

Information Booklet

**PROVEN**

ROCK

THINK • FORWARD

INNOVATIVE THINKING FOR SUCCESSFUL RETIREMENT

THINK ●

## INTRODUCTION

PROVEN Rock (the "Scheme") is an Approved Retirement Scheme registered by the Financial Services Commission (FSC) under the Pensions (Superannuation Funds and Retirement Schemes) Act, 2004 (the "Pensions Act"). This Scheme has been established to enable residents of Jamaica to accumulate tax deductible Contributions during their working years and invest towards a pension income upon retirement. The pension you will receive at retirement may be subject to applicable income tax at that time.

The contents of this Information Folder are subject to the more detailed provisions of the Master Trust Deed and Rules, the legal document which established the Scheme. Should there be any point not covered in this folder, or any dispute as to its meaning, the provisions of the Master Trust Deed and Rules of the Scheme will prevail.

## GOVERNANCE OF THE SCHEME

PROVEN Rock is established by Proven Fund Managers Limited (PFML) (the "Sponsor") a subsidiary of PROVEN Investments Limited, under trust to the Board of Trustees (the "Trustees") for the benefit of the Members and their beneficiaries. This means that the Trustees hold the assets of the Scheme separately from those of the Sponsor (PFML). The Trustees are nominated by Proven Fund Managers and the Participants and appointed by the Sponsor in accordance with the Pensions Act.

A minimum of three (3) Trustees must be appointed to serve as the Board of Trustees and will be constituted as follows:

- Sponsor Trustee(s) nominated and appointed by the Sponsor
- At least one Member Trustee appointed by the Sponsor having been nominated and elected by the active Members of the Scheme
- At least one Pensioner Trustee appointed by the Sponsor on the nomination and election by the Pensioners and/or Deferred Pensioners, where the Scheme comprises 30 or more Pensioners and/or Deferred Pensioners.

Except for reasons such as death or resignation, a Member Trustee or Pensioner Trustee may not be removed except by a majority vote of the active Members or Pensioners and/or Deferred Pensioners as the case may be.

PROVEN Fund Managers Limited (PFML) is also the appointed Administrator and Investment Manager for the Scheme, and is therefore responsible for the day-to-day administration and investment management of the Scheme.

## ELIGIBILITY FOR MEMBERSHIP

You are eligible for membership in PROVEN Rock if you are a resident of Jamaica between the ages of 18 and 69 years who:

- Is either self-employed, or employed in a non-pensionable post, and does not otherwise contribute to an Approved Superannuation Fund ("ASF") or another Approved Retirement Scheme ("ARS");
- On termination of employment, have elected to transfer your pension benefits from an ASF to PROVEN Rock;
- Wants to transfer your pension benefits from another ARS to PROVEN Rock or
- Is otherwise permitted to participate in PROVEN Rock subject to applicable legislation or approval from the Financial Services Commission ("FSC").

## JOINING THE SCHEME

You may apply to be enrolled as a Member in the Scheme by consulting with a licensed PROVEN Advisor, completing an Application for Enrolment form and submitting along with other required documents including:

- Valid government issued picture identification (e.g. Driver's License, National ID or Passport)
- Copy of Taxpayer Registration Number (TRN)
- Proof of Address (e.g. utility bill, letter or statement from a financial institution)
- Salary Deduction or Standing Order authorization
- Application for Exemption on Contributions to an ARS (for employed persons)
- Proof of Membership in another ARS or ASF, where benefits will be transferred.

Upon completion of enrolment and receipt of your initial contribution, a Membership Certificate will be issued to you confirming your membership in the Scheme.

Your Membership Certificate will outline all your unique PROVEN Rock Member's Account details including your: Member's Account Number, Effective Date of membership, Contribution rate and frequency, selected Investment Fund(s) and allocation percentages.

## CONTRIBUTIONS TO THE SCHEME

**Each Member is required to contribute to the Scheme on a regular basis and at a minimum, once per year in accordance with legislation. The Scheme accepts:**

- Regular contributions payable monthly, quarterly, semi-annually or annually via Salary Deduction through your employer or Standing Instructions through your bank account
- Ad Hoc contributions paid electronically or by cheque, subject to the prevailing limits imposed by legislation
- Transfer of pension benefits accumulated under an ASF or another ARS, payable to PROVEN Rock by the Trustees of the other ASF or ARS.

