

NATIONAL MUTUAL RETIREMENT FUND

ABN 76 746 741 299

ANNUAL REPORT FOR THE YEAR ENDED 30 JUNE 2024

NATIONAL MUTUAL RETIREMENT FUND
CONTENTS

	Page(s)
Directors' report	1-17
Statement of Financial Position	18
Income Statement	19
Statement of Changes in Member Benefits	20
Statement of Changes in Equity	21
Statement of Cash Flows	22
Notes to the Financial Statements	23-41
Trustee's Declaration to the Members	42
Auditor's Report to the Trustee	43

NATIONAL MUTUAL RETIREMENT FUND
DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2024

The directors of Equity Trustees Superannuation Limited ("ETSL"), the Trustee of National Mutual Retirement Fund ("The Fund"), present their report together with the Financial Statements of the Fund for the year ended 30 June 2024. In order to comply with the provisions of the *Corporations Act 2001*, the Directors of the Trustee report as follows:

PRINCIPLE ACTIVITIES

The Fund was established by a Trust Deed dated 28 December 1973 and last updated on 26 June 2020.

The Fund is operated for the purpose of providing members with lump sum or pension benefits upon retirement, termination of service, death, or disablement.

REVIEW OF OPERATIONS

The Fund is an Australian Superannuation Fund with assets wholly invested in investment linked and capital guaranteed policies issued by Resolution Life Australasia Limited ("RLAL").

The value of these investments decreased by \$210,719,000 during the year ended 30 June 2024 (2023: increased by \$14,166,000).

The performance of the Fund, as represented by the results of its operations, was as follows:

	Year ended 30 June 2024 \$'000	Year ended 30 June 2023 \$'000
Operating results after income tax	370,211	574,969
Net benefits allocated to defined contribution member accounts	(370,211)	(574,969)

The Fund did not have any employees during the year.

There were no significant changes in the nature of the Fund's activities during the year.

The various service providers for the Fund are detailed below:

Service	Provider
Trustee	Equity Trustees Superannuation Limited
Administrator	Resolution Life Australasia Limited
Asset Consultant	Resolution Life Capital Investors Limited
Insurer	Resolution Life Australasia Limited
External Fund Auditor	Deloitte Touche Tohmatsu

NATIONAL MUTUAL RETIREMENT FUND
DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2024

SIGNIFICANT CHANGES TO STATE OF AFFAIRS

During the reporting period Suzanne Holden was appointed as a Non-Executive Director of ETSL.

In the opinion of the Trustee no other significant changes of affairs of the Fund occurred during the year.

DIRECTORS

The following persons held office as directors of ETSL during or since the end of the year and up to the date of this report:

Name	Title	Appointed/Resigned
Mr Michael O'Brien	Managing Director and Executive Director	
Ms Susan Granville Everingham	Non-Executive Director	
Mr Paul Douglas Rogan	Non-Executive Director	Resigned on 16/11/2023
Ms Catherine Anne Robson	Non-Executive Director, Chair	
Mr Steven Thomas Carew	Non-Executive Director	
Mr David Nicholas Coogan	Non-Executive Director	
Ms Suzanne Holden	Non-Executive Director	Appointed on 13/02/2024

CLIMATE CHANGE

Climate change is a systemic risk that could have a material impact on the future financial position, performance or prospects of the Fund. The directors are cognisant that mandatory reporting will be required under the Act and Australian Sustainability Reporting Standard – Disclosure of Climate related Financial Information (Climate ED). It is expected that the climate related financial disclosures will be required from the 30 June 2025 reporting period.

MATTERS SUBSEQUENT TO END OF THE FINANCIAL YEAR

No matter or circumstance has arisen since 30 June 2024 that has significantly affected or may have a significant effect on the operations of the Fund in future financial years; or the results of those operations in future financial years; or the state of affairs of the Fund in future financial years.

FUTURE DEVELOPMENTS

The Fund will continue to be operated in accordance with Trust Deed dated 28 December 1973 and last updated on 26 June 2020.

The results of the Fund's operations will be affected by a number of factors, including the performance of investment markets in which the Fund invests. Investment performance is not guaranteed, and future returns may differ from past returns. As investment conditions change over time, past returns should not be used to predict future returns.

NATIONAL MUTUAL RETIREMENT FUND
DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2024

INDEMNIFICATION AND INSURANCE OF OFFICERS

No insurance premiums are paid for out of the assets of the Fund regarding insurance cover provided to the officers of ETSL. So long as the officers of ETSL act in accordance with the Trust Deed and the Law, the officers remain indemnified out of the assets of the Fund against losses incurred while acting on behalf of the Fund.

ROUNDING OFF OF AMOUNTS

The Fund is an entity of the kind referred to in *ASIC Corporations (Rounding in Financials/Directors' Reports) Instrument 2016/191*, and in accordance with that Corporations Instrument amounts in the directors' report and the financial statements are rounded off to the nearest thousand dollars, unless otherwise indicated.

NON-AUDIT SERVICES

The Fund auditor, Deloitte Touche Tohmatsu, has not provided any non-audit services to the Fund during the reporting period.

INDEMNIFICATION OF AUDITORS

The auditor of the Fund is in no way indemnified out of the assets of the Fund.

The Trustee has not, during or since the end of the financial year, except to the extent permitted by law, indemnified or agreed to indemnify the auditor of the Fund against a liability incurred as auditor.

ENVIRONMENTAL REGULATION

As at the time of reporting the operations of the Fund are not subject to any particular or significant environmental regulations under Commonwealth, State or Territory law.

