

ADDENDUM TO THE  
INFORMATION MEMORANDUM

# BRISBANE INDUSTRIAL TRUST

JUNE 2022

- Monthly Cash Distributions
- Defensive Inflation Hedge
- Diversified Income from 16 Leases
- 10%p.a. Target Equity IRR
- 11 Property Portfolio

APPLY ONLINE

*Preserving and Increasing Wealth  
Through Real Estate Investment.*

# Contents

## IMPORTANT NOTICE

This update is intended to be read in conjunction with the Information Memorandum issued in September 2021 (IM) and previous updates to the investors by KMD Partners. The definitions, sections titled “Terms & Conditions”, “Important Notice” and “Glossary”, and any key assumptions contained in the IM will apply to this update where relevant. Except in certain circumstances (including fraud, negligence or willful default by the Trustee), the Trustee enters into transactions for the Trust in its capacity as trustee of the Trust only, not in its own capacity, and its liability in relation to those transactions is limited to the assets of the Trust. This is an important document and should be read in its entirety. If you do not understand it, you should consult your professional advisers without delay.

|            |                                   |    |
|------------|-----------------------------------|----|
|            | Investment Summary                | 3  |
| <b>1.0</b> | Summary                           | 4  |
| <b>2.0</b> | Management                        | 7  |
| <b>3.0</b> | The Team                          | 8  |
| <b>4.0</b> | Investment Thematic               | 10 |
| <b>5.0</b> | The Properties                    | 13 |
| <b>5.1</b> | 14 Griffin Crescent, Brendale     | 14 |
| <b>5.2</b> | 130 Links Avenue, Eagle Farm      | 16 |
| <b>5.3</b> | Lot 3, 62 Crockford St, Northgate | 18 |
| <b>6.0</b> | Existing Portfolio                | 20 |

# Investment Summary



**10.0%p.a. Target Equity IRR**  
Monthly Distributions



**\$97.0m Portfolio Size**  
**\$10.8m Equity Raise**



**Last Mile Logistics**  
In-demand Asset Class  
Benefitting from E-Commerce



**11 Properties**  
Diversified Income from 16 Leases



**Inflation Hedging**  
All Leases with Fixed or CPI Reviews



**Co-Investment & Track Record**  
Manager Co-Investing at least 5% of Equity

# 1.0 / Summary

## *Preserving and Increasing Wealth Through Real Estate Investment.*

### *Summary*

Another three strategic properties have been secured for the Brisbane Industrial Trust, and we are raising \$10.8m to fund the acquisitions. This will increase the portfolio to 11 properties, with 16 tenants, valued at \$97 million. New investors will receive a 5%p.a. target distribution, paid monthly. The total target IRR is 10%p.a. (net of management fees and acquisition costs).

This document should be read in conjunction with the Information Memorandum prior to investing. The Trust is open to new investors from 1 June 2022. **Funds are due 14 June 2022. The total funds required may be raised prior to 14 June 2022, therefore we urge you to complete your applications as early as possible to secure your allotment.**

### *Market Update*

This is a good time to invest because low vacancy rates and increased demand for these types of properties, particularly from E-Commerce and other logistics-related businesses, is likely to result in further rental growth. The growth in rents and replacement costs (driven by inflation and supply chain constraints), and urban density will continue to support valuations in the long term. Significant capital is trying to invest into the industrial property market (\$50bn reported by Colliers), further supporting existing valuations. We anticipate little-to-no further cap rate compression due to further interest rate increases.

Similarly, CBRE have forecast the Australian industrial property sector to increase by 25% in the next 4 years to satisfy demand for warehouse space from online retailers & E-Commerce businesses.

Historically real asset values have increased in periods of high inflation, an important factor to consider in this environment. JLL have reported that there is an 87% positive correlation between property prices (MSCI Index) and CPI from 1984 to 2021.

Eagle Farm is a particularly strategic acquisition, as this location continues to benefit from proximity to the CBD, Port and Airport, and the upcoming Brisbane Olympic Games.



# 1.0 / Summary

## New Property Highlights

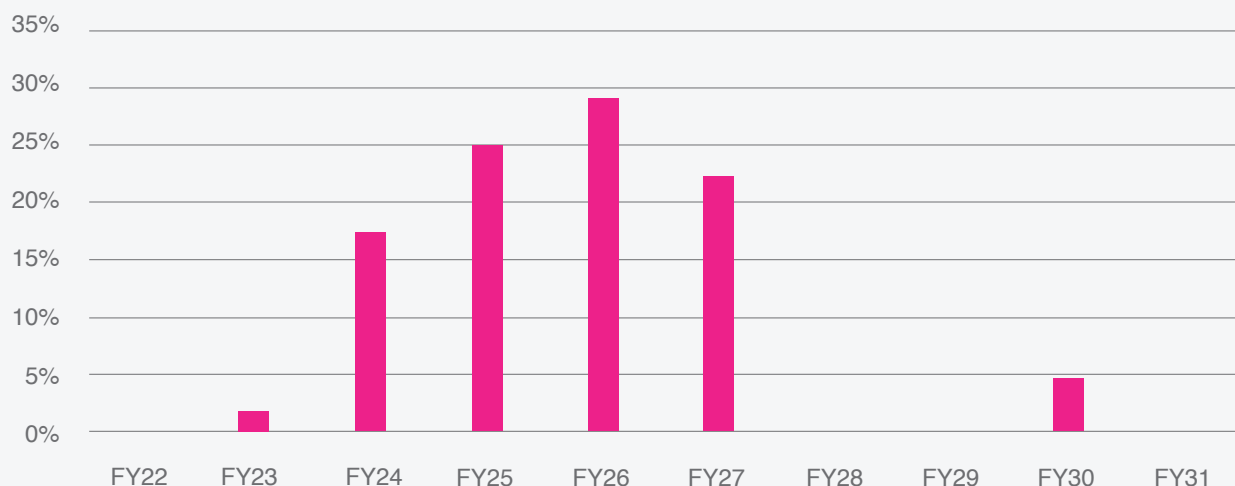
1. **Brendale** is a brand-new functional warehouse providing depreciation benefits and no capital expenditure requirements, with a 5-year lease and 5-year option to a quality tenant. We are purchasing this property 7.5% below valuation.
2. **Eagle Farm** is a functional warehouse on a 5-year leaseback in a highly strategic location that the government has identified as a Priority Development Area, increasing land values as usage shifts from purely industrial to mixed-use.
3. **Northgate** is a near new building (2020) with no capex requirements that can be split into two or leased in one line, with the ability to significantly increase rent in 2023 and improve cashflows. Premium logistics location.

## Following Acquisitions

Following the three new acquisitions the portfolio will have:

- Greater diversity in lease expiries (16 tenants instead of 13)
- Portfolio WALE will increase from 3.3 years to 3.4 years\*
- Net yield will remain unchanged
- Rental income will increase from \$3.68m to \$4.56m\*
- Greater spread of lease expiries, reducing market re-leasing risk

Lease Expiry by Income - Following Acquisitions



\*As at 1st May 2022

# 1.0 / Summary

## *Application Closing Date*

The Trustee invites applications for Units at an issue price of A\$1.2369 per Unit to raise A\$10,800,000 by the issue of 8,731,506 Units (Offer). The Trustee reserves the right to accept subscriptions in excess of this amount.

- \$10.8m fundraising
- **Funds and applications due 14 June 2022**

Units will be issued by the Trustee shortly after application monies are invested and confirmed by the Manager. **The total funds required may be raised prior to 14 June 2022, therefore we urge you to complete your applications as early as possible to secure your allotment.**

## *Application funds*

Units will be issued on a fully paid basis following receipt of funds and settlement of the assets. This will be at the close of the fundraise and may be done in multiple tranches at the sole discretion of the Trustee. Funds are due with applications no later than the Application Closing Date (14 June 2022). The Trustee can extend the relevant application date at its discretion.

Please Apply Online (Using your Investor ID) or contact me directly using the details below. As always, we are happy to answer any further questions regarding this asset, the fund strategy, or future investments.

To make an application please follow the below link.

**APPLY ONLINE**

[www.olivia123.com/kingsmede-partners-pty-ltd/brisbane-industrial-trust.php](http://www.olivia123.com/kingsmede-partners-pty-ltd/brisbane-industrial-trust.php)

Kind regards,

Tatiana Nikiforova

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**M.** 0404 169 163

## 2.0 / Management



*“Industrial real estate continues to grow as e-commerce businesses are thriving”*

### *About KMD Partners*

KMD Partners is owned by Kingsmede and invests equity and debt in commercial and industrial properties in Australia. The company was established to deliver superior risk adjusted returns to wholesale and sophisticated investors. Our focus is on capital preservation, security of cash flows and value enhancement in every investment. KMD benefits from the experience and expertise of Kingsmede.

Kingsmede is a full-service investment management platform with 16 investment specialists with skills covering leasing, transactions, asset management, property and facility management, accounting and project management.

**Kingsmede was established in 1991 and has an enviable track record, having never lost a dollar for its investors in over three decades and consistently achieving above market returns.**

Our investment team takes a hands-on approach to all our investments, from due diligence through to the project management required to implement the investment strategy, with the aim of improving cash flows and the underlying values of the assets in the long term.

Our team has invested actively in Australia, New Zealand and the United Kingdom, using our own balance sheet alongside other global high net worth investors, superannuation funds and fund managers.

We have a proven track record of delivering strong risk-adjusted property returns, through well-timed acquisitions and disposals and the successful implementation of active asset management strategies.

During our 30 + years in the property market we have developed thorough processes and deep expertise in managing risk and maximising the upside of our investments.

## 3.0

## The Team

*Brent Mulligan: CEO Kingsmede*

- Over 30 years' experience in finance and property markets nationally and internationally.
- Previously worked at a senior level for investment banks in Europe and Asia and ran a private property company.
- Holds a Bachelor of Commerce from the University of Queensland and is a licensed real estate agent.
- Responsible for oversight of Kingsmede and implementation of the investment strategy with a track record of delivering complex projects on time and budget.

*Tatiana Nikiforova: General Manager*

- Over 10 years' experience in financial markets and property sectors.
- Prior to Kingsmede worked for Westpac as a fixed income trader, managing a \$12bn portfolio.
- Holds an MBA with Distinction from INSEAD, a Diploma in Financial Markets and Bachelor of Commerce in Finance & Economics from the University of Sydney and St Gallen University in Switzerland.
- Responsible for managing the KMD business including strategy, capital structuring, fundraising, debt finance and hedging strategies.

*James McNally: Compliance Officer*

- Over 25 years experience in funds management industry having worked for Perpetual Trustees Australia Ltd and MIA Services Pty Ltd, specialising in compliance services to property, equity and infrastructure fund managers.
- External member on numerous compliance committees and responsible entities including Coolabah Capital, Briars Financial Managers, and formerly Ale Property Group.
- Responsible for overseeing compliance with all applicable regulatory and fiduciary obligations.

*Andrew Townsend: Investment Manager*

- Over 12 years' experience in the acquisition and management of commercial and industrial property in Australia and New Zealand.
- Previously held senior positions with New Zealand's largest private commercial landlord and an Australian property fund manager.
- Holds a Bachelor of Arts (Hons) and Laws (Hons) from the University of Sydney and a Dual Master of Law and Business from Bucerius Law School, Hamburg and WHU Otto Beisheim School of Management, Vallendar.
- Responsible for sourcing investment opportunities and executing on KMD's investment strategy to deliver income and capital appreciation, while ensuring long-term security.



# 3.0 / The Team



## *Chris Prescott: Finance Manager*

- 15 years' experience in financial management across chartered practice, multinational and ASX companies.
- Member of the Institute of Chartered Accountants Australia & New Zealand.
- Holds a Bachelor of Commerce in Accounting & Management.
- Responsible for financial management and compliance of the portfolio through implementing systems and processes.



## *Natashia Steed: Asset & Project Management*

- Over 30 years' experience in the management of commercial and industrial property.
- Was responsible for South Africa's largest retail portfolio, including several super regional shopping centres.
- Australian experience managing a diverse portfolio of management intensive properties.
- Responsible for project management including major refurbishment programs, capital expenditure programs and technical due diligence review of new investments.



## *Adam Brown: Development Director*

- Over 30 years' of direct experience in development and project creation and delivery.
- Has owned and operated development and project management consultancy practice.
- Founding Director of PwC's Real Estate Advisory business.
- Holds a B. Town Planning (UNSW) and Grad Dip in Urban Estate Management (UTS).
- Responsible for the identification of development opportunities and the delivery of development projects.



## *Sarah Willcox: Asset Management*

- Over 20 years commercial, retail and industrial property experience.
- Worked at institutional fund manager managing a \$1bn+ diversified property portfolio.
- Holds a Bachelor of Property Economics from Western Sydney University.
- Qualified valuer.
- Responsible for optimising our income security and maximising the value of our portfolio.

4.0

## Investment Thematic

*Why Industrial is in Demand*

**Increased  
E-Commerce**



**Inflation  
Hedging**

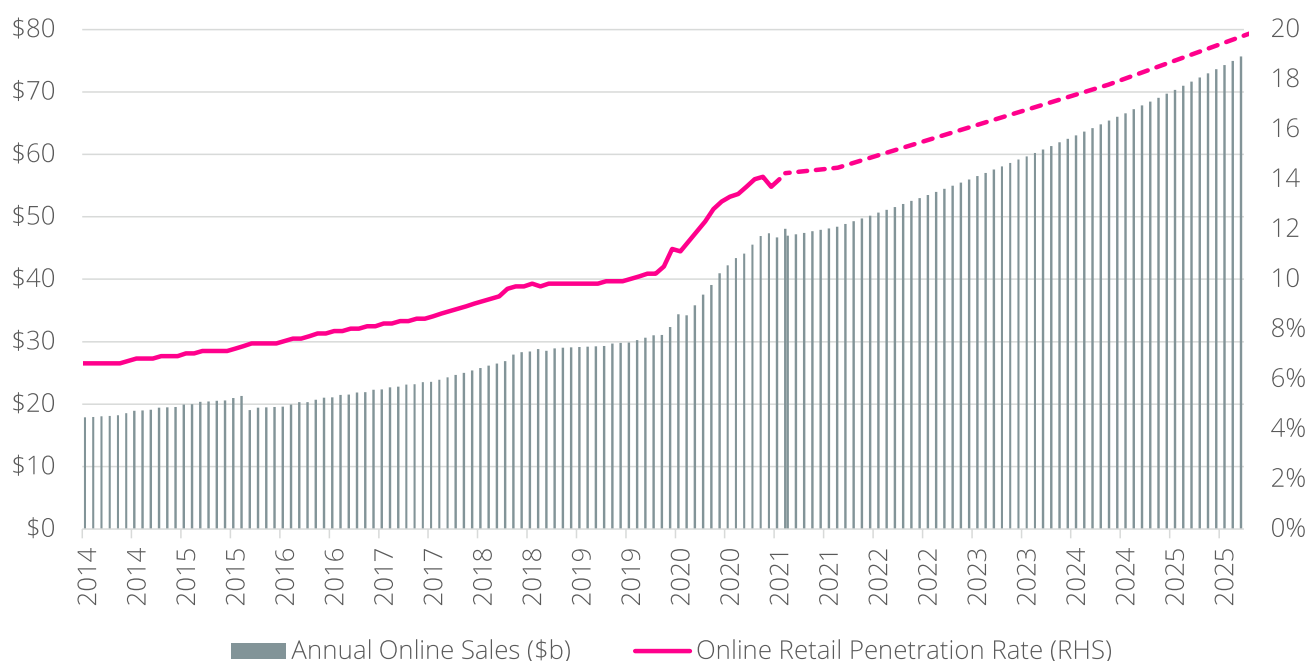


**Macroeconomic  
Factors**

*Growth of E-Commerce*

Online sales require three times the amount of warehouse space when compared to traditional brick-and-mortar sales. This is due to:

- Inventory levels: Online stores require all stock to be housed in warehouses rather than on the shop floor, thereby resulting in more warehouse space than traditional retail stores.
- Product variety: Online stores typically offer a greater variety of goods.
- Reverse logistics: Additional warehouse space must be set aside for online orders that are returned. It's estimated that 30% of all online goods purchased are returned – three to four times higher than those of purchases made in brick-and-mortar stores.
- With consumers demanding improved service, return policies are expected to be more favourable demanding more warehousing space

**Australian Online Retail**

Source: NAB, Deloitte Access Economics, Colliers Research

## 4.0

## Investment Thematic

*Property and Land as an Inflation Hedge*

Higher inflation is projected to characterise most global economies in 2022 and 2023. The restrictions on movement of people and goods over the last two years, including longer processes to clear COVID-safe protocols at ports, have created global supply chain bottlenecks. Freightos Global Container Freight Index (FBX) indicates that shipping costs have risen from circa USD 1,400 per container in February 2020 to USD 9,660 in February 2022. There are early signs that shipping costs may have stabilised following a peak in September 2021 at over USD 11,100. However, supply chain efficiency is still hampered by border restrictions and health regulations in major ports which means continued uncertainty and inflation pressure. In addition, economies have responded positively to government stimulus providing businesses and consumers with confidence to spend which is increasing inflationary pressures on the demand-side.

