
A Closer Look at the AWB Harvest Pool

This Guide contains information to help you understand certain features of the 2015/16 AWB Harvest Pool (**AWB Harvest Pool**) offering. This is not a complete summary or list of all the features of the Terms and Conditions. You should read the Terms and Conditions and consult with your advisors before choosing to deliver into the AWB Harvest Pool or any other of the AWB Managed Programs (**AWB Programs**).

The AWB Harvest Pool is run over a period commencing from harvest once physical grain is delivered or has been committed into the program. The pricing mandate in place for this pool is designed to ensure that the pool can participate in market opportunities across the pricing window.

The Manager has discretion on how to manage pricing (including physical sales and hedging) subject to the published pricing mandate. The Manager cannot commence selling and hedging prior to participants committing to the program and will participate in post-harvest selling strategies. Marketing opportunities may be limited or enhanced by any number of variables including global and domestic supply and demand.

You may request further information about the AWB Harvest Pool or any other AWB Program by contacting us through our Grower Service Centre at 1800 447 246 or your local AWB representative. You can obtain additional or updated copies of this document by visiting our website at www.awb.com.au

Key Harvest Pool program information:

Commodity	Offered for Wheat only
Delivery Period	Commencing from October 2015
Finalisation	End October 2016
Locations Offered	Western Australia, South Australia, Victoria/Southern NSW and Northern NSW/Queensland
Grades and Delivery locations	Grades and Delivery locations are limited. To understand the deliverable grades and applicable delivery locations call the Grower Service Centre on 1800 447 246, call your local AWB representative, or visit the Estimated Silo Returns Calculator available at www.awb.com.au
Pre-Harvest Finance	Available until 30 November, Harvest Pool participants are able to apply for a Production Advance™ via contracting into the Harvest Pool. Separate terms and conditions and eligibility criteria apply to the Production Advance program. Visit www.awb.com.au for further information.
Management Fee	See "What are the fees and charges and how are they paid?"
Important Information	2015/16 AWB Harvest Pool Payment and Finance Options Terms and Conditions

How does the AWB Harvest Pool work?

Under the AWB Harvest Pool you sell your grain to AWB Harvest Finance Pools Pty Ltd as trustee for the 2015/16 AWB Pools Trust (ABN 95 836 060 571) (**AWB**). Upon delivery of your grain, title in the grain passes to us. We then sell the grain both domestically and internationally over an extended pricing window which will end in October 2016. In addition to hedging the price, we will target physical sales for delivery within the January to September period. We will pay you for the grain purchased from you in accordance with the terms of the particular payment option chosen by you.

For which grains do we offer the AWB Harvest Pool?

For the 2015/16 season AWB will be only offering the AWB Harvest Pool for wheat. We may at our discretion open new grain programs, establish local sub-programs or close existing programs at any time.

Am I eligible to participate in the AWB Harvest Pool?

You are eligible to participate in the AWB Harvest Pool if you are a grower who:

[Option A]

- (i) has produced the grain you wish to sell to AWB in the ordinary course of your grain business;
- (ii) is registered as a grower on the National Grower Register maintained by the National Grower Register Pty Ltd ACN 095 857 266 or the AWB Grower Register maintained by AWB (Australia) Pty Ltd ACN 081 890 502;
- (iii) is an income tax exempt charity under the Income Tax Assessment Act 1997 (Cth).

OR

[Option B] meets the Corporations Act definition of a *'wholesale client'*.

Potential program participants who do not satisfy one of Option A or Option B are not able to participate in the AWB Harvest Pool.

If you apply to participate in the AWB Harvest Pool based on your satisfaction of Option B you must complete and return to us the "Wholesale Client" declaration form which is available by contacting the Grower Service Centre on 1800 447 246.

How do I participate in the AWB Harvest Pool?

You can apply to participate in the AWB Harvest Pool:

- by contacting our Grower Service Centre on 1800 447 246;
- faxing/emailing an executed Harvest Pool™ Contract to us;
- in person or by contacting your local AWB representative; or
- by transferring your grain entitlement electronically via a bulk handler grower portal.

