

Scheme Particulars



**DATABANK ARK FUND
LIMITED**

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Preface

This document explains what you should know about this mutual fund before you invest. Please read it carefully. The Securities and Exchange Commission has licensed the Fund to operate as a mutual fund. The Securities & Exchange Commission assumes no responsibility for the correctness of any of the statements contained in this document.

The distribution of this document and the offering of the shares in certain jurisdictions may be restricted by law; persons into whose possession this document comes are required by the Fund to inform them about, and observe any such restrictions. This document does not constitute an offer to, and may not be used for the purpose of, or solicitation by, any person in any jurisdiction or in any circumstances in which such an offer or solicitation is not authorized or is unlawful.

The shares are offered on the basis of the information and representations contained in this document, and other documents referred to herein. Any further information and representations made by any person may not be relied upon as having been authorized by the Fund. Neither the delivery of this document nor the allotment of shares shall under any circumstances create any implication that there has been no change in the affairs of the Fund since the date hereof.

Before deciding whether to apply for shares, you should consider whether shares are a suitable investment for you. The market of shares can go up as well as down. Past performance is not necessarily indicative of future performance. If you need advice, you should consult a qualified investment representative for professional advice.

THE MANAGER

Name: Databank Asset Management Services Limited
Country of incorporation: Ghana
Registration Number: 65,985
Nature of Corporate form: Limited Liability
Address: 61 Barnes Road, PMB, Ministries Post Office, Accra
Telephone Number: (233-302) 610610
Fax Number: (233-302) 681443, 681442
E-mail address: damsel@databankgroup.com
Website: www.databankgroup.com
Date of incorporation: February 2, 1996
Amount of issued shares: 240,000
Paid up Capital: GH¢ 375,000
Names of Directors:
Keli Gadzekpo
Stephen Douglas Cashin
Daniel Ogbarmey Tetteh
Franklin Hayford
Kojo Addae-Mensah
Angela Ofori-Atta
Holding Company: Databank Financial Holdings Limited incorporated in Bermuda

DIRECTORSHIP DETAILS FOR DATABANK ASSET MANAGEMENT SERVICES LTD.

Name	Positions	Other Directorship	Address	Occupation
Keli Gadzekpo	Director	Enterprise Group Ltd. Databank Financial Services Ltd. Roman Ridge School Databank Epack Investment Fund Ltd.	P.O. Box M298, Accra	Investment Banker
Daniel Ogbarmey Tetteh	Director	XDS Data Ghana Ltd. Databank Ark Fund Ltd. UGBS Endowment Fund Future Leaders Investment Ltd.	P.O. Box AN 11749, Accra North	Investment Banker
Stephen Douglas Cashin	Director	Pan African Capital Group Flamingo Holdings Ltd., U.K Databank Financial Services Ltd. Databank Brokerage Ltd.	3120 Woodley RdWashington DC 20008	Investment Banker
Franklin Hayford	Director	Databank Brokerage Ltd. Databank Financial Services Ltd. Trust Bank Ltd, Gambia International Bank (Liberia) Ltd.	No. 45 9 th Estate Road, Kanda, Accra North	Business Executive
Kojo Addae-Mensah	Director	Databank Financial Services Ltd. Databank Brokerage Ltd. Databank Ark Fund Ltd. Databank Money Market Fund Ltd. Databank Epack Investment Fund Ltd. Databank Balanced Fund Ltd.	31 7 th Avenue, North Ridge, Accra	Banker
Angela Ofori-Atta	Director	Databank Financial Services Ltd. Enterprise Insurance Sickle cell Foundation Ghana Alpha Ghana	38 Ndebaninge Sithole Street North Labone	Psychologist/Lecturer

DIRECTORSHIP DETAILS FOR DATABANK ASSET MANAGEMENT SERVICES LTD.

The Manager also manages the following collective investment schemes:

Fund	Contact
Databank Epack Investment Fund Ltd.	P: (233-302) 610610 F: (233-302) 681443, 681442 E: info@databankgroup.com W: www.databankgroup.com A: 61 Barnes Rd. PMB, Ministries Post Office. Accra
Databank Money Market Fund Ltd.	P: (233-302) 610610 F: (233-302) 681443, 681442 E: info@databankgroup.com W: www.databankgroup.com A: 61 Barnes Rd. PMB, Ministries Post Office. Accra
Databank Balanced Fund Ltd.	P: (233-302) 610610 F: (233-302) 681443, 681442 E: info@databankgroup.com W: www.databankgroup.com A: 61 Barnes Rd. PMB, Ministries Post Office. Accra
Databank Educational Investment Fund Ltd.	P: (233-302) 610610 F: (233-302) 681443, 681442 E: info@databankgroup.com W: www.databankgroup.com A: 61 Barnes Rd. PMB, Ministries Post Office. Accra

BOARD OF DIRECTORS OF THE FUND:

Name	Position	Other Directorship	Address	Occupation
Dr. Joyce Aryee	Chairman	Stanbic Bank Ghana Ltd. Central University College GLICO General MAN Ghana Ltd. Newmont Gold (Gh) Ltd. Kinross Ltd. The Roman Ridge School MBG Ltd.	P.O. Box AN 15007 Accra-North	Management and Environmental Consultant
Dr. Adelaide Kastner	Director	Ghana Immigration Service Board World Vision Ghana Ghana Christian University College Tariff Advisory Board, Ministry of Trade and Industry	P.O. Box MB 115, Ministries	Senior Lecturer

