

DATED

12th December 1985

1985

BETWEEN

NATIONAL AUSTRALIA BANK LIMITED

AND

RICHARD ROBERT LAW SMITH, RUPERT
WILLIAM JOHN CLARKE, NEIL REX CLARK,
BARRY BUCKLEY and JOHN DENIS EDWARDS

TRUST DEED

FOR

THE NATIONAL AUSTRALIA BANK GROUP SUPERANNUATION FUND A

MALLESONS,
Solicitors,
121 William Street,
MELBOURNE. Vic. 3000.

Telephone: 62 0761

CMB

CP

THIS TRUST DEED is made the twelfth day of December 1985

BETWEEN NATIONAL AUSTRALIA BANK LIMITED of 500 Bourke Street, Melbourne, Victoria ("the Bank")

of the one part.

AND RICHARD ROBERT LAW SMITH, RUPERT WILLIAM JOHN CLARKE, NEIL REX CLARK, BARRY BUCKLEY and JOHN DENIS EDWARDS ("the Administrators")

of the other part

Trn 080139168 Oper PUB041 01/05/92
COUNTERPART - ORIGINAL DULY STAMPED
with \$ 10.00
Stamp Duties Office Victoria

WHEREAS:

- A. The Bank has decided to establish and maintain a fund to be known as "The National Australia Bank Group Superannuation Fund A" solely for the purpose of providing superannuation benefits of the kind set out in this Deed for certain of its employees and for certain of the employees of any Associated Company and their dependants in the circumstances set out in this Deed.
- B. The Bank has agreed to make contributions to the Fund as provided in this Deed.
- C. The Administrators have agreed to act as Administrators of the Fund in accordance with the Deed.

NOW IT IS HEREBY AGREED AND DECLARED by the Bank and the Administrators that:

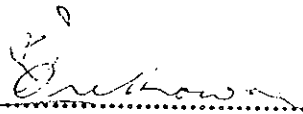
- 1. The Fund is hereby established and shall be held by the Administrators upon the trusts of and administered in accordance with the provisions of this Deed.
- 2. The Fund shall be deemed to have come into operation on the Commencement Date.
- 3. The Rules annexed to this Deed shall comprise part of and shall be read and construed for all purposes as part of this Deed.

4. The Bank and the Administrators respectively covenant to be bound by the provisions of this Deed.

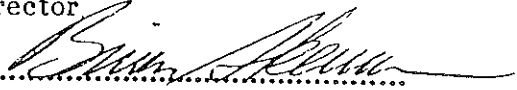
IN WITNESS whereof this Deed has been duly executed on the day and year first above written.

THE COMMON SEAL of NATIONAL AUSTRALIA BANK LIMITED was hereunto affixed by authority of the Directors in the presence of:

)
)
)
)



.....

Director

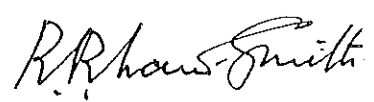

.....

Secretary


SIGNED SEALED AND DELIVERED by RICHARD ROBERT LAW SMITH in the presence of:



)
)



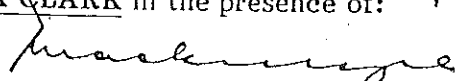
SIGNED SEALED AND DELIVERED by RUPERT WILLIAM JOHN CLARKE in the presence of:



)
)



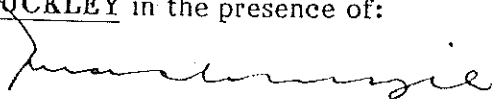
SIGNED SEALED AND DELIVERED by NEIL REX CLARK in the presence of:



)
)



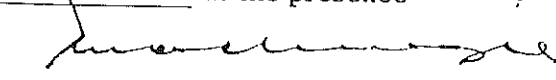
SIGNED SEALED AND DELIVERED by BARRY BUCKLEY in the presence of:



)
)



SIGNED SEALED AND DELIVERED by JOHN DENIS EDWARDS in the presence of:



)
)

