

STRATEGIC AI DIVERSIFIED FUND

PRODUCT DISCLOSURE STATEMENT (PDS)

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Issuer

CAPITAL GUARD AU PTY LTD

(ABN: 48 168 216 742, AFS Licence No. 498434)

Distributor

WORLDWIDEBANNERS PTY LTD

(ABN: 97682642735, Authorised Representative No. 1314512)

1. ABOUT THIS PDS

This Product Disclosure Statement ("PDS") has been prepared and issued by **Capital Guard AU Pty Ltd** ("CG", "we" or "Responsible Entity") and serves as a summary of the key information relevant to an investment in the **Strategic AI Diversified Fund**. It is essential that you read and consider both the information in this PDS before making any decision to invest in the Fund.

The content provided in this PDS constitutes general information only and does not take into account your specific investment objectives, financial situation, or individual needs. It is strongly recommended that you obtain independent financial and taxation advice tailored to your personal circumstances to determine whether an investment is appropriate for you.

This offer is strictly limited to individuals who receive this PDS in Australia, whether electronically or in physical form. All references to currency in this PDS (denoted as "\$") are to Australian dollars.

This PDS does not constitute, and must not be construed as, an offer or solicitation to sell securities in the United States or to any "US Person" as defined under Regulation S of the United States Securities Act of 1933, as amended ("US Securities Act").

Information in this PDS is subject to change. We will notify you of any changes that have a material adverse impact on you or other significant events that affect the information contained in this PDS.

2. ABOUT CAPITAL GUARD AU PTY LTD

Capital Guard AU Pty Ltd is an Australian financial services firm committed to delivering secure and tailored investment solutions. Established in 2014, the company holds Australian Financial Services Licence (AFSL) No. 498434, issued by the Australian Securities and Investments Commission (ASIC). Operating from its headquarters at Level 36, 1 Macquarie Place, Sydney, Capital Guard specializes in fixed-income and equity investments, providing general financial product advice and portfolio management services. With a focus on capital preservation and long-term growth, Capital Guard offers a range of investment products designed to meet diverse financial objectives.

The firm's commitment to integrity, protection, excellence, and responsibility ensures that clients receive professional guidance aligned with their investment goals.

Worldwide Banners Pty Ltd - Authorised Representatives

At Worldwide Banners Pty Ltd, we help investors unlock smart, forward-looking opportunities through innovative structured financial solutions. As an **Authorised Representative (No. 1314512)** of **Capital Guard AU Pty Ltd**, we operate within a tightly regulated framework to offer products that are designed for today's performance-driven market.

Our signature investment model provides access to structured returns linked to the performance of global digital advertising campaigns—backed by transparency, strong governance, and a clear focus on capital management.

We operate with full transparency and under the oversight of the Australian Securities and Investments Commission (ASIC), complying

with all relevant legal and regulatory obligations under the Corporations Act 2001 and the Australian Financial Services (AFS) licensing regime.

3. OVERVIEW OF THE PRODUCT

This product is a structured investment linked to the performance of digital advertising campaigns executed by major global companies (such as Google, Meta, Amazon). Investors do not hold equity in these companies or rights in the campaigns themselves.

Instead, returns are based on the performance of predefined digital marketing metrics, including:

- Return on ad spend (ROAS)
- Click-through rates (CTR)

If performance targets are met or exceeded, contingent returns are paid.

If they are not met, partial or total loss of capital is possible.

KEY FEATURES:

- Diversified campaign exposure through a single investment;
Capital Guard AU Pty Ltd is the product issuer and AFSL holder.
Worldwide Banners Pty Ltd acts as its Authorised Representative
(No. 1314512) and may assist in distributing products and handling client
interactions on Capital Guard's behalf.
- Reduced capital requirement compared to individual campaign sponsorships;
- AI-driven budget optimisation for maximum return;
- Continuous reallocation based on campaign performance;
- All campaigns remain active — no full exits;
- No capital guarantee or fixed return.

