

Certificate of Registration of a Company

This is to certify that

FENCEFIELD NO 2 (AUST) PTY LTD

Australian Company Number 658 260 630

is a registered company under the Corporations Act 2001 and
is taken to be registered in New South Wales.

The company **is limited by shares.**

The company is a **proprietary** company.

The day of commencement of registration is
the twenty-third day of March 2022.



ASIC

Australian Securities & Investments Commission

Issued by the
Australian Securities and Investments Commission
on this twenty-third day of March, 2022.

A handwritten signature in dark ink, appearing to read 'J Longo'.

Joseph Longo
Chair

Director resolution

Fencefield No 2 (Aust) Pty Ltd

ACN: 658 260 630

Date: 23 / 03 / 2022

Registration of the Company

- 1 Attached is the Certificate of Registration for the Company dated 23 March 2022.
- 2 All matters regarding the registration of the Company have been attended to.

Officers

- 3 Graham Meehan was appointed Director of the Company upon registration.
- 4 Graham Meehan was appointed Secretary of the Company upon registration.

Public Officer of the Company

- 5 Graham Meehan has consented to be appointed as public officer of the Company on 23 March 2022 for the purposes of the Income Tax Assessment Act 1936 (as amended from time to time).
- 6 Resolved that Graham Meehan be appointed as public officer of the Company.
- 7 Resolved that this appointment will be effective commencing immediately.
- 8 Resolved to notify the Australian Taxation Office of the appointment.

Initial Members

- 9 Graham Meehan (Initial Member) became the member(s) of the Company upon incorporation.

Shares

- 10 Resolved to record the name of the Initial Member in the register of members of the Company and to issue a share certificate to the Initial Member in accordance with the Company's application for registration as an Australian company.

Registered Office

- 11 Resolved that the registered office of the Company be Banyula 8-10 Riversdale Avenue, BURRADOO, NSW 2576.

Adoption of constitution

- 12 Resolved that the attached constitution at Annexure 1 be provided to the Initial Member for signing and adoption as the constitution of the Company.

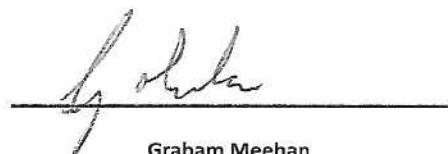
Auditors

- 13 Resolved that no auditors be appointed for the time being.

Signed:

The Director

Signed by Graham Meehan:



Graham Meehan
Director

Dated: 23 / 3 / 2022

CONSENT TO VARIATION OF CLASS RIGHTS

Fencefield No 2 (Aust) Pty Ltd

ACN 658 260 630

The shares on issue in the Company at the date of this consent are as follows:-

- ORD

The sole member holds all of the shares on issue and gives their prior written consent to the variation of the rights attaching to their respective shares so that those rights are identical to the rights attaching to shares of the same class (in accordance with the Constitution signed by the sole member for identification purposes) as their respective shares.

Signed:

The Member

Signed by Graham Meehan:


Graham Meehan
Member

Dated: 23/3/2022

SPECIAL RESOLUTION OF SOLE MEMBER

Fencefield No 2 (Aust) Pty Ltd

ACN 658 260 630

(Section 249B Corporations Act)

The sole member of Fencefield No 2 (Aust) Pty Ltd ACN 658 260 630 (the "**Company**") passes the following resolutions as special resolutions by recording and signing this document pursuant to section 249B of the Corporations Act 2001/entitled to vote on the resolution, are in favour of the special resolutions set out in this document in accordance with section 249A of the Corporations Act 2001.

Noted:

- A. That the sole member of the Company has consented to the variation of the rights attaching to their shares so that those rights are identical to the rights attaching to shares of the same class (in accordance with the Constitution signed by the sole member for identification purposes) as their respective shares.
- B. That each share issued to the sole member on registration of the Company was intended to have the same rights as those set out in the Constitution referred to in paragraph A above.