AWB publishes a list of approved bulk handler sites via the ESR calculator which can be found at www.awb.com.au – if a site does not appear in the ESR calculator AWB will not be taking grain at that site.

What are the payment options available?

The AWB Harvest Pool offers you access to a range of different payment options outlined in the table below.

Distribution:	Cash flow and income are spread over the term of the program commencing in March following harvest. Payment dates are guaranteed however the amount of the payment is not guaranteed.
Deferred Distribution:	Distributions commence from July following harvest. Your July payment will include an additional amount (as determined by us) above the standard program return which represents interest earned by the program on so much of the funds held by the relevant program as we determine is attributable to growers who deliver under the AWB Deferred Distribution Option. Payment dates are guaranteed however the amount of the payment is not guaranteed.
AWB Loan products:	<p>AWB offers two loan products. These are the AWB Harvest loan and the AWB Flexible loan. Following delivery of grain, each loan provides a convenient and flexible line of credit with no additional security required. The credit limit is determined by reference to your grain deliveries and a 'nominated EPR' in respect of the grain. Additional benefits include potential 'Top-Ups' which increase your credit limit providing additional cash flow upon drawdown. The interest rate applicable to the loan is variable and published on the AWB website. Interest is capitalised on a monthly basis and loan repayments are made directly from program distributions. If you select the AWB Harvest loan, on delivery 100% of your credit limit will be drawn down and credited to your nominated bank account or made available to you in accordance with the Terms and Conditions. If you select the AWB Flexible loan, you can choose how much to draw down and when to draw down, subject to specified limits. You may repay the loan at any stage and you are permitted to redraw the amount that you have repaid in certain circumstances.</p> <p>If you are an individual, you will not be eligible to apply for an AWB Loan product unless you have completed a business declaration form declaring that the loan facility is strictly used for business and/or investment purposes. A copy of the form can be accessed by contacting our Grower Service Centre on 1800 447 246 or is available at www.awb.com.au.</p>
Advanced Payment:	Provides the majority of your entitlement as payment within 7 days of delivery. The advanced payment is calculated by reference to the 'nominated EPR' in respect of the grain, less our estimate of the financing costs and deductions. Your financing cost will include an underwriting fee. Additional benefits include potential Top-Up payments. Finance fees are published on the AWB Estimated Silo Returns Calculator available at www.awb.com.au .

The key features of the payment options offered for the 2015/16 Harvest Pool are as follows:

Distribution Option: with guaranteed payment dates	
1st distribution	31 March 2016 (interim payment)
2nd distribution	27 May 2016 (interim payment)
3rd distribution	29 July 2016 (interim payment)
Final distribution	by 28 October 2016 (remaining payment)
Deferred Distribution Option: with guaranteed payment dates	
1st Distribution	22 July 2016 (interim payment)
Final distribution	by 28 October 2016 (remaining payment)
Flexible Loan:	
Loan credit limit	Established and available within 7 days from delivery
Loan Top-up	May be declared and remains at the discretion of AWB
Loan repayment	At any time OR automatic repayment via Deferred Distribution payment commencing from July
Loan availability	Loan draw down available until 30 September 2016
Harvest Loan:	
Loan credit limit	Established and paid within 7 days from delivery
Loan Top-up	May be declared and remains at the discretion of AWB
Loan repayment	Automatic repayment via Distribution payments commencing from March. Option to repay at any time.
Advance Payment:	
Harvest payments	Paid within 7 days from delivery
Final payment	by 28 October 2016 (remaining payment)
Top-up payment	May be paid and are at the discretion of AWB

The AWB Loan products and Advance Payment are paid, or credit limit is established, with reference to a 'nominated EPR' which AWB will publish at www.awb.com.au during the month of November.

The AWB Estimated Silo Returns Calculator provides up-to-date estimates of program return under the various pool payments options. Simply select the relevant pool program, a delivery region and site, a delivery grade and a quantity of tonnes to view an estimate of program returns.

How do Top-Ups work?

For growers who choose an AWB Loan product, a Top-Up represents an increase in your credit limit. For growers who choose the Advanced Payment option, a Top-Up is an additional payment.