All contributions to the Scheme are tax deductible and accumulate tax free up to the Member's Retirement Date. Pension or retirement income may however be subject to income tax at the rates prevailing at that time.

## CONTRIBUTION LIMITS

### Maximum Contributions

The Member and/or his employer may make contributions to the Scheme for the benefit of the Member. However, the aggregate of the Member's and the Employer's contributions in a Scheme Year must not exceed 20% of the Member's annual taxable earnings. Further the Employer's contributions in a given year cannot be more than 10% of the Member's annual taxable earnings.

These limits are subject to change through changes in legislation from time to time, and to ensure compliance with the legally prescribed contribution limits, Members will be required to provide evidence of their annual income periodically (e.g. on your request to increase your regular contributions). If permitted by law and a Member participates in more than one approved pension arrangements in a given year (e.g. due to transition from membership in an ASF due to termination of employment to active membership in the Scheme

as a self-employed person), it is that Member's responsibility to ensure that the total amount of contributions made by or on his behalf, to all approved Funds and Schemes in which he participates in a given year, does not exceed the annual maximum contribution allowed under the Income Tax Act or other applicable legislation.

### Minimum Contributions

The Sponsor will from time to time establish minimum contributions that will be accepted to the Scheme. The current minimum contribution is \$5,000 per month, subject always to the limits stipulated in the Income Tax Act.

## CHANGING YOUR CONTRIBUTIONS

Members may change their contributions to the Scheme, subject to the maximum and minimum contribution requirements above.

You are encouraged to increase your contributions to keep pace with annual or other increases in income by completing the prescribed form available from the Administrator.

Maximizing your contributions during your working years will ensure that you:

1. Capitalize on the tax benefit as contributions are tax deductible
2. Maximize your pension during your retirement years.

## TRANSFERS

A Member or prospective Member may make a written request to the Trustees of PROVEN Rock to transfer their accumulated pension benefits from an ASF or another ARS to PROVEN Rock, upon termination of membership in such a fund or scheme prior to retirement. This may be due to:

- Termination of employment
- Transition to self-employment
- The Wind Up of an Approved Superannuation Fund
- Any other circumstance allowed by law at the time

Conversely, a Member may also make a written request to the Trustees of this Scheme prior to retirement to transfer the value of their Member's Account to another ARS or an ASF.

The written request must be accompanied with proof of membership, such as:

- letter from Administrator confirming your membership in the ARS
- letter from the Trustees of the ASF authorizing the transfer of benefits into the Plan.

Transfer out of this Scheme means your membership is automatically terminated and you will have no further rights or interests in this Scheme.

## VESTING

Immediately upon enrolment to the Scheme, a member will acquire a 100% vested interest in the value of his Member's Account, including amounts accumulated from Employer's Contributions and any transfer value from an ASF or another ARS.

## RESTRICTIONS ON REFUNDS

Subject to any legislation that may vary this position, refund of a Member's Contributions or any part of his or her Member's Account Value prior to retirement is currently not permitted.

## INVESTMENT OF CONTRIBUTIONS

Members have the option to decide on the percentage allocation of their contributions across any combination of five (5) unitized Investment Funds – the PROVEN Pooled Funds (or such other funds as may be determined by the Trustees from time to time), or to elect the default allocation option. Further:

- The Trustees may designate or establish other Investment Funds from time to time. Where new Investment Funds are to be designated or established the Trustees will advise all participants in the Scheme, via e-mail newsletter and or direct mail to your mailing address on record, outlining the details of the new fund(s) and the date on which they become effective.
- A Member may elect one allocation for his regular contributions and a different allocation for any ad hoc contributions (e.g. Transfer Values into the Scheme from an Approved Superannuation Fund or another Approved Retirement Scheme)
- Where a Member elects the default allocation, or does not elect any specific allocation, 100% of his/her contributions will be allocated to the PROVEN Balanced Pooled Fund. The PROVEN

Balanced Pooled Fund is the designated default allocation for PROVEN Rock, as it provides the best balance of risk and reward among all the PROVEN Pooled Funds. The blend of assets in this Pooled Fund makes it suitable for all categories of investors as it provides real opportunity for investment growth for moderate risk.

