

**R & R McSHANE SUPERANNUATION FUND**

**DEED OF APPOINTMENT OF TRUSTEE**

**DEED OF APPOINTMENT OF TRUSTEE**

This Deed made the 31<sup>st</sup> day of May 2013

**BETWEEN: ROSEMARY McSHANE** of 4, 689 Burbridge Road West Beach in the State of South Australia 5024 (**the Retiring Trustee**);

**AND: ROSEMARY McSHANE SUPER INVESTMENTS PTY. LTD.** A.C.N. 164 049 987 of 4, 689 Burbridge Road West Beach aforesaid 5024 (**the New Trustee**)

**WHEREAS:**

- A. The fund known as the "R & R McShane Superannuation Fund" (**the Fund**) was established on the 18<sup>th</sup> day of July 1999 (**the Deed**)
- B. **ROBERT IAN McSHANE** the other Trustee is now deceased.
- C. The Retiring Trustee is the only member of the Fund.
- D. Under the Deed the Members may appoint a New Trustee or remove a Trustee.
- E. The New Trustee consents to act as a Trustee of the Fund and it is intended that this Deed constitutes notice of consent to the Retiring Trustee as the only Member of the Fund.

**NOW THIS DEED WITNESSETH** as follows:

- 1. The parties hereto acknowledge the accuracy of the Recitals hereto.
- 2. The Retiring Trustee as the only Member of the Fund hereby resolves to appoint the New Trustee as a Trustee of the Fund.
- 3. The new Trustee accepts the role as Trustee of the Fund.
- 4. The Retiring Trustee as the Member of the Fund hereby removes herself as a Trustee of the Fund.
- 5. The Retiring Trustee warrants to the New Trustee that there are no breaches of obligations by the Trustee or the Trustees of the Fund .
- 6. The parties hereto will do all acts matters and things as may be necessary to vest the assets of the Fund in the New Trustee as the sole Trustee of the Fund.

Signed by the said  
**ROSEMARY McSHANE**  
in the presence of:

)  
) ..... *Rushane*  
)

.....  
Witness

**EXECUTED** by  
**ROSEMARY McSHANE SUPER INVESTMENTS PTY. LTD.**  
by being signed by **ROSEMARY McSHANE**  
as the Sole Director in accordance with the  
provisions of the Corporations Act  
in the presence of:

)  
)  
)  
) ..... *Rushane*  
) **ROSEMARY McSHANE**  
) Sole Director  
)

.....  
*Rushane*

## Director's consent

**Rosemary McShane Super Investments Pty Ltd**  
**ACN 164 049 987**

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I, **Rosemary McShane** of **4/689 Burbridge Road West Beach SA 5024** hereby consent to my appointment as a Director of **Rosemary McShane Super Investments Pty Ltd** and in compliance with the requirements of the *Corporations Act* provide the following information:

Any former names:

.....  
Please print

Date of birth:

**12/06/1946**

Place of birth:

**Adelaide SA**  
Town/City/State/Country

**Executed by:**

  
.....  
Rosemary McShane

**31/05/2013**.....

Date

## Secretary's consent

**Rosemary McShane Super Investments Pty Ltd**  
**ACN 164 049 987**

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I, **Rosemary McShane** of **4/689 Burbridge Road West Beach SA 5024** hereby consent to my appointment as a Secretary of **Rosemary McShane Super Investments Pty Ltd** and in compliance with the requirements of the *Corporations Act* provide the following information:

Any former names:

.....  
Please print

Date of birth: **12/06/1946**

Place of birth: **Adelaide SA**  
Town/City/State/Country

**Executed by:**

  
.....  
Rosemary McShane

**31/05/2013**  
.....  
Date

# Minutes of meeting of Directors

First meeting of Directors

**Rosemary McShane Super Investments Pty Ltd**  
**ACN 164 049 987**

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**Held at:** **4/689 Burbridge Road**  
**West Beach SA 5024**

**Date:** ...../...../.....

**Time:** .....

**Present:** **Rosemary McShane**

**Chairperson:** .....  
was appointed chairperson of the meeting.

**Quorum:** The Chairperson noted that a quorum was present at the meeting of Directors to pass the proposed resolution.

**Registration of Company:** The meeting was advised that all matters relating to the registration of the Company have been attended to; and the Company has been registered on **31/05/2013**. The Certificate of Registration and a copy of the Constitution were tabled.

**Director(s):** A Memorandum was tabled at this meeting, signed by the persons specified in the application for the Company's registration who consented to become Members of the Company, appointing:

**Rosemary McShane**

as the first Director(s) of the Company. Signed consent(s) of the Director(s) was tabled.

**Secretary:** **IT WAS RESOLVED** that:

**Rosemary McShane**

be appointed Secretary of the Company. Signed consent(s) of the Secretary(ies) was tabled.