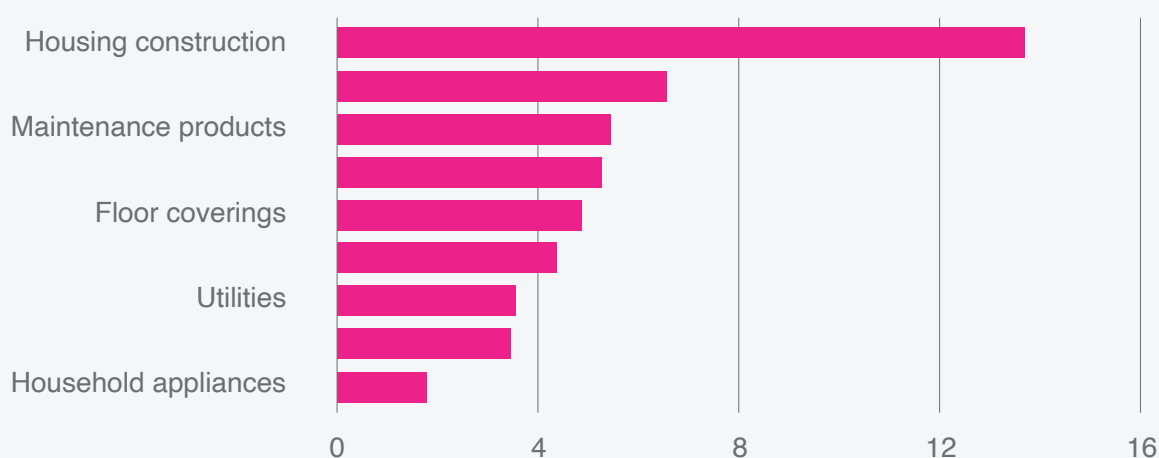
**Direct property is generally seen as a highly defensive asset class during periods of inflation, as rental incomes and, by extension, capital values can be adjusted to reflect price increases in the economy. This is evident in the relationship between CPI and MSCI's All Property Capital Value Index, which are 87% correlated over the period 1984-2021.**

*JLL Industrial and Logistics Investment Review & Outlook 2022 for Australia and New Zealand*

Annual inflation for construction costs is exceeding other sectors of the market, driving the value of properties as replacement costs across the property sector increase.

**Annual inflation - selected items**

Year on year price growth (%)



Source: Knight Frank Research, ABS

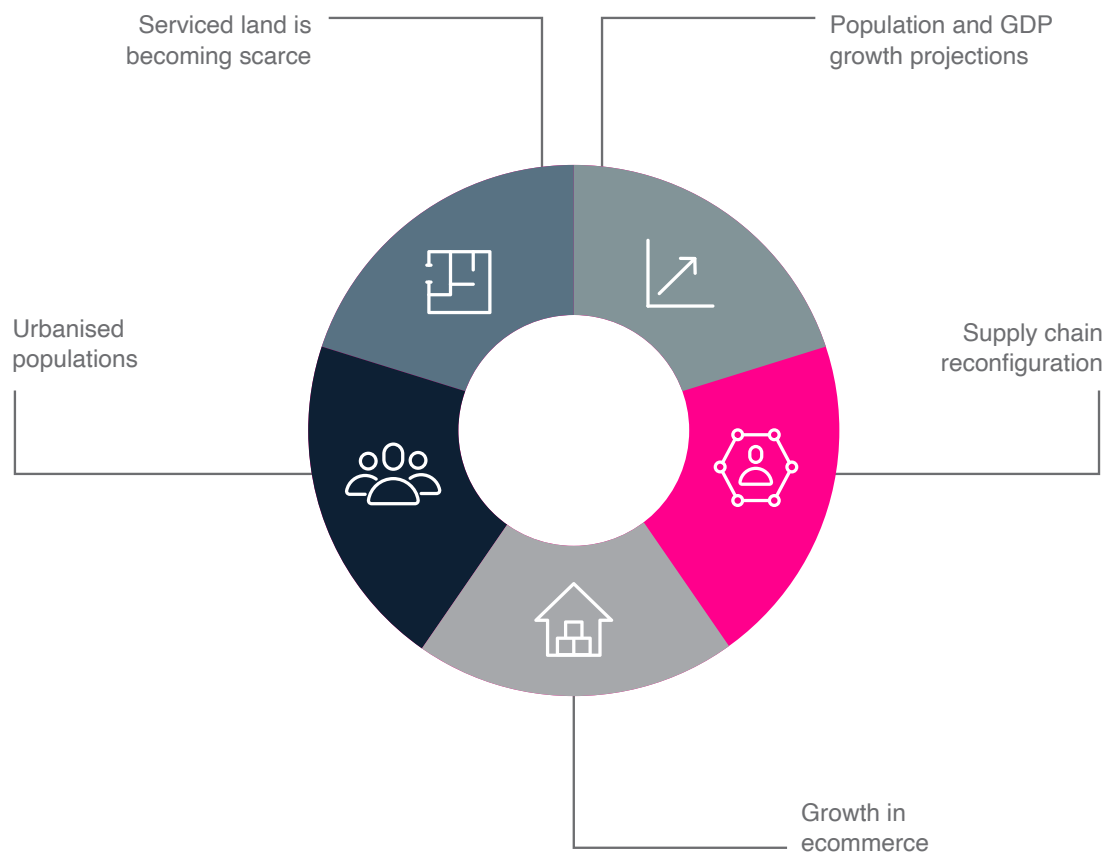
Source: NAB, Deloitte Access Economics, Colliers Research

## 4.0

## Investment Thematic

*Macro Themes are Driving Investment Volumes*

During 2021, JLL Research recorded a record-high 4.4 million sqm of gross take-up across the national occupier market. This year's total was a remarkable 53% higher than the previous record (2.9 million sqm, in 2020) and 57% higher than the pre-pandemic record (2.8 million sqm, in 2005) and demonstrated the rapid maturing and deepening of Australia's industrial & logistics occupier pool. Investor confidence in occupier demand and rental growth is underpinned by population growth, supply chain reconfiguration, growth in e-commerce and urbanisation of populations and declining availability of serviced land. We have identified five key themes which underpin the record level of investor activity over the past 12 months:



**ONLINE  
GOODS  
SPEND**

**+57%<sub>YOY</sub> UP \$50.46BN**

Source: Australia Post Australia's e-commerce trend and trajectory, June 2021



## 5.0 / The Properties



**Property 1:** 14 Griffin Crescent, Brendale



**Property 2:** 130 Links Ave, Eagle Farm



**Property 3:** 3, 62 Crockford St, Northgate

## 5.1 / The Properties

### Property Details: 14 Griffin Crescent, Brendale

Brand new property acquired at \$5.57m from a related party at an agreed **7.5% discount to valuation**. **Income is secured for 5 years plus a 5-year option to Nepean Engineering, a 48-year-old Australian company with a global footprint in 12 countries.**

|                       |           |                   |          |
|-----------------------|-----------|-------------------|----------|
| <b>Purchase Price</b> | \$5.57m   | <b>Valuation</b>  | \$6.02m  |
| <b>Income</b>         | \$286,130 | <b>Year Built</b> | 2022     |
| <b>Occupied</b>       | 100%      | <b>GFA</b>        | 2,201sqm |
| <b>WALE</b>           | 5 years   | <b>Site Area</b>  | 3,958sqm |

### About the Property

This brand-new freestanding building is located within one of North Brisbane's most sought-after industrial areas. Situated 18km (radial) North of the Brisbane CBD, the property is perfectly positioned for businesses looking to service the Northside and greater Brisbane region. The property also benefits from efficient access to the Brisbane Airport, Sunshine Coast and Port of Brisbane via the Bruce Highway and Gateway Arterial / M1 Pacific Motorway.

- Brand-new with depreciation benefits and low capital expenditure requirements
- Situated on wide frontage 3,958sqm site
- 299qm of well-presented office accommodation
- 1,902sqm of clear-span warehouse space with 8m internal clearance
- Access via four (4) container height roller door
- 3 phase power available
- 24 onsite parking bays secured by perimeter fencing

*Measurements are approximate, as the property is newly-constructed and surveys are pending.*

## 5.1 / The Properties



14 Griffin Crescent, Brendale



### About the Tenant and Lease

Opening its doors in 1974, Nepean Engineering & Innovation is now one of Australia's best equipped privately owned engineering service providers.

Nepean Engineering & Innovation provides technical excellence and innovation, offering a full engineering service to the mining, manufacturing, infrastructure, scientific, defence, aerospace and pharmaceutical sectors. Nepean employs over 1,400 people across 12 countries.

[www.nepeanengineering.com.au](http://www.nepeanengineering.com.au)

### Lease Details

|                    |                    |
|--------------------|--------------------|
| <b>Tenant</b>      | Nepean Engineering |
| <b>Net Rent</b>    | \$286,130          |
| <b>Lease Term</b>  | 5 years            |
| <b>Lease Start</b> | 1/07/2022          |
| <b>Lease End</b>   | 30/06/2027         |

|                            |                                   |
|----------------------------|-----------------------------------|
| <b>GFA</b>                 | 2,201sqm                          |
| <b>Option(s)</b>           | 1 x 5 years                       |
| <b>Outgoings Recovered</b> | 100%                              |
| <b>Annual Increases</b>    | CPI (market at renewal)           |
| <b>Security</b>            | 4 months' rent, outgoings and GST |

## 5.2 / The Properties

### Property Details: 130 Links Ave, Eagle Farm

Premium location for last mile logistics, and increasingly mixed-use developments due to being a Queensland Government Priority Development Area. Established tenant on a 5-year leaseback providing immediate income.

|                       |           |                   |              |
|-----------------------|-----------|-------------------|--------------|
| <b>Purchase Price</b> | \$8.25m   | <b>Status</b>     | Terms Agreed |
| <b>Income</b>         | \$367,970 | <b>Year Built</b> | 2004         |
| <b>Occupied</b>       | 100%      | <b>GFA</b>        | 2,401sqm     |
| <b>WALE</b>           | 5 years   | <b>Site Area</b>  | 3,694sqm     |

### About the Property

Modern warehouse and office facility with a GFA of 2,401sqm on a 3,694sqm site, located in Eagle Farm, Brisbane's premier infill industrial and logistics location within the TradeCoast Central precinct.

Eagle Farm is the best performing industrial and logistics market in Brisbane due to its proximity to the CBD and affluent inner suburbs and close connections to the Brisbane Airport (13kms) and Port of Brisbane (16kms).

The property also falls within the Queensland Government's Northshore Hamilton Priority Development Area targeted for renewal as a vibrant, mixed-use precinct, offering alternative higher value uses in future.

Construction is masonry block walls with metal deck roofing, the warehouse has c 9m clearance and is accessed via four full height roller shutter doors. The office is fully air conditioned and fitted to a modern commercial standard. The property will be 100% leased from settlement as the head office of national haircare supplier, Price Attack.

- Functional 2,401sqm tilt-panel office/warehouse
- Situated on 3,694sqm site
- Four full height roller shutter doors
- 9m warehouse clearance
- 100% leased for 5 years with 5-year option
- Premium location for rental growth and capital value appreciation



## 5.2 / The Properties



130 Links Avenue, Eagle Farm



### About the Tenant and Lease

Price Attack has operated for over 35 years as a supplier of professional haircare brands across more than 60 stores Australia wide.

Price Attack pioneered the dual service model in Australia of providing both a complete hair care retail experience coupled with a full-service haircare salon in each store. Businesses under the Price Attack banner currently employ approximately 130 staff Australia-wide.

The business is a long-term occupant of the building and has committed to a 5-year lease with a 5-year option.

[www.priceattack.com.au](http://www.priceattack.com.au)

### Lease Details

|                    |  |
|--------------------|--|
| <b>Tenant</b>      | Brabus PA Franchising (t/a Price Attack) |
| <b>Net Rent</b>    | \$367,970                                |
| <b>Lease Term</b>  | 5 years                                  |
| <b>Lease Start</b> | 1/7/2022                                 |
| <b>Lease End</b>   | 30/6/2027                                |

|                            |                                   |
|----------------------------|-----------------------------------|
| <b>GFA</b>                 | 2,401sqm                          |
| <b>Option(s)</b>           | 1 x 5 years                       |
| <b>Outgoings Recovered</b> | 100%                              |
| <b>Annual Increases</b>    | Greater of CPI and 3.5%           |
| <b>Security</b>            | 6 months' rent, outgoings and GST |

## 5.3

## The Properties

**Property Details: Lot 3, 62 Crockford St, Northgate**

Recent construction (2020) consisting of two highly functional industrial units that can be leased together or separately. The passing rent is below market, providing the ability to increase income in 2023 at expiry of the current lease. Even if the tenant exercises their option, which they have indicated an intention to do, there is a market rent review at exercise.

|                       |           |                   |              |
|-----------------------|-----------|-------------------|--------------|
| <b>Purchase Price</b> | \$4.75m   | <b>Status</b>     | Terms Agreed |
| <b>Income</b>         | \$226,447 | <b>Year Built</b> | 2020         |
| <b>Occupied</b>       | 100%      | <b>GFA</b>        | 1,332sqm     |
| <b>WALE</b>           | 1.3 years | <b>Site Area</b>  | 2,000sqm     |

**About the Property**

Recently constructed (2020) industrial and logistics facility located in the premium infill location of Northgate in Brisbane's inner north.

