note that any target returns do not commence until units are issued to you. So your investment monies could be earning no interest until such time as you are issued with units.</p>
Return objective (target returns)	<p>To preserve capital and pay a regular quarterly income.</p> <p>Sub-Investment Manager fees and various fee payments to the Sub-Trustee, Trustee and Investment Manager and ordinary expenses are paid from the working capital of the Sub-Trust.</p> <p>None of the Trustee, the Sub-Trustee, the Investment Manager or the Sub-Investment Manager guarantee any target returns or repayment of capital.</p>
Investment timeframe	<p>We anticipate an investor will usually have a horizon of between 2 to 5 years and beyond when investing in the Pooled Option. The time horizon for investors investing for exposure to a specific Sub Project will depend on the expected duration of the relevant Sub Project which will be set out in the applicable Sub Project Summary.</p>
Minimum initial investment	A\$25,000
Minimum additional investment	A\$10,000
Gearing	<p>Nil, the Sub-Trust will not engage debt funds to service Loans unless specifically approved by the Investment Committee.</p>
Unit pricing frequency	<p>Upon initial issue of Units in the class and then expected to be annually thereafter</p>
Risks	<p>All investments carry risk. See "Risks of Investing" section for information on significant risks of investing.</p>
Fees, costs and expenses	<p>Fees Payable by Investors</p> <p>We do not charge investors of the Fund any fees, including establishment fees, change fees, contribution or withdrawal fees (except that withdrawal fees may be paid in limited circumstances – see Early withdrawal – investment liquidity). Fees are paid by the Borrowers.</p> <p>Fees Payable by Borrowers</p> <p>The following fees are payable by Borrowers and paid to us:</p> <p>Loan Establishment Fee – up to 3% of the borrowed sum, paid as a one off at loan commencement.</p> <p>Loan Management Fee – up to 5% per annum of the borrowed amount paid over the term of the loan.</p>

	<p>We may also be paid additional fees by the Borrower for loan extensions, renewals, changes in loan conditions, early and/or late payment fees.</p> <p>We may charge other fees and expenses to the Borrower for our out-of-pocket expenses, valuation fees, legal and other professional fees, and enforcement costs.</p> <p>Third Party Fees</p> <p>We do not generally pay fees to financial planners or advisors who refer investors to the Fund. In limited circumstances, e.g., where we undertake a joint venture with a financial advisory or investment group, we may pay fees to that referrer.</p> <p>We may also pay fees to referrers where they provide access to their clients. Any payment to referrers is made from our own funds, while no payments are deducted from your funds or from income of the Sub-Trust.</p> <p>These remittances are paid out of the fees we receive from Borrowers and not from amounts that you pay as an investor in the Fund.</p> <p>We do not pay fees on your behalf to your financial advisor for any personal financial advice or management services provided to you by your advisor.</p> <p>Costs Upon Loan Default</p> <p>If a Borrower defaults, we charge the Borrower for management fees and expenses incurred in rectifying the default and recovering secured moneys.</p> <p>Our fees and expenses may be deducted from the participating investors' funds if there is a shortfall upon realisation of the Sub Project Property and any other collateral security. See our section on management of defaults for more information.</p>
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About Bingo Capital Fund

Bingo Capital Fund is a boutique fund manager specialising in commercial lending, see www.bingocapital.com.au. For the past 5 years, the Managing Director has been involved in operating an Australian Credit Licence and a flourishing mortgage broking entity. The success of this enterprise has continued to present new market opportunities in the field of debt financing.

In launching Bingo Capital Fund, we will be embarking on new markets that require capital investment and new financing opportunities.

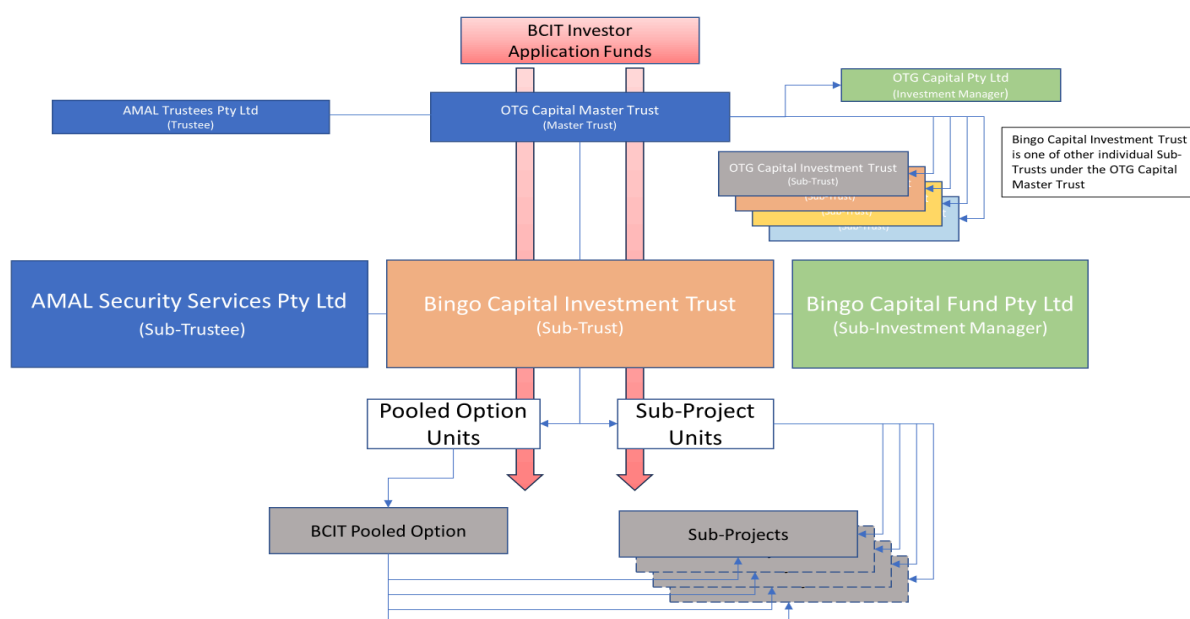
As trustee of the Fund, the Trustee is ultimately responsible for the operation of the Fund in accordance with the Fund's constitution and trust law. The Trustee has appointed OTG Capital as investment manager of the

Fund. The Sub-Trust is a wholly owned sub-trust of the Fund. The Sub-Trustee is the trustee of the Sub-Trust and has appointed Bingo Capital Fund as investment manager of the Sub-Trust to invest the assets of the Sub-Trust in a manner that is consistent with the investment mandate outlined in this IM.

