

**PERPETUAL SUPERANNUATION LIMITED
ABN 84 008 416 831**

DEED OF AMENDMENT

PERPETUAL'S INVESTOR CHOICE RETIREMENT FUND

**(NEW NAME TO BE: PERPETUAL WEALTHFOCUS
SUPERANNUATION FUND)**



**PERPETUAL LEGAL SERVICES
LEVEL 12, 123 Pitt Street
SYDNEY NSW 2000
PH: 9229 9000
FAX: 8256 1473**

DEED POLL dated 26 July 2011

BY

PERPETUAL SUPERANNUATION LIMITED ABN 84 008 416 831 of Level 12, 123 Pitt Street, Sydney, New South Wales (**Trustee**).

RECITALS:

- A. The Trustee is the trustee of a registered superannuation fund known as Perpetual's Investor Choice Retirement Fund RSE 1057010 (the **Fund**), which was established under a trust deed dated 26 May 1995 (the **Trust Deed**).
- B. Rule 19 of the Trust Deed permits the Trustee to make amendments in writing to the Trust Deed, subject to the requirements of Superannuation Law, including the *Superannuation Industry (Supervision) Act 1993 (Cth)* (**Act**).
- C. Pursuant to section 60 of the Act, the trust deed may be modified if the Trustee has consented to the amendments.
- D. Section 52(2)(c) of the Act provides that the Trustee must exercise its power in the best interests of members.
- E. Pursuant to rule 19 of the trust deed, and sections 52(2)(c) and 60 of the Act, the Trustee proposes to amend the Trust Deed as set out in clause 2.
- F. The Trustee reasonably believes that the amendments to the trust deed set out in this deed poll comply with the amendment power within the trust deed and with the provisions of Superannuation Law.

OPERATIVE PROVISIONS

1. DEFINITION AND INTERPRETATION

- 1.1 Rule 1 of the Trust Deed applies to this deed poll.
- 1.2 In this deed poll, "**Effective Date**" means 15 August 2011.

2. CHANGE OF NAME

- 2.1 The Trustee has determined that from the Effective Date the name of the Fund should be changed to Perpetual WealthFocus Superannuation Fund.
- 2.2 The trust deed is, therefore, modified with effect on and from the Effective Date by replacing the words "Perpetual's Investor Choice Retirement Fund" with "Perpetual WealthFocus Superannuation Fund" wherever they appear.

3. REMOVAL OF LIMITS ON FEES FOR INVESTMENT ADVISORY SERVICES

- 3.1 From the Effective Date, rules 16.12 and 16.13 of the Trust Deed are deleted and replaced with the following new rules:
 - 16.12 The Trustee is entitled, upon receipt of written consent from a Member, to deduct from the Member's interest in the Fund, any amount paid or to be

paid by the Trustee to a licensed investment adviser or an authorised representative of a licensed investment adviser for the provision by such person to the Member of investment advisory services in respect of that Member's investment in the Fund.

16.13 The expenses referred to in rule 16.10 are recoverable by the Trustee to the extent permitted by Superannuation Law. The Trustee may recover such expenses as they fall due from:

- (a) the Fund;
- (b) payments made from the Fund; or
- (c) payments made to the Fund.

4. TRUST NOT CONFIRMED

Nothing expressly or impliedly contained in this deed poll is effective to confirm, declare or otherwise acknowledge any of the trust declared under the trust deed or any of the trusts to which property is subject at the date of this deed poll, or to impress any new or additional trusts upon property held on trust as at the date of this deed poll.

5. TRUSTEE AND MEMBERS BOUND

The Trustee and members are bound by the terms of the trust deed as amended by this deed poll.

6. SAVING PROVISION

Notwithstanding any other provision in this deed to the contrary, if any amendment contained in this deed is not consistent with, or breaches the restrictions in the amendment power contained in Rule 19 of the Trust Deed, that amendment shall be of no effect and the provisions purported to be amended shall continue to be determined in accordance with the provisions of the Trust Deed as they existed prior to the date of the amendment.

7. NO RE-SETTLEMENT OF TRUST


This deed shall be construed only as operating to amend the Trust Deed and not establishing a new or different trust or superannuation fund.

8. GOVERNING LAW

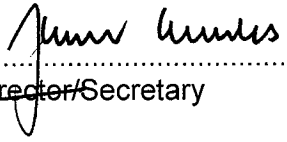
This deed is governed by, and is to be construed in accordance with, the laws of the state of New South Wales.

EXECUTED as a deed poll.

Executed by PERPETUAL SUPERANNUATION LIMITED


.....
Director

ROGER BURROWS
.....
Name


.....
Director/Secretary

GLENDASUSAN CHARLES
.....
Name