William Oppong -Bio	Director	Supercare Group Ltd. SCL Technologies Ltd. Fruittiland Ltd. Fruittiland Beverages Ltd. Isopanel Ltd. Tradex Global Ltd. Supermart Interiors Services Ltd. Amatin Agro Processing Company Ltd. Amatin Starch Company Ltd. Central Sugar Company Ltd. Spam Agro Processing Company Ltd.	No. 20 Neoplan Street Avenor, Near ECG Accra-West	Business Executive
INTERESTED DIRECTORS				
Kojo Addae-Mensah	Director	Databank Financial Services Ltd Databank Brokerage Ltd. Databank Epack Investment Fund Ltd. Databank Money Market Fund Ltd. Databank Balanced Fund Ltd.	31 7 th Avenue, North Ridge, Accra	Banker
Rev. Daniel Ogbarmey Tetteh	Director	Databank Asset Management Services Ltd. Databank Educational Investment Fund Ltd XDS Data Ghana Ltd. UGBS Endowment Fund Future Leaders Investment Limited	P.O. Box AN 11749	Investment Banker

Custodian

Name of Custodian: Stanbic Bank Ghana Limited
Country of incorporation: Ghana
Address: Stanbic Bank Ghana Limited
Head Office Branch
P.O. Box CT 2344
Cantonments Accra, Ghana
Principal Business Activity: Banking Services

Full description of principal activities:

The principal activity of the Stanbic Bank Ghana Limited is Universal Banking. Stanbic Bank Ghana Limited set up its Custody department in 2004 to take advantage of the broader Standard Bank group's expertise in investor services.

The Auditors

Name of Auditor Baker, Tilly, Andah and Andah
Address: C645/3 4th Crescent
Asylum Down, Accra
P. O. Box CT5443
Cantonments, Accra
Tel: (+233) 302 52372, 246 817128
E-mail: info@bakertillyandahandandah

The Company Secretary

Name: Dorcas Taylor
Address: P.O. Box CT 203,
Cantonments,
Accra
Tel: (+233) 0302 610610
Fax: (+233) 0302 681442/3
E-mail: dorcas.taylor@databankgroup.com

The Lawyer:

Name: Geta Striggner-Quartey
Address: P. O. Box 11564
Accra-North
Tel: (+233) 0302 610610
E-mail: geta.striggner-quartey@databankgroup.com

The Register

The Register may be inspected at the offices of the Manager:
Databank Asset Management Services Limited
No.61 Barnes Road
Adabraka, Accra

Tel : (233-302) 610610
Fax: (233-302) 681443, 681442
E-mail: info@databankgroup.com

CONSTITUTION AND OBJECTIVES OF THE SCHEME

Name of Scheme	Databank Ark Fund Ltd
Date of Incorporation	April 27, 2007
Date of Establishment	July 10, 2009
Nature of Scheme	Authorized Mutual Fund
Promoters of the company	Databank Asset Management Services Limited
Duration of Scheme	Indefinite

INVESTMENT OBJECTIVE, POLICY AND RESTRICTIONS

Investment Objective

To aid socially responsible investors in achieving capital growth by aligning their risk-return preferences with their values.

Investment Strategy

The Fund seeks to achieve its objective through investment in a diversified portfolio of equities and fixed income instruments such as government securities and corporate bonds. The Fund will typically invest 30-35% in equities to provide the potential for capital appreciation and dividends. The remaining 65%-70% will be invested in fixed income securities.

Investment Policy

- a. The Fund's investment will include the following:
 - i. The Fund may invest in equity securities trading on regulated markets;
 - ii. The Fund may invest in equity securities not listed or quoted on a stock exchange, such investments may not exceed 15% of its total net asset value;
 - iii. Commercial paper;
 - iv. Bankers' acceptances;
 - v. Certificates of deposit;
 - vi. Corporate bonds;
 - vii. Debt obligations issued or guaranteed as to principal and interest by the Ghana government or its agencies such as Government of Ghana, Bank of Ghana, Municipal authorities; and
 - viii. Repurchase agreements, which may be viewed as a type of secured lending by the Fund.
- b. The Fund may invest up to 30% of the scheme's total net assets value in government securities of the same issue.
- c. In the interest of prudent and efficient management of the Fund, the Manager will maintain discreet levels of liquidity.
- d. The Manager may invest up to 10% of the interests of the scheme in collective investment schemes managed by the Manager or by an associate of the Manager.

Base Currency

The base currency of the Fund is the Ghanaian cedi

Annual accounting period

The accounting date for every financial year is 31st December.

Investment Restrictions

The investments of the Fund will be subject to the following restrictions:

The Fund will not purchase shares in alcoholic and tobacco companies as well as companies engaged in activities considered harmful to society. Examples of such activities include arms and ammunition, environmental pollution among others.

Except with the prior approval of the Commission, the manager shall not for or on behalf of a scheme,

- a. Invest in commodities, futures or options;
- b. Invest more than 10 per cent of the net asset value of the scheme in any type of real estate other than the securities of real estate companies or companies that have engaged in real estate investment activities;
- c. Invest more than 25 per cent of the net asset value of the scheme in securities issued by a single issuer;
- d. Invest more than 10 per cent of the net asset value of the scheme in any particular class of securities issued by a single issuer;
- e. Invest more than 10 per cent of the net asset value of the scheme in other collective investment schemes;
- f. Invest more than 15 per cent of the total net asset value of the scheme in securities not listed or quoted on an authorized stock exchange,
- g. Purchase securities on margin, except that the manager may obtain such short term credit as may be necessary for the clearance of purchases and sales of securities constituting or to be included in the assets of the scheme;
- h. Make any investment that will result in the manager, trustee or the scheme gaining management control of a company in which the investment has been made;
- i. make short sales of securities or maintain a short position;
- j. Acquire any securities which are unpaid or partly-paid for;
- k. Apply any part of the assets of the scheme in the acquisition of an investment which is likely to involve the scheme in any liability, contingent or otherwise;
- l. Enter into underwriting or sub-underwriting contracts in relation to the subscription or purchase of any investment; or
- m. Invest in any securities of a class in a company or other body if any officer or collectively officers of the manager of the scheme own more than 5 per cent of the total nominal amount of the securities of that class issued by the company or body.

