



## AMP Investments' World Index Fund

Dated: 30 June 2011  
Issued by AMP Investment Management (N.Z.) Limited

### Investment Statement

# AMP Investments' World Index Fund

This is an Investment Statement for the purposes of the Securities Act 1978, and is prepared as at 30 June 2011.

See the Glossary at the end of this Investment Statement for definitions of some of the capitalised terms used in this Investment Statement.

## Important information

(The information in this section is required under the Securities Act 1978). Investment decisions are very important. They often have long-term consequences. Read all documents carefully. Ask questions. Seek advice before committing yourself.

## Choosing an investment

When deciding whether to invest, consider carefully the answers to the following questions that can be found on the pages noted below:

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In addition to the information in this document, important information can be found in the current registered Prospectus for the investment. You are entitled to a copy of that Prospectus on request.

## Engaging an investment adviser

An investment adviser must give you a written statement that contains information about the adviser and his or her ability to give advice. You are strongly encouraged to read that document and consider the information in it when deciding whether or not to engage an adviser.

Tell the adviser what the purpose of your investment is. This is important because different investments are suitable for different purposes, and carry different levels of risk.

The written statement should contain important information about the adviser, including:

- relevant experience and qualifications, and whether dispute resolution facilities are available to you; and
- what types of investments the adviser gives advice about; and
- whether the advice is limited to investments offered by one or more particular financial institutions; and
- information that may be relevant to the adviser's character, including certain criminal convictions, bankruptcy, any adverse findings by a court against the adviser in a professional capacity,

and whether the adviser has been expelled from, or prohibited from joining, a professional body; and

- any relationships likely to give rise to a conflict of interest.

The adviser must also tell you about fees and remuneration before giving you advice about an investment. The information about fees and remuneration must include:

- the nature and level of the fees you will be charged for receiving the advice; and
- whether the adviser will or may receive a commission or other benefit from advising you.

An investment adviser commits an offence if he or she does not provide you with the information required.

## For persons investing through Administration and Custodial Services

AMP Capital Investors (New Zealand) Limited is proud to offer an investment in the AMP Investments' World Index Fund (the "Fund") to investors via selected Administration and Custodial Services.

When reading this Investment Statement you should remember that if your investment in the Fund is made through an Administration and Custodial Service, it will be held by a Custodian on your behalf. In that case, certain information in this Investment Statement will relate to the registered holder of the investments (i.e., the "Custodian"), rather than you as the underlying investor.

If you are investing through an Administration and Custodial Service, you should review the terms and conditions of that Administration and Custodial Service and its marketing materials, in addition to the terms of the Fund and an investment in it, before investing through that service.

Please take the time to read this Investment Statement and the other relevant documentation that you have been given before making your investment decision.

# What sort of investment is this?

The securities being offered are units (“Units”) in the AMP Investments’ World Index Fund. The Fund is a passively managed group investment fund established under the Trustee Companies Act 1967.

## Objective

The objective of the Fund is to provide investors with a passive exposure to global equities, and a price and yield performance that reflects the equity market performance of recognised developed markets by tracking the AMP World Index. The Fund endeavours to meet this objective by holding securities which (as far as possible) match the composition of the AMP World Index, an index composed by AMP Capital Investors (New Zealand) Limited and calculated by Morgan Stanley Corporation International Inc. (“MSCI”). The AMP World Index is intended to be broadly representative of the MSCI World Index (an index composed and calculated by MSCI to measure the equity market performance of developed markets). As at the date of this Investment Statement, the Fund holds a global portfolio of over 900 securities in essentially the same proportions as the AMP World Index.

## What are the benefits of an investment in Units?

There are a number of significant advantages of investing in Units, namely:

- Units provide an opportunity for investors to purchase a single security which gives a representative investment in some of the world’s leading companies including, for example, IBM, Apple, Microsoft, Procter & Gamble and General Electric (these are examples of the Constituent Companies referred to elsewhere in this Investment Statement);
- Units allow investors to make offshore investments in New Zealand dollars and remove the “hassle” of dealing in a number of currencies; and
- Units provide investors with an opportunity to spread their equity investment risk across a much larger and diversified portfolio than could be obtained in any one market, particularly the New Zealand market.

There are a number of other significant features of Units that also benefit investors:

- the structure of the Fund means that investors should be able to trade Units at a price which is close to

the net asset backing of each Unit. The only cost of trading will be brokerage fees (if any) charged by your broker;

- as is the case with other index funds, a feature of the Fund is its low management charges (although the Fund has a more complex investment profile than other New Zealand listed index funds). In general, investors will, in effect, pay an annual management fee equal to 0.68% per annum of the Net Asset Value of the Fund (further information on charges is set out under the heading “What are the charges?” on pages 7 to 8 of this Investment Statement);
- brokerage and stamp duty and other similar taxes arising from a change in the composition of the AMP World Index are directly charged to the Fund;
- all other expenses of the Fund are charged to, or reimbursed to the Manager from, the Fund; and
- income distributions may be made semi-annually and can be received in cash or be reinvested in further Units (further information on income distributions is provided under the heading “What returns will I get?” on pages 8 to 12).

## What is the AMP World Index?

The AMP World Index is a security weighted index comprised of approximately 900 Selected Securities of Constituent Companies listed on the national stock exchange in each of the Investment Countries. It is composed by AMP Capital Investors (New Zealand) Limited and calculated by MSCI.

The principal purpose of the AMP World Index is to provide a measure of price trends in a global equities portfolio which is broadly representative of the MSCI® World Index. (MSCI is a registered trademark of Morgan Stanley, Dean Witter, Discover and Co.)

The MSCI World Index is an index composed and calculated by MSCI to measure the equity market performance of developed markets. It currently comprises over 1,600 securities in 24 countries classified as “Developed Markets”.

The AMP World Index has been established and constructed in such a way that it covers around 76%, by Free Float-Adjusted Market Capitalisation, of the securities included in the MSCI World Index.

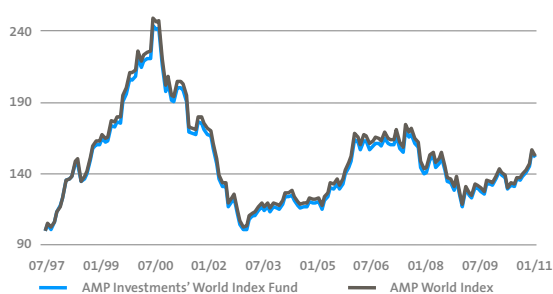
As at the date of this Investment Statement, only securities of companies listed on the national stock exchanges of Australia, Canada, Germany, Japan, United Kingdom, Spain and USA (“Investment Countries”) are included in the AMP World Index. The Investment Countries will be changed, if necessary, to reflect changes in the countries from which the MSCI World Index is composed.

Since 1 January 2008, the AMP World Index has been calculated on a “gross” rather than a “capital” basis. This means that the value of the securities in the AMP World Index not only reflects price movements in those securities but also assumes all dividends and other cash distributions on those securities are reinvested.

The Manager believes that the AMP World Index provides a benchmark that is broadly representative of an extensive portfolio of global securities and is, therefore, an appropriate index for the Fund to track given its objectives.

## Performance of the Fund

### Performance of the AMP Investments’ World Index Fund relative to the AMP World Index



Source: AMP Capital Investors (New Zealand) Limited.

As the Fund passively tracks the AMP World Index by holding a broad based portfolio of global equity securities, its performance is susceptible to general share market fluctuations and to market volatility as confidence in, and perceptions of market participants, change.

The net asset backing of the Fund at inception was \$1.10 per unit, and as at 24 May 2011 was \$1.09881 per Unit.

### What proportion of the Fund is invested in each country?

As mentioned above, the objective of the Fund is to provide Unit holders with a price and yield performance that reflects the equity market performance of recognised developed markets by tracking the AMP World Index. The Fund endeavours to meet this objective by holding securities which (as far as possible) match the composition of the AMP World Index. As at 31 March 2011, the proportion of the Fund invested in each Investment Country or region, and the proportion that each such country or region represents of the AMP World Index, were as follows:

Country	AMP World Index	Fund
Australia	4.76%	4.77%
Canada	6.60%	6.60%
Japan	10.90%	10.84%
Europe (non UK)	6.47%	6.46%
Other	0.00%	0.33%
United Kingdom	11.55%	11.51%
United States	59.72%	59.49%

It is expected that the method of construction of the AMP World Index will result in these country weightings remaining reasonably stable.

