



**First Citizens**

We put you first

# abercrombie

FUND

A TT Dollar Denomination  
Fixed Income Mutual Fund  
Organised Under the Laws  
of Trinidad and Tobago

## First Citizens Bank Limited

A company incorporated under the laws of Trinidad and Tobago presents the amended and Restated Prospectus of the Abercrombie Fund, a TT dollar denomination fixed income mutual fund organised under the laws of Trinidad and Tobago.

The Trinidad and Tobago Securities and Exchange Commission (TTSEC) has not in any way evaluated the merits of the securities offered hereunder and any representation to the contrary is an offence.

Pursuant to Section 77(1) of the Securities Act Chap. 83:02 (SA), this amended and Restated Prospectus ("the Prospectus") has been filed with the Trinidad and Tobago Securities and Exchange Commission ("the Commission") and a receipt has been issued by the Commission for the purpose of giving information to the public with regard to the ABERCROMBIE FUND.

**Prospectus Date: May 2017**

**Date of Inception: September 25th, 1998**

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# Responsibility Statement

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As at September 1998, the original Prospectus was seen and approved by the governing Board of Directors of First Citizens Asset Management Limited. They collectively and individually accepted full responsibility for the accuracy of the information given and confirmed that, after having made all reasonable enquiries and to the best of their knowledge and belief, there were no false or misleading statements or other facts, the omission of which, would make any statement herein false or misleading.

The original Prospectus was signed by the Board of Directors of First Citizens Asset Management Limited.

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# Investor Warning

This Prospectus contains information to help you make an informed investment decision and to help you understand your rights. It contains information about the collective investment scheme, as well as the names of persons responsible for its organisation and management.

Investors are solely responsible for deciding whether to invest initially or whether to redeem their investments in whole or in part. Neither First Citizens Bank Limited, nor First Citizens Asset Management Limited, nor First Citizens Trustee Services Limited nor any of the officers, directors, principals or employees of any of the foregoing entities shall have any obligation or liability to Investors with regard to any recommendation, advice or decision made in connection with any investment in the Fund or any redemption from the Fund.

**You are encouraged to read this Prospectus in its entirety, prior to making any investment decision.**

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## Background & History

On April 9th, 2000 by virtue of a vesting order, First Citizens Bank Limited transferred the undertaking of the First Citizens Merchant Bank Limited to the First Citizens Mortgage and Trust Company Limited, which was originally formed on May 1st, 1994.

The First Citizens Mortgage and Trust Company Limited hence changed its name to First Citizens Bank Trust and Merchant Bank Limited and as at April 1st, 2004, the name was further changed to First Citizens Trust and Asset Management Limited (TRAM). However, following a restructuring exercise TRAM was renamed on October 9th, 2006 to First Citizens Asset Management Limited (FCAM). The restructuring involved transferring trust and related services to a new company – First Citizens Trustee Services Limited (FCTSL) which focuses on the provision of trusteeship and related services

# Corporate Directory/ Roles & Responsibilities

## SPONSOR

The Sponsor/Distributor of the Abercrombie Fund is First Citizens Bank Limited (FC) of 9A Queen's Park East, Port of Spain. FC is registered as a bank under the FIA and regulated by the Central Bank of Trinidad and Tobago.

**The Board of Directors of FCAM is as follows:**

<b>Directors</b>		<b>Qualifications</b>
Courtenay Williams Chairman	Non-Executive Member	LLB, LEC
Jayselle McFarlane Deputy Chairman	Non-Executive Member	ACCA – Chartered Accountant
Troy Garcia	Non-Executive Member	Bachelor of Business Administration
Idrees Omardeen	Non-Executive Member	ACCA – Chartered Accountant
Jason Julien	Executive Member	MBA, B.Sc in Management Studies, Chartered Financial Analyst
Karen Darbasie	Executive Member	MBA (Dist.), M.Sc Telecommunications and Information Systems (Dist), B.Sc Electrical Engineering (Hons)
Robin Lewis	Executive Member	MBA, Dip. Management

## INVESTMENT MANAGER

The Investment Manager of the Abercrombie Fund is First Citizens Asset Management Limited (FCAM) of 50 St. Vincent Street, Port of Spain.

The major role of the Investment Manager is to provide a continuous investment programme for the Fund's portfolio, make day-to-day investment decisions and carry out other related portfolio activities. These will include the purchase and sale of the Fund's assets and the general management of the Fund's investments in accordance with the stated objectives and policies of the Fund. As at September 30th, 2016 FCAM's assets under management stood at over TT\$13 billion, while FCTSL's assets under management stood at over TT\$5 billion. FCAM has issued and managed the following mutual funds:

- Abercrombie Fund – TT\$ Monthly Fixed Income Fund
- El Tucuche Fixed Income Fund
- Immortelle Income and Growth Fund
- Paria Fund

## THE INVESTMENT COMMITTEE OF FCAM

The Investment Management Team at FCAM which is complemented by an experienced cadre of research investment analysts includes the following persons:-

### **Mr. Kurt Valley (General Manager)**

Mr. Valley is the General Manager of First Citizens Asset Management Limited. Prior to his appointment as General Manager in January 2010, Mr. Valley held the position of Corporate Manager, Credit & Risk Management at First Citizens Bank Limited. Mr. Valley has over 15 years of experience in diverse financial services which includes investment banking, securities trading, investment management, market risk analysis and treasury management. He joined First Citizens Bank Limited in May 2002. Prior to joining First Citizens, Mr. Valley held the position of Assistant Vice President, Product Development/Country Treasurer Designate at Citibank, Trinidad. Mr. Valley holds a Bachelor's Degree in Business Administration with a concentration in Finance and Strategic Management and an MBA in Finance both from Schulich School of Business, York University, Toronto.

### **Mrs. Amril Donaldson-Jeffrey (Portfolio Manager)**

Mrs. Amril Donaldson-Jeffrey has been involved in the financial services industry for over 15 years. She holds an International Masters in Business Administration – International Finance with distinction from the Arthur Lok Jack Graduate School of Business and a Bachelor's degree in Business Administration – major in Finance from the University of New Brunswick, Fredericton, Canada. Mrs. Donaldson-Jeffrey has held several positions in Retail Banking and Asset Management with her previous position being Portfolio Manager at RBC Investment Management (Caribbean) Limited, a wholly owned subsidiary of RBC Caribbean Limited.