- Each contribution made by or on behalf of a member will be used to purchase units in one or more PROVEN Pooled Funds according to the Member's allocation instructions, at the relevant unit price in effect on the date the contribution is received.
- Members may obtain information on current and historic unit prices for each of the PROVEN Pooled Funds by calling or visiting any PROVEN Wealth location between 8:30am and 4:30pm on any business day (see contact information at the end of this folder).
- Members have the option of changing the proportion of new contributions that are allocated to each fund.
- The Member bears all the investment risk and the rates of return on the Investment Funds are not guaranteed.

## INTER-FUND TRANSFER & CHANGE OF CONTRIBUTION ALLOCATION

Inter-Fund Transfer or Switching means transferring a part or all of your accumulated value in one Investment Fund to another Investment Fund, while 'Change of Contribution Allocation' means changing the percentage of your contributions that you wish to be allocated to your selected Investment Funds going forward. Both Inter-Fund Transfer and 'Change of Contribution Allocation' are allowed without charge subject to the following:

- Inter-Fund Transfers – Two (2) per year. Thirty (30) days notice is also required for requests for Inter-Fund Transfers.

## MEMBER'S ACCOUNT VALUE

The Member's Account Value in the Scheme at any time is equal to the sum of the value of the units held in each PROVEN Pooled Fund (i.e. total number of Units multiplied by the unit price) at that time.

The Trustees shall within four (4) months of the end of each Scheme Year provide each Member with a statement of the Member's Account Value at the end of the last Scheme Year. That is, all members will receive a statement by the 31st July of each year.

## DEFERRED BENEFITS

Where a Member ceases to contribute to the Scheme and has not elected to transfer the value of their Member's Account to another ARS or an ASF, and is not in receipt of any of the forms of pension benefits payable to Members, that Member shall be classified as a Deferred Pensioner and is eligible for a retirement benefit on their Normal, Late or Early Retirement Date.

## BENEFITS

### Retirement Benefit

The Normal Retirement Age (NRA) for PROVEN Rock is age 65, therefore you will be eligible for a retirement benefit on the date you attain age 65, your Normal Retirement Date. You may however opt for:

- An Early Retirement Date within ten (10) years prior to the NRA [pp(i.e. as early as age 55) or
- A Late Retirement Date, so delaying your retirement for up to five (5) years after the NRA and continue to make contributions up to your actual Retirement Date.

## ILL-HEALTH RETIREMENT BENEFIT

A Member who at any time prior to the Normal Retirement Age, in the opinion of the Trustees relying on the advice of a duly qualified and registered medical practitioner, becomes unable to work and the condition is likely to be permanent is entitled to receive pension benefits. Such a Member would be regarded as retired due to Ill-Health in accordance with the Rules of the Scheme.

Regardless of the timing of your retirement, your retirement benefit will be determined by the value of your Member's Account at your actual Retirement Date.

Your Member's Account will be used to purchase an annuity from a licensed life insurance company of your choice or to secure a benefit from any other financial institution as permitted by applicable legislation or the Financial Services Commission.

Alternatively, subject to applicable legislation, you may elect to take a cash lump sum (tax free) of up to 25% of your Member's Account Value and apply the balance of your Member's Account Value to purchase an annuity.

## DEATH BENEFIT

In the event of your death prior to your Retirement Date, subject to the submission of proof of death, your Member's Account Value as at the date of receipt of all required documentation will be paid as a lump sum to your Designated Beneficiary(ies) in accordance with the Rules of the Scheme. Where a trustee is named for a beneficiary who is still a minor at the date of claim or who has been declared legally incompetent, the payment will be made to the named trustee, legal guardian or court appointed trustee as applicable, and where there is no Designated Beneficiary, the amount will be paid to your legal personal representative.

## TERMINATION OF MEMBERSHIP BEFORE RETIREMENT

Membership in the Scheme will be terminated on the earliest of the following:

1. Transfer of a Member's Account Value to an Approved Superannuation Fund or another Approved Retirement Scheme.
2. The Member fails to satisfy any requirements under the Proceeds of Crime Act, as amended from time to time.
3. The Member ceases to be eligible for membership in an Approved Retirement Scheme.
4. Death of the Member and payment of the Member's Account Value to his or her Designated Beneficiary (ies).