27 September 2024

Mr. David Coogan
Chair, Audit Committee
Equity Trustees Superannuation Limited
Level 1, 575 Bourke Street,
Melbourne, VIC 3000

Dear Directors

Auditor's Independence Declaration to National Mutual Retirement Fund

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the trustee of National Mutual Retirement Fund.

As lead audit partner for the audit of the financial report of National Mutual Retirement Fund for the year ended 30 June 2024, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- The auditor independence requirements of the Corporations Act 2001 in relation to the audit; and
- Any applicable code of professional conduct in relation to the audit.

Yours faithfully



DELOITTE TOUCHE TOHMATSU



Adam Kuziow
Partner
Chartered Accountants

NATIONAL MUTUAL RETIREMENT FUND
DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2024

REMUNERATION REPORT

This remuneration report, which forms part of the directors' report, sets out information about the remuneration of the key management personnel of the Fund for the period ended 30 June 2024. This report has been prepared in accordance with Corporations Act 2001.

This report covers Key Management Personnel ("KMP"). The term 'key management personnel' refers to those persons having authority and responsibility for planning, directing and controlling the activities of the Fund, directly or indirectly, including any director (whether executive or otherwise) of the Trustee of the Fund.

Key Management Personnel (KMP)

Along with the Directors noted earlier in this report, the following executives of the Trustee were considered KMP during the reporting period and to the date of this report:

Philip Gentry, Chief Financial Officer, of Equity Trustees Limited and Andrew Godfrey, Executive General Manager of ETSL are also key management personnel with responsibility for planning, directing and controlling the activities of the Fund, directly or indirectly during the reporting period.

The Trustee is part of the broader EQT Group. Mr O'Brien, Mr Godfrey and Mr Gentry are KMP part of the EQT Group (along with KMP of the Trustee), and as such their remuneration packages (including relevant performance KPI's) contain measures applicable to the broader EQT Group. Their remuneration is the responsibility of the Trustee Board in line with the requirements of the relevant regulatory standards and is overseen by the EQT Group and its Remuneration Committee.

Remuneration Framework

Unless otherwise stated in this section, reference to remuneration includes remuneration for the Managing Director and Executives.

Fixed Total Employment Costs (TEC)

Purpose

Provides market competitive remuneration to attract and retain high quality talent while reflecting role scope and accountabilities.

Description

Based on employee's level of responsibility, experience, skills and performance, reviewed annually against market remuneration benchmarks.

Includes

- Salary: fixed annual remuneration.
- Non-monetary: eligible salary sacrifice items and Fringe Benefits Tax ("FBT"), where applicable.
- Long-term employee benefits: long-service leave.
- Post-employment: Superannuation Guarantee Charge ("SGC").

NATIONAL MUTUAL RETIREMENT FUND
DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2024

REMUNERATION REPORT (CONTINUED)

Remuneration Framework (continued)

Short-Term Incentive (STI)

Purpose

To reward executives for their contribution towards achieving the strategy outcomes, which will enable the achievement of long-term goals.

Description

Variable remuneration that is the 'at risk' component based on annual performance achievement. Each Executive has a unique scorecard comprising of Key Performance Indicators ("KPIs").

Executives have a maximum opportunity applied with a balanced scorecard with material weighting to financial and non-financial outcomes linked to a number of measures including client satisfaction, employee engagement, leadership, strategy execution and EQT Group shareholder measures.

Long-Term Incentive (LTI)

Purpose

To align remuneration with our long-term strategies.

Description

Delivered in equity awards (and shares at vesting) based on prescribed performance hurdles.

Aligned to long-term growth strategy.

The EQT Group Remuneration Committee considers and recommends LTI participation to the EQT Group Board.

Executive KMP continue to have a significant portion of their remuneration linked to performance and at risk. The *Executive Remuneration Incentive Plans* section below provides further details on the remuneration mix if target variable elements are fully achieved for the Managing Director and Executive KMP.

Remuneration of Key Management Personnel

The table below outlines the level of remuneration each director receives for their role with ETSL as Trustee for 13 Funds during the 2024 financial year.

Given some KMP work across the EQT Group, where applicable, the allocation of their total remuneration that is applicable to ETSL has been included in this remuneration report based on the ETSL revenue contribution as a proportion to the total EQT Group revenue. The allocation approximates 15% of the total remuneration of the relevant KMP for the year ended 30 June 2024.

No remuneration of Directors or Key Management Personnel is directly paid out of any Fund under ETSL trusteeship.

NATIONAL MUTUAL RETIREMENT FUND
DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2024

REMUNERATION REPORT (CONTINUED)

Remuneration Framework (continued)

Remuneration of Key Management Personnel (continued)

Remuneration entitlements of the Executives during the year consist of cash components as well as an accounting-based accrual for such items as long-term employee benefits and share-based payments shown in the following table:

EXECUTIVE KMP	SHORT-TERM EMPLOYEE BENEFITS		POST EMPLO- YMENT BENEF- ITS	TOTAL EMPLO- YMENT COST (TEC)	SHORT- TERM BONUS/ INCENTI- VE ⁶	LONG- TERM EMPLOY- EE BENEFITS	SHARE BASED PAY- MENTS ³	TOTAL ETSL KMP REMUNER- ATION	APPORTIO- NMENT [*]
	SALARY \$	NON- MON- ETA- RY ¹ \$	SUPER- ANNU- ATION ² \$	\$	\$	LONG SERVICE LEAVE \$	\$	\$	
DIRECTORS									
M O'Brien, Managing Director (MD)									
2024	118,799	2,341	4,110	125,250	89,475	3,942	62,010	280,677	27,591
S Everingham, Non-Executive Director									
2024	87,838	-	9,662	97,500	-	-	-	97,500	9,584
P Rogan, Non-Executive Director ⁴									
2024	29,006	-	3,510	32,516	-	-	-	32,516	3,196
C Robson, Non-Executive Director, Chair ⁵									
2024	122,599	-	9,901	132,500	-	-	-	132,500	13,025
S Carew, Non-Executive Director									
2024	97,500	-	-	97,500	-	-	-	97,500	9,584
D Coogan, Non-Executive Director									
2024	87,899	-	9,669	97,568	-	-	-	97,568	9,591
S Holden, Non-Executive Director ⁷									
2024	36,411	-	4,005	40,416	-	-	-	40,416	3,973

