

8 November 2016

**Aurora Fortitude Absolute Return Fund
Notice of Resumption of Adjourned Extraordinary General Meeting**

Dear unit holder,

At the extraordinary general meeting of Aurora Fortitude Absolute Return Fund (ARSN 145 894 800) (**AFARF**) held on Monday, 26 September 2016 (**Meeting**), the Chairman resolved to adjourn the Meeting. Aurora Funds Management Limited (**Aurora**), as the responsible entity of AFARF, advises that the Meeting will be resumed as following:

Time: registration at 10:30am (Melbourne Time)
commencing at 11:00am (Melbourne Time)

Date: Wednesday, 30 November 2016

Venue: the offices of Registry Direct, Level 6, 2 Russell Street, Melbourne Vic 3000,

(the, **Adjourned Meeting**).

Enclosed is the Notice of Adjourned Meeting, setting out the items of business to be considered and voted on by AFARF unit holders, together with important information and a proxy form. Aurora recommends all unit holders carefully read the Notice of Adjourned Meeting prior to deciding on how to vote on each resolution and submitting any further proxy forms.

Unit holders who have previously submitted a proxy vote are encouraged to submit a new proxy form directing their proxy how to vote on all resolutions to be considered at the Adjourned Meeting. Only unit holders listed on the AFARF unit register as at 10:30am on 28 November 2016 (being the record date) are entitled to vote on the Proposed Resolutions.

If you have any queries do not hesitate to contact Betty Poon by telephone +61 3 8687 2263.

Yours sincerely,

**Aurora Funds Management Limited
as responsible entity for
Aurora Fortitude Absolute Return Fund**



Betty Poon
Company Secretary

Aurora Fortitude Absolute Return Fund

ARSN 145 894 800

Notice of Resumption of Adjourned Extraordinary General Meeting

Date: 8 November 2016

This notice of adjourned meeting (**Notice of Adjourned Meeting**) is an addendum to, and should be read in conjunction with, the original notice of meeting dated 18 August 2016 (**Original Notice**) and Explanatory Memorandum dated 9 September 2016 (**Explanatory Memorandum**). The Notice of Adjourned Meeting does not affect the validity of the Original Notice.

Notice is hereby given by Aurora Funds Management Limited (**Aurora**), as responsible entity for Aurora Fortitude Absolute Return Fund (ARSN 145 894 800) (**AFARF** or **Fund**), of the adjourned meeting of AFARF unit holders to be held at the offices of Registry Direct, Level 6, 2 Russell Street, Melbourne Vic 3000 on Wednesday, 30 November 2016 commencing at 11:00am (Melbourne Time) (**Adjourned Meeting**).

1. Business of the Adjourned Meeting

The resolutions to be considered in the Adjourned Meeting are not being proposed by Aurora. The resolutions have been put forward by Providence Wealth Advisory Group Pty Ltd acting on behalf of a group of former unit holders of the Fund (**Providence**).

The resolutions put forward by the Providence are in the following terms:

Resolution 1 - Removal of Current Responsible Entity

To consider and, if thought fit, pass the following resolution as an extraordinary resolution:

“Subject to Extraordinary Resolution 2 being passed, that the current responsible entity of the Aurora Fortitude Absolute Return Fund ARSN 145 894 800, Aurora Funds Management Limited ACN 092 626 885 be removed as responsible entity of the Fund.”

Resolution 2 – Appointment of New Responsible Entity

To consider and, if thought fit, pass the following resolution as an extraordinary resolution:

“That Millinium Capital Managers Limited ACN 111 283 357 be appointed as the new responsibility entity of the Fund.”

Resolution 3 – Winding up of the Fund

To consider and, if thought fit, pass the following resolution as an extraordinary resolution:

“That the responsible entity of the Fund is directed to wind up the Fund.”

(together, the **Proposed Resolutions**).

Resolutions 1 and 2 are interdependent which means that neither resolution will be passed unless both resolutions are passed.

Voting on Resolutions 1, 2 and 3 will be by extraordinary resolution. This means that to be approved, Resolutions 1, 2 and 3 must be passed by at least 50% of the total votes that may be cast by unit holders entitled to vote on the resolution (including unit holders who are not present in person or by proxy). This means that 50% of ALL unit holders eligible to vote must vote in favour of each of Resolutions 1, 2 and 3 for it to pass, respectively.

2. Explanatory Notes on the Notice of Adjourned Meeting

Background

At the meeting of AFARF unit holders held on 26 September 2016 (**Meeting**), the independent Chairman, Mr John Malon, noted that there were developments potentially affecting the business of the Meeting.