**Registered Office:** **IT WAS RESOLVED** that the Registered Office of the Company be situated at:

**4/689 Burbridge Road**  
**West Beach SA 5024**

**Principal Place of Business Address:** **IT WAS RESOLVED** that the Principal Office of the Company be situated at:

**4/689 Burbridge Road**  
**West Beach SA 5024**

**Register of  
Member(s):**

**IT WAS RESOLVED** that the names of the persons specified in the application for the Company's registration, who consented to become Members of the Company, be entered in the Register of Member(s) in respect of the following shares, as described in the Share Certificates, deemed to have been allotted to them on incorporation. Share Certificates were tabled.

Share Certificate No. 1  
**Rosemary MCSHANE**

**Auditors:**

**IT WAS RESOLVED** in accordance with the *Corporations Act* that the Company need not appoint an auditor.

**Meeting Closed:**

There being no further business the meeting was declared closed.

Signed as a true and correct record.



.....

**Chairperson**

# Application for shares

**Rosemary McShane Super Investments Pty Ltd**  
**ACN 164 049 987**

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I, **Rosemary MCSHANE** of **4/689 Burbridge Road West Beach SA 5024**

apply for the following shares:

Number	Class	Amount Paid/Share (\$)	Amount Unpaid/Share (\$)
4	Ord	1.00	0.00

Payable **31/05/2013**

I agree to accept those Shares and to be bound by the Constitution of the Company and authorise my name to be placed on the Register of Members in respect of those Shares.

**Executed by:**

  
.....  
Rosemary MCSHANE

**31/05/2013**  
.....  
Date

# Share Certificate

**Rosemary McShane Super Investments Pty Ltd  
ACN 164 049 987**

Registered under the provisions of the *Corporations Act*

Registered Office:

**4/689 Burbridge Road  
West Beach SA 5024**

Certificate No.:

**1**

Number of shares

**4**

This is to Certify that:

**Rosemary MCSHANE**


of

**4/689 Burbridge Road West Beach SA 5024**

is the Registered Holder subject to the Constitution  
of the undermentioned shares in the Company.

Number	Class	Amount Paid/Share (\$)	Amount Unpaid/Share (\$)
4	Ord	1.00	0.00

**Executed** in accordance with the *Corporations Act 2001*:

  
.....  
Director/ Sole Director\*

.....  
Director/ Secretary\*  
\*Delete as appropriate

**31/05/2013**  
.....  
Date

Note: This original certificate must be surrendered to the Company on Transfer of any of the above shares



**Rosemary McShane Super Investments Pty Ltd**

**Director Resolutions**

Dated 31 May 2013

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**SUPERANNUATION  
FUND TRUSTEE**

That the Company accepts the position as Trustee of the R & R McShane Superannuation Fund (fund) established on the 18<sup>th</sup> day of July 1999  
It was noted that the Director has consented to holding her appointments a Director of the Company in its capacity as Trustee of the Fund.

**INVESTMENT  
STRATEGY**

That the Company takes steps to review the Investment Strategy for the fund in accordance with requirements of the Superannuation Industry (Supervision) Act 1993 and Regulations.

Signed by the director:



Rosemary McShane

**R & R McShane Superannuation Fund (fund)**

**Trustee Resolutions**

**of: Rosemary McShane Super Investments Pty Ltd**

Dated 31 May 2013

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TRUSTEE  
QUALIFICATIONS

Noted that the director declares she:

1. has no prior convictions for offences against or arising out of a law of the Commonwealth, a State, a Territory or a foreign country, being an offence in respect of dishonest conduct;
2. is not an insolvent under administration as defined in the Superannuation Industry (Supervision Act 1993 (SISA); and
3. is not the subject of a civil penalty order that has been made under the SISA.

TRUSTEE  
UNDERTAKING

Noted that the director undertakes that should her qualifications lapse, she will take appropriate action to comply with the SISA

COMPLETE OTHER  
MATTERS

Resolved that the director is authorised to complete all notices and forms to change the trustee on the funds investments, Australian Taxation Office records and to generally attend to any other administrative matter for the fund.

Signed by the director:



Rosemary McShane



# Self-managed super fund trustee declaration

## I understand that as an individual trustee or director of the corporate trustee of

Fund name

R & R McSHANE SUPERANNUATION FUND
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I am responsible for ensuring that the fund complies with the *Superannuation Industry (Supervision) Act 1993* (SISA) and other relevant legislation. The Commissioner of Taxation (the Commissioner) has the authority and responsibility for administering the legislation and enforcing the fund's compliance with the law.

I must keep myself informed of changes to the legislation relevant to the operation of my fund and ensure the trust deed is kept up to date in accordance with the law and the needs of the members.

If I do not comply with the legislation, the Commissioner may take the following actions:

- impose administrative penalties on me
- enter into agreements with me to rectify any contraventions of the legislation
- disqualify me from being a trustee or director of a corporate trustee of any superannuation fund in the future
- remove the fund's complying status, which may result in significant adverse tax consequences for the fund
- prosecute me under the law, which may result in fines or imprisonment.

## SOLE PURPOSE

I understand it is my responsibility to ensure the fund is only maintained for the purpose of providing benefits to the members upon their retirement (or attainment of a certain age) or their beneficiaries if a member dies. I understand that I should regularly evaluate whether the fund continues to be the appropriate vehicle to meet this purpose.