NATIONAL MUTUAL RETIREMENT FUND
DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2024

REMUNERATION REPORT (CONTINUED)

Remuneration Framework (continued)

Remuneration of Key Management Personnel (continued)

EXECUTIVE KMP	SHORT-TERM EMPLOYEE BENEFITS		POST EMPLO- YMENT BENEFI TS	TOTAL EMPLO- YMENT COST (TEC)	SHORT- TERM BONUS/ INCENTI- VE ⁶	LONG- TERM EMPLOY- EE BENEFITS	SHARE BASED PAY- MENTS ³	TOTAL ETSL KMP REMUN- ERATION	APPORTIO- NMENT*
	SALAR Y \$	NON- MON- ETA- RY ¹ \$	SUPER- ANNU- ATION ² \$	\$	\$	LONG SERVICE LEAVE \$	\$	\$	

KEY MANAGEMENT PERSONNEL

P Gentry, Chief Financial Officer and Chief Operating Officer (CFO/COO)⁸

2024	62,225	1,139	4,110	67,474	44,985	2,579	5,511	120,549	11,850
------	--------	-------	-------	--------	--------	-------	-------	---------	--------

A Godfrey, Executive General Manager, Corporate & Superannuation Trustee Services (EGM CSTS)

2024	472,601	-	27,399	500,000	194,600	1,996	90,314	786,910	77,353
------	---------	---	--------	---------	---------	-------	--------	---------	--------

* The Corporations Regulations require KMP remuneration to be disclosed as it applies to each fund. The amounts included within the Apportionment column represent the total KMP remuneration allocated as a percentage proportion of the Fund's contribution to ETSL Trustee Fee Revenue. NMRF contribution was 9.83% of overall ETSL Trustee Fee Revenue

¹ Non-monetary items include eligible salary sacrificed items and any FBT. This includes any sacrificed amounts into EQT shares in accordance with the EQT Salary Sacrifice Share Plan plus any sacrificed amounts into the EQT Workplace Volunteering and Giving Program.

² Superannuation includes the SGC and, in some cases, additional superannuation payments that have been sacrificed from salary.

³ Share-based payments relate to the value of Long-Term Incentive (LTI) Awards. The value attributable to Awards is based on the accounting cost, using the fair value at grant date. For the EPS criterion, an assessment is made of the likely achievement of performance hurdles over the three-year measurement period and the accounting cost is adjusted accordingly. The EPS criteria for Series 17 which ended on 30 June 2024 has been partially achieved. Where an Executive ceases employment during the year, there is a write-back of some prior year accounting costs, which can result in a negative figure in the year. A negative figure can also occur where the accounting estimate of the proportion of an EPS-based award that will be earned is revised downwards.

⁴ Part year – departed the Group 16 November 2023.

⁵ Remuneration for Ms C Robson includes amounts relating to her appointments as Chair to Equity Trustees Superannuation Limited and HTFS Nominees Pty Ltd.

⁶ Short-term incentive amounts included incentives awarded in relation to AET Strategic Incentive.

⁷ Part year – joined the Group on 13 February 2024.

⁸ Part year – departed the Group on 7 June 2024.

NATIONAL MUTUAL RETIREMENT FUND
DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2024

REMUNERATION REPORT (CONTINUED)

Remuneration Framework (continued)

Executive KMP Short-Term Incentive Plan

Purpose	Provides market competitive remuneration to attract and retain high quality talent while reflecting role scope and accountabilities.		
Instrument	Cash		
Participants	Executives		
Opportunity	0% – 65% of TEC		
Performance Measures and Weightings	Each KMP member has an individual scorecard of financial and non-financial KPI's.		
		FINANCIAL	NON-FINANCIAL
	MD	50%	50%
	CFO	40%	60%
	EGM CSTS	45%	55%
Risk and Values Assessment	<p>All STI payments are subject to two triggers being satisfied:</p> <ul style="list-style-type: none"> • Achievement of at least 91% of the budgeted NPBT for the EQT Group. • Satisfactory adherence to compliance requirements. <p>The Compliance measure acts as a pre-requisite for any STI payment and the gate will not be achieved if there is a compliance breach that results in a material impact to profit, reputation or the risk profile of the organisation.</p> <p>All employees are assessed against our values.</p>		
Deferral	Deferrals of Awards may be required for specified roles to ensure adherence with APRA Prudential Standard CPS 511.		

NATIONAL MUTUAL RETIREMENT FUND
DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2024

REMUNERATION REPORT (CONTINUED)

Remuneration Framework (continued)

At the beginning of each financial year, the EQT Group Board agrees on the balanced scorecard goals for Equity Trustees' and the superannuation entity for the coming year. The scorecard is considered "balanced" because it includes a range of financial and non-financial measures. In FY24, these measures included EQT Group and superannuation entity performance measures, new business, expense control, client satisfaction, member outcomes, employee engagement, service delivery, project delivery, leadership and compliance (including trustee decision making for the revenue business units). The weightings varied according to the specific responsibilities of the Executives. Adherence to the EQT Risk Management and Compliance Framework is a gate to eligibility for a short-term performance incentive.