### **Ms. Tenisha Ali (Portfolio Manager)**

Ms. Ali is a Portfolio Manager and also has experience as the Investment Manager. Her experience of more than 10 years in the financial services industry started in 2007 when she joined the First Citizens Group as part of the Graduate Development programme. Upon completion of the one-year rotational programme, Tenisha was promoted to the position of Investment Analyst within the Investment Management department. Tenisha holds a Masters in Business Administration from the Heriot-Watt University, UK and a Bachelor's Degree (First Division) in Business Administration with a concentration in Finance from the University of New Brunswick, Canada.

### **Ms. Maritza Ferreira, CFA (Investment Manager)**

Ms. Ferreira is a Chartered Financial Analyst (CFA) charterholder and a holder of a Bachelor's of Science degree in Management Studies with a minor in Finance from The University of the West Indies, St Augustine. Ms. Ferreira joined the First Citizens Group in August 2015 and has over 10 years' experience in the asset management field. Prior to joining First Citizens, Ms. Ferreira held various positions at the Trinidad and Tobago Unit Trust Corporation, including Portfolio Manager of the Growth and Income Fund and Universal Retirement Funds, Senior Portfolio Manager of the European Fund, Senior Macro Analyst and Manager of Research and Information. In addition to her vast work experience, she is also an active member of the CFA Society of Trinidad and Tobago, serving on the Board of Directors as the University Liaison.

## INVESTMENT COMMITTEE QUALIFICATIONS

<b>Investment Committee</b>	<b>Qualifications</b>
Jayselle McFarlane Chairman	ACCA – Chartered Accountant
Troy Garcia	Bachelor of Business Administration
Idrees Omardeen	ACCA – Chartered Accountant
Jason Julien	MBA (Dist.), B.Sc in Management Studies (Hons), Chartered Financial Analyst

## FUND ADMINISTRATOR

The Fund Administrator of the Abercrombie Fund is First Citizens Asset Management Limited of 50 St. Vincent Street, Port of Spain. The Fund Administrator performs or arranges for the performance of the administrative services necessary for the daily operation of the Fund. These include maintaining the accounts, booking the records of the Fund, providing reports and other required documents, and providing the Fund with administrative office facilities. The Fund Administrator acts as Registrar of the Fund to maintain a record of all Unitholders and performs the role of transfer agent and income paying agent.

## PROMOTER/DISTRIBUTION AGENT

The Promoter/Distribution Agent of the Abercrombie Fund is First Citizens Bank Limited of 9 Queen's Park East, Port of Spain and First Citizens Asset Management Limited.

It is intended that Units of the Fund will be distributed through all branches of First Citizens Bank Limited located strategically throughout the islands of Trinidad and Tobago, as well as First Citizens Asset Management Limited or through any other affiliate as may be appointed by the Trustee in consultation with the Bank.

## TRUSTEE/CUSTODIAN

The Trustee of the Abercrombie Fund is First Citizens Trustee Services Limited (FCTSL) of 45 Abercromby Street, Port of Spain. The Trustee has a fiduciary responsibility to the Unitholders of the Fund. The Trustee will act as custodian of the Fund's assets and will ensure that the rights of the Unitholders are not in any way infringed. The Trustee will determine the Net Asset Value of the Fund and may also make arrangements for the Fund to borrow under the conditions set out in the Trust Deed on the advice of the Investment Manager.

FCTSL is directed by a board of nine Directors and is managed by a team of trained professionals comprising a General Manager; a Manager, Pensions Administration; a Manager, Trust Services; Manager, Financial Accounting; and a staff of 31.

# Board of Directors of FCTSL

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Ms. Franka Costelloe, Chairman  
Mr. Courtney Williams  
Mr. Shiva Manraj  
Mr. Ian Narine  
Mr. Sterling Frost  
Mr. David Inglefield  
Mr. Brian Woo  
Mrs. Ingrid Melville  
Mrs. Lindi Ballah-Tull

## Legal Adviser

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The Legal Adviser to the Abercrombie Fund is law firm Pollonais, Blanc, de la Bastide & Jacelon, Attorneys-at-Law of 17-19 Pembroke Street, Port of Spain.

## Auditor

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The Auditor of the Abercrombie Income Fund is PricewaterhouseCoopers 11-13 Victoria Avenue, Port of Spain.

## Banker

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The Banker of the Abercrombie Fund is First Citizens Bank Limited of 9 Queen's Park East, Port of Spain.



# Statement Of Affiliation

FCAM and FCTSL are wholly owned subsidiaries of First Citizens Bank Limited, both licensed under Section 20 of the Financial Institution Act, Chap. 79:09 to carry on business of a financial nature. The primary regulators are the Central Bank of Trinidad and Tobago (CBTT) and the Trinidad and Tobago Securities and Exchange Commission (TTSEC).

## KEY DEFINITIONS

Accounting Date	June 30th in each year until the termination of the Fund or such other accounting date as the Trustee may from time to time determine and notify to the Investors;
Accounting Period	A period beginning, in the case of the first Accounting Period, on the 25th day of September, 1998 and ending on the Accounting Date the following year and in the case of any other Accounting Period, on the day following an Accounting Date and ending on the next succeeding Accounting Date;
Act	The Securities Act No. 17 of 2012 (as amended) of the Laws of Trinidad and Tobago.
Average Net Asset Value	For any period, the aggregate Net Asset Value (NAV) for each day of such period divided by the number of days in the period for which the Average Net Asset Value is being calculated.
Business Day	Any day, other than a Saturday or Sunday, that is not a legal holiday or a day on which the banks are generally authorised or obliged by law or regulations to close in Trinidad and Tobago.
Deposited Property	All the assets and investments for the time being held, transferred, conveyed or paid or deemed to be held, transferred, conveyed or paid upon the trusts and subject to the provisions of the Trust Deed including any and all property, real, personal or otherwise tangible or intangible and all income from the Fund and any accretion to the value of such amounts;
Distribution	The Rate of Return or Interest Income for the Abercrombie Fund calculated daily and is distributed monthly to the Unitholders' account.
Distribution Agent	The bank at any of its branches and First Citizens Asset Management Limited or such other person or persons as may, for the time being and from time to time be duly appointed by the Trustee as Distributor of the Fund in succession to the Bank and/or First Citizens Asset Management Limited.
Distribution Date	In respect of any year means the date on which the Trustee declares a Distribution in respect of the preceding calendar month.