In particular, Aurora had stated its intention to retire as responsible entity of the Fund and nominate a replacement responsible entity in its place with the view that it would provide unit holders with an alternative choice of a replacement responsible entity, in addition to the responsible entity nominated by Providence, Millinium Capital Managers Limited (ACN 111 283 357). Accordingly, the Meeting was adjourned to grant a reasonable opportunity for proposed replacement responsible entity nominees to express an interest in the role.

Following the Meeting, Aurora sought expressions of interests for a suitable replacement responsible entity of the Fund. Aurora received a number of confidential, conditional, indicative proposals and expressions of interest from third parties that purported to be interested in replacing Aurora as responsible entity of the Fund. Those indicating an interest to be proposed as a replacement responsible entity either (i) sought to charge management fees substantially greater than those currently charged by Aurora, or (ii) ultimately withdrew their interest due to a range of reasons, including the prospect that the Fund may ultimately be wound up. The Board of Aurora has therefore not pursued any of these proposals and expressions of interest on the basis that the proposals were not sufficiently compelling to put before unit holders.

As a result, no candidate has been identified as a suitable replacement responsible entity to be proposed to unit holders at the Adjourned Meeting and hence, there are no further items of business currently proposed to be considered at the Adjourned Meeting. At this stage, only those resolutions proposed by Providence will be put to unit holders for their consideration and voting.

Further updates relevant to AFARF – removal of the withdrawal fee

A stated reason for Providence questioning a meeting of AFARF unit holders (per the statement to members attached to the Original Notice), was due to the application of a 1.85% withdrawal fee applied to redemptions from the Fund.

Aurora announced and disclosed in an Update Circular dated 25 July 2016 a withdrawal fee of 1.85% (in accordance with the current PDS dated 14 February 2016 and the Consolidated Constitution of the Fund). As previously disclosed, Antares Energy Convertible Notes were suspended from trading on the ASX and were considered to be illiquid therefore causing uncertainty in their valuation. As a result, on 25 February 2016 Aurora froze applications and redemptions in the Fund.

Aurora developed an extraordinary liquidity solution following unfreezing of the redemptions requests. As part of developing, implementing and facilitating the extraordinary liquidity solution, Aurora elected to impose a withdrawal fee. The withdrawal fee was a temporary measure.

After careful consideration, the Board of Aurora has decided to reduce the Withdrawal Fee to nil, effective from 1 January 2017. Accordingly, Aurora recommends all unit holders to reconsider the above information to ensure an informed decision making process in relation to the Proposed Resolutions.

Aurora recommends all unit holders vote AGAINST each of the Proposed Resolutions.

How to vote

The Board of Aurora recommends that you vote AGAINST each of the Proposed Resolutions for the reasons set out in the Explanatory Memorandum. To follow this recommendation, vote in accordance with the illustration set out in section 1.7 of the Explanatory Memorandum.

Unit holders may attend the Adjourned Meeting to cast their vote in person, or, if you are a body corporate, your corporate representative, may attend the Adjourned Meeting.

Enclosed is a new proxy form allowing unit holders to lodge or re-lodge their vote on the Proposed Resolutions. **Prior to submitting or re-submitting a proxy form you are urged to carefully read the information below.**

a) I have already lodged a proxy form, will it remain valid and will my votes be counted?

If your holding of AFARF units and voting decisions have not changed, all proxy forms validly completed and submitted for the Meeting will be counted towards the Proposed Resolutions at the Adjourned Meeting in the manner described on that proxy form.

However, if you have sold some or all of your AFARF units, or acquired further AFARF units, or wish to change your vote or proportions of your vote **please read the below information carefully.** If you submit the attached Proxy Form, it will replace any proxy form previously submitted.

b) I lodged a proxy form, but have since acquired, sold or disposed of some or all of my units in the Fund. What will happen to my votes?

If you have sold all of your units in the Fund since submitting the proxy form for the Meeting, your voting decision is no longer applicable.

If you have either acquired or sold some of your units in the Fund since validly completing and submitting the proxy form for the Meeting, and you do not want to change your voting decision, then your voting decision will remain valid and be applied proportionally to your current holding of AFARF units.

If you have acquired or sold some of your units in the Fund since submitting the proxy form for the Meeting, and you do want to change your voting decision, then you should submit the attached proxy form indicating whether you wish to vote against, for or abstain from voting for each of the Proposed Resolutions to be considered at the Adjourned Meeting.

c) I lodged a Proxy Form, and have not sold or disposed of any of my units in the Fund but want to change my voting decisions. What do I do?

If your holdings remain the same, and you simply wish to change your vote, completing and lodging the attached proxy form will supersede your previously lodged proxy form.

d) When do I need to submit my proxy form?

We urge you to complete the proxy form and return it by one of methods listed on the proxy form. For an appointment of a proxy to be effective for the Meeting, the proxy form must be received by One Registry Services, AFARF's unit registrar, at least 48 hours prior to the commencement of the Meeting.