We may advise growers in advance of potential dates of Top-Up payments or credit limit increases. The amount of Top-Up (if any) is dependent on a number of factors.

How does the underwriting operate (in relation to an AWB Loan product and Advanced Payment) and what are the key benefits of underwriting?

An underwriting charge applies when you select the Advanced Payment option or an AWB Loan product.

Underwriting protects you against certain market risks that are out of your direct control, including fluctuating domestic and global wheat prices; fluctuation in the Australian dollar; overruns in supply chain costs; quality claims or execution related costs.

Underwriting protects you to the extent that the total amount payable to you under the Advanced Payment option or

the AWB Loan product (adjusted for supplier liabilities, payment errors and reduced by any encumbrances that have priority at law) is less than:

- in the case of the Advanced Payment, the aggregate of all amounts paid to you under the Advanced Payment option; and
- in relation to an AWB Loan product, the amount required to repay the amount owing to us.

In such circumstances, our recourse against you in relation to the amounts that we have paid to you is limited to so much of the final amount that is applied under the Terms and Conditions to satisfy that debt. Our recourse is not limited to such amount to the extent that the deficiency arises because we have had to discharge any encumbrances over your grain or to satisfy supplier liabilities relating to your grain. Underwriting does not cover payments made in error or overpayments. In these circumstances you will be required to repay those amounts. Additionally, our recourse is not limited if you are in default of your contract with us.

Exposure to costs incurred in the AWB Harvest Pool

By committing grain to the AWB Harvest Pool you may be exposed to, or benefit from, costs incurred by the AWB Harvest Pool being spread across some or all of the participants in that program. The allocation of costs across participants is at the discretion of the Manager. The spreading of costs by the Manager means that the impact of one off events that may directly affect costs in a particular site or region may be spread beyond that site or region. AWB will publish site based costs in the ESR calculator and will advise of any material change to the estimated costs.

What are the fees and charges and how are they paid?

All fees, expenses and costs arising from the establishment and operation of the AWB Harvest Pool and the marketing and sale of the grains (including costs associated with hedging activities) are deducted from the gross proceeds received by us when we sell the grain. These costs and charges include fees paid to related entities of AWB for services rendered. The net return from the sale of the grain is returned to you as consideration for the sale of your grain to us after taking into account the costs of handling and moving grain to port (which may differ on a site basis). For more information about the estimated return and site related costs, please see the next section “**How is the estimated return quoted and does it take account of fees and charges?**”

The fees applicable for the AWB Harvest Pool are;

Fees: Applicable to all program participants	
Management Fee – Wheat	\$6.90 per tonne
Fees: Program fees that may be applicable to participants	
Ticket reversal administration fee	\$200.00
Encumbrance administration fee	\$200.00
Washout administration fee	\$200.00
Fees: Applicable to finance payment options	
Finance fee (Advance payment)	Set in November, published on the AWB ESR Calculator, see at www.awb.com.au
Variable Interest rate (AWB Loans)	Currently 3.99%, published at www.awb.com.au
Underwriting fee (all finance products)	\$2.00 per tonne
Fees: Royalties and Levies	
End Point Royalties	Charged to all grower participants who use seed varieties that are subject to end point royalty collection arrangements.
Commonwealth, State and Association grain levies	We recover all compulsory statutory levies on behalf of government authorities and where instructed.

How is the estimated return quoted and does it take account of fees and charges?

The published Harvest Pool estimated return is quoted on an Australian dollar port price basis and is net of all establishment, operating, sales and marketing expenses, general expenses and costs, including costs associated with hedging activities and will include any applicable port differential. The Harvest pool estimated return does not include the costs of handling and moving grain to port. These costs differ between sites and are charged to you in relation to each delivery of your grain based on your delivery location.

Due to regional differences in price, demand and supply factors and certain costs and liabilities we manage the Harvest Pool on a geographic basis (Western Australia, South Australia, Victoria/ Southern NSW and Northern NSW/Queensland) and publish different estimated returns for each port zone within each geographic region.