This product is issued and administered by Capital Guard AU Pty Ltd, which is authorised to provide financial services to retail and wholesale clients. Worldwide Banners Pty Ltd, acting as Authorised Representative No. 1314512 of Capital Guard, is responsible for facilitating investor applications and providing support in line with its authorised scope. All applications are subject to review and may be accepted or rejected, in whole or in part, at the sole discretion of Capital Guard Pty Ltd, without obligation to provide reasons.

Prospective investors are encouraged to seek independent financial advice before making an investment decision.

4. HOW WE INVEST YOUR MONEY

The **Strategic AI Diversified Fund**, is a structured investment product that allocates capital across diversified digital advertising campaigns managed by Worldwide Banners Pty Ltd, operating as an Authorised Representative (No. 1314512) of Capital Guard AU Pty Ltd (AFSL No. 498434). The Fund aims to deliver positive returns through strategic exposure to advertising-based performance; however, no guarantees are provided regarding capital preservation or future returns.

KEY FEATURES:

- **Investment Term:** Options range from 36 to 60 months, allowing flexibility to suit various investment horizons.
- **Early Withdrawal:** Permitted under certain conditions; however, early withdrawal may be subject to penalties and forfeiture of accrued returns.

A high-performance, high-risk fund focused on quarterly rotation of a single top-performing brand within one of five sectors:

- Technology,
- Automotive,
- Lifestyle
- Travel
- Food Services

Campaigns are selected dynamically using proprietary AI models that identify which sector and brand deliver optimal digital marketing ROI at the time. Returns are driven by campaign performance metrics.

These products do not guarantee capital preservation or returns. The performance of your investment may be negatively affected by the success or failure of the underlying advertising campaigns, macroeconomic factors, and the reliability of the systems and algorithms managing campaign decisions.

Where AI technology is used to manage capital allocations, there is a risk that decisions may be based on historical or incomplete data, may be impacted by unforeseen market conditions, or may perform sub-optimally under stress scenarios.

Early redemption may incur fees and penalties and may result in receiving less than your original investment. These products are not suitable for investors who require guaranteed returns or capital protection. Investors should carefully read the Product Disclosure Statement (PDS) and understand the risks involved before investing.

Please note that Worldwide Banners Pty Ltd provides general advice only and does not consider your individual objectives, financial situation, or needs. We recommend that you review the Product Disclosure Statement (PDS) and Target Market Determination (TMD) carefully and consult with a licensed financial adviser to assess the suitability of this investment for your circumstances.

5. KEY FEATURES

Feature	Description
Minimum Investment	\$250,000
Term	36 to 60 months
Return Type	Performance-linked
Capital Protection	None – full capital is at risk
Liquidity	Investments are intended to be held to maturity. Early withdrawals may be permitted in limited circumstances but are subject to fees and potential loss of accrued returns.
Eligibility	Wholesale and institutional investors

Brands: 9+ Companies across 5 sectors

Risk Score: Moderate Risk

Target ROI*: 11.25% PCY (Per Calendar Year)

Strategy: AI-driven allocation across top-performing brand campaigns in the sectors of Technology, Automotive, Travel, Lifestyle, and Food Services. Dynamic rebalancing ensures capital is continuously redirected toward campaigns with the highest historical ROI, audience engagement, and ad efficiency. Built for risk-managed yield generation with smart diversification.

* **Target ROI:** The Fund aims to achieve a **target annualised return of 11.25% p.a.**, based on historical performance of similar advertising campaigns and optimal market conditions. However, this is a **target only** — not a forecast or guarantee. Actual returns may be higher or lower, and investors may experience partial or total loss of capital. Returns are linked to the performance of third-party advertising platforms and are subject to operational, market, and campaign-specific risks. Please refer to Section 7 “Risks” of this PDS.

6. TARGET MARKET

The Fund is available to **wholesale, and institutional clients**, subject to eligibility requirements. Returns are **performance-linked**, meaning they are derived from the success and outcomes of the underlying marketing campaign strategies.