Benefits of Investing in the Fund

Bingo Capital Fund considers that an investment in a class of units in the Fund relating to the Bingo Capital Investment Trust provides investors with a number of benefits that include:

- Your investments are managed by professionals with expertise in the secured lending arena.
- We conduct due diligence on each Borrower and each Loan against our standard loan approval criteria, to ensure that the Loan is suitable to be included in the Sub-Trust.
- You will receive a competitive rate of return on a regular basis (usually quarterly).
- You can choose where to place your investments — your choice of a pooled option or exposure to a specific Sub Project allows you to exercise control in your investment decision.



The OTG Capital Master Trust is an unregistered wholesale managed investment scheme that provides a structured, compliance approach to delivering multiple classes and asset type investments to investors. The OTG Capital Master Trust will from time to time comprise of multiple wholly owned sub-trusts (of which BCIT is one) all centrally managed and operated with oversight by OTG Capital and the Trustee.

An investment in the Master Trust relating to BCIT is an investment in a class of units in the Master Trust relating to the Sub-Trust. The Sub-Trust holds the relevant mortgage investments. A separate class of units in the Master Trust will be issued for each investment providing exposure to a specific Sub Project and for the pooled option, which corresponds to a class of units in the Sub-Trust.

Competitive Return

The Sub-Trust provides commercial and residential forms of finance to applicants requiring immediate access to capital funds. This is delivered through short-term loans that vary between 3 to 24 months (but they are usually between 6-12 months). These loans are expected to provide returns to investors that are higher than bank mortgage rates, cash management trusts or other short-term fixed interest securities, bank bills or term deposits. All Sub-Trust loans are secured against commercial or residential real estate via a registered mortgage over the security property, that enables recourse back to the borrower should the loan become impaired for any reason.

The income return to investors is affected by the general level of interest rates in the economy, as the general level of interest rates in the economy impact the interest rate that wholesale lenders can charge their borrowers. Bingo Capital Fund aims to maintain a vibrant and active loan portfolio that continues to deliver benefit to the borrowers while also delivering market linked returns to our investors.

Income Returns and Distribution

Bingo Capital Fund aims to provide quarterly distributions which are generally paid into your nominated account within 14 working days after the end of the month or re-invested back into the Fund if you have selected the reinvestment option.

Ability to Withdraw

While there is no automatic right to withdraw from the Fund (as the Fund is **not** an “at call” facility, nor is it a liquid scheme), investors who hold a class of units relating to the Pooled Option can apply for withdrawal of part or all of their investment and Bingo Capital Fund will aim to facilitate the return of the funds generally within 45-60 business days depending on the Sub-Trust’s liquidity at the time of the withdrawal request. Investors holding a class of units in the Fund relating to a specific Sub Project will generally not have the ability to withdraw from the Fund during the term of the relevant Sub Project.

Given the nature of the market and type of income investment this provides, we anticipate an investor will usually have a horizon of between 2 to 5 years and beyond when investing in the Pooled Option. The time horizon for investors investing under the Select Option for exposure to a specific Sub Project will depend on the expected duration of the relevant Sub Project which will be set out in the applicable Sub Project Summary.

Experienced Management Team

The Managing Director of Bingo Capital Fund draws upon many years of investment and management experience in the business sector and in adding the experience of the Trustee, the Sub-Trustee and the Investment Manager, this extends well into 40 or more years of hands-on experience in this style of capital lending, securitisation of assets against the loans and ongoing servicing and management of the investment portfolio.

Sohel Ahmed is the Managing Director of Bingo Capital Fund. He has extensive experience in business and management in the private sector. In conjunction with a thriving mortgage finance and lending business

(Bingo Finance¹), his agile and flexible management approach has seen his companies grow quickly even during challenging global events and local economic instability.

Sohel established Bingo Capital Fund to expand the reach of this investment methodology. While it has been around for well over 20 years, *private debt lending* has become an *in-mode* term in the modern language that provides investors an opportunity to participate in commercial loans that are always secured against local, quality commercial and residential property.

He is a director of Bingo Capital Fund, the Sub-Investment Manager, and is responsible for the day-to-day investment management of the Sub-Trust as well as implementing the Sub-Trust's long and short-term plans in accordance with the approved investment strategy in conjunction with the Trustee, Sub-Trustee and Investment Manager.

Bingo Capital Fund is also supported by and is part of the OTG Capital Master Trust, and is able to leverage the benefit and experience of the OTG Capital Asset Backed Investment Trust (now called the OTG Capital Master Trust) methods and investment processes. Note past performance is not a guarantee of future returns.

Key Features of the Bingo Capital Investment Trust

About this Information Memorandum

Neither the Fund nor the Sub-Trust is a registered management investment scheme under the Corporations Act. This IM is not a regulated product disclosure statement for the purposes of Corporations Act — see the Important Notice section at the front of this document.

What Are Your Choices?

The Bingo Capital Investment Trust offers investment exposure to secured loans utilising 1st or 2nd registered mortgages over Australian real estate. Each Loan is known as a Sub Project and is separate from other Sub Projects. .

