



TARGET MARKET DETERMINATION

Legal Disclaimer

This Target Market Determination (**TMD**) is required under section 994B of the *Corporations Act 2001* (Cth) (the **Act**). It sets out the class of consumers for whom the product, including its key attributes, would likely be consistent with their likely objectives, financial situation and needs. In addition, the TMD outlines the triggers to review the target market and certain other information. It forms part of Rhodes Asset Management Ltd's design and distribution arrangements for the product.

This document is **NOT** a product disclosure statement and is **NOT** a summary of the product features or terms of the product. This document does not take into account any person's individual objectives, financial situation or needs. Persons interested in acquiring this product should carefully read the Product Disclosure Statement (**PDS**) for the Stable Hand Income Fund (**Fund**), which is constituted by the Stable Hand Income Class of Units in the Rhodes Credit Fund, before making a decision whether to buy this product.

Target Market Summary

This product is likely to be appropriate for a consumer seeking capital growth, to be used as a satellite component within a portfolio where the consumer has a medium to long-term investment timeframe (5+ years for Sub-Class A, or minimum terms of 2 or 3 years for Sub-Class B and C respectively), high risk/return profile, is not dependent on income distributions, and does not require access to capital in the short term.

Fund and Issuer Information

Issuer	Rhodes Asset Management Ltd (Rhodes)
Issuer ABN	99 165 917 813
Issuer AFSL	464772
Scheme	Rhodes Credit Fund
ARSN	606 834 011
Class of Units	Stable Hands Income Class (Fund)
Sub-class of Units	Sub-Class A, Sub-Class B, Sub-Class C
Date TMD approved	10 October 2023
TMD Version	Version 1.0
TMD Status	Current

Table 1 - Fund & Issuer Information



Description of target market

TMD indicator key

The Consumer Attributes for which the product is likely to be appropriate have been assessed using a red/amber/green rating methodology with appropriate colour coding:

In target market	Potentially in target market	Not considered in target market
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Instructions

In the tables below, Column 1, Consumer Attributes, indicates a description of the likely objectives, financial situation and needs of the class of consumers that are considering this product. Column 2, TMD indicator, indicates whether a consumer meeting the attribute in Column 1 is likely to be in the target market for this product.

Generally, a consumer is unlikely to be in the target market for the product if:

- one or more of their Consumer Attributes correspond to a red rating, or
- three or more of their Consumer Attributes correspond to an amber rating.

Investment products and diversification

A consumer (or class of consumer) may intend to hold a product as part of a diversified portfolio (typically with an intended product use of satellite/small allocation or core component). In such circumstances, the product should be assessed against the consumer's attributes for the relevant portion of the portfolio, rather than the consumer's portfolio as a whole. For example, a consumer may seek to construct a conservative portfolio with a satellite/small allocation to growth assets. In this case, it may be likely that a product with a high or very high risk/return profile is consistent with the consumer's objectives for that allocation notwithstanding that the risk/return profile of the consumer as a whole is low or medium. In making this assessment, distributors should consider all features of a product (including its key attributes).

Consumer Attributes

Consumer's investment objective	TMD Indicator	
Income Distribution		In target market
Capital Preservation		Not considered in target market
Capital Guaranteed		Not considered in target market
Capital Growth		Not considered in target market
Product Description incl. Key Attributes		
<p>The Fund is created to give Unitholders an investment exposure to a loan portfolio which will be composed of consumer loans made to borrowers for the purpose of acquiring and/or improving residential property. The loans are designed to be medium to long term with interest paid periodically.</p> <p>Unitholders should be aware that there are risks associated with an investment in the Fund. Loans made to borrowers will be secured by unregistered mortgage on residential property. In the event that a borrower defaults, there is a high likelihood that this will result a loss for the Fund. Unitholders' capital in the Fund is not guaranteed.</p>		

Table 2- Consumer Attributes



Consumer's intended product use (% of Investible Assets)	TMD Indicator	
Solution/Standalone (75-100%)		Not considered in target market
Core Component (25-75%)		Not considered in target market
Satellite/Small Allocation (<25%)		In target market
<p>The Fund constitutes a low diversification product as it will be exposed to a loan portfolio comprising of consumer loans (a single asset class) made to Australian borrowers (limited demographics and location). Although a level of diversification of the loan portfolio may be achieved in the medium to long term when multiple loans are made and managed, the Fund itself does not offer consumers a diversified investment in respect of their individual investment portfolio.</p>		