Dollars or \$ or TT\$	The lawful currency for the time being in the Republic of Trinidad and Tobago.
Electronic Channels	Internet banking; interactive voice response; mobile banking; automated teller machines and any other application or form of technology offered and managed by the Bank allowing for electronic banking and investment.
FIA	Financial Institutions Act Chap. 79:09 of the Laws of Trinidad and Tobago.
Fund	The mutual fund constituted by the Trust Deed and to be called the 'ABERCROMBIE FUND' or such other name as the Sponsor may from time to time determine.
Fund Administrator	First Citizens Asset Management Limited or such other person or persons as may for the time being, and from time to time, be duly appointed by the Trustee as administrator of the Fund in succession to First Citizens Asset Management Limited.
Fund Administration Agreement	The agreement which may be entered into from time to time between the Trustee and a Fund Administrator and any renewal or extension of such agreement or any agreement in substitution therefore where a Person is appointed Fund Administrator.
Interactive Electronic Services Agreement	The agreement entered into between the Investor and the Bank for the provision of banking services via Electronic Channels.
Investment Guidelines	The Guidelines pertaining to the Fund's permissible investments as set out in the First Schedule to the Trust Deed.
Investment Manager	First Citizens Asset Management Limited or other manager or managers of the Fund from time to time appointed by the Trustee whose appointment is governed by the terms of the Investment Management Agreement.
Investment Management Agreement	The agreement which may be entered into from time to time between the Trustee and the Investment Manager (as the same may be extended, amended, modified or replaced) in relation to the investment of the Deposited Property.
Issue Price	The issue price of a Unit, being \$20.00 or Net Asset Value per Unit as determined by the Trustee and the Investment Manager.
Mutual Fund	An investment vehicle which makes investments on behalf of individuals and institutions. A mutual fund pools Investors' contributions and purchases a variety of securities.
Net Asset Value (NAV)	The value of the assets of the Fund less liabilities.

Open-End Fund	A Fund in which Units can be issued and redeemed at any time and the number of Units in issue can vary from day to day.
Person	Includes an individual, firm, partnership, joint venture, company, body corporate or unincorporated federation, state or subdivision thereof or any government or agency thereof.
Redemption	The repurchase of Units of the Trustee.
Redemption Date	The date on which a Subscriber may redeem any or all of his Units in the Fund upon written notice to the Trustee through the execution of a redemption request form.
Redemption Price	The price of \$20.00 per Unit up to such date as the Trustee and the Investment Manager may determine. Any redemptions after such date as determined by the Trustee and the Investment Manager shall be at the price then applicable as determined in accordance with the Rules.
Register	The Register of Subscribers established and maintained by the Fund Administrator in accordance with the Trust Deed.
Rules	The rules of the Fund set out in the Second Schedule to the Trust Deed as may from time to time be amended or varied in accordance with the Trust Deed and the Rules;
Sponsor	First Citizens Bank Limited.
Subscriber	Any person subscribing for Units in the Fund.
Subscription Price	With respect to the Investment Period, means the price of \$20.00 per Unit, up to such date as the Trustee and the Investment Manager may determine. Any issuances after such date as determined by the Trustee and the Investment Manager shall be at the price then applicable as determined in accordance with the Rules;
Trust Deed	The Deed constituting the Fund dated the 25th day of September 1998 and made between First Citizens Bank Mortgage and Trust Company Limited as the original Trustee of the first part, First Citizens Merchant Bank Limited (now called First Citizens Asset Management Limited) as Investment Manager of the second part and the Bank of the third part.
Unit	A unit issued pursuant to the Trust Deed and representing an undivided share in the Deposited Property based on a sum of \$20.00 originally invested by way of subscription in the Fund and includes a fraction of a Unit.
Unitholder	The person for the time being registered as the holder of Units in accordance with the Trust Deed and the Rules.

# The Fund

The Abercrombie Fund is an open-ended fixed income investment fund denominated in Trinidad and Tobago currency promoted by First Citizens Bank Limited, trustee by First Citizens Trustee Services Limited (the "Trustee") and managed by First Citizens Asset Management Limited (the "Investment Manager") to enable Investors to participate in the acquisition and ownership of debt instruments, asset backed securities, securities, treasuries and certificates of deposits by the purchase of Units. Ownership of Units in the Fund is to be evidenced by the recording thereof on the Register.

The Trustee provides annualised "yield" quotations for the Fund which represent the income per Unit paid to the Investor from interest and other realised income on the assets of the Fund, over a specified period of time, expressed as a percentage of the current offering price per Unit. A "yield" quotation may reflect changes in Net Asset Value.

Investments in the Fund are not deposits and accordingly are not insured by the Deposit Insurance Corporation and are not guaranteed by the Central Bank of Trinidad and Tobago, First Citizens Bank Limited, First Citizens Asset Management Limited, First Citizens Trustee Services Limited or any of the subsidiaries or affiliates of First Citizens Bank or any person or corporation.

**Investment in the Fund is at the sole risk of the Investor.** Payment of capital and Distributions are entirely dependent on the gains and losses derived from the securities and other assets comprising the Fund from time to time. Unlike some bank deposits or other investments which pay a fixed yield for a stated period of time, the yield and total rate of return of the Fund may vary depending upon interest rates, the current market value of the securities held in the Fund's portfolio, changes in currency exchange rates and changes in the Fund's expenses.

The Prospectus does not purport to give legal, tax or financial advice and does not include information relating to events occurring subsequent to its date except as specifically indicated. The delivery of this Prospectus at any time subsequent to its date does not imply that information herein is correct as of any time subsequent to such date.

No dealer, salesman or other person is authorised to give any information or to make any representations other than those contained in this Prospectus and if given or made such information or representations may not be relied upon as having been authorised by the Trustee or any Adviser. This Prospectus is not an offer to sell, nor a solicitation of an offer to buy, Units in the Fund.