You can select for your investment funds:

- a. one or more Sub Projects (Select Option),
- b. our pooled option (Pooled Option), or
- c. a combination of both.

Prior to investment of your funds, you must expressly choose how you wish to invest your funds. We will not invest your funds in the Select Option or the Pooled Option without your approval.

Under the Select Option, there will generally be more than one investor in a class of units in the Fund providing exposure to a particular Sub Project. If you choose to invest your funds with exposure to a particular Sub Project, your entitlement to income and capital is based only on your investment relating to that specific Sub Project. You do not have any right to the income or capital relating to any other Sub Project. Details of the Sub Projects will be provided to investors in the form of a Sub Project Summary, which will contain all the relevant important data to assist you to make your investment decision. The Sub Project Summaries are provided to you by the Sub-Investment Manager solely at its discretion. The parameters,

¹ www.bingofinance.com.au

location, terms and conditions of the Sub Project are entirely the responsibility of the Sub-Investment Manager.

Under the Pooled Option, your investment in the underlying loans through the Sub-Trust will be pooled with other investor monies. The Pooled Option provides exposure to a portfolio of commercial loans with varying risk and return profiles (as selected by Bingo Capital Fund as investment manager of the Sub-Trust). If you choose to invest your funds under the Pooled Option, your entitlement to income and capital is based only on your investment exposure to the Pooled Option.

The Sub-Trust utilises first and second mortgages, and the mortgages are generally registered in the name of the Sub-Trustee. Market demands usually provide that second mortgages offer higher returns than first mortgages, as the second mortgage sits behind the first mortgage which has higher priority when paying interest and capital returns and second mortgages carry a higher level of risk.

Secured Lending

A mortgage is a legal charge over real estate or other property (secured property) owned by the mortgagor (borrower), given to a mortgagee (lender). The mortgage grants legal rights to the mortgagee against the secured property, to secure the mortgagor's obligation to repay the loan at a later date.

The Sub-Trust uses real estate as the security and in this document, it is referred to as the Sub Project Property.

To protect investors, the Sub-Trust always registers Sub Project mortgages. The terms, conditions, type of loan, location and all matters pertaining to Sub Project mortgages will come under the purview of the Sub-Trust's Investment Committee. The Investment Committee is made up of key personnel within the Sub-Investment Manager with oversight by the Investment Manager. The Investment Committee will consider all factors relevant to the approval of any secured lending arrangement undertaken by the Sub-Trust.

In the case of second mortgage lending, lenders are generally unable to obtain a valuation for reliance as mortgagee, as valuers commonly will not provide valuations for this purpose. In this case, we form our own opinion of value based upon a mixture of evidence of value from valuations obtained by the 1st mortgagee, informal expressions of likely sale price value from local real estate agents and from one or more of our panel valuers (including comparable sales information), and Council rate information (valuations undertaken by Council valuers and used for rating and land tax purposes).

These sources of evidence are not prepared for our purpose and do not provide formal advice intended to create a legal relationship or reliance, if the valuation proves to have been negligently prepared. Details of the first mortgage, including the name of the lender, the loan amount and other relevant information, are provided in the relevant Sub Project Summary for your consideration and approval before proceeding to invest.

Additional risk: None of Bingo Capital Fund, OTG Capital, the Trustee or the Sub-Trustee are valuers, and second mortgages accordingly carry a risk or value assessment different to first mortgages.

Investment in Sub Project second mortgages may not be suitable for persons seeking the more conservative investment of a 1st mortgage. The Pooled Option will include first and second mortgages hence diversifying risk and specific sub project exposure. The Pooled Option provides additional risk mitigation by allowing the sharing of both risk and return to the investor. It should be noted that specific Sub Projects may individually

return more or less than the Pooled Option depending on the characteristics of each Sub Project, whereas the Pooled Option will be an amalgamation of returns as determined by the Sub-Investment Manager.

We recommend that you seek advice from your investment advisor before making any such investment.

Yield Considerations

The Sub-Trust generally offers Borrowers fixed or variable interest rates depending on market conditions at the time each loan is individually negotiated.

Variable rates are generally linked to a market index like the Reserve Bank's cash rate. Any loans with variable rates are reviewed by the Investment Committee and changed if necessary. If you have invested with exposure to a particular Sub Project for which the variable rate is varied, you will be advised in writing within 1 week of any Committee's resolution regarding change. If the Sub Project is subject to a variable interest rate, your return may vary during the term of the Sub Project.

Payment of Interest by Borrowers

Borrowers are expected to pay interest on time.

Distributions to Investors

The Trustee pays distributions to investors by electronic transfer into your nominated bank account. You should allow 10 working days from receipt of the corresponding interest payment from the Borrower, for funds to be cleared and paid to you.

We do not guarantee distribution payments to investors.

Late payment of interest by Borrowers

If a Borrower does not make an interest payment on the due date for payment, the Borrower may be charged interest at the higher rate. Higher rates of interest are disclosed in the Sub Project Summary.

We have the discretion to pay interest at the lower rate on behalf of a Borrower if the Borrower has not paid the interest on the due date for payment. Where we make a payment of interest on behalf of a Borrower you will be informed accordingly. A discretionary payment of interest by us is not deemed to be a guarantee of distribution payments by us. If we make a discretionary payment of interest, we will recover those moneys from the Borrower in priority to outstanding moneys due to investors.

If we do not make a discretionary payment of interest then a difference between the higher and lower rates of interest will be retained by us to cover the costs of collection. This difference will be notified to you.

Reinvestment of distributions

The Trustee provides a facility for re-investment of distributions if you wish through a Distribution Reinvestment Plan (**DRP**). When applying for units online, select whether you wish to receive quarterly payments or participate in the DRP. Any distributions will be paid to your nominated account by direct deposit.