### Maximum holdings

The Fund is a listed Portfolio Investment Entity (“PIE”). One of the requirements that must be satisfied for the Fund to retain its PIE status is the satisfaction of the maximum investor interests requirement under the Income Tax Act. The effect of that requirement is that, in most cases, no single Unit holder can hold more than 20% of the Units in the Fund (including Units held by Associates) unless, for example, the investor is a PIE itself, an entity that meets the requirements for a PIE but has not elected to be a PIE, a foreign PIE equivalent, a life insurer, the ACC, the New Zealand Superannuation Fund, the Earthquake Commission or Auckland Regional Holdings.

**Restrictions on foreign holdings**

The Trustee may refuse to register a transfer of Units if the transferee is subject to any statutory, regulatory or other restriction, ruling, requirement or condition which could detrimentally affect the Fund or its affairs, including restrictions under foreign securities laws.

**Restrictions on offer and sale overseas**

This Offer is being made only to the public in New Zealand. No person may offer, sell or deliver any Units or distribute any documents (including this Investment Statement) in respect of the Offer to any person outside New Zealand, except in accordance with the legal requirements of the relevant jurisdiction. No action has been taken to qualify the Units for resale in any jurisdiction other than New Zealand.

**Quotation on a New Zealand dollar basis**

In order to facilitate trading in the Units, the Manager provides access to quotation of either the AMP World Index or an estimate of the Net Asset Value of the Fund per Unit. At the date of this Investment Statement, the Manager uses its best endeavours to ensure the Net Asset Value per Unit is displayed, on a real time basis, on Reuters Page AMPINZ. (The Manager may, however, cease or suspend this practice or change the basis of such quotation at any time.) The Manager accepts no responsibility if delays occur in the quotation of the AMP World Index or Net Asset Value per Unit. Quotation of the Net Asset Value per Unit is on a New Zealand dollar basis.

**Rules**

Set out below are the base rules for determining the Investment Countries and Constituent Companies of the AMP World Index and the inclusion of the securities of those Constituent Companies in that Index.

**Country composition**

The composition of the countries in the AMP World Index is rebalanced quarterly by MSCI. If a country is classified as an Investment Country and that country represents at least 1% of the market capitalisation of the MSCI World Index, that country will form part of the AMP World Index. If any country included in the AMP World Index loses its status as an Investment Country or

represents less than 0.6% (at a review date) of the MSCI World Index, then that country will be removed from the AMP World Index and the securities held by the Fund in respect of that country will be sold. The proceeds of such sale will be used to reweight the securities held by the Fund to ensure, to the extent possible, that the Fund's portfolio matches the composition of the AMP World Index.

**Free Float-Adjusted Market Capitalisation**

The market value of a security is used to determine Free Float-Adjusted Market Capitalisation, the base measure for qualification as a Constituent Company of the AMP World Index. Options, convertible securities and preference shares are normally excluded from the AMP World Index, but a few participating preference and/or convertible securities may be included as secondary issues of ordinary equity. To be considered for inclusion in the AMP World Index, these secondary issues must be included in the MSCI World Index. Different shares of the same company will be considered as separate securities for market capitalisation purposes and generally only one of these securities will be included in the AMP World Index.

**Review of market capitalisation**

A market capitalisation review of each Investment Countries' companies is undertaken by MSCI quarterly and the appropriate adjustments made to the AMP World Index. However, a Constituent Company will not be removed from the AMP World Index unless its Free Float-Adjusted Market Capitalisation ranks it below those companies representing 97.5% of total Free Float-Adjusted Market Capitalisation, and new companies are not added to the AMP World Index unless their Free Float-Adjusted Market Capitalisation ranks them above those companies representing 92.5% of total Free Float-Adjusted Market Capitalisation, of the companies listed on the relevant Investment Country's national stock exchange.

### Adjustments

The AMP World Index may need to be adjusted from time to time (e.g., by removing the securities of a Constituent Company from the index) as a result of certain events, including (but not limited to):

- a merger or takeover of 100% of a Constituent Company's issued securities;
- the replacement of a Constituent Company for another company;
- increases or decreases in the number of a Constituent Company's listed securities; and
- a pro-rata cash issue, bonus issue or other type of rights issue undertaken by a Constituent Company.

### Calculation method

As set out above, the AMP World Index is calculated on a "gross" rather than a "capital" basis, which means that the value of the securities in the index not only reflects price movements in those securities, but also assumes that all dividends and other cash distributions on those securities are reinvested.

## Tracking methodology

### Coverage rules

Because of minimum parcel size constraints on the stock exchanges on which the securities of the Constituent Companies are traded, it is not possible to replicate perfectly the AMP World Index in amounts of less than approximately NZ\$50 million.

The Manager uses recognised methodology to minimise the Fund's aggregate deviation, in dollar terms, from the weightings of the AMP World Index, after allowing for minimum parcel size and transaction costs constraints. Securities sold to fund redemptions are also determined using this methodology.

### Correction of tracking differences

The Manager from time to time adjusts the Fund's portfolio to ensure, as far as is practical, that the weightings of the portfolio conform to the weightings of the AMP World Index, and if any net asset tracking differences do occur (taking into account the constraints on the Fund referred to above) the Manager will, as soon as is practicable, make the required adjustments to correct such differences by adjusting the number of Units on issue, by levying amounts to be paid to Unit holders directly, or by levying Unit holders directly.

## Suspension of Offer

The Manager may suspend the Offer under this Investment Statement if the redemption of Units is suspended, or at such other times as the Manager may decide. The Manager will immediately notify NZX if it determines that it is necessary to suspend the Offer.

# Who is involved in providing it for me?

The name of the Fund is the AMP Investments' World Index Fund.

## The Manager

AMP Investment Management (N.Z.) Limited is the Manager of the Fund and is responsible for its day to day management.

The Manager's address is:

Ground Floor, PwC Tower  
113-119 The Terrace  
Wellington

As at the date of this Investment Statement, the directors of the Manager are:

Graham Nicholas Stewart Law, FCA (CAI), CA (NZICA)	Wellington
Nicholas Peter Dobson, LLB	Wellington
Grant David Hassell, BCA	Wellington
David Anthony Chote	Wellington

The directors of the Manager may change from time to time. They can be contacted at the Manager's address above.

The principal activities of AMP Investment Management (N.Z.) Limited are the management and administration of investment funds. AMP Investment Management (N.Z.) Limited was incorporated as a company on 26 August 1987 and has been carrying on those activities since incorporation.

## The Trustee

The Trustee of the Fund is The New Zealand Guardian Trust Company Limited. The Trustee was appointed pursuant to a Trust Deed dated 30 June 1997 (as amended from time to time) to monitor compliance by the Manager with the requirements of the Trust Deed. The Trustee is independent of the Manager, the Promoter and the Investment Managers.

The Trustee's address is:

3rd Floor, Guardian Trust House  
15 Willeston Street  
Wellington.

## The Promoter

AMP Capital Investors (New Zealand) Limited ("AMP Capital") is a Promoter of the Fund. The Promoter's address is:

Ground Floor, PwC Tower  
113 - 119 The Terrace  
Wellington

The following directors of AMP Capital who are not directors of the Manager are also Promoters:

Stephen James Peter Dunne (Chairman), BBus (Mgt & Mktg), CFA, ASIA, MBA	Sydney
Andrew Bird, BSc Urban Land Administration, MRICS	Sydney
Anthony Gerard Fasso, BCom	Hong Kong
David Graham Kiddie, BA (Hons) (Economics)	Sydney

The directors of the Promoter may change from time to time. The directors of the Promoter can be contacted at the Promoter's address above.

## Investment Administrator

BNP Paribas Fund Services Australia Pty Limited NZ Branch (trading as BNP Paribas Securities Services) is the Investment Administrator to the Fund. The Investment Administrator's address is:

Level 15  
171 Featherston Street  
PO Box 993  
Wellington

## The Investment Manager

AMP Capital is the principal Investment Manager for the Fund.

The Investment Manager's address is:

Ground Floor, PwC Tower  
113-119 The Terrace  
Wellington

Henderson Global Investors Limited is the International Sub-Investment Manager of the Fund.

## The Custodian

The Custodian of the Fund is J P Morgan Chase Bank N.A. The Fund's assets are held by the Custodian or the Trustee's nominee company, WiNZ Nominees Limited, on behalf of Unit holders. The Custodian is independent of the Manager, the Promoter and the Investment Managers.