# Fund Objectives & Investment Guide

The Fund's investment objective is to seek in the first instance, high current income through investment in a range of short to intermediate term high-quality debt instruments of governments, central banks, statutory bodies, authorities and corporations both public and private, treasury bills and notes, certificates of deposit and to preserve capital with reduced risks.

The Investment Manager will determine the portfolio mix having regard to the objectives of the Fund, prudent investment criteria, economic and money market conditions, fiscal and monetary policy, and underlying security values. The Fund may hold diversified investments in TT\$ and US\$, among various markets, industrial and commercial sectors as are available. Investments may be diversified not only by issuers and industry, but also by type of security. The Investment Manager will be responsible for the day-to-day management of the Fund's investments.

In selecting debt securities and contracts denominated in a currency other than Trinidad and Tobago Dollars, the Investment Manager will consider, among other factors, the effect of movements in currency exchange rates on the dollar value of such securities.

For the purpose of hedging risk and enhancing returns, the Fund may enter into derivative transactions including but not limited to forward currency contracts, options, repurchase agreements or any other hedging mechanisms.

There can, of course, be no assurance that the Fund's investment objectives will be achieved. The Investment Objectives of the Fund cannot be changed without approval by Unitholders in the Fund. If there is a proposed change in the Investment Objectives of the Fund, Unitholders should consider whether the Fund would remain an appropriate investment in light of their then current financial position and need.

Subject to the Investment Guidelines, the Investment Manager may invest the assets in:-

- (A) Securities, obligations and deposit instruments and facilities of First Citizens Bank Limited and other affiliates of First Citizens Bank Limited (collectively "Affiliates");
- (B) Shares of mutual funds sponsored, advised or distributed by Affiliates; and,
- (C) Securities underwritten by Affiliates.

Subject to the provisions of the Investment Management Agreement the Investment Manager will enter into such transactions on behalf of the Fund as are, in the judgement of the Investment Manager, in the best interest of the Fund. Subject to the foregoing, the Investment Manager and the Affiliates, may from time to time:-

- (i) own or otherwise have interest in securities held, purchased or sold for the Fund;
- (ii) purchase or sell such securities for other customers of the Affiliates;
- (iii) have banking relationships with companies whose securities are held, purchased or sold for the Fund;
- (iv) deduct any commissions payable to any third party in connection with dealings in respect of the Fund; and
- (v) deal on the Fund's behalf with any of the Affiliates, so long in the case of each of the foregoing clauses as the applicable terms are, in the good judgement of the Investment Manager, as favourable to the Fund as would be obtained from a non-affiliated party.

# Investment Restrictions

The following restrictions are deemed fundamental policies for the Fund:

- (a) The Fund shall not purchase a security of an issuer if, immediately after the purchase, more than 10% of the net assets of the Fund, taken at market value at the time of the purchase, would be invested in securities of that issuer.

This does not apply to Government of Trinidad and Tobago securities.

**PROVIDED HOWEVER** that the restriction above does not apply to a purchase of:

- i. evidence of indebtedness that have a remaining term to maturity of not more than 365 days that are issued, or fully and unconditionally guaranteed as to principal and interest by a financial institution regulated in Trinidad and Tobago or a government entity (other than a foreign government or any political division thereof that issues bonds, debentures or other evidences of indebtedness); or
  - ii. bonds, debentures, notes or similar instruments representing indebtedness, that have a remaining term to maturity of not more than three years that are issued, secured or unsecured, by financial institution regulated in Trinidad and Tobago or a government entity (other than a foreign government or any political division thereof that issues bonds, debentures or other evidences of indebtedness).
- (b) The Fund shall not purchase security of an issuer if, immediately after the purchase, the Fund would hold securities representing more than 10% of the votes attaching to the outstanding voting securities of that issuer;
  - (c) The Fund shall not purchase securities that cannot be readily disposed of through market facilities on which public quotations in common use are widely available, if immediately after the purchase, more than 10% of the net assets of the Fund, taken at market value at the time of the purchase, would be invested in such securities.
  - (d) No securities that are subject to restrictive legal or contractual obligations on resale may be acquired.
  - (e) Neither derivative transactions nor forward currency transactions may be entered into for speculative purposes.
  - (f) No part of the Fund shall be invested in equity securities or securities convertible into equity securities.
  - (g) The Fund shall not borrow cash or provide a security interest over any of its portfolio assets unless the transaction is temporary and is for the purpose of accommodating requests for the redemption of securities of the Fund, while the Fund effects an orderly liquidation of portfolio assets, or to permit the Fund to settle portfolio transactions and, after giving effect to all transactions undertaken, the outstanding amount of all borrowings of the Fund does not exceed 5% of the net assets of the Fund taken at market value at the time of the borrowing.
  - (h) Not more than 20% of the total assets of the Fund will be invested in securities denominated in the currency of the United States of America.

# Risk Considerations

All investments entail risks. No investment is suitable for all Investors. The Fund is designed as a fixed income fund for Investors with short to medium-term investment horizons and who have the financial ability and willingness to accept the risks associated with the investment objectives set for the Fund. Investors should recognise that the value of securities and the income earned on them may fluctuate according to the earnings of the issuers. The Trust Deed permits for investment of a portion of the Fund in assets denominated in US\$ currency. In such circumstances, the Unitholder will be subject to some risk of foreign currency fluctuations.

The Fund is neither insured with the Deposit Insurance Corporation in Trinidad and Tobago nor is it guaranteed by the Central Bank of Trinidad and Tobago or by any of the parties related thereto. Any investment in the Fund is at the sole risk of the Investor.

The Fund may invest in fixed interest bearing debt instruments such as a bond whose price is sensitive to changes in interest rates. Typically, there is an inverse relationship between the price of a fixed interest bond and the rate of interest. An increase in the market interest rate will cause the market price of a fixed interest bond decrease. Conversely, a decrease in the interest rate will lead to an increase in the price of a fixed interest bond. Given that such assets are required to be marked to market, the value of the portfolio can be affected by changes in the interest rate environment.

Given that the Fund may purchase investments denominated in foreign currencies, the portfolio is exposed to adverse movements in the exchange rates relative to the Trinidad and Tobago Dollar.