This product is designed for the following categories of clients:

Wholesale Clients

- Meet thresholds in s761G(7) of the Corporations Act (e.g., \$2.5M in assets or \$250K income)
- Experienced in non-standard or structured investment instruments
- Do not require formal personal advice or appropriateness testing.

Professional Investors

- Are institutions, licensees, or managed funds regulated under AFSL, APRA, or ASIC supervision;
- Have the expertise and operational capacity to assess risk-return frameworks independently;
- Typically apply for units via institutional allocation.

For a full profile of the appropriate investor group, refer to the **Target Market Determination (TMD)**.

Investors should be aware that the value of their investment may fluctuate and could result in a partial or total loss of capital. Investors are strongly encouraged to review this PDS and TMD and seek independent financial advice to assess whether the Fund is suitable for their investment profile and risk tolerance.

7. RISKS

All investments carry risks, and this structured investment involves a high level of complexity and exposure to external variables. Investors must assess whether the following risk factors are acceptable given their personal financial circumstances:

- **Performance Risk:** Returns are contingent on the success of digital advertising campaigns run by third parties. Market conditions, competition, seasonality, consumer trends, and changes in digital platforms (e.g. Google Ads algorithms) can all significantly affect performance outcomes.
- **Capital Loss Risk:** This product does not offer any capital guarantee. A total loss of invested capital is possible if campaign performance metrics are not achieved. Past success of similar campaigns is not indicative of future performance.
- **Liquidity Risk:** This product is illiquid. It is not listed on any exchange, cannot be redeemed early, and may not have any resale market. You must be prepared to commit capital for the full term of the investment.
- **Counterparty and Issuer Risk:** The performance of your investment may be impacted by the creditworthiness, solvency, or operational failures of the issuer, service providers, or campaign platforms. A default or financial failure may result in loss of capital and/or returns.
- **Operational Risk:** Errors in campaign tracking, misreporting of metrics, or reliance on unaudited data may result in inaccurate performance assessment. Fraud or manipulation by advertising agencies or third-party data processors may also materially impact returns.
- **Regulatory Risk:** Changes in applicable law — including advertising regulations, consumer protection laws, or ASIC guidance on structured products — may affect the viability or structure of this product.
- **Data Dependency Risk:** Return calculations depend on data feeds from digital platforms (e.g. Google Analytics, Facebook Business Manager). Any disruption, restriction, or tampering of this data could delay or alter payment outcomes.
- **Market Sentiment Risk:** Demand for digital advertising fluctuates with economic conditions. If brands reduce marketing budgets, campaign scale and success metrics may drop, reducing the potential return.
- **Tax Risk:** Tax treatment is not uniform and may differ based on your individual situation. In some cases, income may be taxed at higher marginal rates rather than capital gains rates.
- **Technology Platform Dependency Risk:** The product depends on third-party digital platforms. Any outages, policy changes, or API limitations may affect data access, performance reporting, and overall strategy.
- **Model Risk:** Investment outcomes are based on campaign modelling and return projections. If models are flawed or assumptions incorrect, the actual performance may significantly deviate from expectations.

- **Concentration Risk:** Where the product is exposed to a limited number of campaigns or advertising channels, underperformance in a specific area may disproportionately impact total returns.
- **Early Termination Risk:** In specific scenarios (e.g., issuer default, force majeure, fraud, regulatory intervention), the product may be terminated early, and you may not receive your full capital or expected return.
- **Currency Risk:** If the underlying ad campaigns or costs are linked to foreign currencies (e.g., USD), exchange rate fluctuations may influence the value of returns.
- **Behavioral Risk:** Investors may misunderstand the complexity or overestimate potential returns based on marketing material or cognitive biases.
- **Reinvestment Risk:** Upon maturity, comparable investment opportunities with similar characteristics and return potential may not be available.