Interest at the Higher Rate

In circumstances where interest by a Borrower may be payable at the higher rate, such as repayment of principal moneys after the Due Date, we may elect not to charge the higher rate. This decision is at our

discretion. Where we do charge the Borrower the higher rate of interest under the Loan, we may retain all or part of the difference between the higher rate and the lower rate as a fee. Your normal rate of income distribution continues to be payable until the Loan is repaid and we will not be paid any part of the margin unless you have been paid all moneys owing to you.

Lending Approvals and Loan Management

Prior to the Sub-Trust making a loan, we conduct a full assessment of the Borrower's creditworthiness as part of the Loan approval process. This assessment includes consideration of:

- The business experience of the Borrower and its principals and their credit background.
- The proposed use of the Sub Project Property and the exit strategy of the Borrower for repayment of the Loan.
- The interest rate obtainable for the Loan.
- The valuation and other evidence of value for the Sub Project Property.
- The LVR(s) based on the value(s) in the valuation.
- Any other securities offered by the Borrower.
- Obtaining information concerning the Borrower's financial position including assets and liabilities and, if necessary, further information such as copies of financial statements and tax returns.
- One or more meetings with the Borrower's representatives, to obtain relevant information and to ascertain the Borrower's requirements and details about the Sub Project Property.
- Where the Loan involves a construction or development project, full details of all costings, cashflows and all ancillary documents to assess the viability of the project including the ability of the Borrower to complete the project on a timely basis.
- Inspection of the Sub Project Property.

Insurance of the Sub Project Property

If the Sub Project Property is vacant land or the valuer indicates (or we determine) that insurance of the improvements is not required (e.g., a development site with a residual house that is to be removed), then we do not require insurance of the improvements. Otherwise, we require that buildings and other improvements on Sub Project Property are insured at all times by the Borrower, with the Sub-Trustee's interest noted on the policy. We hold a copy of the certificate of currency with the Sub Project records.

Valuation of the Sub Project Property

Valuation methodology

We obtain a market value "as is" valuation of Sub Project Properties. For construction or development loans, we request separate valuations of the value of the property on an "as is" basis and on an "as if complete" basis. We also seek independent professional opinions of estimated work costs at commencement and, once work has commenced, a "cost to complete" valuation/assessment for drawdown purposes, either from a valuer or from an appropriately qualified professional advisor (typically, a quantity surveyor or a civil engineer). For staged developments, we require separate valuations of the stage undergoing works, and the residual land. In addition, we may seek a value "on completion" or "at date of completion", reflecting the anticipated value of the project at the time the project is completed. This is in contrast to a value "as if complete" which assumes the project to be complete at the date of the assessment or feasibility study.

Valuations

As part of our loan approval process, we obtain an independent valuation (not more than 3 months old) of the market value of the Sub Project Property. The valuation must clearly state that it has been undertaken to enable the Sub-Trust to lend funds by way of a mortgage.

Where a loan for an initial term of 12 months or less is renewed at maturity, a re-valuation of the Sub Project Property is not necessarily made where the previous valuation is dated less than 15 months prior to the renewal date and the Investment Committee has no reason to suspect the value of the Sub Project Property may have materially reduced since the previous valuation.

Where a Loan is for construction or development purposes, then during the period of construction or development works, we can at our discretion accept a valuation or a more limited valuation report, or a report by an independent quantity surveyor or civil engineer instead of a valuer, in relation to the assessment of drawdowns. We use independent valuers, quantity surveyors and engineers with experience and skills in their areas of professional practice. The availability and level of professional indemnity insurance that they maintain is also taken into consideration.

Loan to Value Ratios

The Loan to Value Ratio, or LVR, is the percentage of the market value of a property that a lender will accept in determining the amount of a loan to be made against the security of a property. We utilise the valuation to ensure that when the Sub-Trust makes the Loan, the LVR complies with our approved LVR for the Sub Project as specified in the Sub Project Summary. Where the Loan does not meet the approved LVR, the Loan advance will not be made.

Loan Documentation

Before moneys are advanced under a Loan, we ensure that the Borrower executes security documents including, but not limited to, a letter of offer, a loan agreement, a mortgage, a guarantee and indemnity (if there are guarantors to the Loan) and a company charge (if the Borrower is a company). Other security documentation may also be required. These documents regulate the terms and conditions of the Loan.

Impairments

If a Loan impairs (goes into default), we increase our management of the Sub Project loan and initiate a remedial plan with the Borrower to bring the Loan back into normal operating parameters. If the impairment is a financial default and is ongoing, we report regularly to investors of the Sub Project, and if not rectified, we may commence wind up procedures, which may include steps to sell the Sub Project Property. Should they be in place, we may also act to recover under any other security held by the Sub-Trust, such as personal guarantees from the directors of the Borrower.

No management entitlement as an investor

An individual investor does not have the capacity to influence the exercise of our rights and discretions to manage a Loan or to make a determination about discretionary interest payments by us on behalf of the Borrower. Where an impairment or delay has occurred and continued in relation to a Loan relevant to you, you will be kept informed throughout the period of impairment.

Reporting

We send regular information to investors including the following:

Annual Income & Investment Summary

What – a statement showing all funds received and remitted from you in relation to classes of units in the Fund relating to the Bingo Capital Investment Trust each financial year.

When – within 1 month of the end of the financial year.

Investment Summary

What – a list detailing where in which classes of units your funds are invested.

When – on request

Notification of Impairment

What – should the Investment Committee determine a Loan is impaired, notice of the impairment will be made to all participating investors, together with relevant information of actions to be taken to ensure completion of the Sub Project and the protection of investor funds, as well as projected timelines for action and resolution.

When – within 14 days of the Investment Committee's determination of impairment.