MEASURE	FY24 KPIs % WEIGHTING		RANGE OF RESULTS AGAINST KPIs		
	MANAGING DIRECTOR	CFO/COO and EGM CSTS	Partially Met	Met	Exceeded
EQT Group PBT ¹	35	20-30			
Business unit PBT ¹	-	15-20			
New business ¹	15	15-20			
Expenses ^{1, 2}	-	0-10			
Staff satisfaction	10	5-10			
Service delivery (internal)	-	0-10			
Client satisfaction (external)	-	0-5			
Project delivery	15	0-20			
Member outcomes	-	0-15			
Leadership	15	10			
Compliance (and trustee decision making)	10	10			
	100	100			

¹ Measure is assessed against budget. An acceptable result for PBT (allowing for all non-operating expenses) is a gate to eligibility for a short-term performance incentive.

² Expense measure applies to the CFO/COO only.

Each criterion is given a threshold eligibility target for the minimum incentive and a stretch threshold representing an excellent achievement, for which the target incentive is paid. In all cases, the EQT Group Remuneration Committee confirms the appropriateness of the criteria and thresholds and, at the conclusion of the measurement period, the level of achievement. Short-term incentives are normally paid in cash through the payroll system.

NATIONAL MUTUAL RETIREMENT FUND
DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2024

REMUNERATION REPORT (CONTINUED)

At the end of the performance period, short-term incentive targets were assessed by the EQT Group Board in respect of the Managing Director, and the Managing Director assessed the performance of the Executives. The EQT Group Remuneration Committee (with input from the Board Risk, Board Audit and Compliance Committees) and the EQT Group Board considered and approved these incentives. The outcome of each assessment is set out below as it applies to each KMP of the Trustee:

EXECUTIVE KMP	2024 TEC \$	2024 STI OPPORTUNITY \$	2024 STI AWARDED \$	PERCENTAGE OF OPPORTUNITY AWARDED %	AET INTEGRATION STI \$	2024 TOTAL STI AWARDED \$	APPORTIONMENT*
M O'Brien	125,250	81,413	74,445	91	15,030	89,475	8,795
P Gentry	72,000	43,200	33,825	78	11,160	44,985	4,422
A Godfrey	500,000	250,000	194,600	78	-	194,600	19,129

* The Corporations Regulations require KMP remuneration to be disclosed as it applies to each fund. The amounts included within the Apportionment column represent the Executive KMP incentive allocated as a percentage proportion of the Fund's contribution to ETSL Trustee Fee Revenue. NMRF contribution was 9.83% of overall ETSL Trustee Fee Revenue

Executive Long-Term Performance Incentives

Long-term incentives ("LTI") provide Executives with remuneration delivered in equity if conditions are met over a three-year period. LTI awards are granted annually, which provides ongoing benefits to Executives for achieving appropriate outcomes and is a retention mechanism. The LTI awards ("Awards") confer the right to acquire shares at no cost, subject to meeting prescribed performance hurdles. The accounting cost of long-term performance incentives is spread over the measurement (or vesting) period. The structure of the Plan, approved by the EQT Group Remuneration Committee, forms part of the remuneration structure of eligible Executives, in particular the long-term incentive component of remuneration. The following is an overview of the key features of the Plan as determined by the EQT Group Remuneration Committee, approved by the EQT Group Board and communicated to EQT Group shareholders in the Annual Report.

NATIONAL MUTUAL RETIREMENT FUND
DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2024

REMUNERATION REPORT (CONTINUED)

Remuneration Framework (continued)

Executive Long-Term Performance Incentives (continued)

Key Terms and Conditions

The following table shows the basis of measurement, hurdle(s) and vesting schedule for the LTI series ending 30 June 2024, as well as the current active series:

	TERMS OF AWARD		
	Basis of Measurement	Hurdle	Vesting schedule
Series 19 (1 July 2023 – 30 June 2026)	EPS of EQT Group	4% p.a. 4% to 10% p.a. >10% p.a.	20% Pro Rata 100%
	Relative TSR of EQT Group	<50 th %ile 50 th %ile 50 th to 75 th %ile > 75 th %ile	Nil 50% Pro Rata 100%
	Customer Satisfaction (CSAT)	3 yr ave satisfaction of 80% or above	100%
Series 18 (1 July 2022 – 30 June 2025)	EPS of EQT Group	4%p.a. 4% to 10% p.a. >10% p.a.	20% Pro Rata 100%
Series 17 (1 July 2021 – 30 June 2024)	EPS of EQT Group	4%p.a. 4% to 10% p.a. >10% p.a.	20% Pro Rata 100%

Long-Term Incentive

Instrument	Performance Rights
Participants	Executives
Opportunity	40% – 65% Is calculated by dividing the value of the Award by the volume weighted average price of EQT Holdings Limited shares traded during the three-month period to 30 June of each year.
Performance Hurdles	<p>Earnings Per Share (EPS) growth (60%)</p> <ul style="list-style-type: none"> • 4% growth p.a. = 20% vesting • 10% growth p.a. = 100% vesting • Pro-rata between 4% p.a. and 10% p.a. <p>Relative Total Shareholder Return of EQT Group (rTSR) 20% rTSR percentile ranking against ASX 300 Diversified Financial Industry Group with a market capitalisation below \$10b.</p> <ul style="list-style-type: none"> • Less than the 50th percentile = Nil vesting • Equal to the 50th percentile = 50% vesting • Between the 50th and 75th percentile = 50% to 100% vesting determined on a straight-line basis • Equal to the 75th percentile or above = 100% vesting <p>Client Focused Customer metric (20%)</p> <ul style="list-style-type: none"> • Three-year average customer satisfaction rating (of most recent experience) at 80%.

