



Deed of Amendment of Establishment Deed

Generate Focused Growth Trust

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Generate Investment Management Limited (**Manager**)
Public Trust (**Supervisor**)
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Amendment of Establishment Deed

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Details

Date 11 MAY 2022

Parties

Name **Generate Investment Management Limited**
Short form name **Manager**
Notice details Address: Level 9, Jarden House 21 Queen Street Auckland 1010 New Zealand
Email: henry@generatekiwisaver.co.nz
Attention: Henry Tongue

Name **Public Trust**
Short form name **Supervisor**
Notice details Address: SAP Tower, Level 16, 151 Queen Street Auckland 1010
Email: CTS.Enquiry@PublicTrust.co.nz
Attention: Manager Client Services

Background

- A The Supervisor and the Manager entered into a trust deed for the establishment of the Generate Unit Trust Scheme originally dated 11 June 2019, which was amended and restated by a deed dated 17 December 2020 (as amended from time to time) (**Master Trust Deed**).
- B The Supervisor and the Manager established the Generate Focused Growth Trust (**Fund**) by way of deed of establishment dated 11 June 2019 (as may be amended from time to time) (**Existing Establishment Deed**).
- C Clause 2.6 of the Master Trust Deed permits the Manager to alter (including alter the name of) any Fund as and when and on such terms and conditions as it determines subject to providing 10 Business Days prior written notice to the Supervisor containing an explanation for doing so, and if the Supervisor so requires following receipt of such notice, the Manager must consult with the Supervisor in relation to the proposed alteration.
- D The Supervisor and the Manager have agreed to change the name of the Fund to the "Generate Focused Growth Managed Fund".
- E Accordingly, the Supervisor and the Manager have agreed to enter into and execute this deed for the purposes of amending the Existing Establishment Deed to change the name of the Fund to the "Generate Focused Growth Managed Fund".

Agreed terms

1. Amendment of Existing Establishment Deed

1.1 Amendment

The parties agree that, all references to the Generate Focused Growth Trust in the Existing Establishment Deed are changed to the Generate Focused Growth Managed Fund.

1.2 Operative date

This deed shall have effect from the date the Manager notifies in writing to the Supervisor that this deed will enter into force, expected to be on or around 16 May 2022.

2. Miscellaneous

2.1 Counterparts

This deed may be executed in counterpart copies each of which, when taken together, will constitute one and the same instrument.

2.2 Delivery

For the purposes of section 9 of the Property Law Act 2007 (and without limiting any other mode of delivery) this deed will be delivered by each party on the earlier of:

- (a) physical delivery of an original, executed by the relevant party, to the other party or its solicitors; or
- (b) transmission by the relevant party or its solicitors (or any other person authorised in writing by the relevant party) of a facsimile, photocopied or scanned copy of an original, executed by the relevant party, to the other party or its solicitors.

2.3 Governing law

This deed is governed by and construed in accordance with the laws of New Zealand.


Signing page

EXECUTED AS A DEED

GENERATE INVESTMENT MANAGEMENT LIMITED by:

DocuSigned by:

Signature of director
Henry Tongue

DocuSigned by:

Signature of director
Sam Goldwater
Name of director


SIGNED for and on behalf of **PUBLIC TRUST** by its attorney:


Signature of witness

Brian Cheow Hin See
Name of witness
Manager Client Services
Public Trust Corporate Trustee Services

Occupation of witness

City/town of residence


Signature of attorney
Elena Vinton, Head of Client Services (Auckland)
Name of attorney

**CERTIFICATE OF NON-REVOCATION
OF POWER OF ATTORNEY**

I, Elena Vinton, of Auckland, hold the office of Head of Client Services at Public Trust, an entity established under the Public Trust Act 2001, and certify that:

- 1 by deed dated 9 June 2021, Public Trust appointed me its attorney on the terms and conditions set out in the deed of appointment of attorneys which is deposited at Land Information New Zealand under number 12148123.1; and
- 2 at the date hereof I hold the position of Head of Client Services with Public Trust; and
- 3 at the date of this certificate I have not received any notice of the revocation of that appointment.

Date: 12/05/2022



Signature of attorney