Interest Rate Variation

What – should the yield payable vary on any Loan as determined by the Investment Committee, including the Pooled Option.

When – at least 14 days before the effective date of the yield change.

Loan Completion

Investors with exposure to specific Sub Projects Only

In some cases, there may be a delay between the Due Date and the return of your funds due to circumstances beyond our control or the Borrower, such as a delay in the settlement date of sale of the Sub Project Property or re-financing. We do not generally call a default in these circumstances. We may or may not apply the higher rate of interest under the Loan.

Early Repayment by the Borrower

The term of each Sub Project is specified in the relevant Sub Project Summary. The term of your investment in a class of units relating to a Sub Project can be altered by early repayment of the Loan, either fully or partially. An example is due to the sale of a Sub Project Property or a re-financing of the Loan by the Borrower to a lender other than the Sub-Trust. Any early repayment will be subject to the terms and conditions of the Loan. The Borrower may incur additional interest for early repayment. This will be retained by the Sub-Investment Manager except where that additional interest relates to the minimum number of months interest the Borrower is required to pay after settlement of the Loan - in which case it will be passed to the investors. For example, if a Borrower agrees to pay a minimum of 3 months interest and repays the loan 1 month after settlement, they would be liable to pay a further 2 months interest which would be passed on to investors.

Upon early full repayment or partial repayment of the Loan by the Borrower, where your investment relating to that Sub Project is terminated early, we will, subject to availability, provide you with an alternative Sub Project in which to invest or you may wish to invest your funds into our Pooled Option. You may wish to withdraw your funds at this stage.

Extension of Loan (i.e., the Sub Project due date)

In some cases, our initial Loan approval will include an option for the Borrower to extend the Loan. Details of the basis of extension will be provided in the relevant initial Sub Project Summary. In that case, if the extension right is exercised, the investment term for the Sub Project will be extended.

In other cases, as the Loan comes close to falling due for repayment, we may offer a Borrower an extension or renewal of a Loan, conditional upon availability of funds. In an extension, we will allow the Loan to continue on the previous terms for an additional period, generally short term, and without new valuation requirements.

In a renewal, the Loan will be offered for a further Loan Period, generally medium or long term, with an updated interest rate. In that case, we will assess the Borrower's current circumstances and loan servicing history before offering a further period to the Borrower. Additionally, we may require a new valuation for the Sub Project Property to ensure that the relevant LVR is maintained. Loan variation documents will be executed by the Borrower at the Borrower's cost.

If we offer to extend or renew a Loan where there was no extension option in the initial Loan, we will ask you if you wish to remain invested in a class of units relating to the Sub Project. You will receive a new Sub Project Summary and Investment Approval in order to renew your investment relating to same Sub Project.

Early withdrawal — investment liquidity

Investment in a class of units in the Fund relating to the Bingo Capital Investment Trust should be considered an illiquid investment.

If you have funds allocated to the Pooled Option, Bingo Capital Fund will aim to facilitate the return of funds within our standard redemption processes depending on the Sub-Trust's liquidity at the time of the withdrawal request (see Ability to Withdraw).

If you have funds allocated to a class of units relating to a specific Sub-Project, the Trustee is under no obligation to provide for the withdrawal of your funds during the term of the Sub Project. Once allocated to a Sub Project, your funds will be only available for withdrawal in the following circumstances:

- Upon the repayment of funds by the Borrower at the expiration of the term of the Sub Project or upon early repayment of funds; or
- Prior to the expiration of the term of the Sub Project, at our sole discretion. We will only consider early withdrawal if a replacement investor is available to take your place in the Sub Project, at your expense. Withdrawal fees of up to 5% of the withdrawal proceeds may apply. You are NOT able to withdraw your funds from a Sub Project when the Loan is in default UNLESS the replacement investor specifically acknowledges and accepts the default position. An investor may transfer their units in accordance with the Fund's Constitution, but there is no secondary market for units and the investor may not be able to find a buyer.

Funds withdrawal process

Withdrawal payments will only be made by transfer to a bank account nominated by you in the Application Form or an account in your name subsequently nominated by you, in accordance with our compliance procedures.

Transfer of Investors' units

You may only transfer your units in the Fund as provided in the Fund's Constitution. You may transfer units to an eligible investor (being a person eligible to invest and remain invested in the Fund) using any form acceptable to the Trustee. The Trustee may refuse to register all or part of any transfer without giving any reason. Transfers are not effective until registered by the Trustee.

Taxation

Investors should consult their own taxation advisor to determine any tax consequences for them of an investment in the Fund. The following commentary constitutes general comments on Bingo Capital Fund's understanding of the taxation position but does not constitute tax advice.

The Fund does not pay income tax on investment returns of a class of units relating to the Bingo Capital Investment Trust, as it distributes all taxable income to the investors each year. You will be required to pay income tax on distributions as part of your normal assessable income. The Trustee is required to report to the ATO annually providing details of income earned, any withholding tax deducted, and tax file numbers quoted for investors in the Fund.

Australian investors

The interest distributed to you is taxable income in Australia and must be declared as part of your assessable income in your tax return. You will normally be taxed on income in the year in which the income is earned, even if it is received in the next financial year. As an Australian resident taxpayer, you should quote your Tax File Number (TFN) or claim an exemption from doing so by completing the TFN section in the Application Form. If you do not provide your TFN, the Trustee is required to withhold tax at the highest marginal rate from distribution payments. The Trustee remits the tax to the ATO, and you must subsequently claim a credit for the tax paid in your income tax return.

International investors

If you are a non-resident of Australia for tax purposes, you do not need to provide us with a Tax File Number. However, where a distribution is paid to you as a non-resident, the Trustee is required to deduct withholding tax from your gross income at the applicable withholding tax rate and remit it to the ATO. You may receive a tax credit in the country where you are a tax resident, and you may be required to pay additional tax there.