The market value or the proceeds received by us when selling grain in each port zone within a geographic region may be different. AWB will therefore calculate an estimate of the 'port differentials' for each geographic region. For a given geographic region the port differential may be zero, a premium or a discount and will apply to all grades acceptable in the Harvest Pool. The Harvest Pool estimated returns are quoted inclusive of any applicable port differential

Despite the different estimated returns for each port zone, the AWB Harvest Pool is managed on a national basis and growers may share in the benefits, risks and costs of the larger national program as determined by us.

Our estimates and projections (including in relation to the published estimated returns) are based on assumptions made by us as to developments in the relevant grain market. They are estimates and projections only and we cannot and do not guarantee that the estimates and projections will be met. A range of factors (including those identified in this document) affect the performance of the Harvest Pool, many of which are beyond our control.

How do we manage the AWB Harvest Pool risks?

There are risks involved in marketing grain in Australian and international commodity markets. There are explicit production and price risks, and also a number of implicit risks associated participating in the AWB Harvest Pool. Due to the nature of the risks, quantifying and managing such risks is a complex task.

As part of Cargill's global network of businesses we seek to manage and mitigate the risks associated with the AWB Harvest Pool as follows:

Production Risk: Generally, production and delivery risk rests with growers. The Manager is in the business of on-selling the physical grain you commit to the Harvest Pool to third parties and may enter into commodity futures or options arrangements or engage in hedging against fluctuations of currency (including using derivatives). As we rely on your delivery of the grain you have committed to the AWB Harvest Pool, if you are in default of your obligations, including your obligation to deliver committed grain, the AWB Harvest Pool may suffer loss (including loss of profit). If a grower fails to deliver committed grain, we may at our discretion recover that loss by (a) buying grain on behalf of the defaulting grower and delivering it to the AWB Harvest Pool and claiming the money so expended plus interest and costs from the defaulting grower or (b) claiming from the defaulting grower the difference between the estimated return for the undelivered tonnage and the cost (if higher) of buying replacement grain, plus administrative costs or (c) requiring payment of the management fee (or part thereof) that would have been paid had the grain been delivered or (d) wash out the grower's contract, in accordance with the Terms and Conditions.

Liquidity Risk: To manage liquidity risk, AWB has negotiated funding arrangements with financial institutions and other finance providers to provide a

funding base for the term of the AWB Harvest Pool. Upon delivery of the Contracted Tonnage the AWB Harvest Pool would hold a portfolio of assets to cover unforeseen funding requirements.

Fluctuation in expected volumes of supply or demand: The Manager reviews and analyses key factors that impact domestic and global grain markets, including macroeconomics, weather, supply and demand, exports, production changes, consumption and government programs with a view to formulating marketing and risk management strategies that support estimated returns.

Deliveries outside specifications: To minimise the risk of your deliveries being outside of the Grain Receival Standards, which could lead to your grain being rejected, we publish acceptable grades and links to applicable Bulk Handler or Grain Trade Australia receival standards at www.awb.com.au. This is particularly important because if your load is rejected you will still be expected to deliver the Contracted Tonnage. Please be aware of the limited grades acceptable under the Harvest Pool. Please call our grower services centre on 1800 447 246, visit www.awb.com.au, or speak to your local AWB representative for a full list of acceptable grades.

Fluctuation of grain prices: Management of grain price risk can be broken into three key components; currency (FX), commodity price and basis risk.

Currency and Commodity Price risk:

In today's volatile markets, growers look for a steady hand of experience to help them manage their exposure to commodity price risk. For years, Cargill has been identifying, measuring and managing its own exposure to risk.

The strategy involves participating in and being exposed to a mix of domestic and export market opportunities over a set time frame. However, the relativities between Australian wheat prices and global commodity markets cannot be ignored and we will hedge using a mix of domestic and international market sales and hedges to manage price risk. Commodity hedging may be undertaken in local and international commodity exchanges and may include a combination of wheat and feed grain futures and options and may also include intra-market spread trades. To minimise the effects of adverse movements in the exchange rate we have in place a hedging framework designed to reduce currency risk over the term of the Harvest Pool. The hedging framework allows the use of FX forward and options contracts and may include the buying and selling of both of these instruments.

Basis Risk: Broadly, basis can be described as the difference between any two price points. This is generally a cash price and the futures price of a particular commodity on a given futures exchange.