Special Resolutions:

- 1. That the Constitution signed by the sole member for identification purposes be adopted as the constitution of the Company.
- 2. That the Constitution takes effect from the date of this special resolution.
- 3. That the rights attaching to each share on issue are varied so that those rights are identical to the rights attaching to the shares of the same class identified by the same corresponding letter as provided in the Constitution signed by the sole member for identification purposes.

Signed:

The Member

Signed by Graham Meehan:



Graham Meehan
Member

Dated: 23/3/2022

INCOME TAX ASSESSMENT ACT, 1936
(AS AMENDED FROM TIME TO TIME)

The Deputy Commissioner of Taxation
Australian Taxation Office

NOTICE OF APPOINTMENT OF PUBLIC OFFICER

Date: 23 / 3 / 2022

Dear Sir,

In accordance with the Income Tax Assessment Act 1936 (as amended from time to time),
Graham Meehan, whose signature appears below, has been appointed the Public Officer of
Fencefield No 2 (Aust) Pty Ltd ACN 658 260 630.

The address for service of notices is Banyula 8-10 Riversdale Avenue, BURRADOO, NSW 2576

Signed:

The Public Officer

Signed by Graham Meehan:


Graham Meehan
Public Officer

Dated: 23 / 3 / 2022

CONSENT TO ACT AS A PUBLIC OFFICER

Fencefield No 2 (Aust) Pty Ltd

ACN: 658 260 630

Full name: Graham Meehan

Address: Banyula 8-10 Riversdale Avenue, BURRADOO, NSW 2576

Hereby consents to my appointment as Public Officer of Fencefield No 2 (Aust) Pty Ltd

Signed:

The Public Officer

Signed by Graham Meehan:



Graham Meehan
Public Officer

Dated: 23/03/2022

CONSENT TO ACT AS A DIRECTOR

Fencefield No 2 (Aust) Pty Ltd

ACN: 658 260 630

Full name: Graham Meehan

Former names (if any):

Date of birth: 12 September 1947

Place of birth: London, United Kingdom

Address: Banyula 8-10 Riversdale Avenue,
BURRADOO, NSW, 2576

consents to act as a director of the Company.

Signed:

The Director

Signed by Graham Meehan:



Graham Meehan
Director

Dated: 23/3/2022

CONSENT TO ACT AS A SECRETARY

Fencefield No 2 (Aust) Pty Ltd

ACN: 658 260 630

Full name: Graham Meehan
Former name (if any):
Date of Birth: 12 September 1947
Place of birth: London, United Kingdom
Address: Banyula 8-10 Riversdale Avenue,
BURRADOO, NSW, 2576

consents to act as a secretary of the Company.

Signed:

The Secretary

Signed by Graham Meehan:



Graham Meehan
Secretary

Dated: 23/03/2022

REGISTER OF OFFICERS

Fencefield No 2 (Aust) Pty Ltd

ACN: 658 260 630

Date of Appointment	Date of Resignation	Full Name	Residential Address	Place of Birth	Date of Birth	Role(s)
23 March 2022		Graham Meehan	Banyula 8-10 Riversdale Avenue, BURRADOO, NSW, 2576	London, United Kingdom	12 September 1947	DIR, SEC

CONSENT TO BE A MEMBER AND HOLD SHARES

Fencefield No 2 (Aust) Pty Ltd

ACN: 658 260 630

Date: 23 / 3 / 2022

Graham Meehan of Banyula 8-10 Riversdale Avenue, BURRADOO, NSW 2576 consents to become a MEMBER and agrees to take up the following shares in the Company:

Number of Shares:	1
Class of Shares:	ORD
Amount Paid per Share (\$):	\$100.00
Amount Unpaid per Share (\$):	\$0.00

Signed:

The Member

Signed by Graham Meehan:



Graham Meehan
Member

Dated: 23 / 03 / 2022

SHARE CERTIFICATE #1

Fencefield No 2 (Aust) Pty Ltd

ACN: 658 260 630

Registered under the *Corporations Act 2001*(Cth)

Date:

Shareholder(s): Graham Meehan

Address: Banyula 8-10 Riversdale Avenue,
Burradoo, NSW, 2576

is/are the registered holder(s)
of 1 ORD Shares
(serial numbers 1 - 1 inclusive)
in the Company issued on 23 March 2022
\$0.00 remains unpaid per share.