## TRUSTEE DUTIES

I understand that by law I must at all times:

- act honestly in all matters concerning the fund
- exercise skill, care and diligence in managing the fund
- act in the best interests of all the members of the fund
- ensure that members only access their super benefits if they have met a legitimate condition of release
- refrain from entering into transactions that circumvent restrictions on the payment of benefits
- ensure that my money and other assets are kept separate from the money and other assets of the fund
- take appropriate action to protect the fund's assets (for example, have sufficient evidence of the ownership of fund assets)
- refrain from entering into any contract or do anything that would prevent me from, or hinder me in, properly performing or exercising my functions or powers as a trustee or director of the corporate trustee of the fund
- allow all members of the fund to have access to information and documents as required, including details about
  - the financial situation of the fund
  - the investments of the fund
  - the members' benefit entitlements.

I also understand that by law I must prepare, implement and regularly review an investment strategy having regard to all the circumstances of the fund, which include, but are not limited to:

- the risks associated with the fund's investments
- the likely return from investments, taking into account the fund's objectives and expected cash flow requirements
- investment diversity and the fund's exposure to risk due to inadequate diversification
- the liquidity of the fund's investments having regard to the fund's expected cash flow requirements in discharging its existing and prospective liabilities (including benefit payments)
- whether the trustees of the fund should hold insurance cover for one or more members of the fund.

## Investment restrictions

I understand that, as a trustee or director of the corporate trustee of the fund, subject to certain limited exceptions specified in the law, I am prohibited from:

- lending money of the fund to, or providing financial assistance to, a member of the fund or a member's relative (financial assistance means any assistance that improves the financial position of a person directly or indirectly, including the provision of credit)
- acquiring assets (other than business real property, listed securities, certain in-house assets and acquisitions made under mergers allowed by special determinations or acquisitions as a result of a breakdown of a relationship) for the fund from members or other related parties of the fund
- borrowing money (or maintaining an existing borrowing) on behalf of the fund except in certain limited circumstances (while limited recourse borrowing arrangements are permitted, they can be complex and particular conditions must be met to ensure that legal requirements are not breached)

- having more than 5% of the market value of the fund's total assets at the end of the income year as in-house assets (these are loans to, or investments in, related parties of the fund – including trusts – or assets subject to a lease or lease arrangement between the trustee and a member, relative or other related party)
- entering into investments on behalf of the fund that are not made or maintained on an arm's length (commercial) basis (this ensures the purchase or sale price of the fund's assets and any earnings from those assets reflects their market value).

**Accepting contributions and paying benefits**

I understand that I can only accept contributions and pay benefits (income streams or lump sums) to members or their beneficiaries when the conditions specified in the law and the fund trust deed have been met.

**Administration**

I understand that the trustees of the fund must:

- keep and retain for at least 10 years
  - minutes of all trustee meetings at which matters affecting the fund were considered (this includes investment decisions and decisions to appoint members and trustees)
  - records of all changes of trustees, including directors of the corporate trustee
  - each trustee's consent to be appointed as a trustee of the fund or a director of the corporate trustee
  - all trustee declarations
  - copies of all reports given to members
- ensure that the following are prepared and retained for at least five years
  - an annual statement of the financial position of the fund
  - an annual operating statement
  - copies of all annual returns lodged
  - accounts and statements that accurately record and explain the transactions and financial position of the fund
- ensure that an approved auditor is appointed within the prescribed period (currently this is no later than 31 days before the due date for lodgment of the fund's annual return but this may change to 45 days) to audit the fund for each income year, and provide that auditor with documents as requested
- lodge the fund's annual return, completed in its entirety, by the due date
- notify the ATO within 28 days of any changes to the
  - membership of the fund, or trustees or directors of the corporate trustee
  - name of the fund
  - contact person and their contact details
  - postal address, registered address or address for service of notices for the fund
- notify the ATO in writing within 28 days of the fund being wound up or after becoming aware that the fund has ceased to be an SMSF.

**DECLARATION**

By signing this declaration I acknowledge that I understand my duties and responsibilities as a trustee or director of the corporate trustee of the self-managed superannuation fund named on this declaration (or if the fund's name changes, that name). I understand that:

- I must ensure this document is retained for at least 10 years or while I remain a trustee or director of the corporate trustee (whichever is longer) and, if I fail to do this, penalties may apply.
- I may have to make this document available for inspection by a member of staff of the ATO and, if I fail to do this, penalties may apply.
- I do not have access to the government's financial assistance program that is available to trustees of Australian Prudential Regulation Authority (APRA) regulated funds in the case of financial loss due to fraudulent conduct or theft.

**Trustee's or director's name**

ROSEMARY MCSHANE

**Trustee's or director's signature**

*Rushane*

Date  
 Day Month Year  
 01 / 06 / 2013

**Witness' name** (witness must be 18 years old or over)

WARWICK NICHOLLS

**Witness' signature**

*W m nicholls*

Date  
 Day Month Year  
 01 / 06 / 2013