

HMC Capital Partners Retail Fund I – Interim Distribution Declared and Notice of Closure

Dear Investor,

We are writing to inform you about several important developments regarding your investment in HMC Capital Partners Retail Fund I ARSN 666 525 677 (“Retail Fund I”).

HMC Capital Partners Fund I, (the “Underlying Fund”) in which Retail Fund I invests substantially all of its assets, has today announced the following:

- Declaration of an FY25 interim distribution following the Underlying Fund’s realisation of gains from its Sigma Healthcare and Ingenia Communities investments
- An intention to increase the weighting of future investments in the Underlying Fund towards unlisted opportunities and its best and highest conviction listed stakes, and to seek unitholder approval for associated changes to the trust deed and certain fund terms, including changes to investor liquidity

A copy of the Underlying Fund announcement is available [here](#).

Following consideration of the Underlying Fund’s announcement, the Board of the Responsible Entity (“RE”) of the Retail Fund I has concluded it is in the best interests of investors to close and terminate Retail Fund I.

Closure of Retail Fund I

The RE has commenced termination of Retail Fund I pursuant to its powers under the constitution for Retail Fund I. The RE Board has determined that this termination commenced on 1 April 2025. As a result of the decision to close and terminate Retail Fund I, we are no longer accepting any new application or redemption requests.

Reason for the closure

The Underlying Fund currently invests in a concentrated portfolio of ASX-listed companies where it sees an opportunity to positively influence company performance and hence improve market valuation. The Underlying Fund has announced its intention to re-weight future investments towards unlisted opportunities and its highest conviction strategic stakes in listed entities, and is therefore proposing to modify its fund structure and terms to reflect a more traditional private equity fund structure. These modifications include changing from an open-ended structure with limited quarterly liquidity to a closed-end structure with a 5-year term¹ to reflect the changing nature of the underlying investments over time.

¹ With 2 x 12-month extension options

As Retail Fund I invests substantially all of its assets in the Underlying Fund, the proposed changes to liquidity in the Underlying Fund will have consequential impacts on liquidity for investors in Retail Fund I. The RE Board has therefore concluded that the resultant changes that would be required to Retail Fund I's liquidity and investment strategy would result in the investment no longer being appropriate for retail investors. The decision has therefore been made to close and terminate Retail Fund I.

Closure process and next steps

Retail Fund I has applied to redeem its units in the Underlying Fund, with the next quarterly redemption window for the Underlying Fund scheduled for 30 June 2025. Following receipt of redemption proceeds from the Underlying Fund, expected around the second week of July 2025, Retail Fund I will distribute the proceeds to investor bank accounts. The amount that Retail Fund I investors will receive will be based on the 30 June 2025 NAV per unit.

Payments will be made by bank transfer to your nominated bank account. If required, you can update your bank account details on the unit registry Automic portal at <https://investor.automic.com.au/>

A full breakdown of components of the final payment/s will be provided in your Annual Tax Statement (AMMA) which we will send out following the end of the financial year.

Fund closure costs

No Retail Fund I closure costs will be passed on to Retail Fund I investors.

Tax implications

The closure of Retail Fund I may have tax implications for unitholders. We strongly recommend unitholders seek their own tax advice to understand how the fund closure may affect unitholders' individual circumstances.

Declaration of inaugural distribution

Following the declaration of an interim distribution by the Underlying Fund, Retail Fund I has also declared an interim distribution to pass these proceeds on to Retail Fund I investors. The interim distribution amount is \$0.765/unit for each Retail Fund I unit held on the record date (being 7 April 2025).

The distribution is expected to be paid on or around 15 April 2025. Please check your bank details are updated in the Automic portal at <https://investor.automic.com.au/> to ensure no delay in receiving the distribution.

Please contact the unit registry Automic by email at hmc@automicgroup.com.au if you require assistance with the investor portal.

What do investors need to do?

Unless you have questions, there is no need to contact us. If you have any questions regarding the Fund or the closure process, please contact HMC Capital at invest@hmccapital.com.au

We appreciate your understanding and would like to take this opportunity to thank you for your support.

Yours Sincerely,



Victoria Hardie
Head of Private Equity
HMC Capital



David Di Pilla
Managing Director and Group CEO
HMC Capital