## The Auditor

Ernst & Young have been appointed by the Trustee as the Auditor for the Fund.

## Activities of the Fund

The Fund is a passively managed group investment fund that was established under the Trustee Companies Act 1967 and commenced operation in June 1997. The Fund is constituted under a Trust Deed dated 30 June

1997 between the Manager and the Trustee. The Trust Deed has been amended by supplemental deeds dated 14 June 1999, 23 June 2000, 7 May 2001, 22 December 2006, 11 December 2007 and 24 December 2009.

The objective of the Fund is to provide investors with a passive exposure to global equities, and a price and yield performance which reflects the equity market performance of recognised developed markets by tracking the AMP World Index. The Fund endeavours to meet this objective by holding securities which (as far as possible) match the composition of the AMP World Index, an index composed by AMP Capital Investors (New Zealand) Limited and calculated by MSCI. The AMP World Index is intended to be broadly representative of the MSCI World Index (an index composed and calculated by MSCI to measure the equity market performance of developed markets).

# How much do I pay?

Units are issued at a price equivalent to the Net Asset Value of the Fund, as determined by the Manager in accordance with the Trust Deed, divided by the total number of Units on issue at the date an application for Units is accepted.

While the minimum initial investment for lump sums is 1,000,000 Units, the Manager may, and in most cases will, in its discretion, agree to facilitate the issue of Units in parcels of less than 1,000,000 Units.

Investors are required to make payment for their Units by arrangement with the Manager, who can be contacted at:

The Manager  
AMP Investments' World Index Fund  
c/- AMP Capital Investors (New Zealand) Limited  
Ground Floor, PwC Tower ,  
113-119 The Terrace  
PO Box 3764  
Wellington  
Telephone: 0800 400 499

To apply for Units, an application form (which is attached to this Investment Statement) should be completed in accordance with the instructions on the form. Applications should be made to the Manager and may be lodged with any Primary Market Participant or any other channel approved by NZX.

The Manager may refuse applications for Units, in which case the Manager will refund the application moneys to the applicant within 10 Business Days. No interest will be paid on application moneys that are refunded.

# What are the charges?

## Management fee

The Manager acts in two distinct capacities in respect of the Fund: as the manager of the Fund and as an intermediary for investors. As the manager of the Fund, the Manager is entitled to the fees set out below for the services provided by it in that capacity. The Manager is not remunerated for providing, or reimbursed for any expenses incurred by it in providing, any services in its capacity as an intermediary for investors in the Fund.

Management fees are deducted from the Fund and are subject to any other arrangements made with the Manager or the Fund. Such arrangements include the ability of the Manager to negotiate management fee rebates for individual Unit holders. Rebates will be given to Unit holders in the form of fully paid additional Units on a quarterly basis or in cash if agreed between the Manager and the Unit holder. The Manager may increase its charges to cover unforeseen circumstances. Any such increase requires at least three months' notice.

The annual management fee is currently 0.68% of the Net Asset Value of the Fund (subject to variation in accordance with the Trust Deed, up to a maximum of 1% of the Net Asset Value of the Fund and, in the event of any increase to the fee or the maximum amount of any fee, three months' notice will be given to Unit holders). GST will be charged on 10% of the management fees in accordance with the non-binding IRD agreement with the Investment Savings & Insurance Association of New Zealand Inc. on behalf of the funds management industry.

The Manager is also entitled to remuneration from Unit holders in respect of the provision by it of non-standard services requested by those Unit holders.

## Entry fee

Investors must pay an entry fee of 0.35% of the aggregate application amount (i.e., the aggregate issue price of the total number of Units applied for) on every application for Units. The entry fee is payable to the Fund, which pays any brokerage and custody costs incurred by it in respect of the acquisition of Constituent Company securities from those application moneys.

## Trustee's fee

The Trustee's fee for performing its statutory functions as trustee (including holding the Fund's assets on behalf of Unit holders and monitoring the Manager's compliance with the Trust Deed) is up to a maximum of 0.04% of the value of the assets of the Fund or \$75,000, whichever is the lesser (subject to a minimum fee of \$20,000 per annum, plus GST) and is payable by the Fund. The fee is subject to review by the Manager and the Trustee. The Trustee is entitled to be reimbursed by the Fund for costs and expenses properly incurred in connection with carrying out its duties under the Trust Deed. There is no limit to the amount of such costs and expenses.

## Reinvestment fee

The Manager may charge a reinvestment fee in relation to the income reinvestment option described on page 12. Reinvestment fees are currently not charged, although the Manager reserves the right to charge them at any time in the future.

## Exit fee

An exit fee of 0.35% of the amount payable on redemption is payable in respect of any redemption of Units. The exit fee is payable to the Fund, which pays any brokerage and custody costs incurred in selling Constituent Company securities in connection with that redemption of Units.

## Variations to fees

The Manager reserves the right to vary the amount of any of the fees stated above in accordance with the Trust Deed. Any increase in fees requires three months' written notice to all Unit holders.

## Levies to correct tracking differences

The Manager may, in order to adjust the securities held by the Fund so that it more accurately replicates the AMP World Index, levy proportionate contributions from amounts to be paid to Unit holders directly, or levy Unit

holders directly. Since the inception of the Fund, no such levy has been charged.

## Other charges

All income tax, resident withholding tax and other tax payable by the Fund is satisfied directly out of the assets of the Fund. All brokerage costs and stamp duty or similar taxes incurred in relation to a change in the countries comprising the AMP World Index may be deducted from the assets of the Fund.

All other expenses of the Fund, and all administration and investment management costs (including fees payable to the Investment Managers and the Investment Administrator) are deducted from the Fund or, if paid by the Manager, reimbursed to the Manager from the Fund. These types of charges cannot be calculated precisely in advance. Details of these expenses and charges can be obtained from the Manager.

# What returns will I get?

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Any returns on Units generally arise in two forms:

1. growth in the unit price; and
2. distributions of income.

Returns are subject to the fortunes of the Constituent Companies, the taxation regime of the Constituent Countries, and exchange rate fluctuations. They, therefore, cannot be predicted with any accuracy. No returns can be, or are, promised.

Distributions of income are made directly from the Fund. This is described more fully on page 11.

The New Zealand Guardian Trust Company Limited, as Trustee, is the entity that is legally liable to pay distributions (if any) on the Units in accordance with the Trust Deed. The Manager arranges payment of the same on the Trustee's behalf.

Nothing contained in this Investment Statement should be construed as a promise of profitability, and no person named in this Investment Statement (including the Manager, Trustee, Promoters and Investment Managers and their respective directors, officers, employees or advisers) nor any other person gives any guarantee or promise as to the future performance of the Fund or the value or sale price of Units or the payment of any distributions on the Units.

## Investment performance

The investment performance of the Fund (i.e., the percentage increase or decrease in the gross Unit price) during each of the previous five years (for the year ended 31 March) is as follows\*:

Year ended 31 March	Gross return (per annum)
2011	6.51%
2010	21.55%
2009	-16.97%
2008	-12.20%
2007	- 2.32%

\* Gross return means the percentage return of the Fund for a specified period calculated by using time-weighted rates of return of the gross price of the Fund before any fees and tax are deducted. Past performance is no guarantee of future results.

Please refer to the graph contained on page 3 for further performance information.

## Growth of the unit price

Unit holders may experience capital growth through growth in the value or price of their Units. Growth in the Unit price is dependent on movements in the price of the securities of the Constituent Companies, and exchange rate values, which cannot be predicted.

\*\* Income year has the meaning given in section YA1 of the Income Tax Act 2007 and the Fund means the year ending on 31 December.

The difference between the price at which Units are purchased and sold represents the growth in the Unit price. The Unit price can go up and down over time and, as such, the Fund may experience both positive and negative growth. None of the Trustee, the Trustee's nominee company, the Issuer, the Promoters, the Manager, AMP Limited, any other member of the AMP Group or their directors guarantee the Unit price.

## Taxation status

Taxation is likely to affect returns.

As investors have different taxation positions, you are urged to consider your own taxation position before entering into an investment contract and, if necessary seek professional advice.

The Fund elected to become a listed PIE from 1 January 2008.