Borrowing powers

The Fund will not borrow more than 15% of the total net assets of the Fund at the time of borrowing and then only for liquidity purposes. The following provisions shall apply in connection with the borrowing:

- a. the borrowing may be from the trustee or the custodian or any associate of any of them on the best commercial terms;
- b. the aggregate outstanding of borrowings whether in local or foreign currency at any time shall not exceed 15 per cent of the net value of the assets of the scheme;
- c. any interest on the borrowing and expenses incurred in negotiating, entering into, varying, carrying into effect and terminating the borrowing arrangements shall be payable out of the assets of the scheme;
- d. for the purposes of securing the borrowing, board of directors of a mutual fund is entitled, with the concurrence of the manager, to charge or pledge in any manner all or any part of the assets of the scheme, and where any part of the assets of the scheme or any document of title of the assets is for the time being under the custody and control of a person other than the trustee or custodian in consequence of any charge or pledge, the provisions of these Regulations as to the custody and control

of the assets of the scheme or the documents of title to the assets shall be deemed not to have been infringed;

- e. any charge or pledge on the assets of the scheme shall be made upon the terms that no action shall be taken to enforce the security constituted until thirty days after notice in writing has been given to the board of directors of the mutual fund demanding repayment of the monies secured;
- f. where borrowing is undertaken for the account of the scheme, assets that form a part of the deposited property may be registered in the lender's name or in the name of a nominee appointed by the lender; provided that the lender or its nominee, enters into a written commitment that under no circumstances will it pledge or obligate any part of the assets to any other person or use any part of them to margin, guarantee, secure, discharge or settle any borrowing, trades or contracts, or dispose of any part of them, or treat them as if any person other than the mutual fund and the lender had any interest in them.
- g. Where the assets of the scheme or any part of the assets is registered in the name of a lender as security for a loan obtained for and on behalf of the scheme, the trustee or custodian is liable for any act or omission of the lender or the lender's agent with respect to the property.
- h. Any cash raised by borrowing for the scheme shall constitute a part of the assets of the scheme.

Management of the Fund

- a. The manager shall manage the mutual fund on a day to day basis, select investments to be owned by the company and carry out any other functions assigned to it under contract from the mutual fund.
- b. The manager shall be subject to the directions of the directors of the mutual fund and shall perform the normal functions carried out by the managing director of a company.
- c. Where the directions given to the manager by the directors of the mutual fund contravene this Law or any other enactment, the manager shall refer the matter to the Commission for guidance.
- d. The manager of a mutual fund shall maintain such minimum paid up capital and have the amount and type of financial and material resources as may be directed by the Commission.
- e. The manager shall not allow the property of the company to be used or invested contrary to the investment restrictions under this Law or Regulations made under this Law.
- f. The manager shall ensure that its directors or other persons concerned with the management of its business have the necessary qualifications and experience required by the Commission.
- g. The manager shall act in accordance with investment policies laid down by its directors and the provisions of this Law.

The Fund has appointed Databank Asset Management Services Ltd., the Manager to provide administrative services, manage its business affairs and invest its assets, including the placing of orders for the purchase and sale of portfolio securities.

The Board of Directors is responsible for the Fund's management and control, including the determination of investment policy.

The Manager also manages the Databank Epack Investment Fund, Databank Money Market Fund, Databank Balanced Fund Ltd. and Databank Educational Investment Fund Ltd. Databank Asset Management has been investing on behalf of clients over the past 18 years and provides investment management and advisory services to collective investment funds, pension schemes, endowment funds and individuals.

Management of other schemes and portfolios:

- a. The manager of a scheme shall only deal with the management of licensed mutual fund schemes except that the manager may with the prior written approval of the Commission manage other investment portfolios subject to conditions that the Commission may impose.
- b. The manager of a scheme may manage more than one scheme if:
 - i. Each scheme has an investment officer;
 - ii. The names and characteristics of each scheme operated is disclosed to the investors of all schemes under the management;
 - iii. Separate accounts are maintained for each scheme; and
 - iv. The basis of allocation of expenses between each scheme is disclosed to the investors of all schemes under the management.
- c. The Manager is responsible for the actual management of the Fund's portfolio and constantly reviews the holding of the Fund in the light of its research analysis and research from other relevant sources. The responsibility for making decisions to buy, sell or hold a particular security rest with the Manager.
- d. The Fund pays the Investment Manager a monthly management fee as remuneration for services to the Fund. The fee is paid out of the net assets of the scheme at a rate of 1.5% per annum.

Custodian

Stanbic Bank Ghana Limited has been appointed Custodian of the Fund's assets, including the securities and cash of the Fund which will be held on behalf of the Fund either directly by Stanbic, or agents of Stanbic.

The Custodian shall ensure that assets are held in accordance with the Securities Industry Law 1993, (PNDC 333) as amended from time to time.

- a. The directors of a mutual fund shall appoint a custodian for the mutual fund which shall take into its custody or put under its control the property of the mutual fund which shall be held in accordance with the Law and any relevant agreement not inconsistent with the Law.
- b. The custodian of a mutual fund shall have such minimum capital requirement as may be determined by the Commission.
- c. The custodian may give notice to the Manager that it is not prepared to accept the transfer of assets in contravention of the Law and may require the Manager to give security for the transfer of assets.
- d. Subject to subsection (3), the terms of its contract of appointment and the Law, the custodian shall carry out the instructions of the Manager as regards investments which comprise the assets of the company.

The directors of a company applying to operate as a mutual fund shall appoint for the mutual fund

- a) a Manager which shall be a company incorporated in Ghana and independent of the mutual fund company; and
- b) a custodian which shall be independent of the mutual fund company and be a bank, an insurance company or any other financial institution approved by the Commission or a wholly owned subsidiary of any of them approved by the Commission.

The custodian shall have and maintain such minimum capital requirement as shall be determined by the Commission.

Dividend and Distribution Policy

The Fund passes its earnings along to its investors as “distributions.” The Fund earns interest from fixed-income investments as well as realized capital gains whenever it sells securities for a higher price than it paid for them. These “distributions” if any are distributed annually on the income allocation date which will be the end of the financial year, 31st December, depending on the dividend policy adopted by the Directors of the Fund. The dividend policy shall be such that any dividend distribution will not jeopardize the Fund’s ability to operate effectively.