NATIONAL MUTUAL RETIREMENT FUND
DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2024

REMUNERATION REPORT (CONTINUED)

Remuneration Framework (continued)

Executive Long-Term Performance Incentives (continued)

Long-Term Incentive (continued)

Performance Period	Three years
Additional Deferrals	Deferrals of vested Awards past three years may be required for specified roles to ensure adherence with APRA Prudential Standard CPS 511.
Calculations of Awards	The value of the Award is determined by the EQT Group Remuneration Committee, and the number of share entitlements issued to each participant for a particular Series is calculated by dividing the value of the Award by the volume weighted average price of EQT Holdings shares (EQT) traded during the three-month period to 30 June of each year.
Share Entitlements	<p>Each share entitlement converts to one ordinary share of EQT on exercise. No amounts are paid or payable by participants on receipt of the share entitlements. The number of share entitlements on issue is adjusted for any capital reconstructions during the measurement period.</p> <p>Holders of share entitlements do not have a right, by virtue of the entitlements held, to participate in any new share issue of the Company.</p>
Dividends and Voting Rights	The share entitlements carry neither rights to dividends nor voting rights. Dividends are received by participants once Awards are issued into shares.
Forfeiture and Disposal	<p>Shares are subject to forfeiture conditions during the three-year measurement period. Participants are able to nominate a disposal restriction period of up to 12 years from the issue date of the shares following the initial three-year measurement period. The use of hedging or derivative techniques is not permitted until shares are released from the forfeiture condition. If hedging or derivative techniques are used during the period when there is still a forfeiture condition in place, then the shares are forfeited.</p> <p>The Group Securities Dealing Policy also makes reference to the prohibition on hedging or derivative techniques and applies to all employees.</p>
Board Discretion	The EQT Group Board has absolute and unfettered discretion under the Plan, including in a change of control situation.
Cessation of Employment	Other than in exceptional circumstances, the participant must be employed within the entity for the duration of the measurement period to exercise any share entitlements.
Clawback and Malus	<p>The EQT Group Board retains discretion to adjust remuneration outcomes (including to zero) to ensure that Awards are not provided where it would be inappropriate or would provide unintended outcomes.</p> <p>The EQT Group Board intends to exercise such discretion in a manner that is consistent with supporting sound and effective risk management, protecting Equity Trustees' reputation and aligned with the creation of long-term value. If this discretion was applied in any year, it would be clearly disclosed and explained.</p>

In accordance with the Plan, variations to the above features may apply, where approved by the Board.

NATIONAL MUTUAL RETIREMENT FUND
DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2024

REMUNERATION REPORT (CONTINUED)

Remuneration Framework (continued)

Executive Long-Term Performance Incentives (continued)

The following unvested share-based payment arrangements under the LTI were in existence during the period.

Please note this remuneration table is the total performance right issued to KMP and this has not been apportioned to the individual RSE.

AWARD SERIES ¹	ISSUED AT GRANT DATE	EXERCISED	FORFEITED / LAPSED	NUMBER OUTSTANDING AT 30 JUNE 2024	GRANT DATE	VESTING DATE ³	EXERCISE PRICE	FAIR VALUE AT GRANT DATE	MAXIMUM POTENTIAL ACCOUNTING VALUE OF GRANT ²
							\$	\$	\$
2023/24 Series 19 (MD only) ⁴	20,429	-	-	20,429	26/10/2024	30/06/2026	Nil	16.65 to 21.65	421,858
2023/24 Series 19 (Executives) ⁴	20,250	-	10,840	9,410	5/01/2024	30/06/2026	Nil	14.80 to 22.88	215,301
2022/23 Series 18 EPS (MD only)	18,659	-	5,598	13,061	31/10/2022	30/06/2025	Nil	22.66	295,970
2022/23 Series 18 EPS (Executives)	13,440	-	11,360	2,080	16/09/2022	30/06/2025	Nil	23.57	49,019
2021/22 Series 17 EPS (MD only)	18,750	-	9,188	9,562	15/11/2021	30/06/2024	Nil	22.67	216,771
2021/22 Series 17 EPS (Executives)	9,192	-	4,504	4,688	15/10/2021	30/06/2024	Nil	25.45	119,308
Totals	100,720	-	41,490	59,230					1,318,227

¹ The difference between the number of Awards outstanding at 30 June 2024 and the balance of Awards outstanding for KMP at 30 June 2024 relates to Awards issued to executives not deemed to be KMP.

² The potential minimum accounting value of each Grant series is nil.

³ The expiry date is seven-years following the relevant vesting date.

⁴ Series 19 awards measured using the rTSR hurdle have a fair value of \$16.65 and \$14.80 for the Managing Director and Executives respectively. Series 19 awards measured using EPS or non-financial hurdles are valued at \$21.65 and \$22.88 for the Managing Director and Executives respectively.

NATIONAL MUTUAL RETIREMENT FUND
DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2024

REMUNERATION REPORT (CONTINUED)

Remuneration Framework (continued)

Executive Long-Term Performance Incentives (continued)

The following is a summary of movements in Awards in respect of Executives.

Please note this remuneration table is the total performance right issued to KMP and this has not been apportioned to the individual RSE.