EXECUTED by
Fencefield No 2 (Aust) Pty Ltd
ACN: 658 260 630
in accordance with subsection 127(1)
of the Corporations Act 2001



Graham Meehan
Sole Director and Secretary

Dated: 23/03/2022

REGISTER OF MEMBERS

Fencefield No 2 (Aust) Pty Ltd

ACN: 658 260 630

Date of Entry	Member	Date of Transaction	Transaction Type	Class	Shares			Share Serial Number	Cert #	\$ Unpaid per share	\$ Paid per share
					Acquired	Transferred	Balance				
23.03.2022	Graham Meehan	23.03.2022	Allotment	ORD	1		1	1 - 1	1	\$0.00	\$100.00

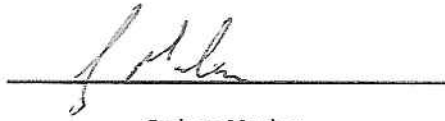
**DECLARATION AND CONSENT TO ACT AS DIRECTOR OF TRUSTEE COMPANY
UNDER SECTION 118 OF THE
SUPERANNUATION INDUSTRY (SUPERVISION) ACT 1993**

I, Graham Meehan of Banyula 8-10 Riversdale Avenue, BURRADOO, NSW 2576 as director of Fencefield No 2 (Aust) Pty Ltd - ACN 658 260 630 of Banyula 8-10 Riversdale Avenue, BURRADOO, NSW 2576 state as follows:

1. I am not a disqualified person as defined by the *Superannuation Industry (Supervision) Act 1993 (SIS Act)* and am not disqualified from acting as trustee or as a responsible officer of a trustee company under the SIS Act or related legislation;
2. I am aware of my role and responsibilities as a director of Fencefield No 2 (Aust) Pty Ltd - ACN 658 260 630 of Banyula 8-10 Riversdale Avenue, BURRADOO, NSW 2576 (**Trustee**), which acts or will acts as trustee for the FENCEFIELD AUSTRALIA SUPERANNUATION FUND (**Fund**), including:
 - (a) my role and responsibilities under the trust deed and any governing rules of the Fund (**Trust Deed**), which I have read and understood; and
 - (b) my responsibilities under the SIS Act, the *Superannuation Industry (Supervision) Regulations 1994 (SIS Regs)* and related legislation;
3. I have had the opportunity to meet with legal, financial and accounting advisors, and am satisfied that membership in the Fund is appropriate to my circumstances and needs;
4. I consent to act as a director of the Trustee;
5. I agree to execute the Trust Deed, and to administer the Fund as a director of the Trustee in accordance with the terms and conditions set out in the Trust Deed (as amended from time to time) and all legislative requirements, including but not limited to those under the SIS Act and the SIS Regs;
6. I agree to notify any other directors of the Trustee in writing if I am for any reason disqualified from continuing to act as a trustee or director of a trustee company of a superannuation fund; and
7. I declare the information provided above is true and correct and it is my responsibility to inform any other directors of any error or changes regarding these matters.

The Trustee

Signed, Sealed and Delivered by Fencefield No 2 (Aust) Pty Ltd - ACN 658 260 630 by:

A handwritten signature in black ink, appearing to read 'G. Meehan', is written over a horizontal line.

Graham Meehan
Sole Director and Secretary

* Note re Disqualified Person (section 120, SIS Act):

A disqualified person who is an individual includes:

1. persons who have at any time been convicted of an offence in respect of dishonest conduct;
2. persons against whom a civil penalty order was made; or
3. a person who is an insolvent under administration (for example, an undischarged bankrupt).