Table 3 - Consumer's Intended Product Use

Consumer's investment timeframe	TMD Indicator			Comment
	Short (less than 2 years)	Medium (3-5 years)	Long (more than 5 years)	
Sub Class A				Not considered in target market if less than 5 years. Minimum investment term is 60 months.
Sub Class B				In target market if more than 2 years. Minimum Investment term is 24 months.
Sub Class C				In target market if more than 3 years. Minimum investment term is 36 months.
<p>Each sub-class of Units in the Fund has a minimum investment term (see comments above). Potential investors should consider the nature of the Fund, its objective, and investment strategy as well as the information summarised in the PDS in light of their own circumstances.</p>				

Table 4 - Consumer's Investment Timeframe



Consumer's risk (ability to bear loss) and return profile	TMD Indicator	
Low		Not considered in target market
Medium		Potentially in target market
High		In target market
<p>The Fund is not designed for consumers with low tolerance for risk. Unitholders capital in the Fund is not guaranteed. The Fund's objective is to generate regular income for Unitholders. To generate this income, the Fund will have an exposure to a loan portfolio comprising loans made to borrowers which will not be secured by registered mortgage or caveat unless in default. This product is more suitable for consumers with a high-risk profile.</p>		

Table 5 - Consumer's Risk & Return Profile

Consumer's need to withdraw money	TMD Indicator			
	Short (less than 2 years)	Medium (3-5 years)	Long (more than 5 years)	Comment
Sub Class A				Not considered in target market if less than 5 years. Minimum investment term is 60 months.
Sub Class B				In target market if more than 2 years. Minimum Investment term is 24 months.
Sub Class C				In target market if more than 3 years. Minimum investment term is 36 months.
<p>Unitholders in the Fund must hold their investment for the minimum investment term (corresponding to their Sub-Class of Units) before being eligible to lodge a withdrawal participation notice to receive a withdrawal offer when made.</p> <p>Potential investors and Unitholders should also consider that the Fund is newly established. Pursuant to the investment strategy of the Fund, it is expected that the Fund may not have adequate surplus cash to make withdrawal offers within the short term and until loan(s) are repaid.</p>				

Table 6 - Consumer's need to withdraw money



Appropriateness

The Issuer has assessed the product and formed the view that the product, including its key attributes, is likely to be consistent with the likely objectives, financial situation and needs of consumers in the target market as described in the tables 1-6 above.

Distribution conditions / restrictions

Distribution Condition	Distribution Condition Rationale
<p>The product is considered suitable for:</p> <ul style="list-style-type: none"> Consumers who have received personal financial advice. Consumers who have not received personal financial advice. 	<p>The Issuer distributes the product through financial planners and via its website.</p> <p>Where a consumer is a client of a distributor who is a financial planner and has received personal financial advice, the distributor may rely on the excluded conduct provisions set out at section 994E(3) of the <i>Corporations Act 2001</i> (Cth).</p> <p>The Issuer highlights the type of consumer for whom the product is intended to be suitable (being investors with the consumer attributes identified above with a green TMD Indicator).</p> <p>Where a consumer is a client of a distributor and has not received personal financial advice from them, or where a consumer is making an application for the product directly with the issuer, as part of the investment application process, and in addition to confirming that the PDS has been read, the consumer acknowledges the product's attributes set out in the target market determination which are reiterated prominently in the application form.</p>

Table 7 - Distribution conditions/restrictions

Review triggers
This part is required under section 994B(5)(d) of the Act.
Material changes to key attributes, fund investment objective and/or fees.
Material deviation from benchmark/objective over sustained period.
Key Attributes have not performed as disclosed by a material degree and for a material period.
Determination by the Issuer of an ASIC reportable Significant Dealing.
Material or unexpectedly high number of complaints (as defined in section 994A(1) of the Act) about the product or distribution of the product.
The use of Product Intervention Powers, regulator orders or directions that affects the product.

Table 8 - Review triggers



Mandatory review period	
Review period	Maximum period for review
Initial review	1 year and 3 months
Subsequent review	1 year and 3 months

Table 9 - Mandatory review period

Distributor reporting requirements		
Reporting requirement	Reporting period	Which distributors this requirement applies to
Complaints (as defined in section 994A(1) of the Act) relating to the product design, product availability and distribution. The distributor should provide all the content of the complaint, having regard to privacy.	Within 10 business days following end of calendar quarter.	All distributors
Significant dealing outside of target market, under s994F(6) of the Act. See Definitions for further detail.	As soon as practicable, but no later than 10 business days after distributor becomes aware of the significant dealing.	All distributors
To the extent a distributor is aware of dealings outside the target market these should be reported to the Issuer, including reason why acquisition is outside of target market, and whether acquisition occurred under personal advice.	Within 10 business days following end of calendar quarter.	All distributors