Two 666sqm units with high clearance warehouses accessed via full-height roller shutter doors and modern office accommodation over two levels. Warehouse construction is concrete tilt panel with metal deck roofing and minimum 8.8m clearance. The office space is air-conditioned and fitted with commercial grade finishes. Designed to cater to either single or dual-occupancy ensuring a deeper pool of tenants if Hychem depart.

The property is approximately 9 radial kms from the Brisbane CBD, parallel to the Northern TradeCoast and Brisbane Airport precinct and close to the Port of Brisbane with excellent access to the Pacific Motorway and East-West Arterial Road.

- Near new (2020) 1,332sqm tilt-panel office/warehouse
- Situated on 2,000sqm site
- Well-presented modern office accommodation
- Built as two units, so can be leased individually or in one line
- Clear-span warehouse spaces with up to 10.1m internal clearance

## 5.3 / The Properties



Lot 3, 62 Crockford St, Northgate



**HYCHEM**

### About the Tenant and Lease

Hychem International has operated for over 35 years as a manufacturer and supplier of commercial floor coating products. Hychem formulate, manufacture and source the latest technologies for the flooring, infrastructure and waterproofing markets.

The company is 100% Australian owned and operated, and has a Sydney based production facility. The Brisbane location is used to service local demand and distribute to the Brisbane market.

Hychem initially leased half of the property and requested to extend over the whole property in 2021 as their business expanded.

[www.hychem.com.au](http://www.hychem.com.au)

### Details - Tenancy 1

|                    |                      |
|--------------------|----------------------|
| <b>Tenant</b>      | Hychem International |
| <b>Net Rent</b>    | \$115,947            |
| <b>Lease Term</b>  | 3 years              |
| <b>Lease Start</b> | 1/9/2020             |
| <b>Lease End</b>   | 31/8/2023            |

|                            |                                   |
|----------------------------|-----------------------------------|
| <b>GFA</b>                 | 666m2                             |
| <b>Option(s)</b>           | 1 x 3 years                       |
| <b>Outgoings Recovered</b> | 100%                              |
| <b>Annual Increases</b>    | CPI                               |
| <b>Security</b>            | 3 months' rent, outgoings and GST |

### Lease Details - Tenancy 2

|                    |                      |
|--------------------|----------------------|
| <b>Tenant</b>      | Hychem International |
| <b>Net Rent</b>    | \$110,500            |
| <b>Lease Term</b>  | 2 years 2 months     |
| <b>Lease Start</b> | 1/7/2021             |
| <b>Lease End</b>   | 31/8/2023            |

|                            |                                   |
|----------------------------|-----------------------------------|
| <b>GFA</b>                 | 666m2                             |
| <b>Option(s)</b>           | 1 x 3 years                       |
| <b>Outgoings Recovered</b> | 100%                              |
| <b>Annual Increases</b>    | CPI                               |
| <b>Security</b>            | 3 months' rent, outgoings and GST |



# 6.0 Existing Portfolio



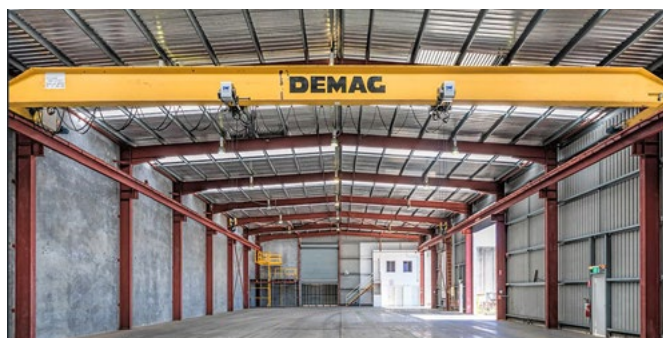
85 Griffin Crescent, Brendale



43 Griffin Crescent, Brendale



2-4 Bailey Court, Brendale



1105 Kingsford Smith Drive, Eagle Farm



144 Lavarack Avenue, Eagle Farm



77-79 Kremzow Road, Brendale



82 & 90 Westcombe Street, Darra




76 Postle Street, Cooper Plains





*Our 30 years experience in the property market  
has demonstrated that property as an investment  
class significantly benefits from compounding  
capital growth.*



*To achieve any kind of  
greatness, you first have  
to make space for it.*

**INVESTMENT MANAGER**

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**KMD**  
PARTNERS





# INFORMATION MEMORANDUM BRISBANE INDUSTRIAL

SEPTEMBER 2021

- Monthly Cash Distributions
- Fastest Growing Australian City
- Diverse Tenant Portfolio
- 10% p.a Forecast Equity IRR

[Apply Online Here](#)

Licence number 520453

Level 25 | Bligh Chambers | 25 Bligh Street | Sydney NSW 2000

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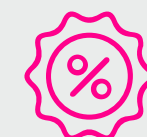
# Contents

|  |         |
|--|---------|
| Investment Summary .....                         | 3       |
| 1.0 Executive Summary .....                      | 4 - 6   |
| 2.0 Management .....                             | 7       |
| 3.0 About Us .....                               | 9       |
| 4.0 Investment Thematic .....                    | 10 - 11 |
| 5.0 Properties .....                             | 12 - 13 |
| 5.1 85 Griffin Crescent, Brendale .....          | 14 - 15 |
| 5.2 43 Griffin Crescent, Brendale .....          | 16 - 17 |
| 5.3 2-4 Bailey Court, Brendale .....             | 18 - 19 |
| 5.4 1105 Kingsford Smith Drive, Eagle Farm ..... | 20 - 21 |
| 5.5 144 Lavarack Ave, Eagle Farm .....           | 22 - 23 |
| 5.6 77-79 Kremzow Rd, Brendale .....             | 24 - 25 |
| 5.7 76 Postle Street, Cooper Plains .....        | 26 - 29 |
| 5.8 82 & 90 Westcombe Street, Darra .....        | 30 - 32 |
| 6.0 Acquisition .....                            | 34      |
| 7.0 Financial Analysis .....                     | 35      |
| 8.0 Investment Structure .....                   | 36 - 37 |
| 9.0 Market Overview .....                        | 38 - 43 |
| 10.0 Asset & Trust Management .....              | 45 - 46 |
| 11.0 Risk .....                                  | 47 - 48 |
| 12.0 Terms & Conditions .....                    | 49 - 51 |
| 13.0 Important Notice .....                      | 52 - 53 |
| 14.0 Glossary .....                              | 54      |

# Investment Summary



10.0% p.a.  
Forecast Equity IRR



6.50 - 7.25%  
Monthly Cash Distribution



\$19m  
Equity Raise



\$67m  
Total Portfolio



Last Mile Logistics  
Increasingly In-demand Asset Class



Multiple Properties  
With Diversified Tenancy Income



Brisbane  
Fastest Growing Australian City

# 1.0 / Executive Summary

*The Trust was established to acquire last mile logistics properties, providing capital growth and a stable monthly income stream to investors.*

## *The Offer*

The Trustee invites applications for Units at an issue price of \$1.00 per Unit to raise \$19,000,000 by the issue of 19,000,000 Units.

## *The Trust*

The Manager has established the Trust being an unregistered managed investment scheme with the Trustee acting as the trustee. The Trustee on behalf of the Trust holds the Properties by way of establishing the relevant Landholding Trusts. Investment in the Trust provides investors with an industrial investment that is well positioned to benefit from the current investment thematic of increased industrial demand for occupiers and investors. The investment also offers income security with annual rental increases and income diversified across multiple locations and tenants.

## *The investment strategy for the Trust is to:*

- Preserve investors' capital;
- Maintain the Properties rental income;
- Maintain and enhance the leasing profile of the Properties through the implementation of a proactive leasing strategy including actively managing the lease expiry of the tenants
- Continuing to invest capital into the Properties when required.

## *The Fund terms after these acquisitions will continue to remain attractive, including the following targets:*

- Portfolio WALE of over 4 years (target 3+ year WALE)
- Staggered lease expiries
- Fund target IRR of 10%+ p.a.
- 50%-60% target LVR

# 1.0 / Executive Summary

## *Future acquisitions will be targeted to have the following investment profile:*

- Industrial and last mile logistics properties
- Net yields of 5.00%p.a - 6.0%p.a
- Leases to be on commercial market terms
- Servicing major cities on the East Coast of Australia, initially Brisbane
- Acquired with support of independent valuations
- Funding on similar terms to initial acquisition

## *Trust Objectives*

- Regular and secure monthly income to investors, underpinned by income from the Properties;
- Potential for capital growth; and
- An investment with eventual multiple exit options.

## *Investor Communication*

The Manager will be responsible for the management of the investment and will;

- Provide a quarterly report with an update on the investment;
- Keep you informed about any situation that will result in a change/(s) to the terms and conditions of the Trust.





# 1.0 / Executive Summary

## Forecast Investment Return

|                                     |               |
|-------------------------------------|---------------|
| Forecast Cash Distribution (Year 1) | 6.50 - 7.25%* |
| Forecast IRR                        | 10.0%*        |

\*Please note the above investment return is forecast and like any investment there are risks associated with an investment in the Trust. See Risks section for further information about the specific risks associated with the Trust.

## Application Closing Date

The Trustee invites applications for Units at an issue price of A\$1.00 per Unit to raise A\$19,000,000 by the issue of 19,000,000 Units (Offer). The Trustee reserves the right to accept subscriptions in excess of this.

- \$19.0m fundraising
- Commitments and funds accepted from the 14th of September 2021
- Commitments and funds due 14th October 2021

Units will be issued by the Trustee shortly after application monies are received and confirmed by the Manager.

## Application Funds

Units will be issued on a fully paid basis following receipt of funds and applications. This will be at the close of the fundraise and may be done in multiple tranches at the sole discretion of the Trustee. Funds are due with application no later than the Application Closing Date (14th October 2021). The Trustee can extend the relevant application date at its discretion.

## Apply Online

[kmdpartners.com.au/home/#invest](http://kmdpartners.com.au/home/#invest)

## Manager Co-alignment

Kingsmede, who wholly owns The Manager, will invest a minimum 5% of the Units in The Trust at the completion of this fund raise.

# 2.0 / Management

## About KMD Partners

KMD Partners is owned by Kingsmede and invests equity and debt in commercial and industrial properties on Australia's East Coast. The company was established to deliver superior risk adjusted returns to wholesale and sophisticated investors. Our focus is on capital preservation, security of cash flows and value enhancement in every investment. KMD benefits from the experience and expertise of Kingsmede.

Kingsmede is a full-service investment management platform with 16 investment specialists with skills covering leasing, transactions, asset management, property and facility management, accounting and project management.

Kingsmede was established in 1991 and has an enviable track record having never made a loss for its investors in over almost three decades of property investing, and consistently achieving above market returns.

Our investment team takes a hands-on approach to all our investments, from due diligence through to the project management required to implement the investment strategy, with the aim of improving cash flows and the underlying values of the assets in the long term.

Our team has invested actively in Australia, New Zealand and the United Kingdom, using our own balance sheet alongside other global high net worth investors, superannuation funds and fund managers.

We have a proven track record of delivering strong risk-adjusted property returns, through well-timed acquisitions and disposals and the successful implementation of active asset management strategies.

*Compounding wealth and  
preserving capital through  
real estate investment*

3.0 / About Us

*Our 30 years experience in the property market has demonstrated that the property investment class genuinely benefits from compounding capital growth.*

**WHY INVEST WITH US?**

our group in numbers

**\$1BN+**

assets under management

**300+**

tenants

**200,000+**

sqm under management

**16**

dedicated property professionals

**20+**

properties under management

**150+**

investors

**30+**

years since establishment

4.0

## Investment Thematic

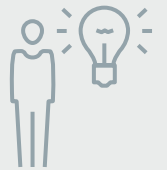
## Why Industrial is in Demand

**Record Global Demand**

Globally, warehouse demand has reached record levels in recent years and has been led by the shift to online retail platforms.

**Demand is Consumption led**

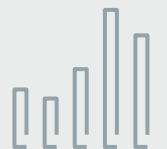
Warehouse demand is now more consumption driven with the warehouses of today being more geared towards fulfillment and distribution rather than product production.

**Record Population Growth**

Brisbane has had the highest growth rate of all Australian capital cities for two years in a row and is now on track to achieve this again in 2021. Population and movement increase demand for warehousing occupiers.

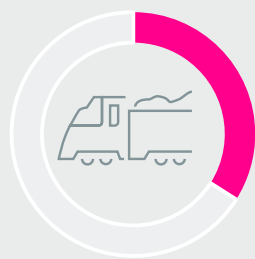
**Increased E-Commerce**

Online retail will continue to grow and will facilitate warehouse demand of approximately 520,000 sqm per annum over the next five years. The online retail penetration rate is forecasted to grow 18% by 2025.

**Elevated Industrial Take-up**

Industrial take-up is expected to reach record highs in 2021 and will remain elevated over the next five years.