## Fund tax

The Fund is subject to the company tax regime, including the requirement to maintain an imputation credit account. The Fund's tax rate is 28%. The Fund will credit its tax payments to its imputation credit account. When the Fund makes distributions to Unit holders it will attach the maximum available imputation credits to the distribution. The company tax rate reduced from 30% to 28% for the 2011-12 and later income years and certain transitional rules for imputation credits were enacted as part of the tax rate change. The Fund will need to apply those transitional rules to determine how many imputation credits can be attached to distributions it makes during the statutory transitional period.

## Fair Dividend Rate method

The Fund applies the Fair Dividend Rate ("FDR") method to calculate taxable income from its foreign share investments. Under this method, the Fund is deemed to derive income each year equal to 5% of the value of the securities of the Constituent Companies, calculated on a daily basis. Dividends that the Fund receives are not taxable if the FDR method is applied to the relevant shares, although the Fund may be able to claim foreign tax credits for any foreign withholding tax deducted

from the dividends it receives (subject to the limits applicable to foreign tax credits). Losses incurred on the disposal of shares are not deductible.

The shares the Fund holds in certain Australian resident companies listed on an approved ASX Index (such as the All Ordinaries Index) are not subject to the FDR method. Instead, in respect of such shares, the position is that:

- dividends are taxable; and
- profits on disposal are not taxable and losses on disposal are not deductible.

## Powers in relation to PIE Status

The Manager has the discretion under the Trust Deed to take all steps necessary to ensure that the Fund meets the PIE eligibility requirements including:

- requesting a Unit holder to provide certain information to the Manager to enable the Manager to determine whether the Fund meets the PIE eligibility requirements, and the Unit holder is required to supply such information within 30 days of the request;
- rejecting applications for Units and transfers of Units to ensure that the maximum investor interests requirement (see below) under the Income Tax Act is not exceeded; or
- if a Unit holder's unitholding exceeds the maximum investor interests requirement, selling, redeeming or repurchasing Units. The relevant Unit holder will be given notice and an opportunity to remedy the breach (provided that there is time to remedy the breach under the relevant tax legislation). Any proceeds from any such sale, redemption or repurchase (less any expenses arising from such disposal) will be paid to you, and neither the Manager nor the Trustee shall be liable for any loss you may incur on such disposal.

The maximum investor interests requirement limits the percentage of Units in the Fund that a Unit holder can hold. The percentage of the total issued Units that a Unit holder may hold at any time must be:

- less than 40% if the Unit holder is not an Exempted Investor, and has held between 20% and 40% of the Units on issue at all times from 17 May 2006;
- no more than 20% for all other Unit holders that

are not Exempted Investors. When determining whether the 20% threshold is exceeded, a Unit holder is treated as holding any Units held by its Associates, except if the Associates hold less than 5% the Units on issue or they are Exempted Investors.

**There is no maximum unitholding percentage for Unit holders that are Exempted Investors.**

## Tax position of Unit Holders

### Individuals and trustees

For natural persons or trustees resident in New Zealand, a distribution by the Fund (including a distribution of Units pursuant to the income reinvestment option described on page 12) will be excluded income (i.e., not taxable) unless the Unit holder includes the distribution as income in a tax return. It would usually be beneficial for Unit holders who are subject to the 30% or 33% marginal tax rates to not include such distributions in a tax return. In this case, tax on that distribution would be capped at the tax paid by the Fund, being 28%.

A Unit holder whose marginal tax rate is less than 28% could choose to include a distribution in a tax return, in which case the distribution would be divided into two components. The first component is the amount of the distribution that is fully credited with imputation credits. This first component is taxable for the Unit holder. However, because that component is fully imputed, a Unit holder on a tax rate less than 28% will have no further tax to pay on the income and will have surplus imputation credits, which could be offset against tax payable on other income (assuming that the Unit holder has other income).

The second component of the distribution is the component that does not carry any imputation credits. This second component is excluded income for the Unit holder (i.e., it is not taxable).

### Other Unit holders

For all other Unit holders (i.e., corporate/institutional investors and non-residents), distributions (including a distribution of Units pursuant to the income reinvestment option described on page 12) should be subject to the same treatment as that described above for individual and trustee Unit holders who

choose to include distributions in a tax return. That is, all distributions are divided into the two components, being the fully imputed component (which is taxable) and the balance (which is excluded income).

The fully imputed component is taxable and the Unit holder should be able to use imputation credits attached to the distribution to offset the tax liability on this amount. Charities will not be able to use the imputation credits, which will be a disadvantage for charities compared with investing directly or investing in a PIE that is not listed on the NZSX. For a Unit holder that is a PIE, the excluded income can be distributed to investors in that PIE without further tax consequences. The taxable component of the distribution and the imputation credits would be attributed to the PIE's investors.

For non-residents holding less than 10% of the Units in the Fund, a distribution that carries maximum imputation credits is generally subject to non-resident withholding tax ("NRWT"), at 15% (unless the post-tax treaty rate of withholding for the distribution is less than 15%, in which case no NRWT is withheld).

**For distributions that are subject to NRWT and which carry the maximum permitted amount of imputation credits, the Fund will be able to pay a supplementary dividend to any non-resident Unit holders to compensate for the NRWT deducted from the distribution.**

### Sale or disposal of Units

The tax treatment of profits realised or losses incurred on the disposal of Units will depend upon the tax position of the Unit holder. Generally speaking, profits from the disposal of Units will be taxable (and losses will be deductible) if:

- the Unit holder acquired Units for the purpose of sale or other disposal; or
- the Unit holder carries on a business involving dealing in Units or similar property; or
- Units are held for the purposes of any business carried on by the Unit holder and disposal of Units occurs as an act done in the carrying on of that business.

A Unit holder who is taxable on the proceeds of the disposal of Units is referred to below as a revenue

account Unit holder. A Unit holder who is not taxable on the proceeds of the disposal of Units is referred to as holding Units on capital account. Also, a Unitholder may not be taxable on the proceeds of the disposal of Units on some other basis, for example, if the Unit holder is a charity or is a PIE.

### Redemption of Units

If a redemption of Units does not meet the brightline test for a non-pro rata cancellation (that is, at least a 15% reduction in the Unit holder's interest in the Fund), then the redemption proceeds (cash or underlying securities) are classified as a dividend for tax purposes.

However, if the brightline test is satisfied then the redemption proceeds are not classified as a dividend, provided that the Fund has sufficient available subscribed capital to cover the redemption proceeds and the IRD is satisfied that the redemption is not in lieu of the payment of a dividend.

For capital account Unit holders, the following treatment should apply to the redemption proceeds:

- to the extent that the redemption proceeds are a dividend, the treatment described above for distributions by the Fund should apply; and
- to the extent that the redemption proceeds are not a dividend, those proceeds should not be taxable.

For revenue account Unit holders, the following treatment should apply to the redemption proceeds:

- to the extent that the redemption proceeds are a dividend, the treatment described above for distributions by the Fund should apply; and
- to the extent that the redemption proceeds are not a dividend, the proceeds should not be taxable under the dividend tax rules. However, subject to the comments below, those proceeds would be income of a Unit holder under the rules which apply to revenue account Unit holders. The amount of income derived by the Unit holder under those rules should be reduced by the amount of any dividend from the redemption (including both the taxable and excluded income components of the dividend) and the cost of the Units being redeemed should be deductible against the income.

It is unclear under current law whether the income referred to above would be excluded income for a Unit holder under the PIE tax rules. While the position is not free from doubt, taking into account the policy intent of the PIE tax rules, the better view is that this income should be excluded income. It is also understood that the IRD's Policy Advice Division considers that Unit holders should not (from a policy perspective) have taxable income (or a deductible loss) from a redemption of units/shares in a PIE under the revenue account rules. It is possible that amending legislation will be introduced in the future to clarify the position.

## Distributions of income

### Timing of distributions

Dividends, distributions and interest on the securities held in the Fund's portfolio are directly retained in the Fund. As set out on page 9, the Fund is paying taxation in accordance with the FDR method. The Fund will generate imputation credits from any tax paid, which can be attached to distributions made to Unit holders. The Fund's distribution policy is to make distributions semi-annually to Unit holders of an amount sufficient to use all imputation credits available to the Fund at the relevant time. The Manager on behalf of the Trustee will make distributions 20 Business Days after the last day of March and September.

In practice, the amount to be distributed (determined having regard to the amount of imputation credits available) should typically be more than the amount of dividends and interest to be received by the Fund. However, if the amount received by the Fund in relation to dividends and interest is more than the amount that Unit holders would otherwise receive having regard to the amount of imputation credits available, then the Fund's distribution policy will be to distribute the higher amount to Unit holders.