	BALANCE OF AWARDS AT 1 JULY 2023	AWARDS GRANTED AS COMPENSATION	AWARDS EXERCISED INTO SHARES	AWARDS FORFEITED /LAPSED	BALANCE OF AWARDS AT 30 JUNE 2024	AWARDS VESTED & EXERCISABLE (EXCLUDING THOSE ALREADY EXERCISED)	BALANCE OF AWARDS NOT VESTED AT 30 JUNE 2024 ¹	VESTED DURING 2024 YEAR
	NO.	NO.	NO.	NO.	NO.	NO.	NO.	NO.
CURRENT EXECUTIVE KMP								
M O'Brien	37,409	20,429	-	9,188	48,651	9,563	39,088	9,563
A Godfrey	2,971	9,410	-	-	12,381	-	12,381	-
FORMER EXECUTIVE KMP								
P Gentry	19,661	10,840	-	25,813	4,688	5,067	-	5,067
Totals	60,041	40,679	-	35,001	65,720	14,630	51,469	14,630

¹ The balance of Awards not vested at 30 June 2024 does not necessarily represent Awards that will be vested in the future. The balance will remain until the respective measurement periods have been completed and a final assessment is made.

NATIONAL MUTUAL RETIREMENT FUND
DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2024

REMUNERATION REPORT (CONTINUED)

EMPLOYMENT AGREEMENTS

The employment agreements for the Managing Director and Executives are ongoing, permanent, full-time agreements that do not have a stipulated fixed term.

The designated notice period for the Managing Director is six months. For the Executives, the designated notice period ranges between three and six months.

Director and Executive KMP Equity Holdings

Director and Executive relevant interests in fully paid ordinary shares of EQT Holdings Limited for the financial year are as follows:

	BALANCE AT 1 JUL 2023	RECEIVED ON EXERCISE OF SHARE RIGHT	NET OTHER CHANGE ¹	BALANCE AT 30 JUN 2024
DIRECTORS	NO.	NO.	NO.	NO.
CURRENT DIRECTORS				
M O'Brien	119,215	-	19,596	138,811
S Everingham	-	-	-	-
P Rogan	-	-	-	-
C Robson ²	5,153	-	3,889	9,042
S Carew	-	-	-	-
D Coogan	-	-	-	-
S Holden	-	-	-	-

	BALANCE AT 1 JUL 2023	RECEIVED ON EXERCISE OF SHARE RIGHT	NET OTHER CHANGE ¹	BALANCE AT 30 JUN 2024
EXECUTIVE KMP	NO.	NO.	NO.	NO.
CURRENT EXECUTIVES				
A Godfrey	-	-	-	-
FORMER EXECUTIVES				
P Gentry	26,070	-	(26,070)	-
Totals	150,438	-	(2,585)	147,853

¹ Net Other Change refers to additions or reductions in shareholdings although also includes shares held by departed Directors or Executives at the time of departure. In the current period *Net Other Change* also includes shares held by Executives deemed not to be KMP.

² Shares held by C Robson as at 30 June 2023 have been restated to reflect 194 shares issued under the Dividend Reinvestment Program (DRP) that were previously not included.

There were no shares granted during FY24 as compensation.

NATIONAL MUTUAL RETIREMENT FUND
DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2024

This directors' report is signed in accordance with a resolution of directors of the Trustee made pursuant to s.298(2) of the *Corporations Act 2001*.

On behalf of the Directors of the Trustee

A handwritten signature in blue ink, appearing to be 'Catherine Robson', written above a horizontal line.

Catherine Robson- Chair ETSL

27 September 2024

NATIONAL MUTUAL RETIREMENT FUND
STATEMENT OF FINANCIAL POSITION
FOR THE YEAR ENDED 30 JUNE 2024

	Note	2024 \$'000	2023 \$'000
Assets			
Receivables			
Other receivables		12,520	15,891
Total receivables		12,520	15,891
Investments			
Life policies	14	5,833,114	6,043,833
Total investments		5,833,114	6,043,833
Total assets		5,845,634	6,059,724
Liabilities			
Benefits payable		17,090	21,571
Current tax liabilities	9	1,185	173
Total liabilities (excluding member benefits)		18,275	21,744
Net assets available for member benefits		5,827,359	6,037,980
Member benefits			
Defined contribution member liabilities	6	5,827,359	6,037,980
Total member benefits		5,827,359	6,037,980
Total net assets		-	-
Total equity		-	-

The Statement of Financial Position is to be read in conjunction with the accompanying Notes to the Financial Statements.

NATIONAL MUTUAL RETIREMENT FUND
INCOME STATEMENT
FOR THE YEAR ENDED 30 JUNE 2024

	Note	2024	2023
		<u>\$'000</u>	<u>\$'000</u>
Revenue			
Changes in fair value of investments	5	372,371	577,456
Other income		792	847
Total revenue		<u>373,163</u>	<u>578,303</u>
Expenses			
General administration and operating expenses	4	(2,952)	(3,334)
Total expenses		<u>(2,952)</u>	<u>(3,334)</u>
Operating results before income tax expense		370,211	574,969
Income tax (expense)/benefit	8(a)	-	-
Operating results after income tax expense		<u>370,211</u>	<u>574,969</u>
Net benefits allocated to defined contribution member accounts		(370,211)	(574,969)
Operating result		<u>-</u>	<u>-</u>

The Income Statement is to be read in conjunction with the accompanying Notes to the Financial Statements.

NATIONAL MUTUAL RETIREMENT FUND
STATEMENT OF CHANGES IN MEMBER BENEFITS
FOR THE YEAR ENDED 30 JUNE 2024

	2024	2023
Note	<u>\$'000</u>	<u>\$'000</u>
Opening balance of Member Benefits as at 1 July	6,037,980	6,022,665
Contributions:		
- Employer contributions	106,882	109,238
- Member contributions	84,547	88,278
- Government contributions	1,321	1,522
Transfers from other superannuation entities	63,954	64,190
Income tax on contributions	8b (3,812)	1,401
Net after tax contributions	<u>252,892</u>	<u>264,629</u>
Benefits to members	(338,696)	(338,909)
Transfers to other superannuation entities	(443,342)	(438,832)
Insurance proceeds received from insurer	57,457	68,410
Insurance premiums charged to members' accounts	(109,143)	(114,952)
Net benefits allocated, comprising:		
Total revenue	373,163	578,303
Operating expenses	4 (2,952)	(3,334)
Closing balance of members benefits as at 30 June	<u>5,827,359</u>	<u>6,037,980</u>

The Statement of Changes in Member Benefits is to be read in conjunction with the accompanying Notes to the Financial Statements.

