

State Street Climate ESG International Equity Fund

ARSN 611 640 361

APIR SST0057AU

Product Disclosure Statement

Issued 11 June 2020 by State Street Global Advisors, Australia Services Limited ABN 16 108 671 441, AFSL 274900 (“**Responsible Entity**” or “**SSGA, ASL**”)

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Contact Details

If you wish to request any information in relation to the Fund, please contact:

Responsible Entity — State Street Global Advisors, Australia Services Limited; and

Investment Manager — State Street Global Advisors, Australia, Limited

Level 14, 420 George Street
Sydney NSW 2000

Phone: (02) 9240-7877 or 1300 382 689

Facsimile: (02) 9240-7611

Email: managedfundquery@ssga.com

Website: ssga.com

Unit Registry — OneVue Fund Services Pty Limited (“Unit Registry”)

GPO Box 804

Melbourne VIC 3001

Facsimile: 1300 286 587

Important Information

This product disclosure statement (“**PDS**”) provides a summary of significant information relating to the State Street Climate ESG International Equity Fund ARSN 611 640 361 (the “**Fund**”). It includes a number of references marked with a * to other information in the “**Information Booklet**” which forms part of this PDS. This is important information you should read and consider before making a decision to invest in the Fund. You can access the **PDS** and the **Information Booklet — State Street Australia Funds** at ssga.com or request a copy free of charge by calling us on (02) 9240 7877 or 1300 382 689. The information in this PDS is general only and does not take into account your individual objectives, financial situation or needs. You should consider whether the information in this PDS is appropriate for you in light of your objectives, financial situation or needs. You should consult a licensed financial adviser to obtain financial advice which is tailored to your personal circumstances.

An investment in the Fund is not a deposit with or other liability of any company in the State Street Corporation group of companies including State Street Bank and Trust Company (ABN 70 062 819 630, AFSL 239679) and is subject to investment risk including possible delays in repayment and loss of income and principal invested. No company in the State Street Corporation group of companies, including the Fund’s investment manager State Street Global Advisors, Australia, Limited (ABN 42 003 914 225, AFSL 238276) (“**SSGA**”), State Street Bank and Trust Company, the Responsible Entity and the Fund’s custodian and administrator State Street Australia Ltd (ABN 21 002 965 200, AFSL 241419) (“**SSAL**”) guarantees the performance of the Fund or the repayment of capital or any particular rate of return, or makes any representation with respect to income or other taxation consequences of any investment in the Fund.

The offer made in this PDS is to persons receiving this PDS (electronically or otherwise) within Australia. Applications from outside Australia will not be accepted. References to dollar amounts in this PDS are to Australian dollars.

1. About State Street Global Advisors, Australia Services Limited

SSGA, ASL is the responsible entity of the Fund and is responsible to unitholders for the operation of the Fund under the Corporations Act and the Fund's constitution. As the responsible entity, SSGA, ASL is wholly responsible for the operation of the Fund and any agents that it appoints in its role as Responsible Entity, including the Investment Manager. In this PDS the terms "we", "us" and "our" refer to the Responsible Entity.

As Investment Manager, SSGA manages the assets of the Fund in accordance with the Fund's investment objectives and strategies and acts as distributor of the units in the Fund. SSGA is part of State Street Global Advisors Inc., the asset management arm of State Street Corporation and one of the largest investment managers in the world. As at 31 March 2020, State Street Global Advisors had funds under management of A\$4.3 trillion across a range of investment strategies and markets. SSGA, the Investment Manager for the Fund, is the Australian affiliate of the State Street Global Advisors group. SSGA had funds under management of A\$186.6 billion as at 31 March 2020.

The Responsible Entity may also use the services of other related companies in the administration and management of the Fund and pay fees for their services, including the custodian, SSAL.

2. How the State Street Climate ESG International Equity Fund Works

The Fund is a registered managed investment scheme structured as a unit trust. It is not listed on any securities exchange. Each unitholder's money is pooled together with other people's money, and the Investment Manager invests that money and manages the assets of the Fund on behalf of all scheme members in accordance with the Fund's investment approach (see section 5). The Australian Securities and Investments Commission (ASIC) has a website moneysmart.gov.au that has more information on managed investment schemes.