## 2020-Current National Industrial &amp; Logistics Gross Leasing Volumes by Sector



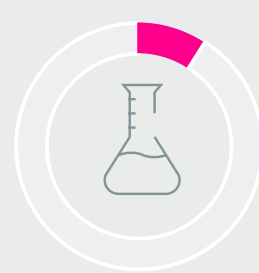
33%

Transport &amp; Logistics



33%

Retail Trade



9%

Manufacturing

Source: Colliers 2021

4.0

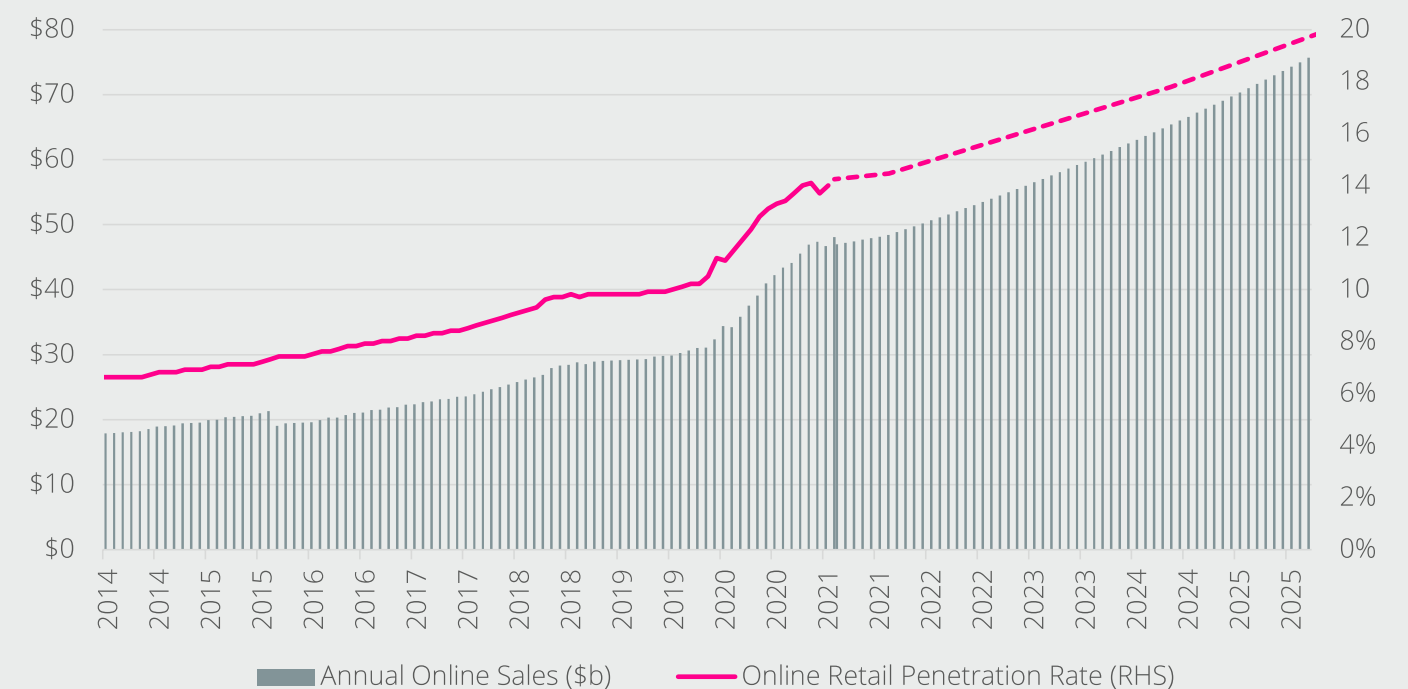
## Investment Thematic

## E-commerce

Online sales require three times the amount of warehouse space when compared to traditional brick-and-mortar sales. This is due to:

- **Inventory levels:** Online stores require all stock to be housed in warehouses rather than on the shop floor, thereby resulting in more warehouse space than traditional retail stores.
- **Product variety:** Online stores typically offer a greater variety of goods.
- **Reverse logistics:** Additional warehouse space must be set aside for online orders that are returned. Its estimated that 30% of all online good purchased are returned – three to four times higher than those of purchases made in brick-and-mortar stores.

## Australian Online Retail Forecast



Source: NAB, Deloitte Access Economics, Colliers Research

## Growth of Online Retail Sales

↑ +75% yoy



Over 1 million  
New households shopped online  
between March & September 2020

Source: Colliers 2021



# 5.0

## The Properties

5.1 85 Griffin Crescent, Brendale



5.2 43 Griffin Crescent, Brendale



5.3 2-4 Bailey Court, Brendale



5.4 1105 Kingsford Smith Drive, Eagle Farm



5.5 144 Lavarack Ave, Eagle Farm



5.6 77-79 Kremzow Rd, Brendale



5.7 76 Postle Street, Cooper Plains



5.8 82 & 90 Westcombe Street, Darra

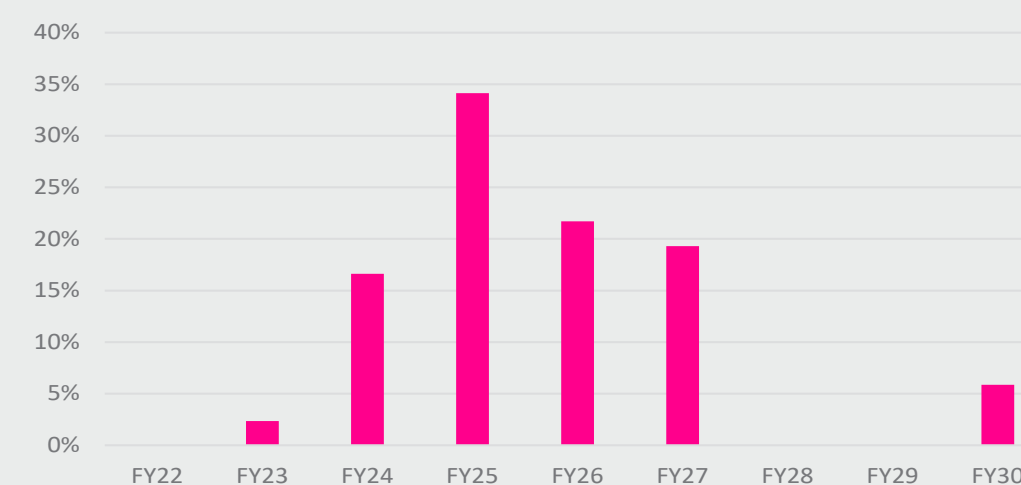


### Portfolio Information\*

|                |           |           |           |
|----------------|-----------|-----------|-----------|
| Valuation      | \$66.71m  | Tenants   | 14        |
| Purchase Price | \$66.33m  | Net Rent  | \$3.60m   |
| Properties     | 8         | Net Yield | 5.4%      |
| CAPEX Reserve  | \$725,000 | WALE*     | 4.0 Years |

\* As at 1st September 2021

Lease Expiry Profile (by income)



The portfolio benefits from fourteen leases, spreading out the lease expiry profile and making the properties perfect for long term stable cash flows. Some of the larger tenants, such as in 2-4 Bailey Court Brendale, occupy space that can easily be subdivided into multiple tenancies to appeal to more users and further reduce single tenant risk.

- 4.1 Year WALE
- No tenant is more than 21% of income
- Lease expiries spread out to 2030
- Lease options out to 2040



# 5.1

## The Properties

### 85 GRIFFIN CRESCENT, BRENDALE



Brand new freestanding warehouse in the North Brisbane industrial precinct of Brendale. The building is a concrete tilt slab construction with a small office component and total 1,216sqm GFA over a 2,000sqm site area. Centrally located within the Brendale industrial hub the property has excellent on-site truck accessibility and room for container set-down. High bay clear span warehouse accessed via two on-grade container height roller doors, with 17 on-site car parks. Practical completion anticipated in September 2021, with settlement occurring shortly prior to the new lease beginning on the property. The property value has already been increased by the KMD management team through leasing to a quality tenant, moving in within weeks of settlement and minimising downtime

#### Property Details

|                |             |                    |            |
|----------------|-------------|--------------------|------------|
| Valuation      | \$2,900,000 | Acquisition Status | Completed  |
| Purchase Price | \$2,720,000 | Year Built         | 2021       |
| CAPEX Reserve  | \$100,000   | Construction       | Concrete   |
| Occupied       | 100%        | Zoning             | Industrial |
| Net Yield      | 5.44%       | GFA                | 1,216sqm   |
| WALE           | 5 years     | Site Area          | 2,000sqm   |

# 5.1

## The Properties

#### Lease Details

|             |                 |                     |                        |
|-------------|-----------------|---------------------|------------------------|
| Net Rent    | \$147,926       | Option(s)           | 2 x 3 years            |
| Lease Term  | 5 years         | Outgoings Recovered | 100%                   |
| Lease Start | 14 October 2021 | Annual Increases    | Greater of CPI or 3.0% |
| Lease End   | 13 October 2026 | Security            | 4 months gross rent    |

#### Tenant Overview

**ABR/SIFLEX**

##### 1. Abrasiflex

Abrasiflex is an industry leading supplier of industrial abrasives. Abrasiflex is part of the CIL Group, and was established in 1975. The company's specialty lies in the distribution and sale of industrial abrasives for the wholesale, trade and retail sectors.

[www.abrasiflex.com.au](http://www.abrasiflex.com.au)



##### 2. CIL Group

CIL Group is a private company owned by the Flipo family established in 1880. Its historic and main activity was the processing and exporting of wool around the world with its industrial facilities. CIL Group started as a wool trader in France then Australia, South Africa, Argentina, Russia, China, and the USA. Following the collapse of the wool reserve price scheme in the 1990s, the group has decided to diversify. In 2004, the board of directors closed the wool trading and processing of the group. This diversification away from wool has given new life and a strong future to a century old group which had been mainly focused on the wool business. CIL Group is now involved in four different activities; logistics, industry, agribusiness, and industrial supplies. Abrasiflex is part of the Industrial supplies activity of the business.

[www.cil-group.com](http://www.cil-group.com)



## 5.2 / The Properties

### 43 GRIFFIN CRESCENT - BRENDALE



Brand new freestanding warehouse in the North Brisbane industrial precinct of Brendale. The building is a concrete tilt slab construction with a small office component and total 1,742sqm GFA over a 3,044sqm site area. Excellent on-site truck accessibility and room for container set-down. 180sqm ground floor air-conditioned office, 80sqm load bearing mezzanine area, and 382sqm storage yard at rear. High bay clear span warehouse accessed via two on-grade container height roller doors, with 19 on-site car parks. The property value has already been increased by the KMD management team through leasing to a quality government tenant, moving in within weeks of settlement and minimising downtime. Practical Completion anticipated in October 2021.

#### Property Details

|                    |             |                    |            |
|--------------------|-------------|--------------------|------------|
| Expected Valuation | \$4,000,000 | Acquisition Status | Completed  |
| Purchase Price     | \$3,800,000 | Year Built         | 2021       |
| CAPEX Reserve      | n/a         | Construction       | Concrete   |
| Occupied           | 100%        | Zoning             | Industrial |
| Net Yield          | 5.57%       | GFA                | 1,742sqm   |
| WALE               | 5 years     | Site Area          | 3,044sqm   |

## 5.2 / The Properties

### Lease Details

|             |                     |                     |  |
|-------------|---------------------|---------------------|--|
| Net Rent    | \$211,905           | Option(s)           | 1 x 2 Years                                |
| Lease Term  | 5 years             | Outgoings Recovered | 100%                                       |
| Lease Start | TBC (November 2021) | Annual Increases    | Greater of CPI or 3%                       |
| Lease End   | TBC (November 2026) | Security            | N/A (subject to government related entity) |

### Tenant Overview



#### Moreton Bay Regional Council Office

Located between Brisbane City and the Sunshine Coast, Moreton Bay is one of Australia's fastest growing urban regions with its population forecast to grow by over 40 percent to more than 645,000 by 2036. Moreton Bay has a strong and connected community that enjoys the benefits of close proximity to the Brisbane CBD and a lifestyle that's second to none.

[www.moretonbay.qld.gov.au](http://www.moretonbay.qld.gov.au)





# 5.3

## The Properties

### 2-4 BAILEY COURT, BRENDALE



2-4 Bailey Court, Brendale comprises of two buildings which are constructed as three separate tenancies totaling 6,297sqm on a 9,824sqm corner site. Currently occupied by one long term tenant (Fienza). The multiple tenancies increase future leasing flexibility and sales options, reducing risk. The property is well suited to logistics users. It has three crossovers, a functional hardstand yard and large awnings.

### Property Details

|                |              |                    |             |
|----------------|--------------|--------------------|-------------|
| Valuation      | \$13,000,000 | Acquisition Status | Completed   |
| Purchase Price | \$13,000,000 | Year Built         | 2011 & 2014 |
| CAPEX Reserve  | \$75,000     | Construction       | Concrete    |
| Occupied       | 100%         | Zoning             | Industrial  |
| Net Yield      | 5.8%         | GFA                | 6,297sqm    |
| WALE           | 3 years      | Site Area          | 9,824sqm    |

# 5.3

## The Properties

### Lease Details

|             |                |                     |                     |
|-------------|----------------|---------------------|---------------------|
| Net Rent    | \$755,640      | Option(s)           | n/a                 |
| Lease Term  | 3 years        | Outgoings Recovered | 100%                |
| Lease Start | September 2021 | Annual Increases    | 3.5%                |
| Lease End   | September 2024 | Security            | 3 months gross rent |

### Tenant Overview

fienza®

#### Fienza

Fienza Pty Ltd is a privately owned business providing bathroom supplies and solutions throughout Australia. The business commenced trading in 2009 with the head office located in Brendale, Queensland and 4 other distribution centres located in Sydney, Melbourne, Adelaide and Perth.

- Established 2009 (12 years in operation)
- Source, import and distribute high quality bathroom fixtures and fittings
- Work together with retailers to sell their product range Australia wide

[www.fienza.com.au](http://www.fienza.com.au)





## 5.4 / The Properties

### 1105 KINGSFORD SMITH DRIVE, EAGLE FARM



1105 Kingsford Smith Drive is on 10,480sqm of land in the established premium industrial precinct of Eagle Farm. The property is split into two tenancies with a refurbished 1,588sqm clear span functional warehouse with ~8.5m of clearance to the rear of the property, and good quality concrete and bitumen hardstand to the front. The tenant has spent \$400,000 on refurbishing the warehouse and over \$1,000,000 to the front of the property to build an unmanned 24/7 petrol station for commercial vehicles. The property benefits from a 90m frontage to the busy Kingsford Smith Drive. Approximately 8kms from Brisbane's CBD with immediate access to Kingsford Smith Drive, Southern Cross Way and the Gateway Motorway.

#### Property Details

|                |              |                    |            |
|----------------|--------------|--------------------|------------|
| Valuation      | \$10,150,000 | Acquisition Status | Completed  |
| Purchase Price | \$10,150,000 | Year Built         | 2009       |
| CAPEX Reserve  | \$100,000    | Construction       | Concrete   |
| Occupied       | 100%         | Zoning             | Industrial |
| Net Yield      | 5.10%        | GFA                | 1,588sqm   |
| WALE           | 6.2 years    | Site Area          | 10,480sqm  |

## 5.4 / The Properties

#### Lease Details - Tenancy 1

|             |               |                     |                        |
|-------------|---------------|---------------------|------------------------|
| Tenant      | iOR Petroleum | GFA                 | 1,588sqm               |
| Net Rent    | \$306,567     | Option(s)           | 2 x 5 years            |
| Lease Term  | 5 years       | Outgoings Recovered | 100%                   |
| Lease Start | 15/06/2020    | Annual Increases    | Greater of CPI or 3.5% |
| Lease End   | 14/06/2030    | Security            | 4 months net rent      |

#### Lease Details - Tenancy 2

|             |               |                     |                        |
|-------------|---------------|---------------------|------------------------|
| Tenant      | iOR Petroleum | GFA                 | Yard                   |
| Net Rent    | \$210,933     | Option(s)           | 2 x 5 years            |
| Lease Term  | 10 years      | Outgoings Recovered | 100%                   |
| Lease Start | 15/06/2020    | Annual Increases    | Greater of CPI or 3.5% |
| Lease End   | 14/06/2025    | Security            | 4 months net rent      |

#### Tenant Overview



#### iOR Petroleum

The company has over 70 Diesel Stops across Australia, and also distribute bulk fuel to regional communities and industries (long distance transport, farming, mining, oil and gas). Since 2014 the company has been doing aviation fuels and operate refueling facilities in several rural and regional airports and deliver bulk fuel to customers' sites.