As indicated above, dividends and interest from the securities held in the Fund's portfolio are directly retained in the Fund until distributed on a distribution payment date. This means that Unit holders who sell or redeem all their Units before a distribution payment date will not receive any distributions that relate to dividends and interest credited to the Fund during the

period from the last distribution payment date to the date of sale or redemption. Instead, those distributions and interest payments will be held in the Fund and will be taken into account in the calculation of the Fund's Net Asset Value. Therefore, Unit holders who wish to receive distributions on their Units must retain those Units until the record date for the next six monthly distribution, as they will no longer receive a distribution for the current six month period if they sell or redeem their Units before that date.

Generally, international companies retain a higher amount of earnings and pay a lower level of dividends than New Zealand companies. Accordingly, the amount payable to Unit holders by way of distribution is likely to be less than the amount which would be payable by a fund which invested solely in shares of New Zealand companies.

Unit holders who purchase Units will not be entitled to dividends or interest received by the Fund before the date of registration of such purchase or issue.

#### **Payment method**

Payment of distributions will generally be made in New Zealand dollars by way of direct credit to Unit holders' nominated New Zealand bank accounts. Unit holders who have not supplied the Unit Registrar with a valid New Zealand bank account number will have the payment held in a distribution account until such bank account details are provided to the Manager. Any amounts held in the distribution account will be disregarded for the purposes of calculating the Net Asset Value of the Fund.

#### **Income reinvestment plan**

Unit holders may, at any time, elect to have all (but not part) of their half yearly distribution of income from the Fund reinvested in further Units.

Unit holders will be given a reasonable opportunity to make their election. You can cancel, at any time, your election to reinvest distributions from the Fund in further Units. Applications to reinvest distributions that are received by the Registry up to 10 Business Days before a half yearly distribution date will be effective from, and including, that distribution. An election may be withdrawn by written notice to the Manager at any time. A withdrawal will take effect not less than five

Business Days after notice of the withdrawal is received by the Manager.

The Manager may, in its discretion, satisfy income reinvestment elections by purchasing Units (at the current market prices on the NZSX) and/or by applying to the Fund for the issue of Units. Such purchases or applications will be made on the distribution date or, if that day is not a Business Day, on the last Business Day before the distribution date. At the time of purchase or application, the Manager must not have any information that is not publicly available that would, or would be likely to, have a material adverse effect on the price of the Units if the information were publicly available. Units will be allotted or transferred to the Unit holders in accordance with their income reinvestment elections on the relevant half yearly distribution date.

Units issued in respect of income reinvestment elections will:

- be issued on the terms specified in this Investment Statement and the Prospectus; and
- have the same rights as all other Units in the Fund.

A Unit holder's reinvestment in Units will be rounded down to the nearest whole Unit (and rounding differences will be retained in the Fund on behalf of Unit holders). Reinvestment fees are not currently being charged (although the Manager reserves the right to charge such fees).

The financial statements and most recent annual report for the Fund are available on request, free of charge, from the registered office of the Manager.

The income reinvestment option may be varied, withdrawn or cancelled by the Manager at any time, by giving not less than three months' notice to Unit holders. This Investment Statement contains (in respect of the income reinvestment option) all the terms required by the Securities Act (Dividend Reinvestment) Exemption Notice 1998.

# What are my risks?

All investments involve some degree of risk. An investment in Units is no different. The main risk is that you will not recover the full amount invested or not receive any returns on your investment in Units. The principal risks of the money paid by Unit holders for their Units not being recovered in full, and of Unit holders not receiving any returns on their investment (being returns of the type described under the heading “What returns will I get?”), are set out below.

## Fluctuations in prices of securities

As the Fund holds a broadly based portfolio of equity securities, there is the general risk that equity security prices may decline, thereby adversely affecting the value of the Fund and an investment in the Units. The securities held by the Fund are susceptible to general share market fluctuations and to volatile increases and decreases in value as market confidence in, and perceptions of, their respective issuers change. These perceptions are based on various, and unpredictable, factors including government, economic, monetary and fiscal policies, inflation and interest rates, economic expansion or contraction and global or regional political, economic and banking crises.

An investment in the Fund should be made on an understanding of the risks inherent in an investment in equity securities, including the risk that the financial condition of the Constituent Companies may become impaired or that the general condition of a share market in an Investment Country may deteriorate (either of which may cause a decrease in the value of the securities of the Constituent Companies and therefore in the value of the Fund and an investment in the Units).

## Foreign currency risk

The Fund invests in securities denominated in the currency of the Investment Countries. This gives rise to currency risk which may affect the value of the Fund’s portfolio and therefore the value or amount of Units when considered in New Zealand dollar terms. The Manager and the Investment Manager take no steps to mitigate the Fund’s foreign currency exposure.

## Passive management risk

Traditional methods of investment management for a managed fund typically involve deliberate changes to a portfolio of securities based on the fund manager’s judgement of economic, financial and market conditions. As the Fund is passively managed, the Manager and the Investment Manager make no attempt to manage the Fund in the traditional sense. In particular, the Manager and the Investment Manager do not monitor the performance of the Constituent Companies included in the AMP World Index. An adverse change in the financial condition of a Constituent Company will not result in the Fund disposing of its securities of that company, unless the company is removed from the AMP World Index. The Fund does not sell securities because of normal market fluctuations.

## Tracking risk

While every effort is made to track the price and yield performance of the AMP World Index, there can be no assurance that the Manager will meet this objective. There is a risk that from time to time the Fund may not be able to replicate and maintain exactly the composition and relative weightings of the securities in the AMP World Index. In addition, the Fund may be unable to purchase or sell all or some of the Constituent Companies’ securities at prices consistent with the then current composition of the AMP World Index. Therefore, tracking differences may occur between the Fund’s portfolio and the composition of the AMP World Index.

In addition, the Fund is likely to experience tracking differences arising from the time between issuing and redeeming Units for cash and purchasing or selling the necessary Constituent Company securities to reflect the amount of such issue or redemption of Units.

Payment of tax by the Fund on gains from investments will also impinge adversely on the Fund’s capacity to track accurately the AMP World Index (see page 4 for further details).

## Constituent company risk

The information in this Investment Statement relates principally to the features of Units. No information is provided in relation to the Constituent Companies. It is impossible in a document and offer of this type to describe each Constituent Company or take into account the investment objectives, financial situation and particular needs of each potential investor.

## Regulatory and administration risk

Like any managed funds investment, investments made through the Fund are exposed to the risk of future changes to tax or other legislation which could affect the operation of the Fund, or the returns available from it.

It is reasonably foreseeable, if you terminate your investment before entry costs can be recovered, or if there is an overall decline in the AMP World Index, that you will not receive any returns and you will not recover in full the money you have paid for your Units.

There will also always be the risk of a technological or other failure or event impacting on the Fund or the financial markets in general that may affect returns.

## Risk of loss of PIE Status

The eligibility requirements to maintain PIE status pose a risk. Although the Manager has mechanisms available to manage compliance with the PIE eligibility requirements, there remains a risk that the Fund could lose PIE status if there is a breach of those requirements and the Manager does not become aware of the breach in time to correct it. This risk, if manifested, may have an adverse effect on the tax position of the Fund and/or Unit holders. In particular, distributions made by the Fund to Unit holders would be taxable for Unit holders (subject to exceptions for returns of subscription amounts) if the Fund lost PIE status. Currently, the Fund's distributions can be classified (in whole or in part) as excluded income under the PIE rules depending on the circumstances. In addition, the Fund would lose the benefit of the exemption from tax for gains

realised on the sale of shares in New Zealand or certain Australian listed companies which applies to PIEs.

## Consequences of insolvency

Liabilities of the Fund will rank ahead of the claims of Unit holders in the event of the Fund being put into liquidation or being wound up. Claims of Unit holders in respect of their Units will rank equally among themselves in such circumstances. Subscribers will not be liable to pay any money as a result of the insolvency of the Fund. In the event that the Fund is wound up, the assets will be distributed to Unit holders on the basis of their percentage holding of Units, subject only to the payment of the expenses of the Fund (including the Manager's and Trustee's fees and reimbursement) and outstanding tax liability.