NATIONAL MUTUAL RETIREMENT FUND
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2024

	Total equity \$'000
Balance at 30 June 2023	-
Allocation of net result for the year after income tax	-
Balance at 30 June 2024	-
	Total equity \$'000
Balance at 30 June 2022	-
Allocation of net result for the year after income tax	-
Balance at 30 June 2023	-

The Statement of Changes in Equity is to be read in conjunction with the accompanying Notes to the Financial Statements.

NATIONAL MUTUAL RETIREMENT FUND
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2024

	Note	<u>2024</u> <u>\$'000</u>	<u>2023</u> <u>\$'000</u>
Cash flows from operating activities			
Other income received		792	847
Operating expenses paid		(2,952)	(3,334)
Insurance proceeds received		60,828	69,887
Insurance premiums paid		(109,143)	(114,952)
Net cash (outflows) from operating activities	10	<u>(50,475)</u>	<u>(47,552)</u>
Cash flows from investing activities			
Life policy contributions		(209,181)	(219,010)
Life policy redemptions		792,271	782,300
Net cash inflows from investing activities		<u>583,090</u>	<u>563,290</u>
Cash flows from financing activities			
Employer contributions		106,882	109,238
Member contributions		84,547	88,278
Government contributions		1,321	1,522
Benefits paid to members		(343,176)	(339,288)
Transfers in from other funds		63,954	64,190
Transfers out to other funds		(443,343)	(438,832)
Income tax paid on contributions		(2,800)	(846)
Net cash (outflows) from financing activities		<u>(532,615)</u>	<u>(515,738)</u>
Net increase/(decrease) in cash and cash equivalents		-	-
Cash at the beginning of period		-	-
Cash at the end of period		<u>-</u>	<u>-</u>

The above Statement of cash flows should be read in conjunction with the accompanying Notes to the Financial Statements.

NATIONAL MUTUAL RETIREMENT FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

1. GENERAL INFORMATION

The National Mutual Retirement Fund (the "Fund") is a defined contribution fund domiciled in Australia and operates primarily for the purpose of providing for members (and their dependents or beneficiaries) benefits upon retirement, termination of service, death or disablement. The Fund was established by a Trust Deed dated 28 December 1973 and last updated on 26 June 2020.

In accordance with amendments to the *Superannuation Industry (Supervision) Act 1993* ("SIS Act") the Fund is registered with the Australian Prudential Regulation Authority ("APRA") as a Registrable Superannuation Entity ("RSE") in June 2006 (registration no R1056310).

The Trustee of the Fund during the reporting period is Equity Trustees Superannuation Limited (the "Trustee") (ABN 50 055 641 757, AFSL 229757, RSE L0001458), domiciled in Australia and registered with APRA. The Fund is domiciled in Australia and the address of the Fund's registered office is Level 1, 575 Bourke Street, Melbourne, Victoria 3000.

The Administrator of the Fund is Resolution Life Australasia Limited (ABN 84 079 300 379) ("RLAL"). The registered office of the Administrator is L39, 2 Park Street, Sydney, NSW 2000.

2. BASIS OF PREPARATION

(a) Statement of Compliance

The Financial Statements are a general-purpose financial report which has been prepared in accordance with Australian Accounting Standards, Interpretations, the *Superannuation Industry (Supervision) Act 1993* and provisions of the Trust Deed.

The Fund is an entity of the kind referred to in ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191 and in accordance with that Corporations Instrument amounts in the financial report are rounded off to the nearest thousand dollars unless otherwise indicated.

The Financial Statements were authorised and issued by the board and directors of the Trustee on 27 September 2024. For the purposes of preparing the financial statements, the Fund is a for-profit entity.

(b) Use of Estimates and Judgements

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstance, the results of which form the basis of making the judgements. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

Judgments made by management in the application of Accounting Standards that may have a significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are disclosed, where applicable, in the relevant notes to the financial statements.

NATIONAL MUTUAL RETIREMENT FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

2. BASIS OF PREPARATION (CONTINUED)

(c) New Standards and Interpretations adopted during the year

The Fund has adopted all the new and revised Standards and Interpretations issued by the Australian Accounting Standards Board (AASB) that are relevant to its operations and effective for an accounting period that begins on or after 1 July 2023.

New and revised Standards and amendments thereof and Interpretations effective for the current year that are relevant to the Fund are:

- AASB 2021-2 Amendments to Australian Accounting Standards – Disclosure of Accounting Policies and Definition of Accounting Estimates
- AASB 2021-5 Amendments to Australian Accounting Standards – Deferred Tax related to Assets and Liabilities arising from a Single Transaction
- AASB 2022-7 Editorial Corrections to Australian Accounting Standards and Repeal of Superseded and Redundant Standards.

There have been no material impacts of adopting the Standards listed above.

(d) Accounting Standards and Interpretations issued, but not yet effective

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning after 1 January 2024 and have not been early adopted in preparing these financial statements. None of these are expected to have a material effect on the financial statements of the Fund.