# Benefit To Investors

The Fund offers Investors the opportunity to:-

1. Participate in a professionally managed portfolio comprised of high-quality debt instruments, treasuries and certificates of deposit and other securities in accordance with the Fund's Investment Objectives which were designed to provide a continued flow of returns to the Investor while endeavouring to maintain the value of capital invested.
2. Achieve a level of investment diversification which may otherwise not be attainable by many individual and institutional Investors.
3. Invest in a convenient way without the administrative and record-keeping burdens normally associated with the direct ownership of securities.

# Eligibility Requirements

Individuals of sound mind, over 18 years of age, and corporate entities can purchase Units in the Fund whether resident in or citizens of Trinidad and Tobago or not, subject from time to time to any laws restricting such investments.

# Valuation And Price

The Net Asset Value will be based upon the value of the portfolio securities, less account fees, commissions and income tax withholding (if any) and such other administrative expenses as the Trustee may deem appropriate for the Fund subject to the provisions below.

- (i) Debt Securities and other instruments will be valued, in the absolute discretion of the Trustee in consultation with the Investment Manager, at fair market value, taking into consideration the cost of the securities, restrictions of the sale of securities, market conditions, the underlying collateral, financial data, and such other factors as the Trustee, on the advice of the Investment Manager, may deem relevant.
- (ii) The principal amount of the cash balances and other assets of the Fund, the value of which is expressed in currency other than Trinidad and Tobago Dollars, shall be valued after taking into account the market rates of exchange in Trinidad and Tobago in force as at the close of business on the Valuation Date in question.
- (iii) If a particular value is not so ascertainable or if the Trustee, on the advice of the Investment Manager, considers that some other method of valuation better reflects the fair value of a particular investment, the Trustee may substitute what are in its opinion, fair values in the context of a particular valuation.

## PRICE OF UNIT

The subscription price of each Unit in the Fund is \$20.00 each up to such date as the Trustee and the Investment Manager may determine. Thereafter, the subscription price shall be the Net Asset Value per Unit.

The Trustee or its appointed agent determines the Net Asset Value per Unit at the close of business on each Business Day.

# Performance Data

The calculation of performance data will be prepared in accordance with International Financial Reporting Standards.

Total annual return for the Abercrombie Fund includes interest, capital gains, and distributions realised over a given 12-month period of time. The net income will be made up of interest income from all interest-bearing instruments. The rate of return/interest income for the Abercrombie Fund is calculated daily and is distributed monthly to the Unitholders' account.

Audited Financial Statements will be prepared annually as at the Fund's financial year-end of June 30th and will be published in the local daily newspapers within 120 days of the Fund's financial year-end.

The Trustee shall publish or shall cause to be published in one or more daily newspaper in Trinidad and Tobago and such other newspapers and publications as the Trustee may determine, at least once every six months, a statement of assets and liabilities and a statement of net income of the Fund.



SUMMARY OF FINANCIAL POSITION OF COMPANY FOR THE LAST THREE YEARS

FIRST CITIZENS ASSET MANAGEMENT LIMITED

**STATEMENT OF FINANCIAL POSITION**

*(Expressed in Trinidad and Tobago Dollars)*

	<b>2016</b>	<b>As at 30-Sep</b>	<b>2014</b>
	<b>\$'000</b>	<b>2015</b>	<b>\$'000</b>
		<b>\$'000</b>	<b>\$'000</b>
<b>Assets</b>			
Cash and due from banks	149,660	88,002	150,296
Statutory deposit with Central Bank	89	89	93
Financial assets – available for sale	16,013	16,206	16,798
Other receivables and prepayments	24,555	21,580	23,954
Due from related parties	22,179	27,379	21,998
Taxation receivable	16,649	16,582	15,317
Property, plant and equipment	30,547	30,339	24,187
Intangible assets	496	655	–
<b>Total assets</b>	<b>260,188</b>	<b>200,832</b>	<b>252,643</b>
<b>Liabilities</b>			
Customers' deposits	956	970	1,018
Deferred tax liability	4,890	4,624	3,583
Other creditors and accrued expenses	4,665	4,744	6,008
Taxation payable	10,138	11,292	7,624
<b>Total liabilities</b>	<b>20,649</b>	<b>21,630</b>	<b>18,233</b>
<b>Equity</b>			
Share capital	15,000	15,000	15,000
Statutory reserve	15,000	15,000	15,000
Revaluation reserve	20,058	20,436	16,562
Retained earnings	189,481	128,766	187,848
<b>Total equity</b>	<b>239,539</b>	<b>179,202</b>	<b>234,410</b>
<b>Total liabilities and equity</b>	<b>260,188</b>	<b>200,832</b>	<b>252,643</b>

FIRST CITIZENS ASSET MANAGEMENT LIMITED  
**STATEMENT OF COMPREHENSIVE INCOME**  
*(Expressed in Trinidad and Tobago Dollars)*

	Year Ended 30-Sep		
	2016	2015	2014
	\$'000	\$'000	\$'000
<b>Income</b>			
Management fees	173,340	173,668	149,527
Commissions and other income	3,567	2,429	4,470
Net interest income	2,221	1,941	2,117
<b>Total income</b>	<b>179,128</b>	<b>178,038</b>	<b>156,114</b>
<b>Expenses</b>			
Administrative expenses	(14,162)	(12,369)	(11,188)
Other operating expenses	(17,310)	(16,367)	(16,878)
<b>Total expenses</b>	<b>(31,472)</b>	<b>(28,736)</b>	<b>(28,066)</b>
Profit before taxation	147,656	149,302	128,048
Taxation	(37,241)	(37,384)	(32,200)
Profit for the year	<b>110,415</b>	<b>111,918</b>	<b>95,848</b>
<b>Other comprehensive income: Items that may be subsequently reclassified to profit and loss</b>			
Appreciation in fair value of freehold land and building net of tax	–	4,560	–
Revaluation of available-for-sale assets net of tax	(378)	(686)	(2,002)
Total other comprehensive income/(loss) for the year	(378)	3,874	(2,002)
<b>Total comprehensive income for the year</b>	<b>110,037</b>	<b>115,792</b>	<b>93,846</b>