WINDING-UP

- a. If the Company shall be wound up, the liquidator may, with the sanction of a special resolution of the Company and any other sanction required by the Companies Code or by the Bodies Corporate (Official Liquidations) Act, 1963 (Act 180), divide among the members in specie or kind the whole or part of the assets of the Company, whether they shall consist of assets of the same kind or not, and may for such purpose set such value as the liquidator considers fair upon any assets to be divided and may determine how such division shall be carried out as between the members or different classes of members.
- b. The liquidator may, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the members as the liquidator, with the like sanction, shall think fit.
- c. Notwithstanding the foregoing, no member shall be compelled to accept any securities whereon there is any liability.

CHARACTERISTICS OF INTEREST IN THE SCHEME

Organization of the Fund

The Fund was incorporated under Ghanaian law on 27th April, 2007. It has authorized shares of 500,000,000 common shares of no par value. Each share has one vote. At the time of incorporation,, the Company was capitalized with GH¢1,000 (¢10, 000,000 old cedis).

An investor will be entitled to participate in the property and the income of the Fund in proportion to his holdings. The Fund may declare dividends by an ordinary resolution in respect of any year. Any dividends will be declared on a per share basis.

The shareholders of the company have the same rights of a shareholder under the Companies Code, 1963 (ACT 179).

Share Certificates

Contract notes shall be issued to prospective shareholders in respect of purchase of shares as evidence of title of shares.

Votes of Members

On a show of hands, each member and each proxy lawfully present at the meeting shall have one vote, and on a poll, each member present in person or by proxy shall have one vote for each share held by him;

In the event of a postal ballot being directed pursuant to sub-sections (6), (7) and (8) of Section 170 of the Companies Code, 1963 (ACT 179) each member entitled to attend and vote at the meeting shall have one vote for each share held by him.

VALUATION OF ASSETS, CHARGES, DISTRIBUTION AND FEES

Valuation and pricing

- a. The offer and redemption prices of a scheme shall be calculated on the basis of the net asset value of the scheme divided by the number of interests outstanding.
- b. The offer and redemption prices of a scheme may be adjusted by the fees, levies and charges permitted to be made from the assets of the scheme in accordance with the regulation.
- c. An issue price quoted or published shall be the maximum price payable on the purchase of interests and the redemption price shall be the net prices receivable on the redemption of interests.
- d. There shall be no further charges payable by investors other than stamp duty or other taxes.

Pricing Fund Shares and Valuation

The price of Fund Shares, called the net asset value per share, shall be expressed in the base currency which is the Ghanaian Cedi. The net asset value per share will be determined in respect of any valuation day by dividing the net assets of the Fund, being the value of the assets of the Fund less liabilities, by the number of Fund shares then outstanding and shall be rounded up or down to four decimal places as the Board of Directors will decide.

The Fund determines the value of its debt securities by the amortised cost method which involves valuing a debt obligation in reference to its cost, rather than market value. An instrument is valued at cost and thereafter assumes a constant amortisation to maturity of any discount or premium regardless of the impact of fluctuating interest rates on the market value of the instrument.

While this method provides certainty in valuation, it may result in periods during which value, as determined by amortised cost, is higher or lower than the price the Fund would receive if it sold the instrument. Portfolio securities that are traded on a Stock Exchange are valued at the last trade price on the Exchange as of the close of business on the day the securities are being valued, or lacking any sales at the last available trade price. Securities traded in the over-the-counter market are valued at the last available trade price in the over-the-counter market prior to the time of valuation.

Valuation of unquoted securities

- a. The value of investments not listed or quoted shall be based on the net asset value per share based on the last available financial statements subject to an adjustment upwards or downwards of up to 10 per cent to take into account post-balance sheet market conditions except that any adjustment in the price by more than 10 per cent in view of market conditions may be made only in consultation with the Board of Directors of the Fund.
- b. The manager shall keep all records used to support the valuation of unquoted securities. The Net Asset Value (NAV) is the price at which shares are issued and is the basis for determining management fees and custodian charges. An initial fee of 1.0% is charged on any investment in the Fund after the initial offering period.

The Net Asset Value per share of the Fund is determined every business day as of close of trading on a Stock Exchange at 17:00 GMT. Shares will not be priced on days that trading does not take place on the Ghana Stock Exchange, and on days that banks are closed for business.

Remuneration of the Manager

- a. The Manager shall be entitled to receive as a fee the preliminary charge and the Management Fees set out hereunder. The price of issue will include a preliminary charge of 1.0% of the net asset value per share.
 - i. The preliminary charge shall not in any event exceed 7 percent of the issue price of an interest.

The preliminary charge shall be paid to the Manager upon receipt of the monies payable for all new shares issued. The preliminary charge is currently set at 1.0%

- b. The Management Fee shall be accrued daily and paid monthly and shall not exceed a maximum of 2% per annum of the average value of the property of the Fund. The Management Fee will be calculated as 1.50% of the value of the net assets of the Fund divided by 365 (or, in a leap year, 366) and multiplied by the number of days comprised in the relevant payment order. The management fee will be paid out of the property of the Fund.
- c. Any indirect tax chargeable in respect of services supplied by the Manager in consideration of the Management Fee shall be paid out of the assets of the Fund.

Remuneration of the Custodian

The Custodian is entitled to receive remuneration for its services which (together with any indirect taxation thereon) shall be paid out of the net assets of the Fund. Such remuneration shall consist of a periodic charge calculated in accordance with sub-clauses (b) and (c) below.