7.1. Specific Risks Related to Advertising Campaign-Linked Investments

Investments whose returns are tied to the performance of digital advertising campaigns involve specific operational and market risks. Investors should carefully consider the following before investing:

- **Advertising Performance Risk:** The return on investment is directly dependent on the effectiveness and measurable results of the marketing campaigns. These outcomes can vary significantly based on the quality of the creatives, timing, channels used, and other external factors.
- **Budget Allocation Risk:** Misallocation of advertising budgets or ineffective spending strategies may result in diminished or negative performance. Poor campaign management may reduce the return potential of the investment.
- **Fraudulent Traffic Risk:** Advertising campaigns are vulnerable to fraudulent activity, such as bot traffic or click fraud, which can artificially inflate performance metrics and erode actual value generated.
- **Brand/Market Shift Risk:** Rapid changes in market sentiment, competitor behavior, consumer trends, or advertising regulations can negatively affect the success of marketing efforts, leading to reduced returns.

7.2. Specific Risks Related to AI-Managed Investment Portfolios

Where investment strategies are managed using artificial intelligence (AI) or algorithmic decision-making, additional risks arise from the complexity and inherent assumptions of these technologies:

- **Data Quality Risk:** AI-driven investment decisions rely on the accuracy and timeliness of input data. Incomplete, outdated, or incorrect data may lead to poor or inconsistent performance outcomes.
- **Black-Box Risk:** The proprietary nature of some AI models may make their internal logic difficult to interpret. Investors may not have full visibility into how investment decisions are made or the rationale behind certain actions.

- **Automation Error Risk:** System glitches, software bugs, or configuration errors in the AI platform could result in incorrect or unintended trades, misalignments with investment goals, or systemic losses.
- **Overfitting Risk:** AI models may be overly optimized for historical data, performing well in back-tested scenarios but failing to adapt effectively to real-world market fluctuations or unforeseen events.

You should read this section carefully and assess with your adviser whether the product is suitable for your objectives, risk appetite, and financial circumstances. This product does not constitute personal advice. Investment parameters are pre-defined and not tailored to your personal circumstances.

8. FEES AND COSTS

This section outlines the fees and costs that may be payable when investing in the **Strategic AI Diversified Fund**. These include amounts for administering and operating the Fund, overseeing marketing campaign allocations, investor support, and other associated activities. Fees are deducted from the Fund and may reduce the overall return on your investment.

Establishment Fee

- An establishment fee of **1.00% of your initial investment amount** is charged at the time of application. This fee is retained by **Capital Guard AU Pty Ltd**, the issuer of the Fund, to cover administrative setup, onboarding processes, and legal and compliance costs incurred during the investor's entry into the Fund.

Management Fee

- An ongoing **Management Fee of 0.50% per annum**, calculated on the net asset value (NAV) of your investment, is charged for managing the Fund. This fee is accrued monthly and paid in arrears and reflects the cost of ongoing administration, investor servicing, and management of the portfolio of advertising-based assets.

The management fee is payable to Capital Guard AU Pty Ltd and covers a range of standard operating expenses, including:

- Oversight and management of digital advertising allocations, Monitoring and adjusting campaign placements based on performance analytics,
- Operational due diligence and regulatory maintenance,
- Risk control and compliance obligations under the AML/CTF and Corporations Act frameworks.

Distribution Fee

- A distribution fee may be paid by Capital Guard AU Pty Ltd to third-party authorised representatives (including **Worldwide Banners Pty Ltd**) who promote or distribute the Fund. This fee is paid from the issuer's own resources and **does not impact investor returns** or affect the capital or income payable to you.

Early Redemption Fee

- This product is designed to be held to maturity.
- However, early redemption may be permitted at the sole discretion of Capital Guard AU Pty Ltd, the product issuer. Where early withdrawal is approved, the amount returned to the investor will be based on the market value of the investment at the time of redemption, which may be less than the initial investment.
- Investors should note that the value of the investment may have decreased due to campaign performance or market conditions, and no accrued profits will be paid out upon early exit.
- In addition, a 3% early redemption fee will apply, calculated on the redeemed amount. A minimum fee of 300 AUD will apply in all cases. These fees reflect the administrative and economic costs associated with early withdrawal, including the impact on pooled campaign allocations and fund-level liquidity.
- Early redemptions may result in a total return that is significantly lower than the original investment, and investors are strongly advised to consider this risk prior to requesting early exit. All early redemption requests are assessed on a case-by-case basis and are subject to approval by Capital Guard AU Pty Ltd.