FIRST CITIZENS TRUSTEE SERVICES LIMITED  
**STATEMENT OF FINANCIAL POSITION**  
*(Expressed in Trinidad and Tobago Dollars)*

	Year Ended 30-Sep		
	2016	2015	2014
	\$	\$	\$
<b>Assets</b>			
Cash and due from banks	173,427,766	116,200,196	194,168,405
Other receivables and prepayments	8,218,219	8,197,331	6,769,726
Financial assets – available for sale	5,720,545	5,684,128	5,805,334
Equipment & motor vehicles	1,211,038	515,697	623,596
Intangible assets	729,903	–	–
Taxation receivable	333,430	333,430	706,691
Deferred income tax asset	39,826	–	–
<b>Total Assets</b>	<b>189,680,727</b>	<b>130,930,782</b>	<b>208,073,752</b>
<b>Liabilities</b>			
Creditors and accrued expenses	2,653,873	2,201,803	1,820,628
Funds held as paying agent for bondholders	61,609,417	11,835,049	99,901,771
Deferred income	3,339,425	3,526,611	3,847,135
Taxation payable	1,448,688	1,524,843	2,399,313
Due to related parties	928,291	485,860	535,560
Deferred income tax liability	–	47,233	114,466
<b>Total Liabilities</b>	<b>69,979,694</b>	<b>19,621,399</b>	<b>108,618,873</b>
<b>Equity</b>			
Share capital	15,000,000	15,000,000	15,000,000
Retained earnings	89,856,487	82,827,393	72,956,650
Revaluation reserve	(155,454)	(102,432)	61,044
Statutory reserve	15,000,000	13,584,422	11,437,185
<b>Total Equity</b>	<b>119,701,033</b>	<b>111,309,383</b>	<b>99,454,879</b>
<b>Total Liabilities And Equity</b>	<b>189,680,727</b>	<b>130,930,782</b>	<b>208,073,752</b>

FIRST CITIZENS TRUSTEE SERVICES LIMITED  
**STATEMENT OF COMPREHENSIVE INCOME**  
*(Expressed in Trinidad and Tobago Dollars)*

	As at 30-Sep		
	2016	2015	2014
	\$	\$	\$
<b>Income</b>			
Investment income	909,920	962,778	860,787
Fees and other income	38,657,955	39,756,143	36,130,647
<b>Total Income</b>	<b>39,567,875</b>	<b>40,718,921</b>	<b>36,991,434</b>
<b>Expenses</b>			
Administrative expenses	(9,665,283)	(8,887,851)	(7,161,878)
Other operating expenses	(3,955,481)	(3,444,182)	(3,529,865)
<b>Total expenses</b>	<b>(13,620,764)</b>	<b>(12,332,033)</b>	<b>(10,691,743)</b>
<b>Profit Before Taxation</b>	25,947,111	28,386,888	26,299,691
<b>Taxation</b>	(6,229,442)	(6,914,512)	(6,395,700)
<b>Profit For The Year</b>	<b>19,717,669</b>	<b>21,472,376</b>	<b>19,903,991</b>
<b>Other Comprehensive Loss</b>			
<b>Items That May Be Subsequently Reclassified To Profit Or Loss</b>			
Revaluation of available for sale assets net of tax	(53,022)	(163,476)	(41,309)
<b>Total Other Comprehensive Loss</b>	<b>(53,022)</b>	<b>(163,476)</b>	<b>(41,309)</b>
<b>Total Comprehensive Income For The Year</b>	<b>19,664,647</b>	<b>21,308,900</b>	<b>19,862,682</b>

THE ABERCROMBIE FUND  
**STATEMENT OF FINANCIAL POSITION**  
*(Expressed in Trinidad and Tobago Dollars)*

	As at 30-Jun		
	2016	2015	2014
	\$'000	\$'000	\$'000
<b>Assets</b>			
Cash and cash equivalents	1,222,027	523,192	607,948
Income receivable	38,604	44,278	40,640
Miscellaneous Receivable	7,414	–	–
Financial asset available for sale	4,515,547	5,670,842	4,911,042
<b>Total Assets</b>	<b>5,783,592</b>	<b>6,238,312</b>	<b>5,559,630</b>
<b>Liabilities</b>			
Other Payables	912	966	866
Due to related party	34,083	32,622	33,925
Distributions payable	37	35	31
<b>Total Liabilities</b>	<b>35,032</b>	<b>33,623</b>	<b>34,822</b>
<b>Equity</b>			
Equity	5,748,560	6,204,689	5,524,808
<b>Total Liabilities and Equity</b>	<b>5,783,592</b>	<b>6,238,312</b>	<b>5,559,630</b>

THE ABERCROMBIE FUND  
**STATEMENT OF COMPREHENSIVE INCOME**  
*(Expressed in Trinidad and Tobago Dollars)*

	For the year ended 30-Jun		
	2016	2015	2014
	\$'000	\$'000	\$'000
<b>Income</b>			
Net investment income	202,990	217,363	204,614
Realised (Loss)/Gain on sale of investments	18,656	–	–
Net foreign exchange income	20,111	–	–
<b>Total Income</b>	<b>241,757</b>	<b>217,363</b>	<b>204,614</b>
<b>Expenses</b>			
Management and Trustee fees	163,297	159,034	132,203
Other administration expenses	1,000	1,541	1,039
Realised (Loss)/Gain on sale of investments	–	–	6,183
Foreign Exchange (loss)/gain	–	341	3,563
<b>Total Expenses</b>	<b>164,297</b>	<b>160,916</b>	<b>142,988</b>
<b>Net income for the year</b>	<b>77,460</b>	<b>56,447</b>	<b>61,626</b>
<b>Other Comprehensive(loss)/ Income for the year</b>			
Fair value (losses)/gains arising during the year	(298,452)	(74,359)	13,008
<b>Total Comprehensive (loss)/ Income for the year</b>	<b>(220,992)</b>	<b>(17,912)</b>	<b>74,634</b>

Investors should note that the manner in which the Abercrombie TT\$ Monthly Fixed Income Fund has performed in the past does not necessarily indicate the manner in which it will perform in the future. Past performance is not an indicator of future returns.