Unitholders appointing a proxy must also send the original or certified copy of any power of attorney or authority under which the proxy was signed (if applicable).

Voting Entitlements

Under section 252Z of the Corporations Act, an appointment of a proxy and any relevant authority received by Aurora as the responsible entity will be effective if received at least 48 hours prior to the resumption of the Adjourned Meeting.

Similarly, Aurora has determined for the purposes of the Adjourned Meeting that AFARF units will be taken to be held by the persons who are the registered holders on the unit register at 10:30am (Melbourne Time) on 28 November 2016, being 48 hours prior to commencement of the meeting.

Quorum and Majority Required

The constitution of AFARF states that the quorum necessary for a meeting of AFARF unitholders convened to consider the Proposed Resolutions is at least two (2) AFARF unitholders present in person or by proxy.

Further information

If you have any questions please contact Betty Poon by telephone on +61 3 8687 2263 or by email at bpoon@aurorafunds.com.au.

Important Notices

This Notice of Adjourned Meeting is issued by Aurora Funds Management Limited (ABN 69 092 626 885) (**Aurora**).

Capitalised terms have the meaning given in the covering letter, Original Notice, Explanatory Memorandum and Notice of Adjourned Meeting. All other terms are to be given a meaning as is appropriate and reasonable in the context.

Purpose of this Notice of Meeting

This Notice of Adjourned Meeting has been prepared for unit holders in relation to the casting of their votes on resolutions to be considered in the Meetings as set out in their relevant notice.

This Notice of Adjourned Meeting together with the Original Notice and Explanatory Memorandum dated contains detailed information in respect of the Proposed Resolutions. The purpose of this Notice of Adjourned Meeting is to provide unit holders with important information relation to the Proposed Resolutions and the Adjourned Meeting.

You have received this Notice of Adjourned Meeting because as a unit holder of AFARF units you are asked to consider and vote on the Proposed Resolutions.

General Information

This is an important document and requires your immediate attention. You should read this Notice of Adjourned Meeting in its entirety before deciding how to vote on the resolutions.

The information contained in this Notice of Adjourned Meeting does not constitute a personal recommendation by Aurora or any of its affiliates, employees, officers or agents in relation to any financial product or advice. This Notice of Adjourned Meeting has been prepared without taking into account any person's particular investment objectives, financial situation or needs. You should assess the information contained within this Notice of Adjourned Meeting and if necessary consult your investment, tax, legal or other professional adviser.

The Notice of Adjourned Meeting forms part of the Original Notice and contains detailed information in respect of the resolutions, and it is intended these Important Notices.

Proxy Form

Enclosed is a new and replacement Proxy Form allowing unit holders to lodge their vote on the resolutions of the Meetings. Please read the Explanatory Notes on the Notice of Adjourned Meeting set out in this document before submitting your proxy form.

ASIC involvement

ASIC and its respective officers take no responsibility for the contents of this Explanatory Memorandum.

Preparation and Responsibility

Other than as set out below, or otherwise indicated, this Notice of Adjourned Meeting has been prepared by Aurora. Except to the extent required by law,

Aurora does not assume responsibility for the accuracy or completeness of the information not put forward by Aurora.

Aurora did not prepare the statement by Providence at Annexure A of the Explanatory Memorandum and takes no responsibility for its accuracy, completeness or obedience with the requirements of the law.

Investment Decisions

This Notice of Adjourned Meeting does not take into account the investment objectives, financial situation, tax position or other requirements of any particular person. The information contained in this document is not financial product advice. This document should not be relied on as the sole basis for any investment decision.

You should seek independent financial and taxation advice before making any decision in relation to AFARF units, the resolutions or the information contained within this Notice of Adjourned Meeting. It is important you read this document in full before making any decision as to how to vote on the resolutions.

Forward looking statements

This document may contain forward looking statements which are subject to known and unknown risks, uncertainties and other factors that may cause actual results to vary from those forward looking statements or results express or implied therein.

Variance between actual results and events or results expressed or implied within forward looking statements are typical and expected. Aurora, nor any person mentioned within this Notice of Adjourned Meeting, makes or attempts to make any warranty or representation, express or implied, as to the likelihood, or accuracy of the realisation of those forward looking statements. It is prudent not to place undue reliance on those statements and, if necessary, consult a professional advisor with respect to those statements prior to making any decision relating to the Proposed Resolutions, Notice of Adjourned Meeting, Original Notice and Explanatory Memorandum.

Notice to foreign persons

This Notice of Adjourned Meeting has been prepared to comply with the requirements of the laws of Australia, which may differ from the requirements in jurisdictions outside of Australia.