A disqualified person that is a body corporate includes:

1. a body corporate that knows, or has reasonable grounds to suspect, that a person who is, or is acting as, a responsible officer of the body corporate is a disqualified person;
2. a body corporate where a receiver and manager has been appointed in respect of property beneficially owned by the body;
3. body corporate where an official manager or deputy official manager has been appointed in respect of the body;
4. a body corporate where a provisional liquidator has been appointed in respect of the body; or
5. a body corporate that has begun to be wound up.

Note - A director of a trustee company of a superannuation fund must not be a disqualified person as described above.

**APPLICATION FOR MEMBERSHIP OF
Fencefield Australia Superannuation Fund**

Full Name: Graham Meehan
Address: Banyula 8-10 Riversdale Avenue, BURRADOO, NSW 2576
Date of Birth: 12 September 1947
Sex: Male

I apply for membership of the **FENCEFIELD AUSTRALIA SUPERANNUATION FUND (Fund)** and state or warrant as follows as a condition of my application:

- 1 I am not bankrupt.
- 2 I have had the opportunity to meet with legal, financial and accounting advisors, and am satisfied that membership in the Fund is appropriate to my circumstances and needs.
- 3 I understand that if I am accepted as a member, my membership may be subject to restrictions and/or classifications.
- 4 I understand that I may only contribute to the Fund if I am eligible under the superannuation laws to do so, and this includes any contributions made by other parties on my behalf.
- 5 I understand that membership in a self managed superannuation fund (**SMSF**) carries with it risks, including but not limited to risks associated with disagreement with other members, liquidity and investment risks, and such other risks which follow the nature of a SMSF arrangement and I am comfortable becoming a member, notwithstanding those risks.
- 6 I agree that, unless I provide notice to the Trustee in writing, I do not require any insurance to be held within the Fund in respect of me.
- 7 I undertake to provide any relevant information or documentary evidence to the Trustee and agree to submit to health and medical tests as and when requested by the Trustee.
- 8 I acknowledge the Trustee may collect my personal identification documents and Tax File Number (**TFN**), which will be treated as confidential in accordance with the *Privacy Act 1988 (Cth)* (**Privacy Legislation**) and will only be used for legal purposes, including:
 - a providing information to the Australian Taxation Office;
 - b paying employment termination payments;
 - c amalgamating superannuation benefits; and
 - d providing information to other superannuation funds receiving any benefits I may select (unless I ask in writing for it to be withheld).
- 9 My Tax File Number is: 574 508 190.
- 10 I authorise the Trustee to retain and store information on my behalf despite any provision to the contrary in any privacy legislation.

11 I agree to all of the terms and conditions set out in the trust deed for the Fund, as amended from time to time.

12 I declare that the information I provide to the Trustee is true and correct. I acknowledge it is my responsibility to inform the Trustee of any error or changes regarding these matters.

I hereby authorise my current employer to deduct from my salary such amounts (if any) as are from time to time agreed upon by myself and my employer as contributions to be made by me to the abovementioned Fund.

I hereby apply to make contributions to the Fund and agree to be bound by the trust deed and rules governing the Fund.

NOMINATION OF BENEFICIARIES

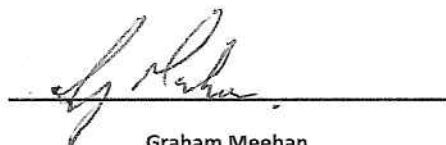
(If you wish to make a Binding Death Benefit Nomination please submit it separately)

Whilst I acknowledge the discretion the Trustees have to determine who the benefit is paid to, I hereby nominate the following persons to receive the benefit payable by the Trustees of the Fund in the event of my death:

Name and Address	Relationship to member	Proportion of benefit
<u>M. CARA MEEHAN</u>	<u>DAUGHTER</u>	<u>100</u> %
<u>98 NORTHCOLE STREET</u>		
<u>MAREMBURN NSW 2065</u>		
<u>AUSTRALIA</u>		<u> </u> %

The Member

Signed by Graham Meehan:




Graham Meehan
Member

Dated: 23/03/2022

Trustee declaration

To be completed by new trustees and directors of corporate trustees of self-managed super funds.