No guarantee

We do not guarantee the repayment of capital or the payment of distributions to investors.

Risks of Investing

An investment in the Fund carries risk. This section describes several risks associated with investing in a class of units in the Fund relating to the Sub-Trust but it is not intended to be an exhaustive list of risks. These risks, if they eventuate, could result in an adverse impact on your investment. None of the Trustee, the Sub-Trustee, the Investment Manager or the Sub-Investment Manager guarantee the repayment of capital or the payment of distributions to investors.

General investment risks

The performance of the Sub-Trust may be adversely affected by various factors, including the economic climate and changes in inflation and interest rates.

Default by borrower

This is the risk that a borrower may be unable to or fail to pay interest on the loan when due or fail to repay the loan at the time required under the mortgage. This is a particular risk for investors in a Sub Project as their investment is not diversified and is exposed to the relevant Borrower, and no income return is payable if the Borrower fails to make the corresponding interest payment. In addressing the risk of borrower default, Bingo Capital Fund ensures that all new loans satisfy the lending criteria adopted from time to time. Each loan must be secured over property by either:

- 1st registered mortgage limited to no more than 70% of the aggregate value of the property of the borrower; or
- 2nd registered mortgage limited to no more than 75% of the aggregate value of the property of the borrower. 2nd mortgage investments generally carry a higher default risk than 1st mortgages.

Overstated valuation

This risk may arise where the sale of a property is insufficient to repay the loan in full. Bingo Capital Fund's lending procedures ensure that a valuation is always obtained before a new loan is made. We adhere to strict Loan to Value Ratios (LVRs). The valuation is conducted by a panel of reputable valuers who are appointed and reviewed by Bingo Capital Fund.

Litigation and documentation risk

Any lender faces this risk when it takes legal action to enforce the mortgage by the sale of the security property. Borrowers may defend the enforcement of proceedings successfully in whole or in part, which may impact the value of proceeds received from the sale and thus have a detrimental effect for the relevant investors. Bingo Capital Fund will seek to mitigate this risk by working within a conservative LVR and ensuring it has industry standard legal documentation in place at all times.

Documentation risk is higher in the case of second mortgages. The registration of second mortgages can sometimes prove problematic as consent of the 1st mortgagee may be withheld or laws in certain Australian states do not provide an automatic right of registration with the relevant land titles office. Bingo Capital Fund seeks to minimise this risk by ensuring that adequate recovery options are available prior to settlement of every loan.

Inadequate Insurance

This risk may arise where the property secured by the mortgage is damaged or destroyed and no, or inadequate, insurance is held. The Sub-Trust's lending procedures include seeking to ensure that all properties are adequately insured at all times during the term of the loan.

The Sub-Trustee has the discretion to insure properties where this may become necessary as a risk-management measure to protect the Sub-Trust's underlying investment.

Construction risks

The Sub-Trust may make loans for construction and development projects and such loans involve specific risks. This includes, but is not limited to, the following additional risks. Construction cost overruns may lead to the borrower being unable to complete the project unless it obtains additional funding. There may be time delays in construction and defaults by builders and subcontractors. Delays in completion and sales may also result in a delay in interest payment or repayment of principal of a loan.

Decline in Property Market

Property market risk is the risk that downward movements in the property market may impact properties against which loans by the Sub-Trust are secured. This in turn may impact on the Sub-Trust's ability to fully recover the total amount outstanding on the loan, including principal, interest and costs of sale, from the sale of the property. Such a fall in value could mean that, in the event of a default, the proceeds of realization of the security property may not be adequate to meet the repayment of the outstanding amounts due on the loan. Bingo Capital Fund will seek to manage this risk by strictly complying with its lending and LVR guidelines, which take into account current market conditions. This risk is somewhat mitigated by the short duration of the loans the Sub-Trust invests in, with the majority of loans approved for terms no longer than 12-18 months.

Liquidity risk

An investment in a class of units in the Fund relating to the Sub-Trust should be considered an illiquid investment. Investors holding a class of units in the Fund relating to a specific Sub Project will generally not have the ability to withdraw from the Fund during the term of the relevant Sub Project. The ability of investors who hold a class of units relating to the Pooled Option to access funds will depend on the Sub-Trust's liquidity at the time of the withdrawal request. You may not be able to access your money quickly when you need it.

Australian Regulatory Environment

Changes to the Australian regulatory environment may have an adverse material impact on investment products, affecting the operations of the Fund. This risk includes changes to:

- taxation legislation;
- accounting standards; and
- regulatory compliance requirements, including any licensing obligations.

These factors are outside of our control.

Contact Details

Bingo Capital Fund Pty Ltd
ABN 24 674 313 118
CAR 001307688
1-9 Iolanthe Street
Campbelltown NSW 2560

T: 1300 124 346
E: admin@bingocapital.com.au
W: www.bingocapital.com.au

How to Invest



General Information

No guarantees and warranties

No guarantees and/or warranties are made by the Trustee, the Sub-Trustee, the Investment Manager or Sub-Investment Manager or by any of their directors, officers and other associated parties as to the performance of the Sub-Trust or any Sub Project, including the payment of interest or repayment of capital by Borrowers.

Constitution

The Constitution of the Fund regulates the rights and entitlements of investors and is binding upon investors. A copy of the Constitution is available on request from us.

Some of the matters covered in the Constitution include:

1. Investors' rights to transfer their units;
2. the Trustee's powers to deal with assets;
3. the Trustee's liability and right of indemnity from the Fund assets; and
4. provisions dealing with the winding-up of the Fund.

The Trustee may amend the Constitution from time to time.

Subject to any liability which the Corporations Act might impose on the Trustee which cannot be excluded, if the Trustee acts in good faith and without gross negligence the Trustee is not liable to investors for any loss suffered in any way relating to the Fund.