# Description Of Units

The Fund is constituted as an open-ended mutual fund and accordingly there is no limit to the number of Units which may be issued or redeemed. An Investor of Units in the Fund will have an interest in an undivided proportion of the assets of the Fund. Each Unit of the same class participates equally in the distribution of net income and participates and ranks equally in respect of the assets of the Fund. Units may be issued to Investors when they are paid for in full in cash, manager's cheque or certified cheque. Each Unit entitles an Investor to one vote for each Unit in respect of which he is a Unitholder at any meeting of holders in which a poll is demanded. A Register of Unitholders will be maintained by the Fund Administrator to record ownership of Units.

# Subscriptions Of Units

A person may become a Unitholder by subscribing for Units by written notice to the Trustee through the execution of a subscription request in the form as may be prescribed by the Trustee from time to time and obtained at any branch of First Citizens Bank Limited or First Citizens Asset Management Limited or any other duly appointed agent of the Trustee.

A Subscriber will immediately be notified of his application being accepted or rejected and if accepted his name and address and number of Units will be entered on the Register within seven Business Days of receipt of the subscription form provided always that no person shall be entered in the Register as Unitholder until the Trustee (or its duly authorised agent) is satisfied that the full amount of the Issue Price, in immediately available funds in TT\$, has been received by the Trustee (or such agent on behalf of the Trustee). All amounts in respect of Units so received shall forthwith on receipt form part of the assets of the Fund.

Subscriptions can be made in the name of more than one, but not exceeding three persons and these persons would be deemed to hold the Units as joint tenants. Joint holders, at the time of the subscription can authorise any one or more of them to give instructions concerning the Units in the Fund. In the absence of such authority, all instructions pertaining to the Units should be given by all joint subscribers.

All subscriptions are subject to acceptance by the Trustee on behalf of the Fund. If a subscription is rejected, all monies received with same will be returned to the Subscriber immediately without interest within three business days of receipt of such monies.

A Unitholder can make additional subscriptions of at least \$100.00 at any time, except in respect of reinvestment of distributions in which event subscriptions may be less than \$100.00. All subscriptions shall be made by completing the application form available at all branches of First Citizens Bank Limited First Citizens Asset Management Limited or any other duly appointed agent of the Trustee.

Applications to make additional subscriptions may also be made via Electronic Channels provided that Unitholders have executed the Interactive Electronic Services Agreement with First Citizens Bank Limited or such other agreement pertaining to the provision of Electronic Banking Services between the Unitholder and First Citizens Bank Limited.

# Redemption Of Units

A Unitholder may redeem any or all of his Units in the Fund at any time upon written notice to the Trustee through the execution of a redemption request in the form as may be prescribed by the Trustee from time to time and obtained at any branch of First Citizens Bank Limited, First Citizens Asset Management Limited or any other duly appointed agent of the Trustee. Redemption of Units jointly held may be authorised in accordance with the written instructions of the Unitholders provided at the time of the initial subscription. In the absence of such authority, redemptions of Units jointly held would only be done on the authorisation of all the joint holders.

The Unitholder may also redeem the whole or any part of his Units via Electronic Channels provided that the Unitholder has executed the Interactive Electronic Services Agreement with First Citizens Bank Limited or such other agreement pertaining to the provision of Electronic Banking services between the Unitholder and First Citizens Bank Limited.

In the case of any partial redemption by a Unitholder via Electronic Channels or otherwise, the Net Asset Value of his remaining Units should not be reduced to below TT\$500.00.

Units having an aggregate value of up to TT\$1,000,000.00 may be redeemed in cash on the same Business Day on the receipt by the Distribution Agent of the form prescribed for that purpose from time to time at any branch of First Citizens Bank Limited. Units having an aggregate value of up to TT\$100,000.00 may be redeemed on the same business day via Electronic Channels. Units having an aggregate value of greater than TT\$1,000,000.00 may be redeemed in cash within three business days after receipt by the Distribution Agent of the said redemption form at any branch of First Citizens Bank Limited Branch or the office of the First Citizens Asset Management Limited.

The Trustee may without giving reason therefor and without liability at any time in its sole discretion redeem some or all of the Units of a Unitholder. There is no charge to redeem Units in the Fund.

# Distributions

The Trustee may in its discretion on the Distribution Date, in respect of any calendar month, declare a Distribution out of the net profit and accretions to the Fund, if any, in such month after deduction of fees and expenses. The Distribution would be paid to all Unitholders whose names appear in the Register as holders of Units on the last day of the calendar month preceding the Distribution Date.

A Unitholder on application for Units must elect to receive Distributions either by way of deposit into an account held by the Unitholder with First Citizens Bank Limited or by reinvestment in additional Units purchased at their Net Asset Value on the date of purchase.



# Key Organisational Documents Of The Fund

## DECLARATION OF TRUST

The Trust Deed is dated 25th September, 1998 as amended by Supplemental Declarations of Trust dated 3rd November, 1998, 10th April 2001; 23rd July 1997, 01st November 2007, 15th January, 2013 and Restated Trust Deed dated 17th October 2014. It is the principal document constituting Fund and serves to establish the Fund. It vests the assets of the Fund in the Trustee and contains all the rights, powers and obligations of the Trustee, the Unitholders and the Sponsor. It contains provisions for the retirement or removal of the Trustee. The Trust Deed also details the method of valuation of the Units of the Fund; provides for how the Trustee should issue Units in the Fund and how they can be transferred and redeemed by Unitholders. It sets the rights and obligations of Unitholders including their rights in relation to distributions.

The Trust Deed will continue until the Fund is terminated. The ways in which the Fund can be terminated are detailed later on in this Prospectus under the heading 'Termination.'

In the event of the Trustee desiring to retire, it shall find a new Person which is a corporation qualified under any applicable law to act as Trustee and shall appoint such new Trustee to be the Trustee in the place of the retiring Trustee provided that no such appointment shall take effect unless and until the new Trustee has been approved by an Ordinary Resolution of Unitholders in accordance with the Trust Deed.

The Trustee shall be subject to removal by Extraordinary Resolution of the Unitholders.