The factors that affect basis include expected supply and demand for grains at the storage and receival sites, supply and demand for transportation, variations in quality between what is grown and the futures contract, and the unavailability of substitutes at a particular location. To manage basis risk we employ a number of strategies including leveraging the Cargill domestic and global information network to structure and plan a targeted physical sales program. Cargill's extensive global information network is accessed to provide us with the most up to date supply and demand analysis to make decisions in physical and derivative markets. We also set minimum physical sales targets which seek to reduce basis risk over the term of the AWB Harvest Pool.

Freight, storage, infrastructure and logistics: Like all grain industry participants, the AWB Harvest Pool requires access to significant amounts of freight, upcountry storage, infrastructure and logistics support and is subject to increases in the costs thereof. AWB will publish an estimate of certain scheduled costs at time of contracting and will continue to provide updates should costs materially change. Certain execution challenges (including delivery interruptions and associated financial consequences) are sought to be mitigated by leveraging Cargill's local export execution and logistics teams. Similarly, participating in a national program provides the Manager with

increased flexibility to work through logistical issues by considering alternatives such as shifting of sales to different regions to minimise non-performance.

Counterparty insolvency, credit and performance risk: As a grain marketing vehicle the 2015/16 AWB Pools Trust is subject to non-performance risk by pool participants, suppliers and hedging counterparties. In circumstances where a participant in the AWB Harvest Pool is or becomes insolvent or otherwise defaults under its contract with AWB the performance risk of that participant in connection with their contract is shared amongst all AWB Harvest Pool participants and may also affect participants in other AWB Programs (and vice versa). In order to minimise non-performance exposures by growers we have the right to and enforce washout clauses to seek to recover any value lost in the program. In relation to sales, we seek to sell on terms which ensure we receive payment prior to passing of title.

Timing of sales: AWB intends to fully sell down the AWB Harvest Pool's grain over the period commencing from harvest and ending October 2016. The AWB Harvest Pool program will not carry an exposure from grain being sold into the program from prior AWB Programs (carry in) but may sell grain into a future AWB Program to manage the finalisation of the AWB Harvest Pool.

Attribution of sales: AWB at its discretion may choose to participate in sales depending on its ownership of grain and its market view. Once a decision to participate in a sale has been made AWB at its discretion may attribute sales activity across various AWB Programs that operate in a given region. Attribution of sales to a particular AWB Program may depend on physical grain ownership and the AWB Program's specific pricing strategy in place at the time of booking a new sale. Each AWB Program adopts a separate pricing strategy representing the time frame applicable to each AWB Program. The duration of the AWB Program may also be taken into consideration when making attribution decisions. AWB is under no obligation to effect sales of the grain committed to one AWB Program in priority to any of its other existing AWB Programs.

Single seasonal trust: The 2015/16 AWB Programs, including the AWB Harvest Pool, are managed as a series of sub-funds within a single, seasonal trust: the 2015/16 AWB Pools Trust. Further, we may at our discretion establish and manage local sub-programs within a sub-fund and references to the "AWB Harvest Pool" and to "sub-funds" in this document should be read accordingly. This seasonal trust structure seeks to protect the sub-funds within one seasonal trust from sub-funds within the seasonal trusts from prior or subsequent crop years. Some fees, costs and expenses are incurred in respect of the establishment and management of all the 2015/16 sub-funds, and are therefore apportioned between all of them. Where AWB incurs liabilities in managing the 2015/16 sub-funds that are referable to a particular sub-fund, it is able to attribute those liabilities to the relevant sub-fund.

However, as each sub-fund is part of single, seasonal trust if the liabilities of one of the 2015/16 sub-funds exceeds its assets, it is possible that those excess liabilities may be met from the assets of the other 2015/16 sub-funds.

Conflict of interest: Cargill Australia Limited (CAL) is appointed to provide services to AWB and the AWB Programs. CAL's extensive international network provides access to world markets for Australian grain and oilseeds.