Date

The date of this Notice of Adjourned Meeting is 8 November 2016.

LODGE YOUR VOTE

By fax:

+61 2 8580 5790

By mail:

One Registry Services
PO Box R1479
Royal Exchange NSW 1225

By email: aurora@oneregistryservices.com.au

By hand:

Delivering to One Registry Services
Level 11, 20 Hunter Street, Sydney NSW 2000

All enquiries to: Telephone +61 2 8188 1510

[insert name]
[insert address 1]
[insert address 2]
[insert address 3]

Investor Profile ID [insert]

UNITHOLDER VOTING FORM

Unitholders who have already submitted their proxy forms may recast their direction via submission of this proxy form which will then supersede their previous proxy direction.

I/We being a member/(s) of Aurora Fortitude Absolute Return Fund ("Fund") are entitled to attend and vote hereby appoint:

STEP 1	APPOINT A PROXY
<input type="checkbox"/>	the Chairman of the Meeting (mark box)
OR if you are NOT appointing the Chairman of the Meeting as your proxy, please write the name of the person of body corporate (excluding the registered unitholder) you are appointing as your proxy. I/we appoint the Chairman of the Meeting as an alternate proxy to the person named.	
<input type="text"/>	
If no person/body corporate is named, the Chairman of the Meeting, is appointed as my/our proxy and to vote for me/us on my/our behalf at the Meeting of the Fund to be held at 11:00am on Wednesday 30 November 2016, at the offices of Registry Direct, Level 6, 2 Russell Street, Melbourne Vic 3000, and at an adjournment or postponement of the Meeting or at any other meeting. I/we expressly authorise the Chairman of the Meeting to exercise my/our proxy even if the resolution is connected directly or indirectly with the remuneration of a member of the key management personnel.	
The Chairman of the Meeting intends to vote undirected proxies against all resolutions.	

Proxies will only be valid and accepted by the Fund if they are signed and received no later than 48 hours before the meeting.

Please read the voting instructions overleaf before marking any boxes with an

STEP 2	VOTING DIRECTIONS		
	For	Against	Abstain*
Resolution 1 – Removal of Current Responsible Entity	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2 – Appointment of New Responsible Entity	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3 – Winding up of the Fund	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

*If you mark the Abstain box for a particular Item, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

STEP 3	SIGNATURE OF UNITHOLDERS – THIS MUST BE COMPLETED
--------	---

Unitholder 1 (Individual)

Sole Director and
Sole Company Secretary

Joint Unitholder 2 (Individual)

Director/Company Secretary
(Delete one)

Joint Unitholder 3 (Individual)

Director

This form should be signed by the unitholder. If a joint holding, either unitholder may sign. If signed by the unitholder's attorney, the power of attorney must have been previously noted by the registry or a certified copy attached to the form. If executed by a Company, the form must be executed in accordance with the Company's constitution and the Corporations

Unitholders who have already submitted their proxy forms may recast their direction via submission of this proxy form which will then supersede their previous proxy direction.

HOW TO COMPLETE THIS PROXY FORM

Your Name and Address

This is your name and address as it appears on the Fund's unit register. If this information is incorrect, please make the correction on the form.

Please note: you cannot change ownership of your units using this form.

Appointment of a Proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box in Step 1. If the person you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the name of that person in Step 1. If you appoint someone other than the Chairman of the Meeting as your proxy, you will also be appointing the Chairman of the Meeting as your alternate proxy to act as your proxy in the event the named proxy does not attend the meeting.

Votes on Items of Business – Proxy Appointment

You may direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business. All your units will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of units you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

Appointment of a Second Proxy

You are entitled to appoint up to two persons as proxies to attend the meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the Fund's unit registry or you may copy this form and return them both together. The appointment of the Chairman of the Meeting as your alternate proxy also applies to the appointment of the second proxy.

To appoint a second proxy, you must:

- (a) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of units applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.
- (b) return both forms together.

Signing Instructions

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, either unitholder may sign.

Power of Attorney: to sign under Power of Attorney, you must lodge the Power of Attorney with the unit registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

Corporate Representatives

If a representative of the corporation is to attend the meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission in accordance with the Notice of Meeting. A form of the certificate may be obtained from the Fund's unit registry.

Lodgement of a Proxy Form

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below by 11:00am (AEST) on 28 November 2016, being not later than 48 hours before the commencement of the Meeting. Any Proxy Form received after that time will not be valid for the scheduled meeting.

Proxy Forms may be lodged:

By mail:

One Registry Services
PO Box R1479
Royal Exchange NSW 1225

By fax:

+61 2 8580 5790

By email:

aurora@oneregistryservices.com.au

By hand:

**If you would like to attend and vote at the Meeting, please bring this form with you.
This will assist in registering your attendance.**