

30 October 2023

Notification: IP Flexible Growth Fund (“the portfolio”) – Fund Changes

Dear Investor

This letter details the proposed changes to the IP Flexible Growth Fund, administered within the IP Collective Investment Scheme.

The portfolio manager after careful consultation, has decided it would be in the best interests of the investors to amend the investment policy to increase the offshore exposure limit from 40% to 60% of the fund. By increasing the limit to 60%, the Fund can take full advantage of favourable market conditions, potentially enhancing performance and capital growth for investors over the longer term.

The portfolio name will also change from IP Flexible Growth Fund to MitonOptimal IP Flexible Growth Fund. This will be a co-named portfolio as permitted by the regulations.

Annexure A attached details the current and proposed changes to the investment policy in table form for ease of reference.

For more information

Should you wish to know more about the changes to the portfolio referred to in **Annexure A**, please contact your financial advisor or MitonOptimal South Africa on 021-689 3579 or call IP Management Company on 021-673 1340.

Action required

1. Please complete, sign and return the attached ballot form to our external auditors, BDO Cape Incorporated in the enclosed pre-paid, self-addressed envelope, to reach us by no later than midnight on the **11th December 2023**. Alternatively, kindly email to ballot.ct@bdo.co.za or fax the ballot form directly to the auditors on **+27 (0)21 417 8700** for attention Aiden Monk.
2. An independent auditor, BDO Cape Incorporated, will verify the outcome of the ballot.
3. If you have disposed of your participatory interest in the portfolio, no action is required.
4. Please do not include any other instructions regarding your holdings together with your ballot returns – eg requests for purchases, switching instructions, etc. Your ballot form will go directly to our auditors and as such, we will be unable to guarantee that any instruction subsequent to the commencement of the ballot process will be effected.

Effective date of the change

The changes to the portfolio will come into effect on **24th January 2024** subject to approval by the Financial Sector Conduct Authority.

Impact to the investor

- The impact on investors will depend on market conditions but the investment manager is of the view that the ability to increase foreign exposure will benefit the portfolio in the long term.

Your rights as an investor

The rights of investors are firmly entrenched in the Act, in terms of Section 98 read with clause 67 of the Deed, of the Act the Financial Sector Conduct Authority (“the Authority”) requires that all investors in the affected fund be advised in writing of the details of the proposed amendments to Supplemental Deed and that they be given opportunity to vote in a ballot.

1. All investors are given an opportunity to vote in favour of, or against the proposed change in the investment policy.
2. Enclosed is a ballot form. Please complete, sign and return the ballot form to our auditors in the enclosed pre-paid, self-addressed envelope – to reach us by no later than midnight on **11 December 2023**.
3. Please note that, in terms of the Collective Investment Schemes Control Act, the Authority of Collective Investment Schemes will not consent to the amendments unless he is satisfied that the amendments will not be detrimental to any investors and proposed amendments voted in favour by the ballot.
4. Should the amendments be accepted, and you are not comfortable with the change proposals, you may elect to redeem your participatory units at any time and withdraw your funds or switch at the NAV price, as defined in the Trust Deed. Please note that an election to redeem or switch your units **will** constitute a capital gains tax (CGT) event for which you could be liable to pay CGT at your next income tax assessment.
5. If you choose not to withdraw your investments prior to **24th January 2024** being the effective date of the amendments, the proposals as set out in this letter (to the extent that they are approved by investors) will automatically apply to your investment.
6. Clause 67 of the Deed of the Fund requires that investors consent to an update of the Deed, and that such consent be obtained as follows:
 - Investors, excluding the Manager, holding no less than 25% in value of the total number of participatory interests in the Portfolio must respond in writing to this ballot. The amendment must be consented to by investors holding a majority in value of the participatory interest held by the investors who have responded.

If the required response is not received, a second ballot must be conducted:

- In this ballot investors holding a majority in value of the participatory interest held by the investors who have responded, must consent to the amendment.

We advise you to vote in favour of the proposed amendments to the IP Flexible Growth Fund as we believe that this proposal would be in the best interest of all investors. Investors will no doubt be reassured to know that the Trustees (approved by the Authority in terms of the Collective Investment Schemes Control Act) of the IP Collective Investment Scheme have formally consented to the ballot process as a means for determining the wishes of the majority of the investors as set out in this letter.

We would like to take this opportunity to thank you for your support and we hope you will continue to invest with us in the future.