[www.ior.com.au](http://www.ior.com.au)



5.5

The Properties

144 LAVARACK AVE, EAGLE FARM



144 Lavarack Ave, Eagle Farm, QLD is on 5,920sqm of land in the established industrial precinct of Eagle Farm, in Brisbane’s Inner-North. Eagle Farm provides for 2,931sqm of modern clear span functional warehouse with ~11m of clearance and a newly constructed 310sqm of office accommodation. There is ample parking on site for 35 cars.

In 2021 works were completed for new hardstand, new office, and upgrades to the warehouse. This has significantly improved the quality of the property, reducing capital expenditure risk and providing tax depreciation benefits.

Property Details

|                |             |                    |            |
|----------------|-------------|--------------------|------------|
| Valuation      | \$9,100,000 | Acquisition Status | Completed  |
| Purchase Price | \$9,100,000 | Year Refurbished   | 2021       |
| CAPEX Reserve  | \$75,000    | Construction       | Concrete   |
| Occupied       | 100%        | Zoning             | Industrial |
| Net Yield      | 5.0%        | GFA                | 2,931sqm   |
| WALE           | 4.5 years   | Site Area          | 6,270sqm   |

5.5

The Properties

Lease Details

|             |            |                     |                        |
|-------------|------------|---------------------|------------------------|
| Net Rent    | \$455,560  | Option(s)           | 1 x 5 year             |
| Lease Term  | 5 years    | Outgoings Recovered | 100%                   |
| Lease Start | 01/04/2021 | Annual Increases    | Greater of 2.5% or CPI |
| Lease End   | 31/03/2026 | Security            | 3 months gross rent    |

Tenant Overview



Steel Storage

- Over two decades in the Australian self-storage market
- Wholly owned subsidiary of Janus International and Clearlake Capital (US \$30bn Assets Under Management)
- Janus International are the largest self-storage manufacturer in the world, based out of UK
- Consultation, Design, Manufacture, Supply, Installation and Servicing of self-storage solutions

[www.steelstorage.com.au](http://www.steelstorage.com.au)





# 5.6

## The Properties

### 77-79 KREMZOW RD, BRENDALE



Modern tilt panel construction freestanding office, showroom and warehouse situated on 6,395sqm of land. Flexible warehouse area offering 4 split divisions, warehouse access via 3 wide roller doors. Two street crossovers with excellent exposure across 80m of road frontage. The property also benefits from a secondary rear access via Combarton St. Located in the established industrial precinct of Brendale, to the North of Brisbane. Neighbouring occupiers include ALDI, ARB, Bunnings and Australia Post.

### Property Details

|                |             |                    |              |
|----------------|-------------|--------------------|--------------|
| Valuation      | \$8,070,000 | Acquisition Status | Terms Agreed |
| Purchase Price | \$8,070,000 | Year Built         | Circa 2009   |
| CAPEX Reserve  | \$75,000    | Construction       | Concrete     |
| Occupied       | 100%        | Zoning             | Industrial   |
| Net Yield      | 5.0%        | GFA                | 3,663sqm     |
| WALE           | 4.4 years   | Site Area          | 6,395sqm     |

# 5.6

## The Properties

### Lease Details - Tenancy 1

|             |                               |                     |                     |
|-------------|-------------------------------|---------------------|---------------------|
| Tenant      | Ready To Go Furniture Pty Ltd | Leased Proportion   | 81.50%              |
| Net Rent    | \$326,040                     | Option(s)           | 2 x 4 years         |
| Lease Term  | 5 years                       | Outgoings Recovered | 100%                |
| Lease Start | 01/01/2021                    | Annual Increases    | CPI                 |
| Lease End   | 31/12/2025                    | Security            | 4 months gross rent |

### Lease Details - Tenancy 2

|             |                                  |                     |                   |
|-------------|----------------------------------|---------------------|-------------------|
| Tenant      | Con - X (Sunbeam Alpine Pty Ltd) | Leased Proportion   | 18.50%            |
| Net Rent    | \$78,430                         | Option(s)           | 3 years           |
| Lease Term  | 3 years 3 months                 | Outgoings Recovered | 100%              |
| Lease Start | 01/04/2021                       | Annual Increases    | CPI               |
| Lease End   | 30/06/2024                       | Security            | 3 months net rent |

### Tenancy Overview

#### Ready To Go Furnishings

READY2GO

Ready 2 Go offer cost-conscious seating, desk and meeting room furniture products for the modern office. Whether it be executive, meeting or task chairs, reception desks, ergonomic seating, various workstation configurations or office storage Ready 2 Go have a wide range of styles and functionalities to suit your working environment. NPS Commercial Furniture is an authorised seller of Ready 2 Go products in Townsville, servicing the North Queensland region.

[www.r2gfurniture.com.au](http://www.r2gfurniture.com.au)

#### Con- X (Sunbeam Alpine Pty Ltd)

**con-x**  
CONDUIT BENDS & FITTINGS

Con-X was established in 2012 as a manufacturer of PVC bends and associated fittings for the electrical, communications and civil industries. Since then, Con-X has grown to become a leading supplier to wholesalers Australia wide.

[www.con-x.com.au](http://www.con-x.com.au)



# 5.7

## The Properties

### 76 POSTLE STREET, COOPER PLAINS



A multi-building asset on a high-profile corner in an established Brisbane industrial precinct. 10,080sqm corner site with 6,270sqm of GFA across office, showroom and warehouse. Two street access points and drive through capability, with ability for single tenant or multi-tenant occupation. Strategic inner south location with access to three major arterial roads – Ipswich Motorway, Centenary Highway and Logan Motorway.

#### Property Details

|                |              |                    |              |
|----------------|--------------|--------------------|--------------|
| Valuation      | \$12,725,000 | Acquisition Status | Terms Agreed |
| Purchase Price | \$12,725,000 | Year Built         | Multiple     |
| CAPEX Reserve  | \$300,000    | Construction       | Concrete     |
| Occupied       | 100%         | Zoning             | Industrial   |
| Net Yield      | 6.0%         | GFA                | 6,270sqm     |
| WALE           | 4 years      | Site Area          | 10,080sqm    |

# 5.7

## The Properties

#### Lease Details - Tenancy 1

|             |                         |                     |                        |
|-------------|-------------------------|---------------------|------------------------|
| Tenant      | Bayset Powell           | GFA                 | 4,743sqm               |
| Net Rent    | \$483,146               | Option(s)           | 3 years                |
| Lease Term  | 5 Years from Settlement | Outgoings Recovered | 100%                   |
| Lease Start | 01/09/2020              | Annual Increases    | Greater of CPI or 2.5% |
| Lease End   | TBC (November 2026)     | Security            | 2 months gross rent    |

#### Lease Details - Tenancy 2

|             |                   |                     |                     |
|-------------|-------------------|---------------------|---------------------|
| Tenant      | POS Works Pty Ltd | GFA                 | 360sqm              |
| Net Rent    | \$52,200          | Option(s)           | 5 years             |
| Lease Term  | 5 years           | Outgoings Recovered | 100%                |
| Lease Start | 01/07/2019        | Annual Increases    | CPI                 |
| Lease End   | 29/06/2024        | Security            | Directors Guarantee |

#### Lease Details - Tenancy 3

|             |             |                     |             |
|-------------|-------------|---------------------|-------------|
| Tenant      | Telstra     | GFA                 | n/a         |
| Net Rent    | \$17,852.82 | Option(s)           | 3 x 2 years |
| Lease Term  | 3 years     | Outgoings Recovered | 0.0%        |
| Lease Start | 01/02/2021  | Annual Increases    | 3.0%        |
| Lease End   | 31/01/2025  | Security            | n/a         |

#### Lease Details - Tenancy 4

|             |                     |                     |          |
|-------------|---------------------|---------------------|----------|
| Tenant      | Rental Guarantee    | GFA                 | 1,167sqm |
| Net Rent    | \$214,044           | Option(s)           | n/a      |
| Lease Term  | 2 years             | Outgoings Recovered | 100%     |
| Lease Start | TBC (November 2021) | Annual Increases    | n/a      |
| Lease End   | TBC (November 2023) | Security            | n/a      |



## 5.7

## The Properties

## Tenancy Overview

## 1. Bayset Powell



Established in 2000, this Australian owned business provides Waterproofing, Flooring and Concrete Repair industries solutions throughout the construction industry at all levels of trade. Since its commencement, Bayset Powell has grown to 12 operational branches throughout Queensland, as well as, Sydney and Melbourne, while also offering supply goods and services across Australia.

[www.baysetpowellgroup.com.au](http://www.baysetpowellgroup.com.au)

## 2. POS Works



Established in 1997, providing consulting and software development services predominately for the Warehousing Industry and later expanding into Point Of Sale Systems, while becoming a major Realtime Corporate POS Solution across Australia. POS Works has steadily gained a solid customer support base across Australia, with customers now in every state. POS Works is proudly run and operated by a staff of 15, with the majority of staff being developers, specialising in retail systems and customer facing mobile applications; an area of the business that will continue to be a key focus. POS commenced their lease in these premises in 2014.

[www.posworks.com.au](http://www.posworks.com.au)

## 3. Telstra



Telstra is Australia's leading telecommunications and technology company, offering a full range of communications services and competing in all telecommunications markets. In Australia Telstra provides 18.8 million retail mobile services, 3.8 million retail fixed bundles and standalone data services and 960,000 retail fixed standalone voice services.

[www.telstra.com.au](http://www.telstra.com.au)

*“Industrial real estate has been moving on the growth path since e-commerce businesses are thriving in the current conditions”*





# 5.8

## The Properties

### 82 & 90 WESTCOMBE STREET, DARRA



Three separate freestanding properties with office and concrete tilt slab warehouse components. Warehouses range from 840sqm to 1,380sqm with on-grade roller door access and a total 3,125sqm GFA over 7,293sqm of land. Located in the heart of Darra with excellent access to three major arterial roads – Ipswich Motorway, Centenary Highway and Logan Motorway.

#### Property Details

|                |             |                    |              |
|----------------|-------------|--------------------|--------------|
| Valuation      | \$6,760,000 | Acquisition Status | Terms Agreed |
| Purchase Price | \$6,760,000 | Year Built         | Multiple     |
| CAPEX Reserve  | \$100,000   | Construction       | Concrete     |
| Occupied       | 100%        | Zoning             | Industrial   |
| Net Yield      | 5.0%        | GFA                | 3,125sqm     |
| WALE           | 2.1 years   | Site Area          | 7,293sqm     |

# 5.8

## The Properties

#### Lease Details - Tenancy 1

|             |               |                     |         |
|-------------|---------------|---------------------|---------|
| Tenant      | O'Brien Glass | GFA                 | 840sqm  |
| Net Rent    | \$84,000      | Option(s)           | 3 years |
| Lease Term  | 4 years       | Outgoings Recovered | 100%    |
| Lease Start | 12/11/2018    | Annual Increases    | CPI     |
| Lease End   | 11/11/2022    | Security            | n/a     |

#### Lease Details - Tenancy 2

|             |                   |                     |                   |
|-------------|-------------------|---------------------|-------------------|
| Tenant      | Tynic Engineering | GFA                 | 918sqm            |
| Net Rent    | \$99,000          | Option(s)           | 5 years           |
| Lease Term  | 5 years           | Outgoings Recovered | 100%              |
| Lease Start | 15/01/2019        | Annual Increases    | 3.0%              |
| Lease End   | 14/01/2024        | Security            | 3 months net rent |

#### Lease Details - Tenancy 3

|             |             |                     |          |
|-------------|-------------|---------------------|----------|
| Tenant      | Ennis Flint | GFA                 | 1,367sqm |
| Net Rent    | \$154,884   | Option(s)           | 2 years  |
| Lease Term  | 4 years     | Outgoings Recovered | 100%     |
| Lease Start | 01/03/2020  | Annual Increases    | 3.0%     |
| Lease End   | 28/02/2024  | Security            | \$50,000 |



## 5.8

## The Properties

## Tenant Overview

## 1. O'Brien Glass



With a history of excellent customer service and a desire to continually innovate and evolve, O'Brien® quickly grew and in 1971 became part of the Belron® Group - the world's leading vehicle glass replacement and repair company, now operating in over 30 countries.

Today O'Brien® is firmly the leader in automotive and home and business glass replacement and one of the most trusted brand names in Australia. We pride ourselves on the quality of our employees, our workmanship and our commitment to providing first class service to every one of our customers.

[www.obrien.com.au](http://www.obrien.com.au)

## 2. Tynic Engineering



Tynic is a materials & application pioneer in its field of engineering polymers, advanced composites and their specific uses. With support of state of the art design & engineering, Tynic offers the complete package from supply, conception through to commissioning and beyond.

Whilst only offering materials made available from the world's leading manufacturers, Tynic offers the customer the complete solution.

[www.tynic.com.au](http://www.tynic.com.au)

## 3. Ennis Flint



Ennis-Flint, Inc., a worldwide leader in the traffic safety and pavement marking industry. By combining the knowledge, experience and expertise of two dynamic market forces into a single company, Ennis-Flint, Inc. provides the most comprehensive lineup of pavement marking solutions on the market today.

[www.ennisflintapac.com](http://www.ennisflintapac.com)

*“Queensland has a very diverse industry base and has benefited from the growth in the healthcare and technology sectors, as well as an improving mining sector”*



## 6.0 Acquisition Sources & Application of Funds

### Combined

| Sources          |                     | Application  |                     |
|------------------|---------------------|--------------|---------------------|
| Purchase Price   | \$66,325,000        | Debt         | \$36,687,750        |
| CAPEX Reserve    | \$725,000           | Equity       | \$36,571,373        |
| Transaction Cost | \$6,209,123         |              |                     |
|                  |                     |              |                     |
| <b>TOTAL</b>     | <b>\$73,259,123</b> | <b>TOTAL</b> | <b>\$73,259,123</b> |

*We have acquired and managed over 50 properties and have never lost our investors' money. Over this time our team has consistently achieved above market returns by investing in strategic long term acquisitions.*



## 7.0 Financial analysis

### Financial Assumptions

#### Transaction Cost

An allowance that will be attributed to costs associated with the acquisition and settlement of the Units in the Trust, including Stamp Duty and Transfer registration fees, preparation of the Trust Deed, due diligence costs, acquisition fee, plus the cost of obtaining finance including valuation of the Properties.

#### Net Rental Income

Current net rental income for the Properties is based on the tenancy schedules provided by the vendors, refer to The Properties section. Future rental income, e.g. after expiry of a lease, not covered by the tenancy schedule have been based on The Manager's forecast of future market conditions. The Manager has made prudent assumptions regarding the likelihood of tenant renewal and vacancy let up. A delay in finding suitable tenants at the projected rents will affect the performance of the investment.

#### Interest Expense

Actual interest rate costs may also vary throughout the investment term. Interest rates used for future years represent The Manager's forecast of rate movements in future years. Actual interest rates may be higher or lower than the Directors' forecast during the investment period. The Manager will consider managing interest rate risk by entering into interest rate swaps when it considers this appropriate.