## OPTIONS ON TERMINATION OF MEMBERSHIP

If membership in the Scheme is terminated for reasons other than death before retirement, the Member may give instructions to the Trustees to:

1. Retain his or her Member's Account Value in the Scheme as a Deferred Pensioner, to continue accruing income until the Member's Retirement Date, at which time the Member's Account Value shall be applied by the Trustees to secure a retirement benefit as described above; or.
2. Purchase a deferred annuity at the date of termination of membership from a licensed life insurance provider selected by the Member; or
3. Transfer the Member's Account Value to an Approved Superannuation Fund or another Approved Retirement Scheme elected by the Member, subject to providing evidence of membership in the relevant Fund or Scheme. Such a request will attract a Transfer Out Fee.

## BENEFIT PAYMENTS

The standard method for benefit payments from PROVEN Rock is by direct credit to a bank account to be provided at the time the request for payment is made. This applies whether the payment is to a Beneficiary, trustee designated with respect to a minor, personal legal representative or an Approved Superannuation Fund or other Approved Retirement Scheme.

## SCOPE & LIMITATION OF INVESTMENTS

### Investment Approach

The Scheme offers a suite of Pooled Investment Funds, the PROVEN Pooled Funds, as the investment vehicle for its Members and allows Members, based on their risk tolerance and life stage, to determine their desired Contribution allocation among the suite of funds.

The Pooled Investment Funds provide Members an opportunity to participate in a diversified portfolio of assets and generate higher returns for an appropriate level of risk. The Investment Fund's investment objectives and guidelines are structured to provide flexibility to capitalize on market opportunities and adapt to adverse market conditions.

## Investment Objective & Strategy

The investment objectives of the Proven Pooled Funds are set ultimately for the benefit of the participants and their beneficiaries, bearing in mind the generally long-term nature of PROVEN Rock as a pension accumulation vehicle. Investment decisions will be guided by three primary goals; the achievement of a reasonable rate of return, the observance of safety and the maintenance of liquidity:

- a) **Achievement of a reasonable rate of return** means a real return above inflation over the term of the investments and at least sufficient to meet all financial obligation.
- b) **The observance of safety** means the preservation of capital in the overall investment portfolio. This involves diversification of the investments in a manner to limit over exposure to individual securities and avoid excessive risk.
- c) **Maintenance of liquidity** means each fund will be so managed to ensure that at any point in time it is able to meet the known and anticipated obligations.

To achieve these objectives, the general investment strategy for the funds is to earn long-term capital growth through capital appreciation, interest income and dividends, by investing in a diversified mix of fixed income instruments, equities, cash and cash equivalents permitted by the Pensions Investment Regulations.

## DESCRIPTION OF PROVEN POOLED FUNDS

The PROVEN Pooled Funds are a collection of five (5) Type I Pooled Funds (or such other funds as may be determined from time to time). These are investment funds for the sole purpose of investing the assets of Approved Superannuation Funds and Approved Retirement Schemes, established and operated by a licensed investment manager which:

- Does not hold any investment or security deemed to be ineligible or prohibited for an Approved Superannuation Fund or Approved Retirement Scheme under the Pensions Act
- Is not party to or engaged in a transaction prohibited for an Approved Superannuation Fund or Approved Retirement Scheme under the Pensions Act.

PROVEN Fund Managers Limited (PFML) is the Sponsor, Custodian and Investment Manager of the PROVEN Pooled Funds. The assets of the funds are held separately from all other assets managed or held by PROVEN Fund Managers Limited (PFML).

There are currently five (5) PROVEN Pooled Funds in which Trustees will invest Members' Contributions:

1. **PROVEN Fixed Income Pooled Fund**
2. **PROVEN Equity Pooled Fund**
3. **PROVEN Money Market Pooled Fund**
4. **PROVEN Balanced Pooled Fund**
5. **PROVEN Diversified Pooled Fund**

See the "PROVEN Rock INVESTMENT FUNDS DESCRIPTION" insert, which forms part of this Information Folder for the description of the asset categories, risk level, asset allocation and performance benchmark of each pooled fund.