You can invest in the Fund directly or indirectly (as an "Indirect Investor") via an Investor Directed Portfolio Service ("IDPS") or IDPS-like scheme, (such as a master trust or wrap account) or a nominee or custody service (referred to in this PDS as a "Platform").

If you invest directly, you will be issued with units in the Fund. If you invest through a Platform, the units will be issued to the Platform and you will not be entitled to exercise the rights and receive the benefits of a unitholder. Transaction confirmations, reports, distribution and withdrawal payments will be sent directly to the Platform operator or custodian on our unit register. Any queries regarding your investment in the Fund must be directed to the relevant Platform operator or custodian.

Initial Investment

The minimum investment in the Fund is A\$25,000. We may waive this minimum from time to time for certain investors, or decline any application. You can apply to invest by completing the [application form](#) and paying the application money as described in Section 8.

Additional Investments

You can make additional investments at any time. Simply send the Unit Registry your completed [Additional Investment Form](#), available from our website, along with your payment, by cheque or electronic funds transfer.

Unit Prices

The price of units will vary as the market value of the assets in the Fund rises or falls. Unit prices are generally determined once each business day based on the net asset value of the Fund, divided by the number of units on issue. However, in unusual circumstances, we may calculate unit prices more than once on any business day, or less frequently as permitted by the Fund's constitution. You can find the most recent unit prices for the Fund at ssga.com.

The constitution allows unit prices to include an allowance for transaction costs (also described as a 'buy/sell spread'). In the case of an application price, the price is increased by an allowance for the estimated costs of the purchase of assets in the Fund. In the case of a withdrawal price, the price is reduced by an allowance for the estimated cost of the sale of assets in the Fund.

We will exercise any discretion we have under the constitution for the Fund in relation to unit pricing in accordance with our unit pricing discretions policy. You can obtain a copy of our unit pricing discretions policy at any time on request, at no charge by contacting us on (02) 9240 7877 or 1300 382 689.

How to Withdraw

You may ask to withdraw part or all of your investment in the Fund at any time. Withdrawal requests are normally processed in cash within three business days. However, the Fund's constitution allows the Responsible Entity, in certain circumstances, to extend the processing period. Withdrawal proceeds are generally paid by direct credit to your nominated Australian bank account.

To request a withdrawal complete a [Withdrawal Request Form](#) from our website and forward to the Unit Registry.

There is no minimum withdrawal amount however, your remaining investment balance must be at least A\$15,000 unless you withdraw all of your investment.

In the unlikely event that the Fund becomes illiquid, you may not be able to withdraw your funds within the usual period upon request. We are not obliged to accept withdrawal requests. See the Information Booklet for more information.

Processing Applications and Withdrawals

Correctly completed application and withdrawal requests received by the Unit Registry before 2:00pm Sydney time on a Sydney business day, will be processed using the next unit price calculated, based on the market value of Fund assets. Application money should be paid at the time of application.

If an application or withdrawal request is received after this time or on a day that is not a Sydney business day, it is deemed to be received on the next Sydney business day. You can find details of the Fund's Holiday Schedule, listing days the unit pricing is suspended and applications and redemptions are not processed due to market closures that impact the Fund at ssga.com.

Income Distributions and Reinvestment

The Fund intends to distribute income, if any, to you semi-annually, for the periods ending 30 June and 31 December, in proportion to your unit holdings on these dates. Special distributions of capital or income may be made at any time during the year. Distributions are calculated based on the earnings of the Fund including dividends (and, for the 30 June distribution, realised net capital gains) less any expenses. The Fund fully distributes its distributable income to investors for each financial year. Distributions will generally be paid within two weeks from the end of the relevant distribution period, although the Fund's constitution allows up to two months. Distributions may be reinvested in additional units (at the next unit price after the end of the relevant distribution period) or paid by deposit to your nominated Australian bank account. **If you do not select an option on the application form, distributions will automatically be reinvested in additional units in the relevant fund.** The Responsible Entity reserves the right to not pay any distribution.