## INVESTMENT MANAGEMENT AGREEMENT

The Investment Management Agreement is dated 25th September, 1998 and is made between First Citizens Bank Mortgage and Trust Company as the original trustee and First Citizens Merchant Bank Limited (now called First Citizens Asset Management Limited) as the Investment Manager. It serves to appoint the Investment Manager as investment manager and adviser of the Fund and contains all of the rights and obligations of the Investment Manager.

The Investment Manager may terminate the Investment Management Agreement at any time by giving to the Trustee and the Unitholders 30 days' written notice.

The Investment Manager Agreement provides that the Investment Manager will:

1. exercise the powers and discharge the duties of its office honestly, in good faith and in the best interest of the Fund; and
2. exercise the degree of care diligence and skill that a reasonably prudent person would exercise in the circumstances; and
3. comply with the investment objective, strategy and restrictions contained in the Investment Management Agreement, the Trust Deed and the Prospectus.

It also provides that the Investment Manager will not be liable for any losses to the Fund arising from its failure to discharge its responsibilities in accordance with the above.

# Documents For Inspection

Copies of the Trust Deed and agreements with the Investment Manager, the Fund Administrator, the Distributor and financial statements for the Fund may be inspected during usual business hours at the registered office of the Trustee and/or such other offices as the Trustee may from time to time determine and notify to Unitholders and prospective Unitholders.

## Tax Considerations

Distributions made by the Fund to individuals resident in Trinidad and Tobago are not subject to further taxation.

Distributions to Unitholders resident outside Trinidad and Tobago will be subject to tax (to be deducted by the Trustee or agent on its behalf before Distribution) at such rate in accordance with applicable law from time to time.

Corporate Unitholders will be paid distributions without tax deductions. However, such distributions should be included in such Unitholders' tax returns. While the foregoing is a brief summary of some relevant tax considerations, Unitholders should ascertain the impact of taxes on their investment by consulting their own Tax Adviser.

## Management Fees & Expenses

The Trustee will receive a fee of 0.25% per annum on the Average Net Asset Value of the Fund on a quarterly basis for the services rendered to the Fund. The Trustee will also be reimbursed all out of pocket expenses, fees and charges incurred in carrying out its functions and duties as Trustee.

The Investment Manager, will receive a fee of up to 2.5% per annum on the Net Asset Value of the Fund for services rendered to the Fund. In addition, the Investment Manager will be reimbursed all expenses, commissions, fees, charges and other payments made to third parties for brokerage, and other services.

A distribution fee of 0.25% per annum on the Net Asset Value of the Fund will be paid quarterly to the Distribution Agent.

## Termination

The Fund will terminate on whichever is the earliest of (i) the redemption of all Units or (ii) the retirement of the Trustee pursuant to the Trust Deed without a new Trustee being appointed or (iii) the resignation or removal of the Investment Manager pursuant to the provisions of the Investment Management Agreement without a new Investment Manager being appointed within 90 days of such removal or (iv) by Extraordinary Resolution and such termination shall take effect on the date on which such

resolution is passed or such later date (if any) as such resolution may provide and sales or trading in Units will immediately cease.

In order to effect such termination, the assets of the Fund will be liquidated by the Trustee in consultation with the Investment Manager. After payment of all debts and liabilities of the Fund and all fees and expenses of the Fund, the net proceeds of such liquidation will be distributed, pro rata to the Unitholders of record on the date of termination of the Fund.

## Information Centres

For further information, please call First Citizens Asset Management Limited at 623-9091-7 to speak directly with a service representative, visit our website [www.firstcitizenstt.com](http://www.firstcitizenstt.com) or any First Citizens branch at the following locations:-

### **Arima**

Corner Hollis Avenue and  
Woodford Street  
Tel: 667-1022/1523; Fax: 667-4245

### **Canaan**

Lower Milford Road  
Phone: 631-1114; Fax: 639-0161

### **Chaguanas**

Market Street Extension  
Tel: 665-4125; Fax: 665-3293

### **Couva**

Southern Main Road and Noel Street  
Tel: 636-2237/2773; Fax: 679-8111

### **Gulf View**

South Trunk Road, La Romaine  
Tel: 657-9714/18; Fax: 653-3473

### **Independence Square**

62 Independence Square  
Tel: 625-2893; Fax: 627-5956

### **Marabella**

Southern Main Road  
Tel: 658-1891/2; Fax: 658-1453

### **Maraval Road**

44-46 Maraval Road  
Tel: 622-3113/3122/5839; Fax: 628-6297

### **Montrose**

Main Road, Montrose  
Chaguanas  
Tel: 671-0695; 672-8360

### **MovieTowne**

MovieTowne Financial Centre  
Invaders Bay  
625-5397/627-7641/5574;

### **One Woodbrook Place**

189 Tragarete Road  
Tel: 622-7142; Fax: 628-6305

### **Park Street**

Corner Park Street & Henry Street,  
Port of Spain  
Tel: 623-2961; Fax 622-4003

### **Penal**

27 Penal Rock Road  
Tel: 674-6273; Fax: 647-6908

### **Point Fortin**

Southern Main Road  
Tel; 648-267688; Fax; 648-4235

### **Point Lisas**

2 Goodridge Bay Road  
Tel: 636-4787; Fax: 636-9449

### **Princes Town**

21 High Street, Princes Town  
Tel: 655-2209 Fax: 655-2127

### **Roxborough**

The Courtyard, Windward Main Road  
Tel: 660-6810; Fax: 660-5126

### **San Fernando**

Corner High & Penitence Street  
Tel: 652-1222/2757;  
Fax: 657-1456/3901

**Sangre Grande**

Eastern Main Road

Tel: 668-2208/9; Fax: 668-3043

**San Juan**

Eastern Main Road

Tel: 674-1675-4876; Fax: 638-2310

**Scarborough**

3-5 Carrington Street

Tel: 639-3111/3361;

Fax: 639-5857/633-0337

**Siparia**

2 High Street

Tel: 649-2202/2332; Fax: 649-2563

**St Vincent Street**

50 St. Vincent Street, Port of Spain

Tel: 623-2576 Fax: 625-5446

**Tunapuna**

22-24 Eastern Main Road

Tel: 663-1209/1379; Fax: 663-2229

**West Court**

Four Roads, Diego Martin

Tel: 637-9537/45; Fax: 633-9277



# abercrombie

FUND



**First Citizens**

We put you first