

COMPANY RESOLUTIONS

OF: **JAYNEROD PTY LTD** ACN 642 796 325 ('Company')

AUTHORISED BY THE COMPANY'S CONSTITUTION

DATED: 29 JULY 2020 (insert date)

**PROPOSED
BORROWING**

NOTED that **RODJAYNE PTY LTD** ATF Harper Super Fund ('Borrower') has requested that the Company act as custodian for the Borrower in acquiring real estate located at lot 1005 on proposed plan of subdivision PS738832M being part of real estate located at "Rise", Everage Street, Moonee Ponds, Victoria 3039 and being part of the land contained in Certificate of Title Volume 10371 Folio 828 ('Asset') for the Borrower and holding the Asset on bare trust for the Borrower in respect of a limited recourse loan from a lender ('Lender').

**DECLARATION OF
TRUST AND
SUPPLEMENTARY
DEED**

RESOLVED to sign a deed of bare trust in respect of the Asset and a supplementary deed acknowledging the Company's role.

NOTED that this bare trust is known as the 'Everage Street Bare Trust'.

RESOLVED to execute any other documentation required by the Lender.

COMPLIANCE

RESOLVED to comply with the Company's obligations as custodian in accordance with all relevant documents signed by the Company.

PURCHASE

RESOLVED to acquire the Asset once the purchase moneys have been provided by the Borrower.

**COMPLETE OTHER
MATTERS**

RESOLVED to attend to any other matter or thing related to the above.

SIGNED by each director:


Signature of **RODNEY JAMES HARPER**


Signature of **JAYNE HARPER**

I certify that this is a true and original copy of the original.

Angus Morrison, Chartered Accountant (42190)

30 July 2020



Harper Super Fund ('Fund')

TRUSTEE RESOLUTIONS

OF: **RODJAYNE PTY LTD** ACN 135 257 724 ('Trustee')

AUTHORISED BY THE COMPANY'S CONSTITUTION

DATED: 29 JULY 2020 (insert date)

**PERMITTED
BORROWINGS**

NOTED that under s 67A of the *Superannuation Industry (Supervision) Act 1993* (Cth) ('SISA'), trustees of regulated superannuation funds may borrow money on a limited recourse basis if it is applied for the acquisition of a single acquirable asset which the fund would not otherwise be prohibited from investing in and, amongst other requirements, the asset is held on trust for the trustee of the fund. Under such an arrangement, the rights of recourse of a lender or any other person on the borrowing against superannuation fund trustees must be limited to the rights relating to the acquirable asset.

NOTED that the Fund's trust deed has been reviewed to ensure that it permits such a borrowing by the Trustee.

NOTED that the Fund's investment strategy has been reviewed and that such a borrowing is consistent with the Fund's strategy.

**ACQUISITION OF
ASSET**

RESOLVED to borrow in order to acquire real estate located at lot 1005 on proposed plan of subdivision PS738832M being part of real estate located at "Rise", Everage Street, Moonee Ponds, Victoria 3039 and being part of the land contained in Certificate of Title Volume 10371 Folio 828 ('Asset').

NOTED that the Trustee would not be prohibited from investing in the Asset directly.

**PROPOSED
BORROWING**

RESOLVED to request that **JAYNEROD PTY LTD** ('Custodian') act as custodian for the Trustee.

RESOLVED to request that the Custodian sign a deed of bare trust in order to purchase the Asset as custodian for the Trustee and to hold title to the Asset on bare trust for the Trustee.

NOTED that this bare trust is known as the 'Everage Street Bare Trust'.

RESOLVED that the Trustee shall provide to the Custodian all consideration, costs and expenses incurred in connection with the borrowing necessary for the Custodian to acquire the Asset, hold the Asset and to ultimately transfer the Asset to the Trustee.

RESOLVED to request that the Custodian sign a supplementary deed acknowledging the Custodian's role and resolved to execute the same.

RESOLVED to request to borrow moneys to apply for the acquisition of the Asset and to execute a limited recourse loan agreement to facilitate the borrowing.

NOTED that the Trustee has obtained relevant professional advice to ensure it will comply with applicable law in undertaking and maintaining the borrowing.

© DBA

I certify that this is a true and ~~copy~~ correct copy of the original. ~~2020/07/30~~

Angus Morrison, Chartered Accountant (42190)

30 July 2020



Harper Super Fund ('Fund')

COMPLIANCE RESOLVED to ensure that all aspects of the borrowing comply with s 67A of the SISA and all other relevant laws and regulations.

COMPLETE OTHER MATTERS RESOLVED to attend to any other matter or thing related to the above.

SIGNED by each director:



Signature of RODNEY JAMES HARPER



Signature of JAYNE HARPER

I certify that this is a true and correct copy of the original-

Angus Morrison, Chartered Accountant (42190)

30 July 2020



SUPPLEMENTARY DEED

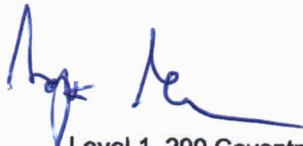
Everage Street Bare Trust for Harper Super Fund

Our ref: 7407:202830

I certify that this is a true and correct copy of
the original (pages 1-5)

Angus Morrison, Chartered Accountant (42190)

30 July 2020



DBA
Lawyers

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SUPERANNUATION INDUSTRY (SUPERVISION) ACT 1993

DEED OF TRUST

OF

HARPER SUPER FUND

VICTORIA

**THIS DEED WAS DRAWN BY
GRIMM & GRIMM
SOLICITORS**

FOR

**ABBOTS
1ST FLR, 225 BRIDGE ROAD
RICHMOND VIC 3121
PO Box 384, RICHMOND VIC 3121
PH: (03) 9427 8888 FAX: (03) 9427 7888**

i certify that this is a true and correct
copy of the original. (pages 1-21)

Angus Morrison, Chartered Accountant (42190)

30 July 2020