Indirect Investors

Investors investing in the Fund indirectly ('Indirect Investors') via a "Platform" do not themselves become investors in the Fund, and accordingly have no right to request withdrawal or other rights as a unitholder. The offer document for your Platform should have further details. If you are an Indirect Investor, generally the relevant Platform operator (or its custodian) acquires the rights of a unitholder and will receive distributions or the proceeds of redemptions on your behalf.

* You should read the important information about "Processing Applications" and "Processing Withdrawals" before making a decision. Go to section 2 of the Information Booklet "How the State Street Australia Funds work"—located at ssga.com or available by calling us on (02) 9240 7877 or 1300 382 689. The material relating to "Processing applications and withdrawals" may change between the time you read this PDS and the day when you acquire the product.

3. Benefits of investing in the State Street Climate ESG International Equity Fund

Benefits of Investing in the Fund include:

Diversified Investment

The Fund provides investors with a cost efficient way of gaining diversified exposure to international stock markets, favouring companies with higher environmental, social and governance (ESG) ratings and away from those with high carbon emissions.

Invest Responsibly

Environmentally efficient, socially aware and well-governed companies are well positioned to withstand emerging risks and capitalise on new opportunities — especially longer term.

Aligns to the Paris Accord

The Fund is designed to broadly align with the Paris Accord's goals and prepare for the possible introduction of a carbon tax and other regulatory initiatives that could accompany the transition to a low-carbon economy.

Excludes controversial industries

The Fund excludes companies with involvement in controversial activities including tobacco and controversial (including nuclear) weapons.

Asset Stewardship Impact

The Investment Manager actively engages with portfolio companies on issues that promote long-term value creation.

Investment Strategy

The Fund's investment strategy is:

- To favour companies well positioned for climate change, including those which exhibit lower carbon emissions in the way of current emissions and future emissions (measured by fossil fuel reserves), produce green revenues, and are better positioned for the physical risks posed by climate change
- To screen out a customized list of tobacco and controversial (including nuclear) weapons related securities using databases and tools from multiple vendors;
- To screen out securities that exhibit poor adherence to international norms in relation to environmental protection, human rights, labour standards and corruption; and
- To favour companies with strong ESG ratings using State Street's ESG scoring methodology ("R-FactorTM")

The Investment Manager will normally rebalance the portfolio quarterly, although rebalances may occur less or more frequently. The rebalance will aim to maintain the Fund's ESG and climate characteristics while controlling for transaction costs and tracking error against the benchmark.

The Fund's investment strategy may include the use of options, futures and other derivatives to reduce risk or gain market exposure when necessary to do so. These instruments are not used speculatively and are never used to gear the Fund.

* You should read the important information about unitholder communications, the Fund's constitution and the Investment Manager before making a decision. Go to section 3 "Benefits of investing in the State Street Australia Funds" of the Information Booklet — located at ssga.com or available by calling customer services on (02) 9240 7877 or 1300 382 689. The material relating to "Unitholder Communications" may change between the time you read this PDS and the day when you acquire the product.

4. Risks of Managed Investment Schemes

All Investments Carry Risk. Different investment strategies may carry different levels of risk, depending upon the assets that are included in the strategy. Assets and strategies with the highest long-term returns may also carry the highest level of short-term risk.

It is important to understand that:

- The value of investments will vary;
- The level of returns will vary and future returns may differ from past returns;

- Investment returns are not guaranteed and investors may lose some of their money;
- Laws affecting your investments in a managed investment scheme may change over time; and
- The appropriate level of risk for you will depend on your age, investment timeframe, where other parts of your wealth are invested and your risk tolerance, such as how comfortable you are with the possibility of losing some of your money.