Yours sincerely,

Brett Paton
IP Management Company

Annexure A

CURRENT INVESTMENT OBJECTIVE	PROPOSED INVESTMENT OBJECTIVE
<p>IP Flexible Growth Fund</p> <p>Investment Policy: The primary objective of the IP FLEXIBLE GROWTH FUND is to offer medium to long-term capital growth. The portfolio will invest in a flexible combination of investments in equity, bond, money, or property markets to maximise total returns over the long term. The portfolio will be actively managed with exposure to various asset classes being varied to reflect changing economic and market circumstances, to maximise returns for investors. There will be no geographical restrictions or limitations on the relative exposure of the portfolio to any asset class.</p> <p>In order to achieve its objective, the investments normally to be included in the IP FLEXIBLE GROWTH FUND will comprise a combination of securities, exchange securities, stock including loan stock, financially sound listed property investments and participatory interests in portfolios of collective investment schemes in property shares and foreign collective investment schemes, assets in liquid form and any other securities which are considered consistent with the portfolio's primary objective and that the Act or the Authority may from time to time allow, all to be acquired at fair market value.</p> <p>The portfolio may also include participatory interests or any other form of participation in portfolios of collective investment schemes or other similar schemes in the Republic of South Africa. Where the aforementioned schemes are operating in territories other than South Africa, participatory interests or any other form of participation in these schemes will be included in the portfolio only where the regulatory environment is to the satisfaction of the manager and the trustee as provided for in the legislation from time to time.</p> <p>The Manager will be permitted to invests minimum 0% to 40% maximum offshore exposure on behalf of the portfolio in offshore investments as legislation permits.</p> <p>The Manager may from time to time invest in listed and unlisted financial instruments, in accordance with the provisions of the Act, and the Regulations thereto, as amended from time to time, to achieve the portfolio's investment objective.</p> <p>Nothing in this supplemental deed shall preclude the manager from varying the ratio of securities, to achieve the investment</p>	<p>MitonOptimal IP Flexible Growth Fund</p> <p>Investment Policy: The primary objective of the portfolio is to offer medium to long-term capital growth. The portfolio will invest in a flexible combination of investments in equity, bond, money, or property markets to maximise total returns over the long term. The portfolio will be actively managed with exposure to various asset classes being varied to reflect changing economic and market circumstances, to maximise returns for investors. There will be no geographical restrictions or limitations on the relative exposure of the portfolio to any asset class.</p> <p>The portfolio will have a maximum permitted offshore exposure of 60%.</p> <p>In order to achieve its objective, the investments normally to be included in the portfolio will comprise a combination of securities, exchange securities, stock including loan stock, financially sound listed property investments and participatory interests in portfolios of collective investment schemes in property shares and foreign collective investment schemes, assets in liquid form and any other securities which are considered consistent with the portfolio's primary objective and that the Act or the Authority may from time to time allow, all to be acquired at fair market value.</p> <p>The portfolio may also include participatory interests or any other form of participation in portfolios of collective investment schemes or other similar schemes in the Republic of South Africa. Where the aforementioned schemes are operating in territories other than South Africa, participatory interests or any other form of participation in these schemes will be included in the portfolio only where the regulatory environment is to the satisfaction of the manager and the trustee as provided for in the legislation from time to time.</p> <p>The Manager will be permitted to invest on behalf of the portfolio in offshore investments as legislation permits.</p> <p>The Manager may from time to time invest in listed and unlisted financial instruments, in accordance with the provisions of the Act, and the Regulations thereto, as amended from time to time, to achieve the portfolio's investment objective.</p> <p>Nothing in this supplemental deed shall preclude the manager from varying the ratio of securities, to achieve the investment objective in a changing economic environment or market conditions or to meet the requirements, if applicable,</p>

<p>objective in a changing economic environment or market conditions or to meet the requirements, if applicable, of any exchange recognised in terms of legislation and from retaining cash or placing cash on deposit in terms of the deed and this supplemental deed; provided that the Manager shall ensure that the aggregate value of the assets comprising the portfolio shall consist of securities and assets in liquid form of the aggregate value required from time to time by the Act.</p> <p>For the purpose of this portfolio, the manager shall reserve the right to close the portfolio to new investors on a date determined by the manager. This will be done in order to be able to manage the portfolio in accordance with its mandate. The manager may, once a portfolio has been closed, open that portfolio again to new investors on a date determined by the manager.</p> <p>The trustee shall ensure that the investment policy set out in this supplemental deed is adhered to.</p> <p>The IP FLEXIBLE GROWTH FUND shall be subject to all provisions of the Deed, as amended by this Supplemental Deed.</p>	<p>of any exchange recognised in terms of legislation and from retaining cash or placing cash on deposit in terms of the deed and this supplemental deed; provided that the Manager shall ensure that the aggregate value of the assets comprising the portfolio shall consist of securities and assets in liquid form of the aggregate value required from time to time by the Act.</p> <p>For the purpose of this portfolio, the manager shall reserve the right to close the portfolio to new investors on a date determined by the manager. This will be done in order to be able to manage the portfolio in accordance with its mandate. The manager may, once a portfolio has been closed, open that portfolio again to new investors on a date determined by the manager.</p> <p>The trustee shall ensure that the investment policy set out in this supplemental deed is adhered to.</p> <p>The portfolio shall be subject to all provisions of the deed, as amended by this supplemental deed.</p>
<p>Benchmark CPI +5%</p> <p>Income distribution Income will be distributed bi-annually at the end of March and September</p> <p>Industry association portfolio classification Worldwide - Multi Asset – Flexible</p> <p>Risk profile High</p>	<p>Benchmark Unchanged - CPI +5%</p> <p>Income distribution Unchanged - bi-annually at the end of March and September</p> <p>Industry association portfolio classification Unchanged - Worldwide - Multi Asset – Flexible</p> <p>Risk profile Unchanged - High</p>

BALLOT FORM

I, the undersigned,

	(please print full names*)
	(investors code)
	(identity number / date of birth)
	Linked Investment Services Provider (if applicable)

do hereby vote to accept/reject the proposed amendment of the **IP Flexible Growth Fund**, for the changes to the investment policy of the portfolio, required in terms of section 98 of the Collective Investment Schemes Control Act no 45 of 2002, and clause 67 of the deed, as set out in the letter from IP Collective Investments Limited.

- **please tick the appropriate box**
- **please only tick for portfolios in which you hold participatory interests**

IP Flexible Growth Fund	ACCEPT <input type="checkbox"/>	REJECT <input type="checkbox"/>
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SIGNED AT _____ ON THE _____ DAY OF _____ 2023.

(Please sign in full)

Capacity if signing on behalf of a third party.

* If you are signing in a representative capacity, please insert your own name, the name of the investor / trust / deceased estate / company / close corporation / retirement annuity fund / pension fund / preservation fund on whose behalf you are signing, and your designation.