#### **Valuation of the PROVEN Pooled Funds**

The Unit Price for each Pooled Fund will be calculated monthly, as of the last day of each calendar month and will be determined as follows:

$$\text{Unit Price} = \frac{\text{Net Asset Value (NAV) of each Pooled Fund}}{\text{\# of Accumulated Units per Pooled Fund}}$$

The **Net Asset Value** of each Pooled Fund will be determined by using International Financial Reporting Standards (IFRS) and will be calculated as outlined below:

- (i) The fair value or market value of the assets; **plus**
- (ii) Any investment income due and accrued for those assets including foreign exchange gains or losses and gains or losses on the sale of assets; **less**
- (iii) Applicable accrued charges including but not limited to:
  - Any broker's fees, valuation costs, audit and regulatory fees, government duties or other expenses directly attributable to the purchase, maintenance and sale of the assets of a fund.

**PROVEN Fund Managers Limited (PFML) reserves the right to change the frequency (such as weekly or daily) at which Unit Prices are calculated but shall advise the Members of the Scheme by giving sixty (60) days notice.**

#### **APPLICATION OF EARNINGS & EXPLANATION OF RISKS**

**Earnings** - All dividends, interest income, bonus issues, and all other rights, income and accretions earned by, from or otherwise in respect of the assets of the Fund shall be added to the assets of the Fund and shall themselves become part of the assets of the Fund as and from the moment they arise.

**Risk Factors** - Investing in the PROVEN Pooled Funds is subject to certain risk factors including, but not limited to the following:

**Economic conditions** - The success of any investment activity is affected by general economic conditions, which may be affected by the level and volatility of interest rates and market prices.

Unexpected volatility and illiquidity in the markets in which the funds have invested could impair the value of assets in the funds.

**Political and Regulatory risks** - The value of the assets of any fund may be affected by uncertainties such as international political developments, changes in government policies, taxation, restrictions on foreign currency denominated transactions, currency fluctuations, and other developments in the laws and regulations which apply to the PROVEN Pooled Funds.

**Suspension of trading** - Securities exchanges typically have the right to suspend or limit trading in any particular investment instrument. Such a suspension or limitation could render it impossible for the Investment Manager to liquidate investments and thereby expose the funds to losses.

**Liquidity risks** - Unexpected volumes of distributions to Members or beneficiaries, due to mortality or transfers by individual Members of their Member's Account Value, could require the Investment Manager to liquidate investments at unfavourable market terms, thereby exposing the funds to losses.

As a consequence of these risk factors, there is no principal guarantee or guaranteed investment return.

## FEES, EXPENSES & TAXES

### Fees Paid Directly by Members:

**Management Fee** – A Management Fee of 2.5% per annum of the Net Asset Value of the Investment Funds, deducted monthly.

**Transfer Out Fee** – Member request for transfer of their Member's Account Value to an ASF or another ARS will attract a fee based on the duration of their membership in the Scheme as detailed below:

YEAR	FEE (% of Member's Account Value)
1 – 5	2.5%
6 – 10	1.5%
11 and thereafter	0.25%

PFML reserves the right to change its transfer out fee policy from time to time.

**Inter-Fund Transfer/Switching Fee** – Fund Managers Limited reserves the right to charge a fee for transfers between the PROVEN Pooled Funds as requested by the Member.

**Contribution Allocation Change Fee** – Fund Managers Limited reserves the right to charge a fee for changing a Member's Contribution Allocation as requested by the Member.

## FEES APPLIED TO THE INVESTMENT FUNDS

All fees and expenses associated with the operation of the Scheme shall be deducted from the funds as and when they arise. These include but are not limited to:

- Fees payable for Actuarial, Audit, Legal and other professional services.
- Brokerage fees, cost of acquiring, managing and disposing of assets in relation to investment activities.

**All fees are subject to applicable General Consumption Tax (GCT) and also subject to change from time to time. Deduction of Income Tax**

All taxes required by any law to be so withheld will be withheld from payments out of the Scheme. Tax due or which has to be deducted from benefits or other amounts paid from the Scheme shall be reported and paid to the Inland Revenue Department.