Unit holders will not incur any further liability to the Fund in respect of the Units in the event of insolvency or otherwise except for any levies to correct tracking differences as described above. No Unit holder shall be personally liable in respect of any other debt or liability of the Fund nor be personally liable to indemnify the Trustee or the Manager in respect of any such debt or liability of the Fund.

## Can the investment be altered?

The terms and conditions on which investors may subscribe for Units (including the amount of money payable by subscribers) and the Trust Deed itself, may be altered if the Trustee and Manager agree that the amendment is, in the opinion of the Trustee, not materially and adversely prejudicial to Unit holders generally, or in certain other limited circumstances, including when authorised by an extraordinary resolution of Unit holders or, when necessary, for consistency with changes to the Listing Rules.

The Issue Terms (other than the investment policy of the Fund) can also be amended by the Trustee and the Manager under clause 18.1.2(b) of the Trust Deed if any proposed change is:

- notified to Unit holders at least two months before the change occurs; and
- Unit holders holding not less than 10% of the total number of Units on issue:
  - do not give notice of intention to call a meeting of Unit holders regarding the proposed change within 30 days of the date of the sending of the notice; and
  - do not, if such a meeting is called, reject, at that meeting, the proposed change by extraordinary resolution.

In addition, changes can only be made to the Issue Terms (other than the investment policy of the Fund) if:

- the changes only affect Units issued after the effective date of the change;
- the changes are disclosed in the then current Prospectus for the Units with reasonable prominence; and
- the Trustee is satisfied that Unit holders will not be adversely affected by any confusion arising from the difference between the Issue Terms of the existing Units and the Issue Terms of Units issued after the change is to take effect.

As discussed above, you may elect to have all (but not part) of any distributions of income from the Fund reinvested in further Units. No reinvestment fee is currently payable (although the Manager reserves the right to charge such fees). You can cancel, at any time, your election to reinvest distributions from the Fund

in further Units. The income reinvestment option may be cancelled by the Manager at any time, by giving not less than three months' notice. Further details about reinvestment fees are provided under the heading "What returns will I get?" on pages 8 to 12.

If your Unit holding exceeds the maximum investor interests requirement (prescribed in the Income Tax Act) or would otherwise threaten to cause or cause the Fund to be ineligible as a PIE, the Manager has the power under the Trust Deed to sell, redeem or repurchase the number of Units held by you which give rise to the breach or potential breach. You will be given notice of any such breach and an opportunity to remedy it (provided that there is time to remedy the breach under the relevant tax legislation). Any proceeds from any such sale, redemption or repurchase (less any expenses arising from such disposal) will be paid to you, and neither the Manager nor the Trustee shall be liable for any loss you may incur on any such disposal.

In other circumstances where your investment would threaten to cause or cause the Fund to become ineligible as a PIE, the Manager may take all steps it considers necessary or desirable to ensure the Fund is eligible to be, or continues to be eligible to be, a PIE.

# How do I cash in my investment?

## Redemption

Units may be redeemed by arrangement with the Manager in multiples of 1,000,000 Units only. The Manager may, in its discretion, facilitate the redemption of Units in parcels of less than 1,000,000 Units. Generally, Units must be redeemed for cash at a price equivalent to the Net Asset Value per Unit, although the Manager may agree to accept a request from a Unit holder for the transfer of securities held by the Fund, rather than the payment of cash to it, on the redemption of Units. The Manager will effect redemption requests either by procuring the Fund to redeem the Units the subject of the redemption request or may instead implement a “Manager repurchase” (that is, a purchase by the Manager of the Units the subject of the redemption request, instead of a redemption by the Fund). An exit fee of 0.35% of the amount payable on redemption will be payable to the Fund in respect of any redemption.

The Manager may suspend the redemption of Units. Suspensions of redemptions may not continue for more than a maximum period of 20 continuous Business Days, or for a total of 40 days in any 60 day period, without the consent of the Trustee. There is no limit on the period of time for which redemptions can be suspended with the consent of the Trustee. If the Manager suspends the redemption of Units, it may also suspend the offer and issue of Units under this Investment Statement. The Manager will immediately notify NZX if it determines that it is necessary to suspend the offer, issue or redemption of Units.

## Sale

The Units have been accepted for listing by NZX (a registered exchange under the Securities Markets Act 1988) and will be quoted on the NZSX market on completion of allotment procedures. However, NZX accepts no responsibility for any statement in this Investment Statement, or the Prospectus.

Investors should, therefore, be able to sell Units on the NZSX. In the Manager’s opinion, these arrangements mean that there is an established market for sales of Units. Normal brokerage will be payable on such sales.

## Holding restrictions

The minimum number of Units that must be held at any time is 1,000 Units. The Trustee may refuse to register any transfer of Units where the transfer, together with any other transfers awaiting registration, would result in the transferee holding less than 1,000 Units. The Trustee has the power, under the Trust Deed, to dispose of holdings of less than 1,000 Units on behalf of the Unit holder on giving three months’ written notice of its intention to do so to the Unit holder.

If your investment exceeds the maximum investor interests requirement (prescribed in the Income Tax Act) or would otherwise threaten to cause or cause the Fund to be ineligible to be a PIE, the Manager may choose to sell, redeem or repurchase your Units in the Fund after giving you notice of any such breach and, if appropriate, an opportunity to remedy it.

In other circumstances where your investment would threaten to cause or cause the Fund to become ineligible to be a PIE, the Manager may take all steps it considers necessary or desirable to ensure the Fund is eligible or continues to be eligible to be a PIE.

## Who do I contact with inquiries about my investment?

Any enquiries about the investment should be directed to the person or organisation that arranged this investment for you. If they are not able to help you to your satisfaction then please contact:

Manager of Client Servicing  
AMP Capital Investors (New Zealand) Limited  
Ground Floor, PwC Tower  
113-119 The Terrace  
PO Box 3764  
Wellington  
Telephone: 0800 400 499  
Email: [clientservicecentre@ampcapital.co.nz](mailto:clientservicecentre@ampcapital.co.nz)

## Is there anyone to whom I can complain if I have any problems with the investment?

Any complaints or problems with the investment should be directed to the person or organisation that arranged this investment for you. If they are not able to help you to your satisfaction then please contact:

The Manager  
AMP Investments' World Index Fund  
c/- AMP Capital Investors (New Zealand) Limited  
Ground Floor, PwC Tower  
113 - 119 The Terrace  
PO Box 3764  
Wellington  
Telephone: 0800 400 499  
Email: [clientservicecentre@ampcapital.co.nz](mailto:clientservicecentre@ampcapital.co.nz)

In addition, the Promoter and Manager are registered with Financial Services Complaints Limited, a dispute resolution scheme approved under the Financial Service Providers (Registration and Dispute Resolution) Act 2008. Under that scheme, if you have any complaints or problems with your investment, you should first try to resolve these with the Manager / Promoter. Andrew Penn, the Promoter's Executive Legal Counsel, is the contact for such complaints. He can be contacted at the address above.

If your complaint cannot be resolved with the Manager / Promoter, you may direct your complaint to:

Financial Services Complaints Limited  
Level 13  
45 Johnston Street  
PO Box 5967  
Wellington  
Telephone: 0800 347 257 or (04) 472 3725  
Fax: (04) 472 3728

Another person you can contact if you are not satisfied with the outcome of your inquiry to the persons noted above is the Trustee at:

Manager, Corporate Trusts  
The New Zealand Guardian Trust Company Limited  
Guardian Trust House  
3rd Floor  
15 Willeston Street  
PO Box 913  
Wellington  
Telephone: (04) 495-7914

There is no ombudsman to whom you can complain in relation to this investment.

# What other information can I obtain about this investment?

Further information about the Fund is contained in the Prospectus for the Fund, the financial statements of the Fund and also the Trust Deed (including all supplemental deeds). A copy of those documents can be obtained upon written request, free of charge, from the Manager at Ground Floor, PwC Tower, 113 – 119 The Terrace, Wellington.

A copy of the above documents, including other documents relating to the Issuer, are also filed on the public register at the Companies Office of the Ministry of Economic Development and are available for public inspection either on their website at [www.companies.govt.nz](http://www.companies.govt.nz) or (on payment of the relevant fee) by telephoning the Ministry of Economic Development Business Service Centre on 0508 266 726 during normal business hours.

Unit holders will receive an annual report which will include the audited financial statements of the Fund, a report from the Manager on the activities of the Fund and any change in investment policies.

Unit holders who are issued Units, or acquire or dispose of Units, will also receive a statement within five Business Days of the allotment or registration of a transfer of Units (as applicable).