Table 10- Distributor reporting requirements

If practicable, distributors should adopt the FSC data standards for reports to the Issuer. Distributors must report to Rhodes Asset Management Ltd by emailing admin@rhodesam.com.au



Definitions

Term	Definition
Consumer's investment objective	
Capital Growth	The consumer seeks to invest in a product designed to generate capital return. The consumer prefers exposure to growth assets or otherwise seeks an investment return above the current inflation rate.
Capital Preservation	The consumer seeks to invest in a product to reduce volatility and minimise loss in a market down-turn. The consumer prefers exposure to defensive assets.
Capital Guaranteed	The consumer seeks a guarantee or protection against capital loss whilst still seeking the potential for capital growth.
Income Distribution	The consumer seeks to invest in a product designed to generate regular income. The consumer prefers income-generating assets (typically, high dividend-yielding equities, fixed income securities and money market instruments).

Consumer's intended product use	
Solution/Standalone (75-100%)	The consumer intends to hold the investment as either a part or the majority (up to 100%) of their total investable assets (see definition below).
Core Component (25-75%)	The consumer intends to hold the investment as a major component, up to 75% of their total investable assets (see definition below).
Satellite (<25%)	The consumer intends to hold the investment as a smaller part of their total portfolio. As an indication it would be suitable for up to 24% (nearest whole figure) of the total investable assets (see definition below).
Investable Assets	Those assets that the investor has available for investment, excluding the family home.
Portfolio diversification (for completing the key product attribute section of consumer's intended product use)	
Very Low	Single Asset Class, Single Country, Highly concentrated portfolio e.g. property development fund.
Low	Single Asset Class, Single Country, Moderately concentrated portfolio e.g. multiple property holdings fund.
Medium	1-2 Asset Classes, Single Country, Broad exposure within asset class(es) e.g. mix of real property and interest-bearing financial assets (real property backed).



Medium High	Greater diversification across either asset classes or countries, e.g. global or Australian multi-asset REITs.
High	Highly diversified across either asset classes, countries or investment managers e.g. global or Australian multi-manager balanced fund.
Consumer's Risk (ability to bear loss) and Return profile	
High	The consumer is higher risk in nature and can accept higher potential losses in order to target a higher target return profile. Consumer typically prefers predominantly growth assets such as shares, property and alternative assets with only a smaller or moderate holding in defensive assets such as cash and fixed income.
Medium	The consumer is moderate or medium risk in nature, seeking to minimise potential losses and comfortable with a moderate target return profile. Consumer typically prefers a balance of growth assets such as shares, property and alternative assets and defensive assets such as cash and fixed income.
Low	The consumer is conservative or low risk in nature, seeks to minimise potential losses and is comfortable with a low target return profile. Consumer typically prefers defensive assets such as cash and fixed income.

Consumer's need to withdraw money	
Daily / Weekly / Monthly / Quarterly / Annually or longer	The consumer seeks to invest in a product which permits redemption requests at this frequency under ordinary circumstances and the issuer is typically able to meet that request within a reasonable period.
Distributor reporting	



<p>Significant dealings</p>	<p>Section 994F(6) of the Act requires distributors to notify the issuer if they become aware of a significant dealing in the product that is not consistent with the TMD. Neither the Act nor ASIC defines when a dealing is 'significant' and distributors have discretion to apply its ordinary meaning.</p> <p>The issuer will rely on notifications of significant dealings to monitor and review the product, this TMD, and its distribution strategy, and to meet its own obligation to report significant dealings to ASIC.</p> <p>Dealings outside this TMD may be significant because:</p> <ul style="list-style-type: none">- they represent a material proportion of the overall distribution conduct carried out by the distributor in relation to the product, or- they constitute an individual transaction which has resulted in, or will or is likely to result in, significant detriment to the consumer (or class of consumer). <p>In each case, the distributor should have regard to:</p> <ul style="list-style-type: none">- the nature and risk profile of the product (which may be indicated by the product's risk rating or withdrawal timeframe),- the actual or potential harm to a consumer (which may be indicated by the value of the consumer's investment, their intended product use or their ability to bear loss), and- the nature and extent of the inconsistency of distribution with the TMD (which may be indicated by the number of red or amber ratings attributed to the consumer). <p>Objectively, a distributor may consider a dealing (or group of dealings) outside the TMD to be significant if:</p> <ul style="list-style-type: none">- it constitutes more than half of the distributor's total retail product distribution conduct in relation to the product over the reporting period,- the consumer's intended product use is <i>Solution / Standalone</i>, or- the consumer's intended product use is <i>Core Component</i> and the consumer's risk (ability to bear loss) and return profile is <i>Low</i>.
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Table 11 - Definitions