- a. Subject as stated herein, the periodic charge payable to the Custodian shall be calculated in respect of successive calendar quarterly periods ("Payment Periods") PROVIDED that no charge shall be payable in respect of the initial offer period and the first Payment Period shall begin on the day following the end of the initial offer period and end on the last day of the quarter in which such offer period expires and in respect of the first Payment Period the relevant valuation point shall be the first valuation point of the Fund following the end of the initial offer period;
- b. The amount of the periodic charge for each such Payment Period shall be calculated as such percentage of the value of the assets of the Fund divided by 365 (or, in a leap year, 366) and multiplied by the number of days (including fractions of a day) comprised in the relevant Payment Period
- c. For the purposes of calculating the Custodian's periodic charge in respect of any Payment Period, the net asset value of the Fund shall be determined by using the bid basis of valuation at the relevant valuation point. The relevant valuation point shall be the most recent point to have occurred; and
- d. In the event of a winding up of the Fund, the final Payment Period for the purpose of calculating the Custodian's periodic charge shall end on the day on which the final distribution in such winding up shall be made or, in the case of a winding up following the passing of an extraordinary resolution at a meeting of shareholders pursuant to the Regulations such other day as may be specified by the resolution of the terms of the Fund or proposal thereby approved.
- e. The calculation of the remuneration to which the Custodian is entitled under this Regulation shall be made without taking into account any indirect taxation in respect thereof.
- f. Any amount of remuneration payable to the Custodian calculated under sub-Regulation (b) above in respect of any Payment Period shall accrue on a daily basis and shall be paid to the Custodian on or as soon as possible after the date on which the relevant Payment Period ends.

Remuneration of directors

The fees of non-executive directors will be paid out of the property of the Fund after approval by shareholders at an annual general meeting.

Other Expenses Chargeable to the property of the Fund

- a. The Manager shall be entitled, out of the assets of the Fund, to make payments to service providers including registrars, auditors, and marketing and client services by way of remuneration for their services and to make payments by way of contributions to the expenses of regulatory bodies.
- b. The Manager shall be entitled, out of the assets of the Fund, to meet the costs incurred in connection with the production of certificates of title, distribution, stationery and the mailing thereof. Accounting and legal expenses; cost of maintaining the Fund's existence; cost of shareholders' reports and

meetings; and the cost of preparing and printing prospectus and statements of additional information will be borne by the fund.

Fees and Expenses

This table summarizes the fees and expenses an investor may pay if he or she invests in the Fund.

a. Shareholder Fees (Fees paid directly from your investment)

	Initial Charge	Redemption Charge
Databank ARK Fund	1%	None

b. Annual Fund Operating Expenses (Expenses that are deducted from fund assets)

	Management Fee	Custody Fees	Other Expenses	Total Fund operating Expenses
Databank ARK Fund	1.50%	0.50%	1.5%	3.5%

The annual management fee is taken into account in the pricing of the Fund. Other expenses cover items such as audit fees, accounting charges, administrative fees, marketing and client services, shareholder services and all other charges and expenses incurred in the operation of the Fund are taken into account in the pricing of the Fund.

Example

The effects of charges and expenses on an initial investment of GH¢100 in Databank ArkFund, assuming a growth rate of 20% a year is set out below.

The figures below are not guaranteed and serve only to demonstrate the effect of charges and expenses on an investment.

Years	Beginning Value	Investible Amt.	Total Value	Returns	Total Fees and Expenses	Get Back
1	100.00	99	118.80	19.80	4.16	114.64
2	114.64	114.64	137.57	22.93	4.81	132.76
3	132.76	132.76	159.31	26.55	5.58	153.73
4	153.73	153.73	184.48	30.75	6.46	178.02
5	178.02	178.02	213.62	35.60	7.48	206.15

THE ISSUE AND REDEMPTION OF INTEREST IN THE SCHEME

Issue of Shares

The shares of the Fund are not listed on the Stock Exchange. Applicants may set up a new account to buy Fund shares. When applicants buy Fund shares, the shares are purchased at the last published price.

Applicants can buy shares of the Fund within normal business hours on every business day that is between 8am GMT and 5pm GMT, except on statutory public holidays and through our partner locations that may also operate on Saturdays (hours vary depending on location).

The Manager will be available to receive request for the issue and redemption of shares between 8am GMT and 5pm GMT on Mondays to Fridays except on statutory public holidays and through our partner locations that may also operate on Saturdays. Applicants settling in a currency other than the base currency of the Fund may experience a delay in processing the application to allow for currency conversion. Payment of the total amount due should be made in Ghanaian cedis. However payment can be made in a freely convertible currency and the

necessary foreign exchange transaction will be arranged on behalf of and at the expense of the applicant. Shares will be issued and redeemed on any day except Saturdays, Sundays and statutory public holidays. The issued shares will not be listed on the Ghana Stock Exchange.

The issue of shares is conditional upon receipt of subscription monies and cleared funds by 5pm GMT on a valuation day. If timely settlement is not made an application may lapse and be cancelled. In such circumstances the Fund has the right to bring an action against the defaulting applicant to obtain compensation for any loss directly or indirectly resulting from the failure by the applicant to make good settlement by the settlement date.

No shares of the Fund will be issued during any period when calculation of the net asset value per share is suspended by the Fund.

Minimum Investments

The minimum initial investment value for all investors not on the regular investment plan is GH¢50. Additional investments should be a minimum of GH¢10.

The maximum Investments.

An investor may not purchase shares which will result in him/her holding more than 5% of the total value of the fund.

Investment Options

To buy shares on a new account,

1. Contact Databank or its Agents: You may buy Fund shares with cash or cheque, by contacting personnel or agents of Databank Asset Management Services Ltd. Relationship Managers of Databank Asset Management Services Limited will assist you, step-by-step, with the application to invest in the Fund.

2. By Mail:

To open a new account to buy Fund shares you need to:

- Complete and sign the attached application forms
- Write a cheque for the investment amount to the Databank Ark Fund Investment Fund Ltd. and mail the application and cheque to the Manager, Databank ArkFund Ltd, c/o Databank Asset Management Services Ltd., Private Mail Bag, Ministries Post Office, Accra, Ghana.

To buy additional shares for an existing account you need to:

- Write to the Fund specifying the name(s) on the account, the account number and the additional investment amount. The letter must be signed by the account holder(s).
- Make out a cheque for the investment amount to Databank Ark Fund Investment Fund Ltd., and
- Mail the letter and cheque to the Manager, Databank Ark Fund Investment Fund Ltd. at the same address as for new accounts.