Significant Risks of this Fund

Particular risks associated with the Fund include:

- **Investment Strategy Risk:** is the risk that the Fund's investment strategy will fail to perform as expected in which case the Investment Manager's investment objective for the Fund may not be achieved.
- **Fund Risk:** includes the potential termination of the Fund, change in the fees and expenses (in accordance with the Fund's constitution), change in the investment professionals of the Responsible Entity or Investment Manager, or the risk of error in the administration of the Fund.
- **Tax Risk:** there is the risk that tax outcomes for the Fund may vary significantly due to factors such as large applications or redemptions by investors or significant gains or losses in investment markets. This includes the risk that distributions may be higher or lower than expected.
- **Data Risk:** the strategy used by the Fund relies on data from by numerous external providers. This includes index data, climate data and ESG data. There is a risk that inaccurate or incomplete data from an external provider will cause the Fund to fail to meet its objective, either by reducing returns, or by exposure to unintended ESG or climate risks.
- **ESG Investing Risk:** The Fund's incorporation of environmental, social and governance ("ESG") considerations in its investment process may cause it to make different investments than funds that have a similar investment universe and/or investment style but that do not incorporate such considerations in their strategy or investment processes. Under certain economic conditions, this could cause the Fund's investment performance to be worse than similar funds that do not incorporate such considerations in their investment strategies or processes. In applying ESG criteria to its investment decisions, the Fund may forgo higher investments that it would invest in absent the application of its ESG investing criteria.
- **Foreign Exchange Risk:** - Foreign exchange risk is the risk a fund is exposed to as a result of investments that are denominated in foreign currencies.

* You should read the important information about “Risks of managed investment schemes” before making a decision. Go to section 4 of the Information Booklet — located at ssga.com or available by calling customer services on (02) 9240 7877 or 1300 382 689. The material relating to “Risks of managed investment schemes” may change between the time you read this PDS and the day when you acquire the product.

5. How We Invest Your Money

Warning: When choosing whether to invest in the Fund you should consider the likely investment return, the risks and your investment time frame.

State Street Climate ESG International Equity Fund

Description of the Fund	<p>The Fund invests in listed International securities in the MSCI World ex Australia Index. The Fund has a bias towards companies with higher environmental, social and governance (ESG) ratings and away from those with high carbon emissions.</p> <p>The Fund’s investment strategy is:</p> <ul style="list-style-type: none"> – To favour companies well positioned for climate change, including those which exhibit lower carbon emissions in the way of current emissions and future emissions (measured by fossil fuel reserves), produce green revenues, and are better positioned for the physical risks posed by climate change; – To screen out a customized list of tobacco and controversial (including nuclear) weapons related securities using databases and tools from multiple vendors; – To screen out securities that exhibit poor adherence to international norms in relation to environmental protection, human rights, labour standards and corruption; and – To favour companies with strong ESG ratings using State Street’s ESG scoring methodology (“R-Factor™”). <p>Although the constitution of the Fund permits borrowing, we do not intend to undertake any long-term borrowings for the Fund. However, from time to time we may undertake short-term borrowings for operational purposes. Foreign currency exposure is not hedged for this Fund.</p>				
Investment return objective	The Fund seeks to achieve capital growth and income in line with the MSCI World ex Australia Index, subject to delivering climate and ESG objectives. The Fund is not expected to track the performance benchmark closely. There is no guarantee that this objective will be met.				
Investor suitability and minimum suggested time frame for holding an investment in the fund	<p>The Fund is suitable for investors seeking capital growth over the long term through a well- diversified portfolio of international equities.</p> <p>We suggest holding an investment in the Fund for at least 5 to 7 years.</p>				
Risk Level	Very High				
Asset Allocation Ranges*	<table> <tr> <td>International Equities</td> <td>95 – 100%</td> </tr> <tr> <td>Cash</td> <td>0 – 5%</td> </tr> </table>	International Equities	95 – 100%	Cash	0 – 5%
International Equities	95 – 100%				
Cash	0 – 5%				
Benchmark	The benchmark for the Fund is MSCI World ex Australia Index, with net dividends reinvested.				
Fund Performance	<p>For information on the performance of the Fund, including performance history (as it becomes available), Fund size and some security allocation information, please visit ssga.com</p> <p>Please note that past performance is not a reliable guide to future performance.</p>				
Inception Date	May 2016				
Fund size as at 31 May	AUD 249 million				

* Exposure may passively exceed these ranges due to market movement, investor inflows and outflows or for reasons outside of the Responsible Entity’s control and, if this occurs, it will be corrected as soon as practicable.