9. INDIRECT COSTS

The Fund may incur indirect costs from time to time, which are embedded in the unit price and not charged directly to the investor. These may include regulatory filing costs, external audit and tax reporting, technology platforms, and data services used in tracking and managing advertising performance. Based on current forecasts, the **estimated indirect cost is 0.00% p.a.**, though this may vary in future years. Any increase in disclosed indirect costs will be communicated through updated PDS documentation.

10. HOW TO APPLY

To invest in the **Global Prestige Elite Fund**, investors must complete the official application form issued by Capital Guard AU Pty Ltd, the product issuer.

Application forms may be obtained from either Capital Guard or from Worldwide Banners Pty Ltd, which is authorised to distribute and receive applications as an Authorised Representative (No. 1314512) of Capital Guard.

Once completed and signed, application forms may be submitted directly to Capital Guard, or to Worldwide Banners, who will promptly forward them to Capital Guard for processing. Applications must be accompanied by all required documentation, including investor identification and eligibility confirmations.

Retail investors must also confirm they have received and understood the Product Disclosure Statement (PDS) and Target Market Determination (TMD).

All applications are subject to review, and Capital Guard AU Pty Ltd reserves the right to accept or reject any application, in whole or in part, at its sole discretion without providing reasons.

Applicants are encouraged to seek independent financial advice prior to investing.

11. COOLING OFF PERIOD

If you are a **Retail Client** who has invested directly in the Fund, you may have a right to a *cooling-off* period under section 1019B of the Corporations Act 2001. This right allows you to withdraw your investment within **14 days** from the earlier of:

- The date you receive confirmation of your investment, or
- The end of the fifth business day after the product was issued to you.

Retail clients wishing to exercise their cooling-off rights must notify **Capital Guard AU Pty Ltd**, the issuer of this Fund. Notice may also be submitted through **Worldwide Banners Pty Ltd**, acting as an authorised representative of Capital Guard, who will promptly forward the request for processing. All valid cooling-off requests will be processed by Capital Guard in accordance with the Corporations Act 2001.

Note: It does not apply if you are classified as a **Wholesale Client** or if you have exercised any rights or powers under the product prior to the end of the cooling-off period.

12. TAXATION

Returns may be assessed as income or capital gains depending on the structure. Tax obligations vary depending on:

- Client classification (individual, company, trust)
- Jurisdiction of income flow
- Use of campaign-related expenses

Consult your tax adviser for tailored advice. Capital Guard does not provide tax advice.

13. COMPLAINTS AND DISPUTE RESOLUTION

Worldwidebanners Pty Ltd is committed to handling complaints promptly, fairly, and in accordance with its internal dispute resolution (IDR) procedures. If you have a complaint in relation to your investment, you may contact us using the details below:

CAPITAL GUARD AU PTY LTD

Compliance Department

Email: Compliance@capitalguard.com.au

Phone: +61 2 8551 2719 (Mon-Fri, 8AM-5PM)

Phone: 1300712528 (Hotline 24/7)

We will acknowledge receipt of your complaint within **1 business day** and will aim to resolve your concerns as soon as practicable, but in any case, within **30 calendar days** of receiving the complaint.

If you are not satisfied with the outcome of your complaint, you may be eligible to escalate your concerns to the **Australian Financial Complaints Authority (AFCA)**, an external dispute resolution scheme authorised to handle complaints relating to financial services.

AFCA CONTACT DETAILS

Website: www.afca.org.au

Phone: 1800 931 678

Email: info@afca.org.au

Mail: GPO Box 3, Melbourne VIC 3001

14. CONTACT DETAILS

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