You can obtain a copy of the following documents free of charge by requesting them in writing from the Manager of Client Servicing, AMP Capital Investors (New Zealand) Limited, Ground Floor, PwC Tower, 113 – 119 The Terrace, Wellington:

- (a) the Prospectus relating to the Fund;
- (b) the financial statements required to be prepared in respect of the Fund under the Financial Reporting Act 1993 and all documents attached thereto;
- (c) any directors' certificates and interim accounts submitted to extend the life of the Prospectus for the Fund;
- (d) the Trust Deed (including all amendments);
- (e) the most recent annual report of the Fund; and
- (f) further copies of this Investment Statement.

In addition, you may inspect a file of substantial security holder disclosure notices in relation to the Fund, at no charge, at the office of the Manager during normal

working hours. You may copy these files for a small photocopying fee.

You may also obtain a copy of the Unit holder register by providing a written request to the Manager and upon payment of a fee.

## Disclaimer

The funds or securities referred to herein are not sponsored, endorsed, or promoted by MSCI, and MSCI bears no liability with respect to any such funds or securities or any index on which such funds or securities are based. The Prospectus for the Fund contains a more detailed description of the limited relationship that MSCI has with AMP Capital Investors (New Zealand) Limited and any related funds.

## The information you provide is covered by the Privacy Act

Your rights in relation to personal information are governed by the Privacy Act 1993.

When you invest in the Fund, and during your investment, personal information relating to you may be required by the Trustee and the Manager. This information is needed for administering your benefits and may be used to assist you with other financial services provided by AMP.

During normal working hours you are entitled to see any personal information we hold about you. If you believe that any of the details are incorrect, you may ask for a correction to be made. If for any reason we are unable to make the correction requested, details of your request will be permanently attached to your personal information.

# Directory

## MANAGER

AMP Investment Management (NZ) Limited  
Ground Floor, PwC Tower  
113-119 The Terrace  
PO Box 3764 Wellington  
Telephone: (04) 494 2200  
Facsimile: (04) 494 2100

## Directors of the Manager

Graham Nicholas Stewart Law, FCA (ICAI), CA (NZICA)	Wellington
Nicholas Peter Dobson, LLB	Wellington
Grant David Hassell, BCA	Wellington
David Anthony Chote	Wellington

The directors may change from time to time. Directors of the Manager can be contacted at the Manager's address.

## PROMOTERS

AMP Capital Investors (New Zealand) Limited  
Ground Floor PwC Tower  
113-119 The Terrace Wellington

The following directors of AMP Capital Investors (New Zealand) Limited are also promoters of the Fund:

Stephen James Peter Dunne (Chairman), BBus (Mgt & Mktg), CFA, ASIA, MBA	Sydney
Andrew Bird, BSc Urban Land Administration, MRICS	Sydney
Anthony Gerard Fasso, BCom	Hong Kong
David Graham Kiddie, BA (Hons) (Economics)	Sydney

The directors may change from time to time. The directors of the Promoter can be contacted at the Promoter's address.

## INVESTMENT MANAGERS

### Principal Investment Manager

AMP Capital Investors (New Zealand) Limited  
Ground Floor, PwC Tower  
113-119 The Terrace Wellington

### International Sub-Investment Manager

Henderson Global Investors Limited  
4 Broadgate  
London EC2M 2DA United Kingdom

## TRUSTEE

The New Zealand Guardian Trust Company Limited  
3rd Floor, Guardian Trust House  
15 Willeston Street  
PO Box 913 Wellington  
Telephone: (04) 495 7914  
Facsimile: (04) 499 1454

## CUSTODIAN

J P Morgan Chase Bank, N.A. (London Branch)  
125 London Wall, London EC2Y 5AJ

## INVESTMENT ADMINISTRATION

BNP Paribas Fund Services Australasia Pty Limited NZ Branch (trading as BNP Paribas Securities Services)  
Level 15  
171 Featherston Street  
PO Box 3299 Wellington

## SOLICITOR TO MANAGER

Bell Gully  
171 Featherston Street  
PO Box 1291  
Wellington

## UNIT REGISTRAR

Computershare Investor Services Limited  
159 Hurstmere Road  
Takapuna  
Private Bag 92119 Auckland  
Unit holder enquiries:  
Telephone: (09) 488 8700  
Facsimile: (09) 488 8787

## AUDITOR

Ernst & Young  
Level 24, Majestic Centre  
100 Willis Street Wellington

## BANKER

Bank of New Zealand (Wellington Branch)  
1 Willis Street  
PO Box 2392 Wellington

# Glossary

**AMP World Index** means the AMP World Index described in this Investment Statement.

**Associate** means an “associated person” as defined in section YA 1 of the Income Tax Act.

**ASX** means the Australian Securities Exchange.

**Business Day** means a day on which NZSX is open.

**Constituent Company** means a company whose securities are included from time to time in the AMP World Index.

**Dollar or \$ or NZ\$** means NZ Dollars.

**Exempted Investor** means a Unit holder of the type listed in Schedule 29 of the Income Tax Act, which includes (without limitation) a PIE or an entity that qualifies for PIE status, a foreign PIE equivalent, a life insurer, the New Zealand Superannuation Fund, the Accident Compensation Corporation (or a Crown entity subsidiary of the Corporation), the Earthquake Commission, the Auckland Council and any community trust.

**Free Float-Adjusted Market Capitalisation** means the market capitalisation of a company based on the number of shares available to purchase on the open market (i.e. excludes all controlling interests of a company and allows for foreign ownership limitations).

**Fund** means the group investment fund known as the AMP Investments’ World Index Fund in which Units are offered in this Investment Statement, and it refers also to the Trustee and/or Manager acting in respect of the Fund as the context requires.

**Income Tax Act** means the Income Tax Act 2007.

**International Sub-Investment Manager** means Henderson Global Investors Limited.

**Investment Administrator** means BNP Paribas Fund Services Australasia Pty Limited NZ Branch (trading as BNP Paribas Securities Services).

**Investment Countries** means, as at the date of this Investment Statement, United States of America, United Kingdom, Japan, Germany, Australia, Spain and Canada.

**Investment Manager** means AMP Capital Investors (New Zealand) Limited.

**Investment Managers** means the Investment Manager and the International Sub-Investment Manager.

**IRD** means Inland Revenue.

**Issuer** means, for the purposes of the Securities Act 1978, the Manager.

**Listing Rules** means the NZSX Listing Rules

**Manager** means AMP Investment Management (N.Z.) Limited.

**MSCI** means Morgan Stanley Capital International.

**MSCI World Index** means the Morgan Stanley Capital International World Index.

**NZSX** means the New Zealand Stock Market operated by NZX.

**NZX** means NZX Limited.

**Net Asset Value** for the purpose of this Investment Statement means the assets less the liabilities of the Fund, for unit pricing purposes. It is not necessarily equivalent to the net asset value in the financial accounts. For example, differences may arise due to cost of realisation being included in the accounts and post balance date adjustments to the accounts.

**Offer** means the offer of Units under this Investment Statement.

**Portfolio Investment Entity** or **PIE** means portfolio investment entity as that term is defined in the Income Tax Act.

**Primary Market Participant** means a market participant accredited and designated by NZX to bring new offers of securities to a market provided by NZX.

**Promoter** means AMP Capital Investors (New Zealand) Limited, and those of its directors who are not also directors of the Manager.

**Prospectus** means the current registered Prospectus relating to the Fund.

**Selected Securities** means those classes of securities of Constituent Companies which are included in the AMP World Index.

**Trust Deed** means the trust deed dated 30 June 1997 between AMP Investment Management (N.Z.) Limited and the New Zealand Guardian Trust Company Limited,

as amended from time to time in accordance with its terms.

**Trustee** means The New Zealand Guardian Trust Company Limited.

**Unit** means a unit in the Fund.

**Unit Registrar** means Computershare Investors Services Limited.

Terms described above in the singular include the plural and vice versa.

All dates and times contained in this Investment Statement refer to New Zealand time.

Words and phrases not defined in this Glossary have the same meanings as in the Trust Deed.

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## 7 DECLARATION AND SIGNATURE

I/We:

- (a) have read the Investment Statement dated 30 June 2011 for Units in the Fund and apply for them as described;
- (b) agree that this offer to acquire Units (or any lesser number allocated) may not be revoked;
- (c) understand that the terms and conditions of the Trust Deed and the Prospectus (as duly amended) from time to time will bind all holders of Units;
- (d) agree to accept the Units allotted, including any Units obtained as a result of reinvestments of income if I/we have elected income reinvestment.