3. By Bank Wire:

To open a new account to buy Fund shares:

- Mail or Fax the attached Application Form, completed and signed, to The Manager, Databank ArkFund Ltd., c/o Databank Asset Management Services Ltd., Private Mail Bag, Ministries Post Office, Accra, Ghana. Before sending instructions by wire,

please call us at Tel: (233-302) 610610; (233-289) 610610, weekdays from 0800GMT to 1700GMT (at that time we will provide you with details of our bank account to which the Fund, should be wired).

- Wire the instructions specifying the name of the Fund, your name, along with the investment amount. When you buy Fund shares, wire purchase instructions will be executed on the next business day. Your Bank may impose a fee for sending a wire. The Fund will not be responsible for the consequences of delays, in the banking wire systems.

To buy additional shares for an existing account:

- Before sending instructions by wire, please call us at Tel: (233-302) 610610; (233-289) 610610, weekdays from 0800GMT to 1700GMT advising us of your purchase.
 - Wire the instructions specifying the name of the Fund, your name and account number, along with the investment amount in the same manner as that for opening a new account.
4. By Regular Investments: This option is only available to those who would like to purchase shares through regular bank transfers. This is a purchase plan that allows you to transfer money automatically from your bank account on a monthly basis. The Fund will not be responsible for the consequences of delays and any charges imposed by your bank. The minimum amount for this option is GH¢5.00 per month. Contact Databank Asset Management Services for further information about this service.

ADDITIONAL PAYMENT AND RECEIPT OPTIONS

Please contact one of our Relationship Managers at (+233) 0302 610610 to find out about our additional payment and receipt options that are available online, through mobile money as well as through our partner banks.

New Standing Order Forms (through Zenith Bank)

Clients can now issue standing order instructions for the Databank ArkFund through Zenith Bank. There are no charges from Databank or Zenith for this convenience service but the client's bank may charge for the transfer.

Bank	Account #
Barclays	0481147239
Zenith Bank (of Ghana)	6010121191
United Bank of Africa	106226901580
Access Bank	1051770017863

Additional Purchase Information

Applications settling in a currency other than the base currency of the Fund may experience a delay in processing the application to allow for currency conversion. As soon as the price at which the shares are to be issued has been determined, the Fund will inform the applicant, if practicable, of the total number of shares allotted and the total cost including any applicable initial sales charge in respect of the number of shares applied for. Payment of the total amount due should be made in Ghana cedis. However, payment can be made in a freely convertible currency and the necessary foreign exchange transaction will be arranged on behalf of, and at the expense of, the applicant through the banking system as per Bank of Ghana regulations.

Subscription monies in cleared funds must be received on the valuation day before a purchase is made.

No shares of any Fund will be issued during any period when calculation of the net asset value per share is suspended by the Fund. Notice of any suspension will be given to applicants for shares, and applications made or pending during such suspension may be withdrawn by notice in writing received by the Fund prior to the lifting of such suspension. Unless withdrawn, applications will be considered on the first Valuation Day following the end of the suspension, as if received on that Valuation Day.

Redemption of Shares

You can sell some or all of your Fund shares within normal business hours on every business day. For redemption requests received before 5:00 p.m. on a working day, your shares will be sold at that day's closing price. For redemption requests received after 5:00 p.m., your shares will be sold at the next published price.

1. Contact Databank Asset Management Services Ltd.: To sell your shares, simply call at Databank Asset Management and you will be instructed on the procedure. Payment will be sent to the address to which the account is registered or otherwise according to your instruction at the redeemer's expense.
2. By Letter: You may also sell your shares by writing a letter of instruction that includes:
 - The name of the Fund;
 - Your account number;
 - The account registration name(s) and address
 - The Cedi amount or the number of shares you wish to sell, and
 - The signature of each owner as it appears on the account.
 - The name of the payee
 - Indemnity

Mail the letter to the Manager, Databank Ark Fund Investment Fund Ltd., c/o Databank Asset Management Services Ltd., Private Mail Bag, Ministries Post Office, and Accra, Ghana. If sending by email, please send your request to info@databankgroup.com.

A crossed cheque will be mailed to the names, and address in which the account is registered, or otherwise according to your instructions at the redeemer's expense.

3. By Telephone: To sell shares by telephone, first fax a redemption letter to us on (233-302) 681442/3. You must provide your account name(s), address, Fund, account number, National ID number or any valid identification number before you may redeem shares by telephone. All telephone redemption requests are recorded.
4. By Email: You may also sell your shares by sending a letter of instruction via e-mail that includes:
 - The name of the Fund;
 - Your account number;
 - The account registration name(s) and address
 - The Cedi amount or the number of shares you wish to sell, and
 - The signature of each owner as it appears on the account.
 - The name of the payee
 - Indemnity Form

Email a signed copy of the letter to info@databankgroup.com

5. By Electronic Transfer: Databank clients can now make withdrawals from their fund accounts straight to their CURRENT ACCOUNTS. To complete an electronic transfer form, clients are required to provide their current account numbers and their operating branch in addition to their Databank Fund account numbers on the Electronic transfer withdrawal form. Please contact a Databank Relationship Manager at (+233) 0302 610610 for more information. Again, clients need to provide a valid National Identification Card Number, e.g. passport, Voter's ID, Driver's license, NHIS ID, or National ID in order to be able to access this new product enhancement service.

If a redemption request would result in a shareholder's investment in the Fund being less than GH¢50.00 the Manager may redeem the full shareholding and pay the proceeds to the shareholder.

The right of redemption will be suspended with the approval of the SEC at times when:

1. any of the principal markets on which any substantial portion of the investments of the Fund quoted are closed otherwise than for ordinary holidays or during which dealings therein are restricted or suspended;
2. The existence of any state of affairs which constitute an emergency as a result of which disposal or valuation of assets owned by the Fund would be impracticable and;
3. There is a breakdown in the means of communication normally employed in determining the price or value of any of the investments of the Fund or during any other period when the Securities Exchange Commission (the "SEC"), by order, so permits.