#### Capital Expenditure Reserve

For the purchase of the Properties additional funds will be held as a reserve. These funds will be applied to expenses such as capital works, tenant incentives, leasing fees, or investor distributions. Additional funds will be allocated to this Reserve at The Manager's discretion.

#### Funding

Two sources of funding will be used to meet the Trusts initial costs:

1. Investor Equity
2. Bank Debt

# 8.0

## Investment Structure

### Investment Structure

The Trust is established as an unregistered managed investment scheme holding the Properties through the Landholding Trusts being wholly owned special purpose fixed unit trusts for the acquisition of the Properties. Investors will be issued Units in the Trust. The Unit Holders do not own units directly in the Landholding Trusts.

### Liquidity Vote

At the end of Year 7 (2028) the Trustee will provide a recommendation to Unit Holders to either wind up the Trust or to extend the term of the Trust for a further 2 years or more, subject to a Special Resolution.

Investment in the Trust should be viewed as a long-term investment. The Trust has a proposed initial term of 7 years (2028) however it may be reviewed annually by the Trustee. The term of the Trust may be extended at the Trustee's discretion for a period of up to 24 months or for a further period by Special Resolution. The Properties may be sold at any time during the investment term at the Trustee's discretion.

### Proposed Investment Term

There is no established secondary market or other redemption facility for Units in the Trust.

As the Trust is an unregistered managed investment scheme and will be investing in real property, it will not be a 'liquid' scheme, as that term is defined in the Corporations Act 2001 (Cth) (Corporations Act).

In addition, the trust deed of the Trust (Trust Deed) does not provide Unit Holders with the right to withdraw their investment during the term of the Trust.

It is not expected that the Trust will have any liquid assets until the Properties have been sold. As such you should consider any investment in the Trust to be long term and illiquid.

Under the Trust Deed, the Trust does not have a fixed term, however, The Manager recommends an investment term of at least 7 years, which may be reviewed annually. The Trustee may however sell the Properties and wind up the Trust at any time if it determines it is in the best interests of Unit Holders to do so, subject to a Special Resolution.

# 8.0

## Investment Structure

### Borrowings

The Trust is permitted to borrow and will source debt funding for the acquisition and improvement of properties in the Trust. The initial LVR of the Trust will be 55%, with separate facilities for each acquisition. The Trustee may increase this to 60% as it sees fit to fund capital expenditure, tenant incentives or other costs. This may vary with changes to the value of the asset.

To facilitate the acquisition of these assets, the Trustee will source finance on the following indicative terms:

|                    |              |
|--------------------|--------------|
| Margin (excl BBSY) | 1.90 - 2.20% |
| Application Fee    | 0.3 - 0.5%   |
| LVR                | 50 - 60%     |
| Term               | 3 - 5 years  |
| Non – Recourse     | Yes          |
| Security*          | Trust Assets |

\*In some instances it is expected that a facility will be cross-collateralised against the other assets held by the Trust. The Investment Manager will from time to time, as is necessary to obtain the best debt facility terms, cross collateralise assets within the Trust.

The Trustee may choose to enter into interest rate swaps to manage interest rate risk when it considers doing so is appropriate.

All borrowings of the Trust are structured such that lenders have no recourse to Unit Holders of the Trust and are only secured against assets of the Trust.

# 9.0 / Market Overview

## Market Overview

### Industrial Market Overview

The run on Australian industrial and logistics real estate continues with significant momentum being recorded in both the occupier and investment markets. The sector proved to be the most resilient asset class in 2020, providing a total return of 13.9%, which was almost three times the rate recorded for office (4.7%) and significantly above the -10.1% recorded for retail. Over the past 12 months, the industrial and logistics sector has featured a more transformational change than in perhaps the past decade. The disruption of global supply

chains throughout the year meant significant investments in technology and automation have occurred as occupiers accelerate their supply chain innovation agendas. Similarly, the exponential rise of e-commerce has resulted in substantial investments in online retail platforms and occupiers are increasingly taking on additional warehouse space to meet demand levels.

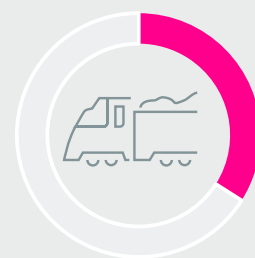
The outlook for the sector remains favourable and the outperformance is expected to persist given the strong macro drivers supporting demand. With the exception of population growth which will take a hit in the short term as a result of international border closures, the other macro drivers of e-commerce, infrastructure investment and automation adoption are expected to remain strong.

The average prime grade yield has sharpened from 5.94% in March 2020 to 5.28% in March this year, with projections that it will fall below 5.00% by mid-2021. There are examples of well leased prime grade assets trading well below this average.

### Industrial Yields Continue to Sharpen



13.9% Return in 2021



Industrial & Logistics

Source: Colliers 2021

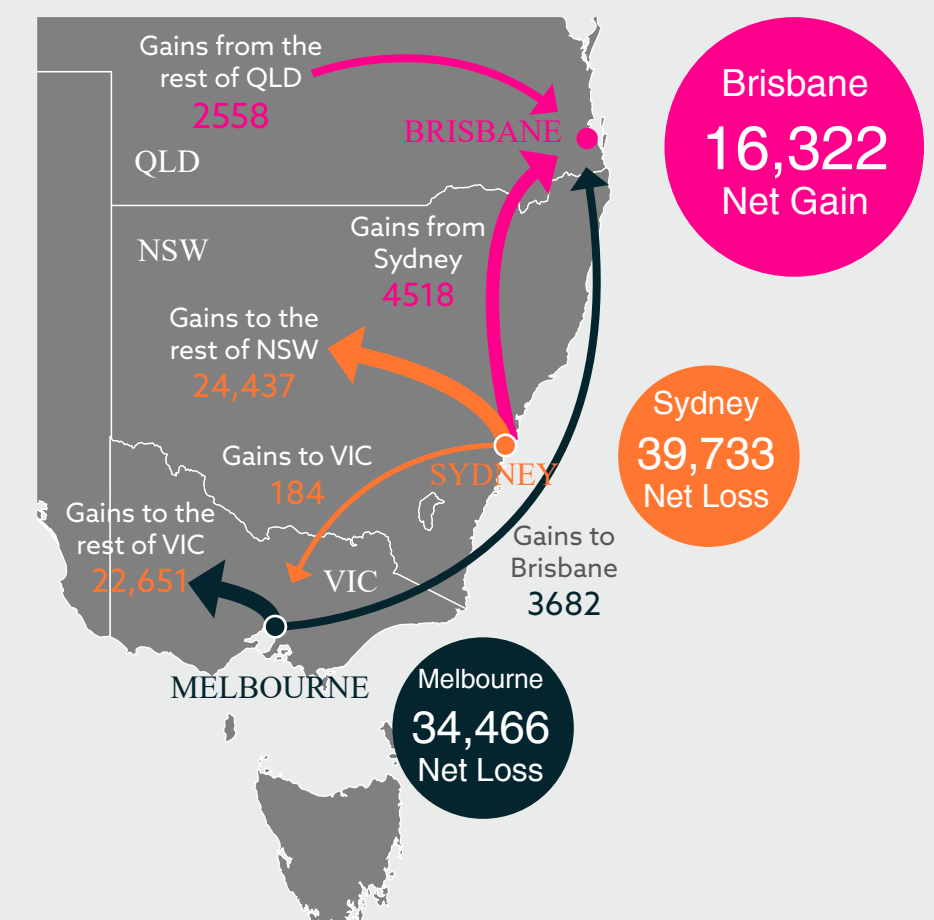
# 9.0 / Market Overview

## Brisbane Population Growth

Prior to Covid, from 2019 to 2020 the ABS reported that Brisbane had the highest growth rate of all Australian capital cities. This was repeated in 2020 to 2021 as Brisbane and Perth become increasingly attractive to internal migrants. Brisbane gained 16,300 people from other parts of the country since the start of the pandemic while Perth has gained 5072.

The ABS figures pre-date the latest Greater Sydney lockdown, which may have had a further effect on this. KPMG urban and regional planner Terry Rawnsley said the pandemic had changed population patterns. Brisbane is increasingly attractive as more people are able to work from home and live away from their offices.

Brisbane benefits from significant infrastructure spending, favourable climate and inexpensive housing compared to Melbourne and Sydney. Population growth and migration trigger an increase in demand for services and products that depend on industrial property users. Examples in our portfolio include Fienza (bathrooms supplies), Steel Storage (self-storage solutions), IOR Petrol (trucking and logistics fuel solutions).



Source: JLL 2021



# 9.0 / Market Overview

## New Era of Warehouse Demand

The Australian industrial and logistics sector is entering a new era as warehouse demand reaches record highs. In response to changing consumer preferences, space requirements have evolved substantially and will continue to do so as occupiers embrace automation and technology solutions within their warehouse space.

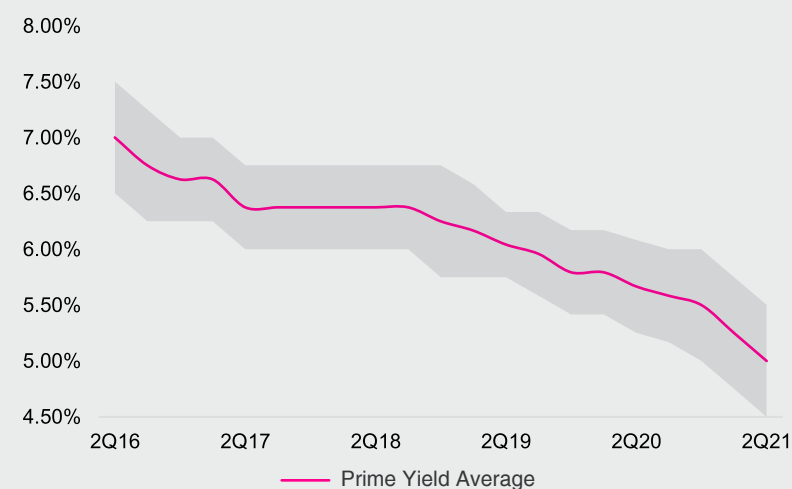
Structural changes such as demographic and consumer preferences, e-commerce, supply chain optimization and automation have fueled growth in industrial logistics demand over the past decade. In addition, the manufacturing sector in Australia has been brought back into the spotlight and warehouse demand from certain subsectors including food and pharmaceutical has grown considerably.

Going forward, these factors will continue to be a driving force on demand levels with the sector being on the cusp of a new era as e-commerce and automation adoption drives significant tenant commitments in most markets. E-commerce and the retail sector more broadly are expected to have larger bearing on demand levels over the next five years when compared to the past five years as occupiers move towards automation and invest in their online store platforms.

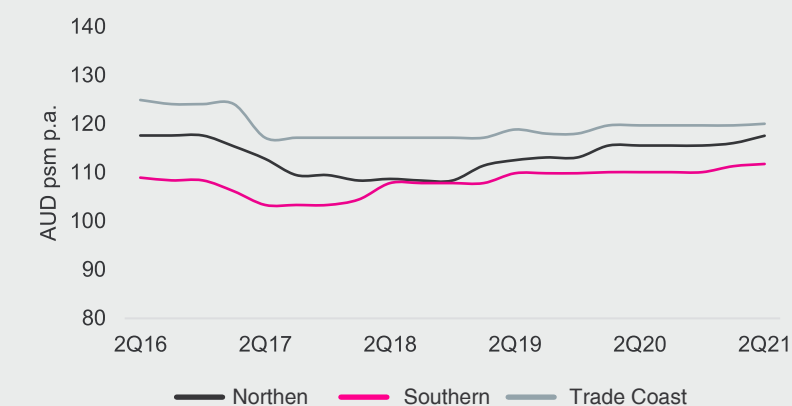
Globally industrial assets are trading at record levels as demand for e-commerce and consumer spending continue to grow. Property prices are expected to rise in the second half of the year, led by multifamily, logistics, and specialized assets with low supply but high competition.



Prime Yield (Brisbane)



Prime Rents (Brisbane)



Source: JLL Research 2Q21

# 9.0 / Market Overview

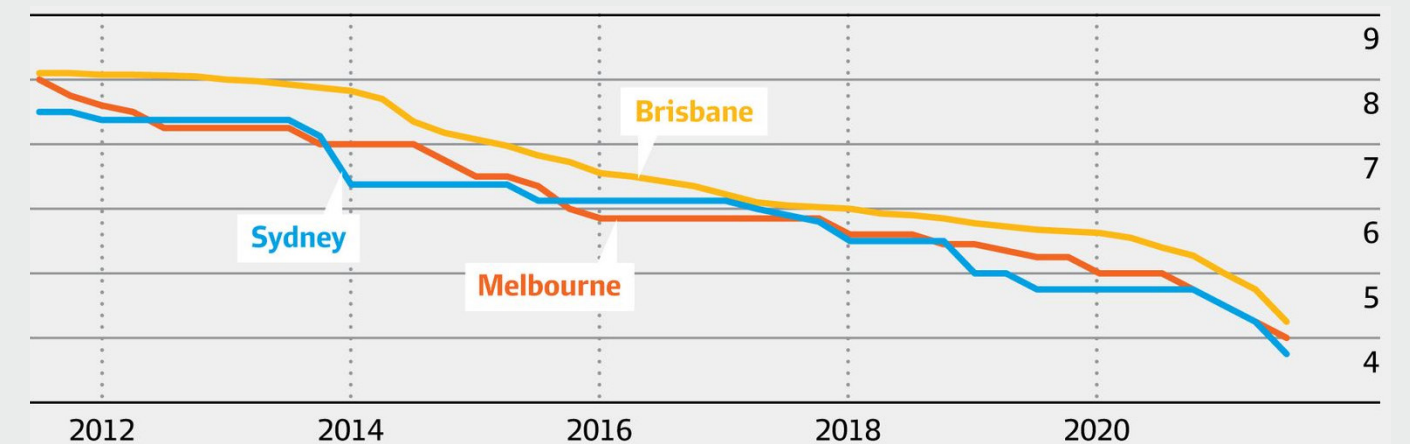
## Industrial Rents and Valuations Increasing Nationally

Tenant demand for industrial property has reached record highs, outstripping supply despite a surge in construction and setting the scene for further rent rises.

National pre-leasing activity increased 141% during the second quarter with key east coast markets tracking 80% above the long-run average. This was the catalyst for a 23% slump in available, vacant, industrial property in Sydney, Melbourne and Brisbane – the largest decrease in more than a decade.

Much of the demand is being driven by e-commerce, which will further benefit from the return of lockdowns in Australia's largest markets: Sydney and Melbourne. Low supply and high demand will result in rent increases and further land-value growth. Surging investor demand for industrial property is being seen globally, and this has seen yields compress in major international gateway markets to as low as 3%. While this begs the question as to how low yields can go, it also puts Australia in a unique position to capture more investment from the increasing global pool of capital chasing industry property.