Directors' interests

The directors of the Investment Manager and the Sub-Investment Manager, their families, associated trusts and superannuation funds have the right to be investors of the Fund.

Consents

The Trustee, Sub-Trustee and chartered accountant have consented to being named in this IM but have not made any statements that are included in this IM or any statements identified in this IM as being based on any statements made by them and have not withdrawn their consent.

To the maximum extent permitted by law, the Trustee, Sub-Trustee and chartered accountant expressly disclaim and take no responsibility for any part of this IM other than the reference to their name.

Privacy

By applying to invest in the Fund, you are providing personal information to us.

The Trustee and the Sub-Investment Manager gather, hold and use personal information in order to process your application to invest in the Fund and if your application is successful, to support the ongoing administration of your investments in the Fund including reporting to you.

If you do not provide the information requested in the Application Form, your application may be unable to be processed.

Your personal information may be provided to service providers and third parties. The service providers who may be provided with your personal information and the circumstances in which your personal information may be disclosed include:

- to mail houses and their printers for the preparation and distribution of documents to you;
- for administration of the register of investors;
- to lawyers, accountants, consultants and other professionals for administering and advising on the Fund and for any associated actions; and
- to other firms where we out-source functions to those firms.

The third parties that may be provided with your personal information are government, regulatory authorities or other people when permitted or required by law.

You have the right to gain access to your personal information held by us. Our privacy policy contains information about how you may access the personal information held by us and seek the correction of such information. A reasonable charge for providing access to personal information may be charged. You can request access to your personal information by writing to:

The Compliance Officer
 OTG Advisory
 A division of OTG Capital Pty Limited
 Level 17, 123 Pitt Street
 Sydney NSW 2000
 Email: info@otgcapital.com.au

Our privacy policy is available on our website (www.bingocapital.com.au). Any changes to our privacy policy will be posted on our website from time to time. Our privacy policy contains information about how you can complain about a breach of your privacy and how we will deal with such a complaint

Complaints

Any complaints received by us will be dealt with by our Compliance Officer, who will attempt to settle it promptly to your satisfaction. Where your complaint or dispute cannot be resolved by us, you have the option to refer the complaint or dispute to an external dispute resolution service.

OTG Capital Pty Limited is a member of the Australian Financial Complaints Authority (AFCA). This service has been established as an objective party to help resolve complaints. Their member number is 103696.

Any unresolved complaint or dispute can be referred to AFCA by contacting them on 1800 931 678 or at info@afca.org.au. However, AFCA may not deal with a complaint from a wholesale client.

Anti-Money Laundering and Counter Terrorism Financing

The Trustee is a 'reporting entity' pursuant to the Anti- Money Laundering and Counter-Terrorism Financing Act 2006 (Cth) (**AML/CTF Act**) and must meet stringent investor identification and verification requirements.

This means that prior to units being issued, the Trustee must be 'reasonably satisfied' that you exist, and you are who you claim to be.

If you are investing directly in the Fund, you need to provide the identification information required pursuant to the AML/CTF Act as set out in the Identification Check, along with the completed Application Form. The Trustee may request additional information from you where it reasonably considers it necessary to satisfy its

obligations under the AML/CTF Act. If you are investing via a financial advisor or through an IDPS, then that person or entity should request and collect any verification materials.

FATCA and CRS

The Foreign Account Tax Compliance Act (**FATCA**) rules were introduced by the United States of America with the intention of preventing US persons from avoiding tax. In 2014, an Inter-Governmental Agreement (“IGA”) was signed between Australia and the US to facilitate the implementation of FATCA by Australian financial institutions. Broadly, the rules may require the Trustee to report certain information to the ATO, which may then pass the information on to the US Internal Revenue Service (IRS). To comply with these obligations, the Trustee will collect certain information about you and undertake certain due diligence procedures to verify your FATCA status and provide information to the ATO in relation to your financial information required by the ATO (if any) in respect of any investment in the Fund.

The Common Reporting Standard (CRS) is the single global standard for the collection, reporting and exchange of financial account information on foreign tax residents. Australia has signed the OECD Multilateral Competent Authority Agreement on Automatic Exchange of Account Information. This agreement enables CRS information to be exchanged between jurisdictions’ tax authorities where relevant legislation has been adopted. The Trustee is required to collect certain information about foreign tax residents to provide it to the ATO. The ATO may pass this information onto tax authorities in other jurisdictions who have adopted the CRS.

Email

If you provide us with your email address, you agree that we may send you information about the Fund and the Sub-Trust by email, and we may send you electronic copies of Sub Project Summaries and Investment Approvals for the investment of your funds. You also agree that we may accept Investment Approvals and other correspondence sent by email from you. You have the right to opt out of receiving emails from us by advising us in writing.

Before you start

To invest in a class of units in the Fund relating to the Bingo Capital Investment Trust:

- You must read the information memorandum issued by Bingo Capital Fund Pty Ltd and dated 1 March 2024
- You should seek professional advice before investing and
- If you are satisfied you wish to proceed to invest, you must complete our online Application Form at <https://www.registrydirect.com.au/login/bingo-capital/investment-trust/> together with all supporting identification documentation and applicable certificates.

To invest more after an initial investment, use the Additional Investment Form available from the Bingo Capital Investment Trust website.

Please note:

- Supply of Tax File Numbers (TFN) is discretionary. It is not an offence if you decide not to supply your TFN. If you do not supply your TFN, however, tax will be deducted from your income earned at the

highest marginal tax rate (plus Medicare levy) and forwarded to the Australian Taxation Office. These deductions will appear on your statements.

- Joint applications must be signed by all applicants. Joint investments will be deemed to be held as joint tenants.
- Applications under Power of Attorney must be accompanied by a certified copy or the original of the Power of Attorney with specimen signatures.