Any such suspension shall be published in a Daily national newspaper by the Fund and shall be notified to shareholders requesting redemption of their shares by the Fund at the time of the filing of the request for such redemption. Under normal circumstances, prior to redemption requests, and before any payment will be made; the Manager must have received the registered share certificate(s), if any, to be redeemed and the duly completed transfer information. In the event that no share certificates are issued, evidence of the shareholder's investment will be via the shareholder's records in the register of the Fund.

Where the sale of equities on the GSE to meet liquidity needs will be detrimental to the interests of existing shareholders, the Fund will extend the redemption period to a maximum of 30 days with the approval of the Board of Directors. Any further extension will be referred to the SEC for approval.

The Board of Directors, with the approval of the Security Exchange Commission, is also authorized to extend the period for payment of redemption proceeds to such period as may be required by settlement and other constraints prevailing in the financial markets of Ghana.

Payment for shares redeemed will be made by a cross cheque drawn on a bank account with the custodian no later than five working days after the redemption request has been received.

The redemption proceeds will be remitted as requested by the shareholder and mailed to his address of record as shown in the shareholder's register.

If, in exceptional circumstances, the liquidity of the Fund is insufficient to enable redemption proceeds to be paid within the specified period above after the redemption request has been received, payment will be made as soon as reasonably practicable thereafter, but without interest.

Under normal circumstances, prior to redemption request, and before any payment will be made; the Manager must have received the registered share certificate(s), if any, to be redeemed and the duly completed transfer information. In the event that no share certificates are issued, evidence of one's investment will be via the person's records in the register of the Fund.

The price at which shares in the Fund are redeemed may be more or less than the cost to the shareholder depending on the net asset value per share of the Fund at the time of redemption.

A shareholder may not withdraw his request for redemption except in the event of a suspension of the valuation of assets of the Fund and, in such an occurrence, a withdrawal of a redemption request will be effective only if written notification is received by the Manager before termination of the period of suspension.

Reservations

The Fund may stop offering its shares at any time and may reserve the right to reject any order for the purchase or exchange of shares. The Fund may also modify the conditions of purchase at any time and such information would be included in the updated scheme particulars. The Fund reserves the right to close an account if, in the opinion of the Fund the account is suspected of being opened for fraud or money laundering purposes. The Fund reserves the right to revise or terminate the telephone redemption privilege at any time. In the event that a Fund suspends telephone redemption privileges you will still be able to redeem your shares by mail. A fax and telephone indemnity must be provided by anyone who wishes to send instructions by fax and telephone.

Publication of Share Price

The most recent issue and redemption prices will be published on the Databank website (www.databankgroup.com) after determination of the Net Asset Value on every business day.

Liability for Scheme Particulars

- A person responsible for issuing a document that contains the particulars of a scheme is liable to pay compensation to any person who
 - a. purchases or agrees to purchase interests in the scheme; and
 - b. suffers loss due to an untrue or misleading statement or the omission of any particulars required by the Unit Trusts and Mutual Fund Regulations, 2001 (the Regulations) to be in the scheme particulars.
- Where the form of scheme particulars requires details which are not relevant to the particular scheme, the omission of those details shall not be considered as an omission for purposes of the Regulations.
- A person shall not incur any liability under the Regulations for any loss in respect of interests in a scheme if the person satisfies the court that at the time when the scheme particulars were prepared or ought to have been revised the person reasonably believed, having made such enquiries as were reasonable, that the statement was true and not misleading or that the matter which caused the loss was properly omitted if:
 - a. the person continued in that belief until the time when the interests were acquired;
 - b. the interests were acquired before it was reasonably practicable to bring a correction to the attention of persons likely to acquire them;
 - c. before the interests were acquired the person had taken such steps as were reasonable for the person to have taken to ensure that a correction was brought to the attention of persons likely to acquire them; or
 - d. The person who acquired the interests was not influenced, or not influenced to any material extent, by that statement or would not have been influenced to any material extent, by the inclusion of the matter omitted in deciding to acquire the interest.
- A person shall not incur any liability under the Regulations if the person satisfies the court that:
 - a. before the interests were acquired, a correction was published in such a manner as to inform prospective participants in the scheme;

- b. the person took such steps as were reasonable to secure the publication and believed it had taken place before the interests were acquired;
- c. the purchaser acquired the interests with the knowledge that the statement was misleading or with the knowledge of the omitted matter; or
- d. the failure to revise the scheme particulars was because the person reasonably believed that the change or new matter was not such as to require a revision of the scheme particulars.

GENERAL INFORMATION

Information on Shareholders' Meetings and Reports

The annual and half-year financial reports will be published four months and two months respectively after the end of the accounting period.

The annual general meeting of shareholders will be held each year. Notices of all meetings will be published in the print media as the Board of Directors shall from time-to-time determine in line with SEC rules and will be circulated to registered shareholders at least twenty-one (21) days prior to the meeting. Such notices will include the agenda and specify the time and place of the meeting.

All correspondence to clients will be done via electronic mail. However, clients without the above mentioned mode of communication will have such correspondence mailed to their registered addresses. Copies of the constitution of the scheme, any amending instrument and the most recent annual and half-yearly reports may be inspected and obtained at the registered office of the Company No. 61 Barnes Road, Adabraka; PMB Ministries Post Office Accra.

Accounting Year

The accounting year of the Fund ends on December 31 in each year.

Meetings, attendance and voting

- a. The investors of the Fund shall meet for the transaction of business at such times and places as the Board of Directors of the mutual fund may determine except that the Manager shall hold such meeting at least once a year.
- b. The Board of Directors of the Fund shall at the request in writing of investors registered as holding not less than one-twentieth of the number of interests in issue or at the request of a trustee or custodian made in writing, convene a meeting of the investors within thirty days of the date of the request.
- c. The Manager may attend any meeting of investors but the Manager is not entitled to vote or be counted for a quorum.