Ethical Considerations

There are three ways factors such as labour standards or environmental, social or ethical considerations will influence the selection, retention or realisation of investments. Firstly, the Manager will exclude companies with significant business activities involving tobacco or controversial weapons and companies whose actions the Manager believes are violating compliance with the United Nations’ (UN) Global Compact Principles. Secondly, the Manager will favour companies who are well positioned for global

climate change including, but not limited to, those generating lower carbon emissions. Thirdly, the manager will favour companies who rate more strongly on its R-Factor™ score, which is a measure of Environmental, Social and Governance capabilities.

As part of one of the largest asset managers in the world, we represent near-permanent capital and are able to influence change in respect of socially responsible and sustainable business practices through engagement with investee companies or by using our, not insignificant, proxy voting power.

Changing the Investment Strategy

We reserve the right to close or terminate the Fund or change the Fund's investment return objective, asset classes and asset allocation ranges. We will inform investors of any material change to the Fund's details in their next regular communication or as otherwise permitted by law.

* You should read the important information about how we manage climate and ESG risks before making a decision. Go to section 5 of the Information Booklet - located at ssga.com or available by calling customer services on (02) 9240 7877 or 1300 382 689. The material relating to how we manage climate and ESG risks may change between the time you read this PDS and the day when you acquire the product.

6. Fees and Costs

Did You Know

Small differences in both investment performance and fees and costs can have a substantial impact on your long term returns.

For example, total annual fees and costs of 2% of your account balance rather than 1% could reduce your final return by up to 20% over a 30 year period (for example, reduce it from \$100,000 to \$80,000).

You should consider whether features such as superior investment performance or the provision of better member services justify higher fees and costs. You may be able to negotiate to pay lower contribution fees and management costs where applicable. Ask the Fund or your financial adviser.

To Find out More

If you would like to find out more, or see the impact of the fees based on your own circumstances, the **Australian Securities and Investments Commission (ASIC)** website (moneysmart.gov.au) has a managed investments fee calculator to help you check out different fee options.

The following table shows the fees and costs you may be charged for investing in the Fund. You can also use this information to compare fees and costs with those of other investment funds. The fees and costs may be deducted from your account balance or deducted from the returns on your investment.

Type of Fee or Cost	Amount
Fees when your money moves in or out of the Fund	
Establishment Fee	Nil
Contribution Fee ¹	Nil
Withdrawal Fee	Nil
Termination Fee	Nil
Management Costs	
The fees and costs for managing your investment	0.24% pa ² of the net asset value of the Fund

¹ While there is no contribution fee, there are transaction costs. A "buy spread" of 0.08% is added to, or a "sell spread" of 0.05% subtracted from, the unit price. This amount is retained in the Fund and is not a fee charged by the Responsible Entity. In some circumstances, including times of reduced market liquidity, we may vary the buy/sell spread, without prior notice.

² The amount of this fee includes both the Investment Manager's and Responsible Entity's fees. It can be negotiated if you are a wholesale client. Indirect costs from underlying investments form part of the management costs such that you only pay the rate of the management costs set out in this document.

The Management Costs for the Fund include the net effect of Goods and Services Tax (GST), which is the applicable rate of GST less any reduced input tax credit available to the Fund. We may increase the fees or expense recovery amounts which comprise the management costs for the Fund or introduce new fees due to reasons such as changing economic conditions and changes in

regulation. If we propose to do so, we will give you 30 days' prior notice. We cannot charge more than the Fund's constitution allows, and unitholder approval is required to change the constitution in this regard.

The Fund incurs expenses when assets are bought and sold, such as brokerage, bid-offer spread and settlement costs. Net of amounts recovered as the buy/sell spread, these transactional costs are estimated as approximately 0.02% of the net asset value of the Fund.

Example of Annual Fees and Costs

The following table provides an example of how the fees and costs for the Fund can affect your investment over a one year period. You should use this table to compare this Fund with other managed investment schemes.