The minimum initial investment in a class of units in the Fund relating to the Sub-Trust is generally A\$25,000 and additional investment is generally A\$10,000. The Sub-Investment Manager may vary these minimum investment amounts from time to time.

All investors will need to qualify as a wholesale client (as the Corporations Act defines this).

Any interest on application monies received is credited to the relevant class.

Application monies should be sent by electronic funds transfer to:

Name: Bingo Capital Investment Fund

BSB: 032016

Account: 672510

All EFT payments must be accompanied by a notification email to info@bingocapital.com.au in order to ensure that the investor account is properly credited OR refer to our Registry Direct online application facility. Hard copy applications will not be accepted. Cash and cheques are not accepted.

Applications are generally processed the next business day after receipt on our Registry Direct online facility. We must receive all your paperwork and cleared funds in order to process your application.

The Fund may refuse to accept all or part of any application in whole or in part without giving reasons.

Examples of correct names and required signatures

Type of Investor	✓ Correct Name	• Incorrect Name	Signature Required
Individual/ joint investors <ul style="list-style-type: none"> • use full name of each applicant, do not use initials 	Alexander John Smith Laura Sue Barden	Alex Smith Laura S Barden	<ul style="list-style-type: none"> • signature of each applicant
Company <ul style="list-style-type: none"> • use full company title, do not use abbreviations 	ABC Pty Ltd XYZ Limited	ABC P/L, ABC Co, XYZ Inc.	<ul style="list-style-type: none"> • by two directors, or • by a director and a secretary, or • if there is only one director by that sole director
Trusts/minors <ul style="list-style-type: none"> • use trustee(s)/ individual(s) name(s) • use trust/minor name as designation 	Paul Ryan Smith ATF <Smith Family Trust> Paul Ryan Smith<Joel Smith>	Paul Smith Family Trust Joel Smith	<ul style="list-style-type: none"> • signature of each trustee/ • individual • if trustee is a company see above

Superannuation fund <ul style="list-style-type: none"> • use trustee(s) personal name(s) • use fund name as designation 	Amy Rachel Wood ATF <Amy Wood Super Fund>	A R Wood Super Fund	<ul style="list-style-type: none"> • signature of each trustee • if trustee is a company, see above
	ABC Pty Ltd ATF <Smith Superannuation Fund>	Smith Super Fund	
Deceased estates <ul style="list-style-type: none"> • use executor(s) personal names, do not use name of the deceased 	John Smith <Est Jane Smith A/c>	Estate of the Late Jane Smith	<ul style="list-style-type: none"> • signature of the executor(s)

Glossary

Accountant's Certificate	A certificate by a qualified accountant (as defined in the Corporations Act) which must not be more than 2 years old, certifying that the person who is the subject of the certificate: i. has net assets of at least the amount specified in the Corporations Regulations 2001 (currently \$2.5 million); or ii. has a gross income for each of the last 2 financial years of at least the amount specified in the Corporations Regulations 2001 (currently \$250,000).
AFSL	Australian Financial Services Licence
Applicant	A person, company, trust or similar, who applies for Units in the Trust by completing an online Application Form
Application Account	The bank account in which an Applicant's funds are deposited pending their application being approved and being issued units in the Fund relating to the Sub-Trust.
Application Form	The application form to be completed and submitted to Bingo Capital Fund by an Applicant via Registry Direct online portal.
ASIC	Australian Securities and Investments Commission.
AR	An authorised representative appointed by OTG Capital as contemplated in the Corporations Act.
ATO	Australian Tax Office.
BCIT	Bingo Capital Investment Trust, a wholly owned sub trust of the Fund.
Bingo Capital Fund or Sub-Investment Manager	Bingo Capital Fund Pty Ltd, the investment manager of BCIT.
Board	The board of directors of Bingo Capital Fund Pty Limited
Borrower	An entity who borrows funds from the Sub-Trust.
Corporations Act	Corporations Act 2001 (Cth).
Due Date	The date when the capital or principal moneys under a Loan are due to be repaid by the Borrower.
Fund or Master Trust	OTG Capital Master Trust.
Identification Check	The identification form required by the Master Trust to comply with obligations under the Anti- Money Laundering and Counter-Terrorism Financing Act 2006 (Cth)
Information Memorandum or IM	This document.
Investment Approval	The Investment Approval provided with a Sub Project Summary, for you to approve investment of your investment funds in a class of units in the Fund relating to a Sub Project.
Loan	A loan of money to a Borrower on the security of a Mortgage.
Loan Period	The period of a Loan proposed for investment.
LVR	Loan to Value Ratio, the percentage of the market value of a property that a lender will accept in determining the amount of a loan to be made against the security of a property.
Master Trust	OTG Capital Master Trust

Mortgage	The primary security given by a Borrower over a Sub Project Property, to secure a Loan.
OTG Capital or Investment Manager	OTG Capital Pty Ltd, the investment manager of the Master Trust.
Pooled Option	A class of units in the Master Trust relating to Bingo Capital Investment Trust, as described in 'What Are Your Choices?'.
Select Option	A class of units in the Master Trust relating to the Bingo Capital Investment Trust providing exposure to a specific Sub Project, as described in 'What Are Your Choices?'.
Sub Project	A Loan by the Sub-Trust.
Sub Project Property	The property over which a Mortgage is taken, as part of a Sub Project.
Sub Project Summary	A document provided by us containing details of a Sub Project, prior to you giving approval for investment of your investment funds in respect of a class of units in the Fund relating to that Sub Project.
Sub-Trust	Bingo Capital Investment Trust, a wholly owned sub trust of the Fund.
We, us	Bingo Capital Fund Pty Ltd.
wholesale client	A "wholesale client" as defined in section 761G or a "sophisticated investor" as defined in section 761GA of the Corporations Act.