

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; 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 Product Disclosure Statements (PDS); and
- Shareholder Class Actions Policy.

The Committee will recommend to the ART Board:

- Conflicts Management 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;
- c. Corporate structure matters including overseeing subsidiary governance arrangements;
- d. Approving ART's Product Disclosure Statements (PDS);
- e. Reviewing and endorsing the Conflicts Management 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.

Approval:	Australian Retirement Trust Board
Active date:	13 June 2024