Average Super Prime Yield, Q2 (%)



Source: Knight Frank Research



# 9.0

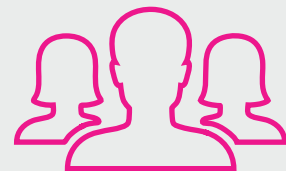
## Market Overview

### Brisbane 2032 Olympics

On 21 July 2021, the International Olympic Committee formally awarded hosting rights to Brisbane and South-East Queensland for the 2032 games. Becoming the host of the 2032 Olympic Games is a watershed moment for Brisbane and South East Queensland, affirming years of progress and development for the city. Since 2010 Brisbane's population has grown by 20%, billions of dollars have been scheduled and spent on infrastructure projects, and the economy has become far less dependent on natural resources than ever before.

According to CoreLogic the flow on effects [of Brisbane 2032] are likely to be gradual and centred around significant infrastructure upgrades. \$5 billion will be spent on hosting the games, which will be covered by ticket sales, corporate sponsorships, worldwide broadcast rights, and support from the IOC. On top of that will be secondary investment effects, such as private development aimed at drawing further benefits from the international spectacle.

Most of the supporting infrastructure is enduring. This means the population of South-East Queensland can continue reaping the benefits of these investments well before and long after 2032. Brisbane already has a reputation for proactive infrastructure investment, so it looks like the coming decade will be no different.



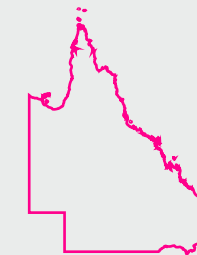
Total job creations  
**Queensland: 91,600**  
**Australia: 122,900**



Budget and projected  
 revenue  
**AU\$4.94 billion**



Australian economic benefit  
**US\$13,4 billion**



Queensland economic benefit  
**US\$6,1 billion**

*\*excludes benefits and costs associated with transport infrastructure*

PRD researchers predict that the median property price in Brisbane will top \$1m for the first time and could go as high as \$1.7m.

Significant impacts include bringing forward key infrastructure planned for the longer term, such as more efficient transport, community gentrification, enhanced health and security, and improved sporting and event venues.

Most of the infrastructure is already in place, so the investment to host the games is mostly into upgrading and improving existing infrastructure with the focus on long term sustainable improvements that will continue to benefit Brisbane and South East Queensland following the games.

Another flow on effect for property investors is the potential increase in construction costs, driven by labour and material shortages as these are diverted to infrastructure project. The increase in costs is a benefit reducing the supply of competing new industrial properties, driving rents up as demand exceeds supply.



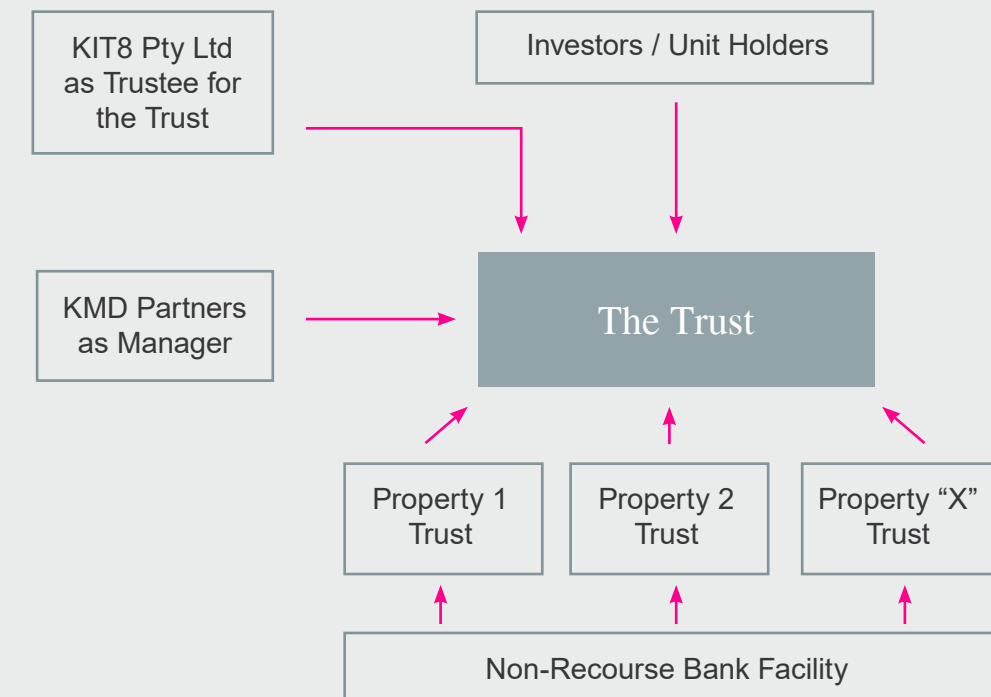


## 10.0

## Asset &amp; Trust Management

## Trust Structure

Each property will be acquired by a separate Trust. Landholding Trusts will be wholly owned by the Trust. The structure will be an unlisted unregistered wholesale managed investment scheme with investors being able to invest via Units in the Trust, as detailed in the indicative diagram below. Bank facilities will relate to the Trust as a whole or to the Trusts of the individual properties. Some trusts have already been established and own properties in this IM.



## Management Services

Management services will be provided by The Manager.

The Manager will be responsible for matters including:

- Coordinate Settlement of the Properties.
- Optimise financial performance of the investment.
- Appoint and oversee the property manager and leasing agent(s).
- Provide an annual report and statement of account.
- Arrange property insurances.
- Tenancy management.
- Equity raising.
- Development management (if required).
- Facilitate payment of distributions.
- Coordinate the pre-acquisition due diligence program including the appointment of valuers, legal service providers and technical due diligence consultants. Where appropriate, The Manager may appoint other service providers to assist in the completion of its due diligence enquiries.

*“Demand for warehouse space from retailers is expected to remain strong, underpinned by the growing penetration of online retail and retailers now holding more stock.”*



# 10.0 / Asset & Trust Management

## Kingsmede Partners Fees

The Manager will charge the following fees for identifying the asset and managing the asset:

| Fee                 | Base  | Description  |
|---------------------|---|--|
| Acquisition Fee     | 2.0% Purchase price   | Fee to effect and finalise the acquisition and undertake due diligence         |
| Asset Management    | 0.65% Asset value   | Annual fee to manage the investment paid monthly                               |
| Property Management | Charged at commercial industry rates  | Fee to manage the Properties and contractors                                   |
| Project Management  | 5.0% Total project costs  | Fee for managing and coordinating capital project works                        |
| Performance         | 20% or 2%<br>The greater of 2% of the gross sale price or 20% share of equity cash flows above 9.0% levered IRR | Paid on the earlier of exit, or every 3 years following independent valuations |



# 11.0 / Risk

There are always risk factors associated with property investment – some of which relate directly to the Properties and some of which are economic and global in nature. Where risks eventuate, income distributions may be lower than expected or may be suspended and/or the capital value of your investment could fall. Distributions are not guaranteed and neither is the return of your capital.

Investors should be aware that the value of the assets, the income to investors and the value of the Units could be adversely affected by a number of factors, including those outside the control of the Trustee. Key investment considerations and risks include those set out below.

As at the date on which this IM is issued, The Manager is in the process of carrying out due diligence investigations of the Properties. All the material or significant risks identified in this process will be disclosed to the investors by way of supplementary information memorandums or addendums to this IM.

## General Risks

The reduction in the realisable value of any asset of the Trust as a result of economic, financial market or property industry specific factors:

- Movements in interest rates, inflation and foreign exchange rates.
- Changes in government, monetary policies, taxation and other laws.
- Acts of war or terrorism.
- Natural or man-made disasters.

## Tenants Vacate

The Properties will have multiple tenants. The loss of any tenant that is not replaced within a timely manner has the potential to have a material impact on the performance of this investment.

Any default by the tenant under the terms of its lease, insolvency of the tenant, failure of the tenant to exercise lease options, delays exceeding forecasts in securing new tenants, or rental rates less than those forecast for new tenants may result in a reduced income stream being generated by the Trust.

The target returns assume that as any future vacancies arise, it is assumed that replacement tenants are found in a timely manner. A delay in finding suitable tenants at the projected rents will affect the performance of the investment relative to forecast returns.

## Interest Rates

Interest rates may rise or fall over the duration of the Trust. The forecast interest rates underlying the financial analysis provided in this IM are based on rates available at the date of this IM.

## Managed Investment

Investing in the Trust means that an investor has no day-to-day control over the management of the Trust or the Properties. How the Trust performs depends partly on the performance of the Trustee and the performance of external service providers, some of which are related to the Trustee. Investors will have voting rights for major matters like a wind-up of the Trust.

## Illiquid

An investment in the Trust is illiquid. In addition, Unit Holders have no right to withdraw Units from the Trust unless a withdrawal offer is made. There is also no established secondary market in which to sell Units in the Trust.

## Capital Expenditure Risk

There is a risk that the property acquired may require unforeseen capital expenditure over the term of the investment which may have an adverse impact on the performance of the Trust and the returns to investors.

## Asset Risk

There is a risk that the Properties acquired may be damaged or destroyed by fire, war, terrorism or a natural disaster during the term of the investment. Whilst the Properties (including any improvements) will be insured against certain insurable events, the occurrence of such an event could result in a loss of capital or income.

## Distributions

The Trustee will endeavour to manage cash flow to maximise returns to investors although no minimum return on the Fund is guaranteed.

## Related Party Transactions

The Trust is managed by The Manager, and the Properties are managed by an entity owned and associated with The Manager. As such it is possible from time to time that conflicts of interest and related party transactions may arise between the Trust and entities associated with The Manager, which may include a right of first refusal granted by the Trustee to The Manager for The Manager to purchase the Properties at a price supported by an average of two independent valuations obtained by the Trustee.

# 11.0

## Risk

### Gearing Risk

Debt funding can expose the borrower to fluctuations in interest rates, fees if a facility requires refinancing and shortfalls in valuation level coverage.

### Environmental Risk

The Properties may be acquired with environmental issues, e.g., where a tenant (or a neighbouring property) has caused ground water contamination. We perform due diligence prior to acquisition which if determined necessary will include a full environmental analysis. Whilst we perform these checks, there is always a risk that the environmental analysis does not discover all environmental issues or the severity of contamination may be greater than advised.

### Taxation Risks

Like any other asset, property is affected by changes in taxation laws which may or may not have adverse impacts on after tax returns to Unit Holders.

### Other Risks

It is not uncommon for property investments to be exposed to a variety of additional risks including, but not limited to, native title claims, industrial action and litigation.

War or terrorist attacks may occur and insurance cover may not be available at reasonable premiums to cover the Trust's investments and its activities in such occurrences. Force majeure events may affect a party's ability to perform its contractual obligations or may lead to capital loss or a reduction in income.

Prospective investors must make their own assessment of the risks inherent in, and potential returns from, an investment in the Trust.

In particular, it should be noted that information or material in this IM about investment prospects and possible future returns is uncertain and based on assumptions about matters beyond the control of the Trustee and its officers and advisers. Without limiting the generality of the foregoing, no representation, warranty or guarantee is given in respect of information concerning possible future performance or about the prospects of such future performance.

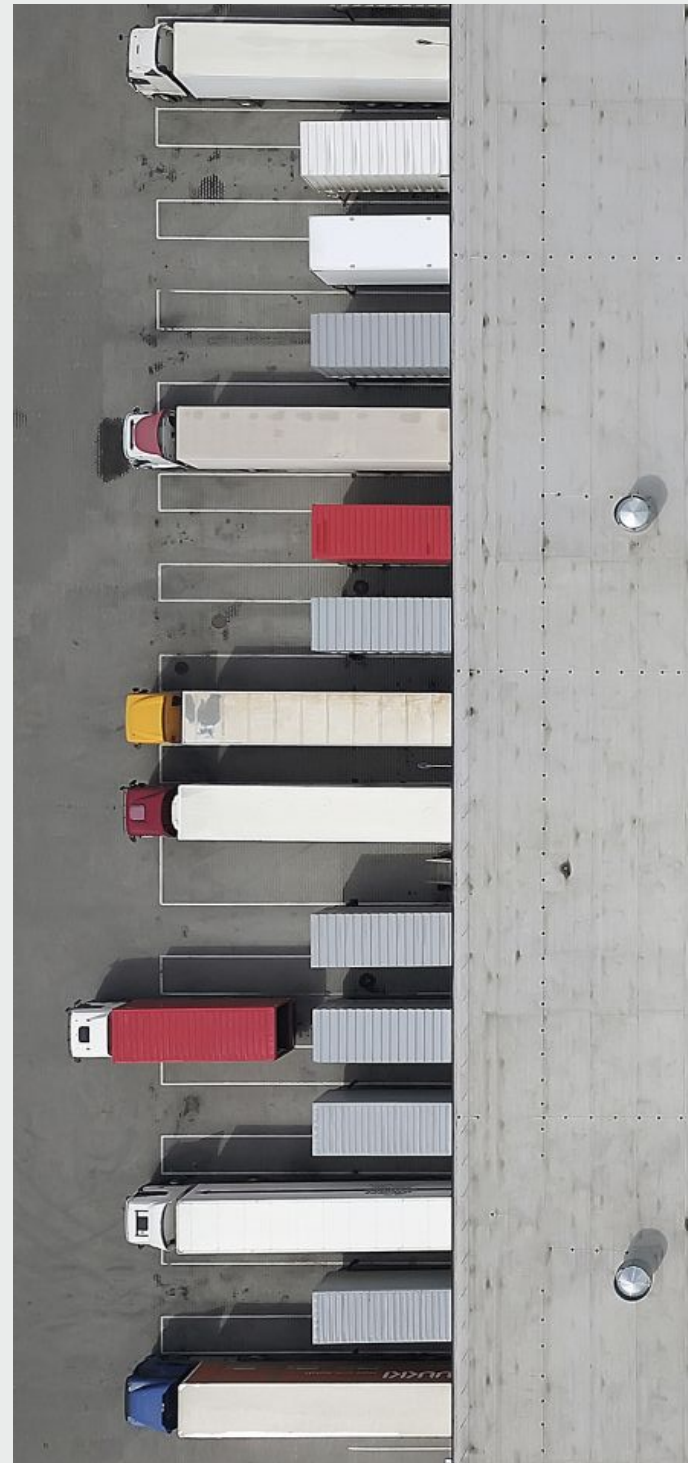
### Changes to Laws

Investors should be aware that changes to both State and Federal laws may affect the return obtained on their investment in, and by, the Trust. In particular, the State-based stamp duty legislation may impact on returns made by the Trust.

### Risk Mitigation

The Manager will seek to adopt strategies to mitigate generic risks by:

- Adopting prudent financial structures.
- Implementing appropriate due diligence on all parties to be associated with the investment.
- Non-recourse financing to investors.



# 12.0

## Terms & Conditions

### Corporate Governance

The Trustee will be responsible for the overall corporate governance of the Trust. In principle, this will involve protecting Unit Holders' interests and fostering good management practices which will maximise the financial rewards to investors.

### Due Diligence

As part of due diligence for the acquisition of the Properties, The Manager engages external consultants to rely upon and assist with best practice due diligence, including valuations and legal representation.