As CAL and other members of the Cargill Group are in the business of grain marketing and trading on their own account, the objectives of the Cargill Group (as well as the way in which the Cargill Group seeks to achieve these objectives) may be different to that of the AWB Programs. For example, CAL may employ different hedging strategies and tools in conducting its own business as compared with providing similar services to the AWB Programs. Consequently, the financial performance of CAL in conducting its own business is not indicative of the financial performance of the AWB Programs.

In order to manage any potential conflicts of interest that may arise between the interests of CAL or its associates and related bodies corporate and the AWB Programs or between AWB managed programs, the directors of AWB and CAL will at all times pay regard to their obligations and will ensure that all such potential conflicts are resolved fairly.

The foregoing is not a complete list of the risks involved in selling your grain to an AWB Program. You should read the Terms and Conditions in its entirety and consult with your advisers before making an offer to sell your grain to any AWB Programs.

Governance

AWB has implemented a number of policies and procedures to ensure it is able to achieve its commitment to conducting the AWB Programs in a way that promotes fairness, transparency and accountability. This includes adhering to Cargill's Guiding Principles and having each AWB Program independently audited prior to finalisation. Our policies and procedures enable us to meet marketplace expectations of sound corporate governance practices and cover such areas as governance, program access and origination, program returns and payments, interaction between business areas and risk management policies which include program closure, foreign exchange and commodity risk.

Important Notice - Disclaimer

This document (Guide) has been prepared by AWB Harvest Finance Pools Pty Ltd as trustee for the 2015/16 AWB Pools Trust (ABN 95 836 060 571) (in this document 'AWB', 'we', 'us' or 'our') for circulation to growers ('you') who are 'eligible growers' and is not intended for use by any other person. This Guide contains information of a general background or summary nature about certain aspects of the AWB Harvest Pool and the 2015/16 AWB Pools Trust but is not comprehensive and accordingly you should not base your decision or action solely on the information in this Guide. Please refer to the 2015/16 AWB Harvest Pool Payment and Finance Options Terms and Conditions (Terms and Conditions) for the full terms and conditions governing that program. Certain capitalised or otherwise highlighted terms used in this Guide refer to those terms as defined in the Terms and Conditions. References to the Harvest Pool estimated return' in this Guide are references to the 'Estimated Pool Return' as defined in the Terms and Conditions. Nothing in this Guide constitutes financial product or investment advice, a risk management strategy, a recommendation or an offer with respect to the AWB Harvest Pool or the 2015/16 AWB Pools Trust. No representation or warranty is provided in relation to the accuracy, completeness or reliability of the information contained herein. The contents of this Guide remain subject to change without notice and we are not under any obligation to correct or update its contents. Any estimates, forecasts or other forward looking information in this Guide are based on many assumptions and are subject to significant uncertainties many of which are outside of our control. Nothing in this Guide should be relied upon as a representation as to future matters. This Guide is not the basis for any contract for us to buy grain from you, or for us or our associates and related bodies corporate (as defined in the Corporations Act 2001) (Associates) to enter into or arrange any type of transaction as a consequence of any information contained herein. To the fullest extent permitted by law, neither us nor any of our Associates (or any of our or their directors, employees or agents) accept any liability for any loss or damage arising out of the use of all or any part of this Guide.

This disclaimer section will prevail in the event of any inconsistency other provisions of this Guide.

In particular, when allocating sales opportunities, CAL has agreed to ensure that all such opportunities will be allocated in a fair and equitable manner between its own trading business and the AWB Programs.

Geopolitical risks: We take advantage of our access to Cargill's global network in buying, selling, marketing and distributing grains to minimise the potential adverse impact of uncertainties such as international political development, changes in government policies, restrictions on foreign trade and government sanctioned embargos, currency repatriation and other developments in the laws and regulations of countries in which the end customers reside.

Key personnel: CAL, as a service provider to AWB and the AWB Programs, employs a dedicated management team. The management team sets strategies for and oversees the operation and management of the AWB Programs in addition to working with the broader team to seek opportunities to market and sell the grain. The risk of the death, disability or withdrawal of key personnel in the management team adversely affecting the operations and management of the AWB Programs is mitigated by Cargill's global strength. Should anything unforeseen arise in relation to key management resources Cargill has access to a global trading and marketing team to cover personnel changes.