Performance Information

For the purposes of advertising, performance will be calculated on the basis of average annual total return. Advertisements also may include performance calculated on the basis of total return.

The Fund's price will also be available daily at Databank's premises and on the Databank website.

Average annual total return quotations for the specified periods will be computed by finding the average annual compounded rates of return (based on net investment income and any capital gains or losses on the portfolio investments over such periods) that would equate the initial amount invested to the redeemable value of such investment at the end of each period. The return is expressed as a percentage rate which, if applied on a compounded annual basis, would result in the redeemable value of the investment at the end of the period.

Total return is computed on a per share basis. Total return generally is expressed as a percentage rate which is calculated by combining the income and principal changes for a specified period and dividing by the maximum offering price per share at the beginning of the period. Advertisements may include the percentage rate of total return or the value of total return. Total return may also be calculated by using the net asset value per share at the beginning of the period instead of the maximum offering price per share at the beginning of the period. Performance will vary from time to time and past results are not necessarily representative of future results. Shareholders should remember that performance is a function of portfolio management in selecting the type and quality of portfolio securities and is affected by operating expenses. Performance information, such as the described above, may not provide a basis for comparison with other investment or other investment companies using a different method of calculating performance.

Copies of Regulations

Copies of the regulations of the scheme can be inspected and obtained from Databank Asset Management Services Limited (“the Manager”) at No. 61, Barnes Road, Adabraka, Accra.

Material contract

The Management Agreement is between Databank Asset Management Services Limited and the Databank Ark Fund Limited. Copies of Management Agreement of the scheme can be inspected and obtained from Databank Asset Management Services Limited (“the Manager”) at No. 61 Barnes Road, Adabraka, Accra

Complaints

Complaints about the operation of the scheme may be made to Databank Asset Management Services Limited (“the Manager”).

Complaints procedure

- a. The Manager of a scheme shall maintain a register into which shall be recorded every complaint received, the date on which the complaint was received, and the details of it.
- b. The Manager shall investigate or cause the investigation of all complaints received in an expeditious manner.
- c. If, for any reason, the complaint is not settled to the satisfaction of the complainant within three months after its receipt by the Manager, the Manager shall give notice to the Commission of the details of the complaint, the action taken in response to it and inform the complainant that the Commission has been notified and provide the date of the notice.
- d. After receipt of the notice, the Commission shall investigate the complaint and provide the complainant with such redress as is provided under the Law.

Account Information Changes

To change information regarding an account (including a new address, change of beneficiary, or change in the automatic investment plan), Shareholders must send the new information to Databank Asset Management Services Limited. Please mail the new information to Databank ArkFund Limited, PMB Ministries Post Office, Accra.

Include Shareholder’s Databank Ark Fund account number, as well as name, address, signature and phone number, along with the new information. Shareholders may fax this information to Databank ArkFund Limited, (+233) 0302 681442. Shareholders may confirm receipt of this information by calling Databank Asset Management Services Ltd at (+233) 0302 610610.

ADDITIONAL INFORMATION

There is no assurance that the Fund will achieve its investment objective. The investment of the Fund will be subject to normal market fluctuations and other risks inherent in investing in securities and there can be no assurance that any appreciation in value will occur.

The value of investments and the income derived therefrom, which is linked to the net asset value of the Fund, may rise or fall resulting in the possibility of the investor not realizing his initial investment. An investor who sells shares after holding for a short period may, in addition, not realise the amount originally invested.

Investing in securities in Ghana and other newer emerging markets, involves certain considerations not usually associated with investing in securities of issues in more developed capital markets. Such risks may include:

- a. *Greater economic uncertainty;*
- b. *The small size of the markets for securities and low volumes of trading resulting in illiquidity and price volatility; and*
- c. *The relative lack of publicly available information on listed companies.*

There is the possibility of delays in the settlement of trades which may result in periods when the assets of the Fund are invested and no return is earned thereon. Shareholders who purchase shares using foreign currency may be subject to significant fluctuations of currency rates. Changes in foreign currency exchange rates will affect the value of securities when translated into the currency with which the shareholder invested.

Investment in equity securities carries greater risks than investment in government instruments and investors should be aware that while equity securities can be extremely rewarding, the risks are consequently higher. Investors should regard investments in the Fund as medium to long-term in nature and should expect a moderate level of volatility due to the relatively moderate level of risk involved.

A principal risk of investing in the Fund is associated with its equity investments. In general, stock values fluctuate in response to activities specific to the company as well as general market, economic and political conditions. Stock prices can fluctuate widely in response to these factors.

Some other risk factors are:

Credit risk: This refers to the possibility that the issuer of a security will be unable to make interest payments and or repay the principal on maturity.

Interest rate risk: This refers to fluctuations in the value of a fixed-income security resulting from changes in the general level of interest rates.

Operational Risk: The Fund will invest through the services of brokers and custodians. This is no guarantee that these parties will not fail to trade or discharge their obligations as expected.

This risk can lead to the incurring of costs related to the replacement of the deal (replacement risk). Again this kind of risk may take the form of settlement risk when the Fund pays cash or delivers securities but the other party delays execution thereby causing illiquidity which may be critical. While the Manager and the custodian of the Fund intend to use the services of only the best qualified parties, the choice of available options may be limited. Investors in the Fund will have to understand that they may have to bear such risk:

Market Risk: The value of your investment may decline due to fluctuations in the market.

Liquidity Risk: This risk exists when particular investments are difficult to purchase or sell, possibly preventing the Fund from selling out of these illiquid securities at an advantageous price. This could lead to extended withdrawal periods due to the Funds inability to meet redemption request.

In addition, the mutual fund is particularly subject to the risk that the purchasing power of your investment may be eroded overtime by inflation. The Investment Manager actively manages the Fund's assets to reduce the risk of losing any principal investment as a result of the above mentioned.

Taxation

Taxation of Shareholders

The interest or dividends payable to a member of a mutual fund is currently exempt from tax.