 We strongly recommend you undertake a free trustee education course before reading and signing this declaration. For more information visit ato.gov.au/smsf and search 'approved education courses'.



Who should complete this declaration?

You must complete this declaration if you become a trustee or director of a corporate trustee (trustee) of:

- a new self-managed super fund (SMSF)
- an existing SMSF.

You must sign this declaration within 21 days of becoming a trustee or director of a corporate trustee of an SMSF.

A separate declaration is required to be completed and signed by each and every new trustee.

You must also complete the declaration if you:

- have undertaken a course of education in compliance with an education direction
- are a legal personal representative who has been appointed as trustee on behalf of a:
 - member who is under a legal disability (usually a member under 18 years old)
 - member for whom you hold an enduring power of attorney
 - deceased member.

Understanding your obligations

We have a range of services available to help you understand your obligations and keep up to date with the latest news for SMSF trustees.

To subscribe to our news and alerts service visit ato.gov.au/smsf and search 'news and alerts'.

For more information on free approved trustee education courses visit ato.gov.au/smsf and search 'approved education courses'.

Before completing this declaration

Before you complete and sign this declaration, make sure you:

- read each section
- understand all the information it contains.

- If you have any difficulties completing this declaration or you do not fully understand the information it contains:
 - speak to a professional adviser
 - visit ato.gov.au/smsf
 - phone us on 13 10 20.

When completing this declaration

When you complete this declaration, remember to:

- insert the full name of the fund at the beginning
- sign and date it
- ensure it is signed and dated by a witness (anyone 18 years old or over).

What should you do with the declaration?

You must keep your completed declaration for at least 10 years and make it available to us if we request it.

- ❗ Do not send your completed declaration to us unless we request this from you.

© Australian Taxation Office for the Commonwealth of Australia, 2021

You are free to copy, adapt, modify, transmit and distribute this material as you wish (but not in any way that suggests the ATO or the Commonwealth endorses you or any of your services or products).

Published by

Australian Taxation Office
Canberra
June 2021

DE-35147



Self-managed super fund trustee declaration

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

Fund name

Fencefield Australia Superannuation Fund

I am responsible for ensuring that the fund is operated in accordance 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 trustees' 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
- give me a written direction to rectify any contraventions or undertake a course of education
- 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 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 financial interests of all the members of the fund
- keep records of decisions made about the running of the fund, including the appointment of professional advisers and the retirement of members and 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.

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.

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:

- giving financial assistance using the resources of the fund 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 from the trustee or investment manager of another regulated super fund 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)

- acquiring an in-house asset if the fund's in-house assets exceed 5% of the market value of the fund's total assets, or the in-house assets will exceed 5% of the market value of the fund's total assets by acquiring the asset (in-house assets 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 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).

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, the retirement of members and payment of benefits)
 - 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
 - documented decisions about storage of collectables and personal use assets
- 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 including asset market valuation
 - copies of Transfer balance account reports lodged
 - copies of any other statements you are required to lodge with us or provide to other super funds
- appoint an approved SMSF auditor each year, no later than 45 days before the due date for lodgment of the fund's annual return and provide documents to the auditor as requested
- lodge the fund's annual return, completed in its entirety, by the due date
- review the independent audit report received from the approved SMSF auditor and take action as required
- 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 21 days if the fund becomes an Australian Prudential Regulation Authority (APRA) regulated fund.

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.
- Administrative penalties can be imposed on me for not complying with the legislation
- 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 APRA regulated funds in the case of financial loss due to fraudulent conduct or theft.
- I declare that the information provided in the form is true and correct.

Trustee's or director's name

Graham Meehan

Trustee's or director's signature

Graham Meehan

Date 23/03/2022

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

Jenna M. Nielsen

Witness' signature

Jenna M. Nielsen

Date 23/03/2022