
DEED OF AMENDMENT

**AON SUPERANNUATION PTY LIMITED
ABN 83 057 982 822**

&

**AON HEWITT LIMITED
ABN 48 002 288 646**



THIS DEED is made the 23rd day of July 2013

BETWEEN AON SUPERANNUATION PTY LIMITED (ABN 83 057 982 822, AFSL 237465, RSE Licence No L0000437) which has its registered office at Level 33, 201 Kent Street, Sydney, New South Wales (the **Trustee**)

AND AON HEWITT LIMITED (ABN 48 002 288 646) which has its registered office at Level 33, 201 Kent Street, Sydney, New South Wales (the **Settlor**)

RECITALS

- A. By trust deed dated 16 December 2003 (the **Trust Deed**) the Trustee established the superannuation fund now known as Aon Eligible Rollover Fund (**the Aon ERF**) for the purpose of providing member protected superannuation benefits for lost, small or disengaged superannuation members.
- B. Under Clause 9 of the Trust Deed the Trustee with the approval of the Settlor or the Settlor with the approval of the Trustee may at any time by deed or resolution alter the provisions of the Deed and may add fresh provisions thereto or delete provisions therefrom subject to various conditions.
- C. The Settlor now wishes to amend the Trust Deed to enable the Trustee to continue to operate the Aon ERF in accordance with legislative amendments affecting the operation of the eligible rollover fund regime.
- D. By its execution of this Deed the Trustee gives its consent to the proposed amendments.

NOW THIS DEED IS EVIDENCE THAT:

Effective Date

- 1. The amendments to the Trust Deed contained in this Deed shall have effect from the date of execution of this Deed, or such date as the parties agree.

Investment of Assets of the Fund

- 2. In Clause 6.1, in the first sentence beginning, "The Trustee may invest from time to time", delete the word "The" and insert "Subject to Clause 6.9, the".
- 3. Insert new Clause 6.9 as follows:

"6.9. Single Diversified Investment Strategy

Subject to Superannuation Law, the Trustee must adopt a single diversified investment strategy, which strategy may be determined by the Trustee, in relation to all assets of the Aon ERF."

Purpose of the Aon ERF

- 4. In Rule 5.1, in the first sentence beginning, "The Trustee may accept into the Fund" delete the word "The" and insert "Subject to Superannuation Law, the".
- 5. In Rule 5.1(a) insert "and" at the end of the sub-clause.
- 6. Delete Rule 5.1(b).

7. Renumber Rule 5.1(c) as Rule 5.1(b).
8. In new Rule 5.1(b) and insert "from another Eligible Fund" after the words "on behalf of the Member" and before the words "which it is not prohibited".
9. In Rule 5.2 delete the word "contributions" and insert "amounts" and insert "in accordance with Superannuation Law" at the end of the sentence after the word "Member".

Transfer Required by Superannuation Law

10. In Rule 8 delete the heading "Unclaimed Benefits" and insert "Transfers Required by Superannuation Law".
11. Delete Rules 8.1 to 8.4 and insert new Rules 8.1 to 8.3 as follows:
 - "8.1 The Trustee must pay or transfer the benefit of any Member as required by, and in accordance with, Superannuation Law.
 - 8.2 Any payment or transfer made in accordance with Rule 8.1 may be made without the consent of the Member.
 - 8.3 When a Member's benefit has been transferred under this Rule, that Member will cease to be a Member of the Fund and that Member and/or that Member's Dependants will have no further claim or entitlement to benefits under this Deed."

Single Investment Strategy

12. In Rule 12 delete the heading ""Choice of Investments" and insert "Single Investment Strategy".
13. Delete Rules 12.1 to 12.4 and insert new Rules 12.1 to 12.2 as follows:
 - "12.1 Subject to Superannuation Law, the Trustee must apply in respect of all Members of the Fund and all Member Accounts, a single diversified investment option.
 - 12.2 Subject to Superannuation Law, the Trustee has complete discretion to place any conditions it may consider necessary or the costs that will be charged to a Member Account in respect of the investment option adopted in accordance with Rule 12.1."
14. Renumber Rule 12.5 to new Rule 12.3.

Investment Earnings

15. In Rule 14.1 delete "Rule 11.5" and insert "Rule 12.2".

Transfers to Other Funds – Consent of Member

16. In the heading Rule 16 insert " – consent of Member" after the words "Transfers to Other Funds".


AS EVIDENCE of their agreement to the terms and conditions of this Deed the parties have executed this Deed on the day written on the first page.

THE COMMON SEAL of AON SUPERANNUATION PTY LIMITED (ABN 83 057 982 822) was affixed by authority of the Directors in the presence of


.....
Director

PAUL KEITH MAZOUZI
.....
Name of Director (Print Name)

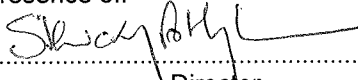
)
)
)
)
)


.....
Secretary
RAYMOND VAN DAM

.....
Name of Secretary (Print Name)
Date 23.07.13




THE COMMON SEAL of AON HEWITT LIMITED (48 002 288 646) was affixed by authority of the Directors in the presence of


.....
Director

STEWART FOTHERINGHAM
.....
Name of Director (Print Name)

)
)
)
)
)


.....
Secretary
RAYMOND VAN DAM

.....
Name of Secretary (Print Name)
Date 23.07.13