Example — Balance of \$50,000 with a contribution of \$5,000 during the year

Contribution Fee	Nil	For every additional \$5,000 you invest you will be charged \$0.
Plus Management costs	0.24% pa	And, for every \$50,000 you have in the Fund, you will be charged \$120.00 each year.
Equals Cost of Fund		If you had an investment of \$50,000 at the beginning of the year and you invested an additional \$5,000 during that year, you will be charged fees of: \$120.00¹ What it costs you will depend on the fees you negotiate with the Fund or your financial adviser.

¹ The example assumes that the \$5,000 was invested at the end of the year and that your balance remains constant at \$50,000 throughout the year (i.e. no further contributions are made and the Fund's unit price does not change) and fees are not individually negotiated with us.

Warning: If you are a retail client and consult a financial adviser, additional fees may be payable to the adviser, as set out in the Statement of Advice they give you.

* You should read the important information about "Fees and costs" before making a decision. Go to section 6 of the Information Booklet — located at ssga.com or available by calling customer services on (02) 9240 7877 or 1300 382 689. The material relating to "Fees and costs" may change between the time you read this PDS and the day when you acquire the product.

7. How Managed Investment Schemes are Taxed

Registered managed investment schemes do not pay tax on behalf of resident unitholders. Rather, unitholders are assessed for tax on any income and capital gain generated by the managed investment scheme.

Warning: Investing in a registered managed investment scheme is likely to have tax consequences, and we strongly advise that you seek professional tax advice.

* You should read the important information about "How managed investment schemes are taxed" before making a decision. Go to section 7 of the Information Booklet – located at ssga.com or available by calling customer services on (02) 9240 7877 or 1300 382 689. The material relating to "How managed investment schemes are taxed" may change between the time you read this PDS and the day when you acquire the product

8. How to Apply

To invest into the Fund:

- 1 Read this PDS together with the Information Booklet.
- 2 Complete the [Application Form](#) which is available at ssga.com or call us on (02) 9240 7877 or 1300 382 689 to obtain an application form. If you are an Indirect Investor, contact your Platform operator.

- 3 Ensure you insert the dollar amount you wish to invest in the Fund. Payment must be made by the 2pm cut-off for applications on the day you apply for units.

Payment may be made either by attaching your cheque to the application form or by electronic funds transfer, as noted on the application form.

- 4 Read and sign the declaration included in the application form.
- 5 Attach all supporting information including your completed Client Identification form(s) which is available at ssga.com, and certified identification documents.
- 6 Send completed application forms and supporting documentation to:

Unit Registry
GPO Box 804
Melbourne VIC 3001

Cooling off

If you are investing directly in the Fund you have a 14 day cooling off period during which time you may request in writing that SSGA, ASL provide you with a refund. This "cooling off right" allows you to have your money repaid after any adjustments for market movements, transaction costs, and taxes (if any). The amount repaid to you under the cooling off provisions may be less than the amount you invested. You can exercise your right by writing to us within 14 days commencing on the earlier of the date you receive confirmation of your investment or the end of the fifth business day after the day on which units were issued to you.

The right terminates immediately if you exercise a power or right under the terms of the Fund such as selling part of your investment.

Complaints

The Responsible Entity has established procedures to deal promptly with complaints in relation to the management or administration of the Fund. Complaints can be made to:

Compliance Manager

State Street Global Advisors, Australia Services Limited
Level 14, 420 George Street
Sydney NSW 2000
Phone: (02) 9240 7877 or 1300 382 689
Facsimile: (02) 9240 7611

Only unitholders may lodge complaints with SSGA, ASL. Indirect Investors may be able to lodge a complaint with their Platform operator.

If an issue has not been resolved to your satisfaction, you can lodge a complaint with the Australian Financial Complaints Authority, or AFCA. AFCA provides fair and independent financial services complaint resolution that is free to consumers.

Website: www.afca.org.au

Email: info@afca.org.au

Telephone: 1800 931 678 (free call)

In writing to: Australian Financial Complaints Authority,
GPO Box 3, Melbourne VIC 3001

Additional information

Updated Information

Information in this PDS is subject to change from time to time. Information that is not materially adverse can be updated by us by placing such information on the website, ssga.com. A paper copy is also available free of charge by calling us on the number below.

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