

L A W Y E R S

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# Deed of Variation

**First State Superannuation Scheme**

**FSS Trustee Corporation (ABN 53 226 460 365)**

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DEED

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Details

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**Trustee**

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Name	<b>FSS Trustee Corporation</b>
ABN	11 118 202 672
Address	Level 28, 388 George Street, Sydney NSW 2000 <b>(Trustee)</b>

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**Date of Deed** 4 August 2020

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**RECITALS**

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- A. The First State Superannuation Scheme (**Fund**) was established under the *First State Superannuation Act 1992* (NSW) (**FSS Act**).
- B. On 19 February 1999, a trust deed was executed pursuant to section 13(1) of the FSS Act to make provision for and with respect to the workings of the Fund (**Original Deed**).
- C. The Original Deed was amended by a Deed of Variation dated 29 March 2006 (**Constituent Deed**) and annexed rules to that Deed of Variation which govern the operation of the Fund (as amended from time to time) (**Rules**).
- D. Pursuant to clause 5 of the Constituent Deed, the Trustee may, by deed, vary all or any of the provisions of the Constituent Deed or Rules in various ways and for various purposes, without the consent of Members or Employers, subject to the limitations in clause 5.3 of the Constituent Deed.
- E. The Trustee wishes to amend the Rules in the manner set out in this deed in order to:
- (a) reflect the change in the name of the Fund from the First State Superannuation Scheme to Aware Super on and from 15 September 2020 and the change in the company name of the Trustee from FSS Trustee Corporation to Aware Super Pty Ltd around a similar time, subject to the name change being effected by the Australian Securities and Investments Commission; and
  - (b) facilitate the transfer in of members of the WA Local Government Superannuation Plan on a successor fund transfer basis with effect on and from 30 November 2020.
- F. The Trustee considers that:
- (a) the amendments made by this deed to the Rules are for one or more of the purposes set out in clause 5.1 of the Constituent Deed; and
  - (b) no amendment made by this deed to the Rules is prohibited by clause 5.3 of the Constituent Deed.

**This deed witnesses that:****1. INTERPRETATION**

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- 1.1 Words and expressions defined in the Rules have the same meaning in this deed unless they are otherwise defined in this deed.
- 1.2 The interpretation provision in Rule 22 of Section 1 of the Rules applies to this deed as if it were set out in full in this deed.

**2. AMENDMENTS TO THE RULES**

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- 2.1 The Rules are amended by:
- (a) deleting the text that is shown as struck through; and
  - (b) inserting the text that is shown as underlined,
- in the consolidated copy of the Rules attached in Annexure A to this deed.
- 2.2 An amendment to the Rules does not affect the validity or enforceability of the Rules.
- 2.3 Nothing in this deed:
- (a) prejudices or adversely affects any right, power, authority, discretion or remedy arising under the Rules before the date of this deed; or
  - (b) discharges, releases or otherwise affects any liability or obligation arising under the Rules before the date of this deed.

**3. EFFECTIVE DATE**

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- 3.1 This deed will take effect as follows:
- (a) the amendments to the Rules concerning the name of the Fund will take effect on 15 September 2020;
  - (b) the amendments concerning the name of the Trustee will take effect on the date specified by the Australian Securities and Investment Commission; and
  - (c) the remaining amendments will take effect on 30 November 2020, but only if the assets and members of the WA Local Government Superannuation Plan are transferred on a successor fund basis to the Fund on that date.

**4. NO REDECLARATION**

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- 4.1 The Trustee is not by this deed:
- (a) redeclaring the Fund or redeclaring any trust;
  - (b) resettling the Fund; or
  - (c) causing the transfer, vesting or accruing of property in any person.

**5. TRUSTEE AND MEMBERS BOUND**

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- 5.1 The Trustee and the Members are bound by the terms of the Rules as amended by this deed.

**6. GOVERNING LAW**

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6.1 This deed is governed by the laws of New South Wales.

DEED

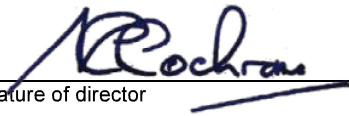
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**Signing Page**

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**Executed as a deed**

**EXECUTED by FSS Trustee Corporation**  
**ABN 11 118 202 672** in accordance with  
section 127(1) of the *Corporations Act 2001*  
by:



Signature of director

Neil Cochrane

Name of director (please print)



Signature of secretary/~~director~~

Ian Pendleton

Name of secretary/~~director~~ (please print)