Signature(s) of applicant(s) (or for companies, execute as a deed)

APPLICANT

Date

--	--	--	--	--	--

or

JOINT APPLICANT #1

Date

--	--	--	--	--	--

JOINT APPLICANT #2

Date

--	--	--	--	--	--

This Application Form must not be issued, circulated, or distributed unless accompanied by the Investment Statement dated 30 June 2011.

## 8 IDENTITY VERIFICATION OF NEW APPLICANT

To be completed by the underlying investor in conjunction with the adviser through whom this application is made.

Identity verification must be completed in all cases where the applicant is new to the AMP Investments' World Index Fund (in accordance with the Financial Transactions Reporting Act 1996).

### Identification Details

Please provide details and a copy of one of the following primary documents or two of the following secondary documents:

- A Primary document must contain a photograph and must be one of the following: passport (personal details page), firearms license, credit card with photograph, foreign identity card, NZ driver's license.
- A Secondary document must be one of the following: birth certificate, certificate of membership of a professional body, credit card, evidence of a bank account in your name (e.g. deposit slip), community services card, tertiary identification, international driver's licence.

### MAIN APPLICANT

Primary/Secondary Document description

Document Number

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Expiry Date

D	D	M	M	Y	Y	Y	Y
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### JOINT APPLICANT #1

Primary/Secondary Document description

Document Number

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Expiry Date

D	D	M	M	Y	Y	Y	Y
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### JOINT APPLICANT #2

Primary/Secondary Document description

Document Number

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Expiry Date

D	D	M	M	Y	Y	Y	Y
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### Declaration (to be completed by adviser)

I have sighted the original(s) of the document(s) referred to above and confirm that the document(s) are correctly described. I also confirm that the person(s) named in the Personal Details section of this application form and the person(s) identified in the document(s) referred to above are the same individual(s).

I have no reason to believe that each person listed above is not who he or she claims to be.

Signature

\_\_\_\_\_

Date:

\_\_\_\_\_

**ADVISER DETAILS**

Adviser Name

Adviser Number

Adviser Business

**Certificate of non-revocation of Power of Attorney**

I,

of

Hereby certify:

THAT, by a Power of Attorney dated the

day of

(Name of person for whom attorney is signing)

appointed me his/her/its attorney on the terms and conditions set out in the Power of Attorney.

THAT I have executed the application for Units printed on the face of this form as attorney under that Power of Attorney and pursuant to the powers thereby conferred upon me.

THAT at the date of this certificate I have not received any notice or information of the revocation of that Power of Attorney by the death or liquidation of the donor or otherwise.

Signed at

this

day of

20

Signature of attorney

**Important:** For advice on investing in the Fund, consult your sharebroker, any member of NZX or your financial adviser. Read the Investment Statement in full before applying for Units.

**Instructions for completion of application form**

1. Applications must be made on the application form forming part of the Investment Statement dated 30 June 2011. Write in block letters. Photocopies will not be accepted. Also complete the Income Reinvestment Statement if you wish distributions to be automatically reinvested in Units.
2. Applications must be in the name(s) of natural persons, companies or other legal entities acceptable to the Trustee, up to a maximum of two names per application. At least one full given name and surname is required for each natural person. Applications in the name of a minor, fund or estate, business, firm or partnership, club or other unincorporated body cannot be accepted. In those cases, applications must be made in the individual name(s) of the person(s) who is (are) the legal guardian(s), Trustee(s), proprietor(s), partner(s) or office bearer(s) (as appropriate).
3. Applications lodged by individuals must be signed personally or by the applicant's attorney. Where the application form is signed by an attorney, the certificate of non-revocation of power of attorney on the reverse of the application form must be completed and the original power of attorney, or a certified copy thereof, must accompany the application.
4. If an application is made in joint names the application form must be signed by each applicant. Only the address of the first named of the joint applicants will be recorded by the Unit Registrar and all distributions, notices etc., will be sent to that address.
5. An application by a company must be executed under its common seal or signed on behalf of the company by an authorised officer(s).
6. Please insert your telephone number in the space provided (including area code) so that you may be contacted in case of irregularities in your application.

# AMP Investments' World Index Fund

## Income reinvestment form

Office use only: client number

Please use a black pen and print in CAPITAL LETTERS.

### 1 ADDRESS AND CONTACT DETAILS

Title	Surname	Given name[s]
<input type="text"/>	<input type="text"/>	<input type="text"/>

Unit number	Street number	Street name
<input type="text"/>	<input type="text"/>	<input type="text"/>

Suburb/Town	Postcode	Work phone
<input type="text"/>	<input type="text"/>	<input type="text"/>

Home phone	Email
<input type="text"/>	<input type="text"/>

Units held	Common Shareholder number
<input type="text"/>	<input type="text"/>

### 2 INCOME REINVESTMENT OPTION

Thank you for investing in the AMP Investments' World Index Fund. You have the opportunity to participate in the income reinvestment option available with Units. This option contains all the terms required by the Securities Act (Dividend Reinvestment) Exemption Notice 1998. If you wish to have your distributions from the Fund (after all permitted deductions) reinvested in Units please tick the Reinvestment box below and return this form to the Unit Registrar.

(Tick for Reinvestment)

I/We the undersigned Unit holder(s), in accordance with the terms of the Fund Income Reinvestment option as amended from time to time, hereby instruct the Manager of the Fund to apply all distributions payable to me/us in respect of Units held by me/us, in subscribing for fully paid Units.

I/We confirm that I/we have received the Investment Statement relating to the Units.

I/We acknowledge that this election shall continue to apply until terminated by written notice by me/us in accordance with the terms and conditions of the Fund, or terminated by the Manager.

Signature of UNIT HOLDER #1	<input type="text"/>	Date	<input type="text"/>
Signature of UNIT HOLDER #2	<input type="text"/>	Date	<input type="text"/>

### 3 TAX STATUS

If you have any special tax status please contact the Unit Registrar.

#### 4 INCOME PAYMENTS

All distributions unless reinvested, are paid to the Unit Holder's nominated New Zealand bank account. Irrespective of whether you elect to participate in the Income Reinvestment option, it would be helpful to have details of your bank account number on file and this portion of the form can be completed. If we do not already have your bank account details please complete the boxes below, or amend the details as necessary.

Name of bank

Account name

Bank

Branch

Account number

Suffix

 - 

Signature(s) of Unit Holder(s)

#### 5 CERTIFICATION OF NON-REVOCATION OF POWER OF ATTORNEY (IF REQUIRED)

I,  of   
(Name of Attorney) (Address and occupation of Attorney)

Hereby certify:

1. THAT, by a Power of Attorney dated the  day of  20

Title  Surname  First name[s]

Unit number  Street number  Street name

Suburb/Town  Postcode  Occupation

("Donor") appointed me his/her/its attorney on the terms and conditions set out in that power of attorney.

2. THAT I have executed the election Notice for Units printed on the face of this form as Attorney under that Power of Attorney and pursuant to the powers thereby conferred upon me.

3. THAT the Donor has received the Investment Statement relating to Units.

4. THAT at the date of this certificate I have not received any notice or information of the revocation of that Power of Attorney by the death or winding up of the Donor or otherwise.

Signed at  this  day of  20

Signature of attorney  
(of person for whom attorney is signing)

#### 6 TERMINATION OF PARTICIPATION

If you elect to participate in the Income Reinvestment scheme, but subsequently wish to terminate your participation, simply forward written notice to the Fund's Unit Registrar at the address shown overleaf advising that you wish to terminate your participation. Where you are a joint holder, ensure that all other joint holders sign the notice.

PLEASE RETURN IMMEDIATELY TO: Computershare Registry Services Limited, Private Bag 92-119, Auckland 1020, New Zealand.

# Contacting AMP Capital Investors

For information about investing with AMP Capital Investors, please contact us.

## Auckland office

Level 7

21 Queens Street, Auckland

PO Box 5436 Auckland 1141

## Wellington office

Level 11

113-119 The Terrace, Wellington

PO Box 3764 Wellington 6140

## Telephone

0800 400 499

8.30am – 5.00pm New Zealand time, Monday to Friday

## Website

[www.ampcapital.co.nz](http://www.ampcapital.co.nz)