### Term

Open ended trust term. It is anticipated that the asset will be held for long term investment deriving secure rental income with potential for capital growth.

### Units

Each Unit comprises of equity only.

### Applications

The Trustee reserves the right to reject an application in whole or part and issue Units as it sees fit.

### Borrowings

The Trustee intends that borrowings initially be at a 55% Loan to Value Ratio (LVR) of the property purchase price, up to a LVR target of 60%.

### Distributions

The Manager will distribute income to Unit Holders on a monthly basis.

If the Properties are sold, the Unit Holders will participate in the net sale proceeds on realisation of the investment.

The Manager may also make partial returns of capital and profit on an investment prior to its realisation depending on the financial structure of a transaction.

### Trust Fees

#### Acquisition Fee

The Manager will receive a fee of 2.0% of the property purchase price upon acquisition. This fee is for identifying and acquiring the Properties, structuring, preparing the IM, due diligence and arranging debt on behalf of Unit Holders paid at settlement.

#### Asset Management Fee

The Manager will earn a fee equal to 0.65% p.a. of the Trust's asset value paid monthly.

### Project Management Fee

The Manager will earn a fee equal to 5.0% of the total project costs for managing and co-ordinating capital project works.

### Performance Fee

The Fund will be required to pay to The Manager (in addition to base management fees) a performance fee in relation to the Trust.

The Manager will receive a performance fee if there is out performance in respect of the Trust income. The fee will be based on 20% share of cash flows over and above a minimum return of 9% equity IRR after fees and cost or 2% of the sales price at exit or whatever is greater. The out performance will be paid out every 3 years following independent valuations of the assets.

### Property Management Fee

Property management services to the Properties will be charged at commercial industry rates, and may be performed by a related party of The Manager.

### Goods and Services Tax

The fees will be subject to GST at the prevailing rate (currently 10%).

### Equity Raising Cost

A once off fee of 1% of the equity raise is payable to cover the cost of equity raising. This fee will be paid to AFS Licence holders who may introduce equity investors, or to The Manager as an AFS Licence holder if it sources equity directly.

### Expenses

The Manager is entitled to be reimbursed by the Trust for any other expenses properly incurred in assisting the Trustee with performing its duties in relation to the Trust.

### Eligible Investors

Persons eligible to invest in the Trust are those to whom an offer of Units in the Trust is an offer that does not require provision of a product disclosure statement pursuant to division 2 of part 7.9 of the Corporations Act by reason of those persons being "wholesale" clients as defined in section 761 of the Corporations Act these include investors who meet one of the following criteria:

- Have a gross income of at least \$250,000 a year for the last 2 financial years.
- Invest at least \$500,000 of equity into this offer.
- Have net assets of at least \$2.5m and who acquire Units for a purpose other than for use in connection



# 12.0

## Terms & Conditions

with a business. At the time of making an application, the investor must provide to The Manager a copy of a certificate given within the preceding 6 months by a qualified accountant that states the investor has net assets of at least \$2.5m. A sample of this certificate is provided in this IM.

- Professional investors as defined in the Corporations Act, for example investors who control at least \$10m (including amounts held by an associate or held under a trust that the investor manages).
- If the Offer is made through an appropriate financial services licensee, the licensee is satisfied on reasonable grounds that investors meet specific conditions.

### Valuation

It is The Manager's intention that each asset of the Trust will be valued independently every 3 years from purchase date or when requested by the financier, in addition to an annual Director valuation.

### Reporting

Reporting will be on a quarterly basis.

The Manager will advise Unit Holders as soon as practicable of any information that would reasonably be expected to have a material adverse effect on the value of the asset.

### Anti-money Laundering / Counter Terrorism Funding

In order to comply with laws and regulations aimed at the prevention of money laundering and counter terrorism financing in force in Australia (AML/CTF Act or Rules), the Trustee will require certain information from the Applicant in order to perform sufficient identification and verification as required by the AML/CTF Act or Rules. In addition, the Trustee may, at its discretion, require further information relating to (amongst other matters) the identification of underlying beneficial owner(s) and/or the source of the funds being invested.

The Trustee will use information provided on the Application Form as well as additional information requested by the Trustee for these purposes. The Trustee may decide to delay or refuse any request or transaction (including by suspending the issue of Securities), it is concerned that the request or transaction may breach any obligation of, or cause either of them to commit or participate in an offence under, any AML/CTF Act or Rules.

The Trustee will incur no liability to Security holders if either of them do so. Pursuant to the AML/CTF Act or Rules, the Trustee may be required to report to relevant

authorities in Australia any person they know or suspect or have reasonable grounds for knowing or suspecting is engaged in criminal conduct or is involved with the financing of terrorism. Such a report shall not be treated as a breach of confidence or of any restriction upon the disclosure of information imposed by any enactment or otherwise. Security holders must provide the Trustee with any additional information and assistance requested to allow the Trustee to comply with the AML/CTF Act or Rules.

### Foreign Account Tax Compliance Act (US)

In particular, the State-based stamp duty legislation may impact on returns made by the Trust.

### Tax evasion by US Persons

FATCA attempts to minimise US income tax avoidance by US persons investing in assets outside the US, including through their investments in foreign financial institutions. FATCA requires reporting of US persons' direct and indirect ownership of non-US accounts and non-US entities to the US Internal Revenue Service (IRS).

The Australian Government has entered into an Inter-Governmental Agreement (IGA) with the Government of the United States of America to facilitate the application of FATCA to Australian Financial Institutions (AFIs). The IGA came into effect on 1 July 2014.

The Trustee will collect certain information about Trustees as necessary to verify if an investor is a FATCA Person. Where an investor is or becomes a FATCA Person, the Trustee is required to provide information about that investor to the ATO.

### Common Reporting Standard

The Australian Government implemented the Organisation for Economic Co-operation and Development (OECD) Common Reporting Standard (CRS) on 1 July 2017. The CRS is the single global reporting and exchange of financial account information on foreign tax residents. The CRS will require banks and other financial institutions to report financial account information on non-residents to the ATO. The Australian Government has agreed to exchange the financial account information with participating foreign tax authorities of those non-residents.

Subject to any applicable thresholds, the Fund is required to collect, identify and report to the ATO certain tax related information from the issuer. Accordingly, the Fund is required to collect information from all investors provided in the Application Form and report any relevant information to the ATO.

# 12.0

## Terms & Conditions

It is a requirement of each investor (in particular those who are a foreign tax resident or whose controlling persons are a foreign tax resident) to provide a standard self-certification to the Trustee on becoming an Trustee in the Fund and to update the Trustee in relation to any change of circumstances relating to their tax residency while they are an Trustee in the Fund.

### The Trust Deed

The Trust Deed includes provisions relevant to Unit Holders, including provisions dealing with:

- Investigations of any potential or proposed investment;
- Convening and holding meetings of Unit Holders, the implementation of resolutions and communications with Unit Holders;
- All applicable taxes, charges and financial Institution fees;
- The engagement of managers, agents, valuers, contractors, brokers, consultants and advisers (including legal and taxation adviser).
- The duties and obligations of the Trustee and the delegation of duties by the Trustee;
- The compulsory and voluntary retirement, removal and replacement of the Trustee;
- Recoverable expenses, fees, permitted borrowing and the indemnification of the Trustee;
- The limitation of liability of the Trustee where it acts in good faith and without default or negligence;
- Calls on and transfers of Units and Unit Holders' obligations to offer Units first to other Unit Holders;
- Amendment of the Trust Deed and Unit Holder's rights and meetings;
- The investment of the Trust, voting rights attaching to assets of the Trust and valuation principles;
- Trustee fees;
- The duration of the Trust, including termination
- Preparation and audit of the accounts of the Trust and any special purpose companies or structures established to hold the Trust's assets;
- Termination of the Trust and the retirement or removal of the Trustee or The Manager and the appointment of a replacement; and
- Any court proceedings, arbitration or other dispute concerning the Trust including proceedings against The Manager, Directors and Employee by Unit Holders, the Trustee or by operation of law.

### Expenses

In addition to the fees previously described, the Trustee is entitled to reimbursement out of the Trust in respect of all expenses reasonably and properly incurred.

This includes expenses connected with:

- The formation of the Trust and the administration, management or promotion of the Trust, or its assets and liabilities;
- The preparation, review, distribution and promotion of this IM or of any prospectus or offering memorandum in respect of Units;
- The acquisition, disposal, insurance, custody, development, financing, project management, leasing and any other dealing with assets; analysis.

### Management Services and Agreements

The Trustee will provide the Unit Holders with disclosures and updates relating to material terms of any management agreements the Trustee proposes to enter into on behalf of the Trust.

### Conflicts of Interest

The Directors and staff of The Manager or members of their families or entities which they control or have an interest in may also invest in the Trust. They may also indirectly benefit from the fees charged in relation to the establishment, operation and management of the Trust.

# 13.0

## Important Notice

This (IM) is dated 14<sup>th</sup> September 2021.

This IM has been prepared and issued by the Trustee, as an Authorised Representative of the Licensee, and as trustee of the Trust, in respect of the proposed investment in the Trust.

The information contained in this IM is provided on a strictly confidential basis to the recipient, and has been compiled to assist the recipient solely for the purpose of making its own independent evaluation of the Offer and does not purport to contain all the information that may be necessary or desirable for the recipient's particular investment requirements.

The Offer is to an offer of Units in the Trust to investors who qualify as 'wholesale clients' under section 761G of the Corporations Act and 761GA of the Corporations Act (refer to the definition of 'wholesale investor' in section 10 of the Corporations Act) or to anyone who is not required to be given a regulated disclosure document under the Corporations Act. The regulated fundraising (product disclosure statement) provisions of the Corporations Act do not apply to the Offer under this IM.

The Offer involves a degree of risk. Each recipient shall be considered to have read and understood the section titled "Risks" and to have satisfied themselves fully as to the acceptability or otherwise of the risks outlined in that section and any other risks relevant to the Offer.

This IM is not intended to be and does not constitute a recommendation by the Licensee or the Trustee to invest. It is not an offer or invitation in relation to the Offer in any place in which, or to any person to whom, it would not be lawful to make such an offer or invitation.

Neither the Licensee, the Trustee nor their directors, employees nor any other person who may be taken to have been involved in the preparation of this IM represents or warrants that the information contained in this IM, referred to in this IM or provided either orally or in writing to a recipient in the course of its evaluation of the Offer or the matters contained in this IM, is accurate or complete. No responsibility for any errors or omissions from this IM whether arising out of negligence or otherwise is accepted.

Any person contemplating investing in Units of the Trust should make their own decision as to the sufficiency and relevance for its purposes of the information contained in this IM after taking all appropriate advice from qualified professional persons.

This IM may contain various opinions, estimates, financial objectives and forecasts with respect to the anticipated future performance of the Trust. These assumptions may not prove to be correct or appropriate. Neither the Licensee nor the Trustee makes representations or warranties as to the validity, certainty or completeness of any of the assumptions or the accuracy of the opinions, estimates, financial objectives or forecasts contained in this IM. The financial objectives are in no way guaranteed. Investment decisions should not be based solely on the financial objectives.

Neither the Licensee, the Trustee or their directors, members, associates or related entities, nor any other person related to the Licensee or the Trustee guarantees the performance of the Trust, the repayment of capital or any particular rate of income or capital return.

By receiving this IM, the recipient acknowledges and agrees that:

- it is acting as a principal and not as agent in considering such investment either for itself or for an investment fund managed by it;
- all information contained in the IM and any written or oral communication related to the Offer is to be treated as confidential information and is not to be disclosed to any other party without The Manager's prior consent; and
- the recipient will rely entirely upon its own due diligence and / or professional advice in considering the Offer.

# 13.0

## Important Notice

Recipients are not to construe the contents of this IM as investment, financial, legal or tax advice. Each recipient should consult their own counsel, accountant and other adviser as to legal, tax, business, financial and related aspects of a subscription for units.

Each recipient, by its acceptance of the terms and conditions of the Offer, will be deemed to have acknowledged to, represented to and agreed with The Manager and the Trustee that they have received a copy of the IM and:

- the recipient has been afforded an opportunity to request from The Manager, and has received, all additional information considered by the recipient to be necessary to verify the accuracy and completeness of the information contained therein;
- the recipient has not relied on The Manager or the Trustee or any representation of The Manager or the Trustee in connection with an investigation of the accuracy of such information or the recipient's investment decision;
- neither The Manager or the Trustee or any person representing any of them, has made any representation to the recipient with respect to the Trust or the Offer or sale of any Units, other than as contained in the IM; and
- the recipient has read and agreed to the matters stated in the disclosures contained within this IM.

The information contained in the IM has been prepared as at the Effective Date. Neither the delivery of this IM (or any part of it) nor any offer or sale of the Offer implies or should be relied upon as a representation or warranty that there has been no change since the Effective Date of the information contained in this IM or any part of it remains correct at or at any time after the Effective Date.

When information contained in this IM is stated to have been derived from a source that pre-dates the Effective Date, then that information should be considered currently only as at the date of that source. Neither The Manager nor the Trustee are obliged to update this IM if either of them become aware of any change in, or any inaccuracy of, any information in this IM.

*With our expertise being property,  
we focus our investments on either  
direct acquisitions or debt financing  
for property related projects.*



# 14.0

## Glossary

|                           |  |
|---------------------------|--|
| AFS Licence               | Australian Financial Services Licence.   |
| Application Form          | The application form to invest in the Trust.   |
| ASIC                      | Australian Securities and Investments Commission.  |
| Authorised Representative | A person authorised in accordance with section 916A or 916B of the Corporations Act to provide a financial service or financial services on behalf of a financial services licensee. |
| Corporations Act          | Corporations Act 2001 (Cth) for the time being in force together with the regulations of the Corporations Act 2001 (Cth).  |
| Effective Date            | 14th September 2021  |
| IM                        | This information memorandum.   |
| KMD Partners              | References to KMD Partners in the IM are to the Licensee and/or its associates as defined under the Corporations Act, as may be required by the context.                             |
| Landholding Trust         | A fixed unit trust wholly owned by the Trust to hold a Property.   |
| Licensee                  | Kingsmede Partners Pty Ltd (ACN 637 364 688; AFS Licence No. 520453)   |
| LVR                       | Loan to value ratio.   |
| Manager                   | References to The Manager in the IM are to the Licensee and/or its associates as defined under the Corporations Act, as may be required by the context.                              |
| Offer                     | The offer under this IM to acquire Units.  |
| Properties                | The properties specified in the Schedule of Properties on page 12 of the IM.   |
| Special Resolution        | Has the same meaning given to it in the Trust Deed   |
| Trust                     | The KMD Brisbane Industrial Trust (ABN 95 886 971 479)   |
| Trust Deed                | The trust deed of the Trust dated 1 December 2020, as amended from time-to-time.   |
| Trustee                   | KIT 8 Pty Ltd (ACN 646 169 655).   |
| Unit                      | A fully paid unit in the Trust.  |
| Unit Holder               | A holder of Units  |

*To achieve any kind of greatness, you first have to make space for it.*

#### INVESTMENT MANAGER

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**KMD**  
PARTNERS