## COMPLAINTS RESOLUTION

We encourage Members to direct any concerns you may have to the Administrator of the Scheme by calling (876) 908-3800-1 or by e-mail to [info@provenwealth.com](mailto:info@provenwealth.com). If, however, your concern or complaint is not speedily resolved we ask that you file a formal complaint in writing to:

The Secretary of the Board of Trustees  
PROVEN Rock Approved Retirement Scheme  
26 Belmont Road, Kingston 5

A Sub-Committee of the Board of Trustees, established specifically to manage your complaints, will review and respond to your complaint within two (2) weeks of receiving the complaint. In the event you are not satisfied with the response or the decision of the Trustees you are entitled to appeal to the Financial Services Commission by contacting:

Complaints Department  
Financial Services Commission  
39-43 Barbados Avenue, Kingston 5  
Telephone No: (876) 906-3010-2  
Email: [pensions@fscjamaica.org](mailto:pensions@fscjamaica.org)

## OTHER RIGHTS & OBLIGATIONS

### Right to Information

On joining the Scheme each Member is entitled to a copy of this Information Folder and the Members' Handbook free of charge. Additionally, each active Member of the Scheme (and each Deferred Pensioner on request) will receive free of charge a benefit statement within four (4) months of the end of each Scheme year (July, 31).

Further, the Trustees are obliged within 15 working days of receiving a request from you, or your beneficiary or legal personal representative of a deceased Member, to make available for examination and to supply copies of:

- The constitutive documents;
- Certificates of registration of the Scheme;
- Certificates of registration of the Trustees of the Scheme;

- Names and contact information of the Trustees, Administrators and Investment Managers of the Scheme;
- The Members' Handbook and any amendments thereto;
- The relevant Member's benefit statement;
- The Information Folder and any amendments thereto;
- The text of, description and reason for, each amendment of the constitutive documents;
- The policies and procedure manuals;
- The Annual Report.

Documents may be made available at a preferred PROVEN Wealth location or provided electronically or in hardcopy.

The Trustees reserve the right to charge reasonable fees for supplying copies and making documents available.

#### **OBLIGATION OF TRUSTEES & MEMBERS TO MAINTAIN ACCOUNT INFORMATION**

You are encouraged to submit updated documentation for certain important changes in your life as soon as they occur (e.g. change of: name, permanent address, employment information, contact information), so that we may keep your account information current.

In addition, in compliance with the Proceeds of Crime Act (POCA), the Pensions Act and other applicable legislation, the Trustees are obliged to request from Members:

- At least once every five (5) years, updated account documentation including but not limited to: current valid personal identification, proof of permanent address, employment information, evidence/declaration of continued Jamaican residency

- Declaration/evidence of source of funds for new contributions including ad hoc payments

#### **The Trustees are also obliged to:**

- Report Member Account activity as prescribed under POCA and any other applicable legislation.
- Close a Member's Account in the event updated account documentation is not submitted as requested by the Trustees after two (2) attempts
- Where account documentation is outstanding, payment of Benefits under the Scheme or transfers out of the Scheme will be delayed until all outstanding documentation are provided by the Member or their beneficiary; or otherwise paid out in accordance with the directives of the relevant regulatory body.



**FORWARD**

### THE SPONSOR

PROVEN Fund Managers Limited  
26 Belmont Road, Kingston 5  
Tel: 908-3800-1  
Email: info@provenwealth.com

### TRUSTEES

Helen Christian (Sponsor Trustee)  
Winston Hepburn (Sponsor Trustee)  
Charmaine Boyd-Walker (Sponsor Trustee)

### ADMINISTRATOR & INVESTMENT MANAGER

PROVEN Fund Managers Limited  
26 Belmont Road, Kingston 5  
Tel: 908-3800-1  
Email: info@provenwealth.com

### ACTUARY

Eckler Limited  
8 Ruthven Road, Kingston 10  
Tel: 908-1203

### AUDITOR

KPMG  
The Victoria Mutual Building  
6 Duke Street, Kingston  
Tel: 922-6640

### FINANCIAL SERVICES COMMISSION

30 Barbados Avenue, Kingston 5  
Tel: 906-3010-4

PROVEN Fund Managers Limited:

908.3800 [1]

**PROVEN**  
**ROCK**

Kingston - 26 Belmont Road, Kingston 5

Mandeville - Unit 5B Cobblestone Professional Centre, 1A Brumalia Road.

Montego Bay - Unit 11 Suite B, Fairview II Shopping Centre

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