

# **Legal & Governance Committee Charter**

*(a committee of the Australian Retirement Trust Board)*

## Purpose

This charter governs the operations of the Legal & Governance Committee. The Committee has been established by the ART Board to provide assistance in discharging the Board's corporate governance and oversight responsibilities in relation to such matters as: material litigation; ART subsidiaries; the Annual Member Meeting and Annual Report; as well as ART's Product Disclosure Statements. In doing so, it is the responsibility of the Committee to maintain free and open communication between the Committee, external advisers and Management. The Australian Retirement Trust Board & Committee Procedures document supplements this Charter and covers administrative matters associated with convening and running a Committee meeting.

## Committee's Responsibilities

### Policies and Management

**The Committee will review and approve:**

- ART's Governance Report;
- ART's Product Disclosure Statements (PDS);
- Contract Assessment Execution and Storage Policy;
- Privacy Policy; and
- Shareholder Class Actions Policy.

**The Committee will recommend to the ART Board:**

- Annual Members Meeting Notice;
- Conflicts Management Framework;
- Modern Slavery Statement;
- Modern Slavery Framework;
- Constitution of Australian Retirement Trust Pty Ltd;
- Participation Deed; and
- Trust Deeds.

If a policy is not listed above (either by omission or because it is new since the Charter was approved), the Committee will initially make a recommendation on it to the Board, and may at that time, seek delegation to approve subsequent iterations.

### Activities

**The Committee is responsible for:**

- a. Material litigation and disputes, including fraud, criminal or professional misconduct matters;
- b. ART's governance arrangements, transparency of reporting and/or key governance related documents;
- c. Corporate structure matters including overseeing subsidiary governance arrangements;
- d. Recommending to the Board the Notice for the Annual Members Meeting;
- e. Approving ART's Product Disclosure Statements (PDS);
- f. Reviewing and endorsing the Conflicts Management Framework; and
- g. Reviewing and endorsing to the Board the Modern Slavery Statement and Modern Slavery Framework.

## Committee Reporting

The Committee will regularly report to the ART Board about Committee activities, issues, and decisions.

## Charter Review

The Committee will review, on at least a triennial basis, the adequacy of the Committee Charter, and request the ART Board's approval for any proposed changes, and ensure appropriate disclosure as may be required by law or regulation.

<b>Approval:</b>	Australian Retirement Trust Board
<b>Active date:</b>	14 December 2023