New or revised requirement	Title	Effective Date (annual periods beginning on or after)	30 June 2024 year end applicability
AASB 2022-5	Amendments to Australian Accounting Standards – Lease Liability in a Sale and Leaseback	1 January 2024	Optional
AASB 2023-X	Amendments to Australian Accounting Standards - Amendments to Australian Accounting Standards–Supplier Finance Arrangements	1 January 2024	Optional

NATIONAL MUTUAL RETIREMENT FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

3. SUMMARY OF MATERIAL ACCOUNTING POLICIES

The accounting policies set out below have been applied in preparing the financial statements for the year ended 30 June 2024 and the comparative information presented in these financial statements for the year ended 30 June 2023.

(a) Financial Investments

(i) Classification

The Fund invests in life policies issued by the Administrator in accordance with its governing rules and investment strategy.

Investments in life policies are designated at fair value through profit or loss upon initial recognition.

(ii) Recognition/derecognition

Financial assets and financial liabilities are recognised on the date the Fund becomes a party to the contract relating to the asset. Quoted financial assets are recognised initially at consideration paid / payable excluding any transaction costs that are directly attributable to the acquisition or issue. From this date, any gains and losses arising from changes in fair value are recorded.

Investments are derecognised when the right to receive cash flows from the investments have expired or the Fund has transferred substantially all the risks and rewards of ownership.

(iii) Measurement

At initial recognition, the Fund measures a financial asset or liability at fair value. Transaction costs are expensed in the Income Statement.

Subsequent to initial recognition, all instruments are measured at fair value. Gains and losses are presented in the Income Statement in the period in which they arise as net changes in fair value of financial instruments.

For further details on how the fair values of financial instruments are determined refer to note 14.

NATIONAL MUTUAL RETIREMENT FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

3. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

(b) Benefits Payable

Benefits payable are valued at the amounts due to members at reporting date. The Fund recognises a benefit to be payable to a member where a valid withdrawal notice is received and is in accordance with the Fund's Trust Deed.

(c) Member Liabilities

Refer to note 6 Member Liabilities for the recognition and measurement of member liabilities.

(d) Revenue Recognition

Revenue is measured at the fair value of consideration received or receivable. Revenue is recognised to the extent in which it is probable that economic benefits will flow to the Fund and the amount of revenue can be reliably measured.

The following recognition criteria relates to the different items of revenue the Fund receives:

(i) Movement in fair value of investments

Changes in the fair value of investments are recognised as income/(losses) and are determined as the difference between the fair value at period end or consideration received (if sold during the period) and the fair value as at the prior year end or cost (if the investment was acquired during the period).

(ii) Other Income

Other income including administration fee rebates and member compensations are recognised on an accrual basis at year end.

(e) Contributions and Transfers from Other Funds

Contributions and transfers in are recognised when the control and the benefits from the revenue have transferred to the Fund and are recognised gross of any taxes.

NATIONAL MUTUAL RETIREMENT FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

3. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

(f) Income Tax

The Fund is a complying superannuation fund within the provisions of the Income Tax Assessment Act. Accordingly, the concessional tax rate of 15% has been applied to the Fund's taxable income, unless it is on pension income which is taxed at 0%.

Income tax is recognised in the Income Statement except to the extent that it relates to items recognised directly in members' funds, in which case it is recognised directly in the Statement of Changes in Member Benefits.

Current tax

Current tax is calculated by reference to the amount of income taxes payable or recoverable in respect of the taxable profit or tax loss for the period. It is calculated using tax rates and tax laws that have been enacted or substantively enacted by reporting date. Current tax for current and prior periods is recognised as a liability (or asset) to the extent that it is unpaid (or refundable).

(g) Goods and Services Tax

Revenue, expenses and assets are recognised net of the amount of goods and services tax ("GST") recoverable from the Australian Taxation Office ("ATO") as a reduced input tax credit ("RITC"), except

- Where the amount of GST incurred is not recoverable from the taxation authority, it is recognised as part of the cost of acquisition of the asset or as part of an item of expense;
- For receivables and payables which are recognised inclusive of GST.

The net amount of GST recoverable from, or payable to, the ATO is included as a current asset or liability in the Statement of Financial Position.

Cash flows are included in the Statement of Cash Flows on a gross basis. The GST components of cash flows arising from investing and financing activities, which are recoverable from, or payable to the ATO, are classified as operating cash flows.

(h) Receivables

Receivables are recorded at nominal values which approximate fair value. Receivables other than insurance claims receivable are generally received within 30 days of being recorded as receivables.

NATIONAL MUTUAL RETIREMENT FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

3. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

(i) Functional and Presentation Currency

The financial statements are presented in Australian dollars which is the functional currency of the Fund and have been rounded to the nearest thousand unless otherwise stated.

All foreign currency transactions during the period are brought to account using the exchange rate in effect at the date of the transaction. Foreign currency monetary items at reporting date are translated at the exchange rate existing at reporting date. Exchange differences are recognised in the Income Statement in the year in which they arise.

4. GENERAL ADMINISTRATION AND OPERATING EXPENSES

	2024	2023
	\$'000	\$'000
Administration fees	2,952	3,334
Total general administration expenses	2,952	3,334

For a breakdown of expenses incurred by and reimbursed to the Trustee, refer to note 12(e).

5. CHANGES IN FAIR VALUE OF INVESTMENTS

	2024	2023
	\$'000	\$'000
Net change in fair value of Life policies	372,371	577,456
Total changes in fair value of investments	372,371	577,456

NATIONAL MUTUAL RETIREMENT FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

6. MEMBER LIABILITIES AND FUNDING ARRANGEMENTS

(a) Recognition and Measurement of Member Liabilities

The entitlements of members to benefit payments are recognised as liabilities. They are measured at the amount of the accrued benefits as at the reporting date, being the benefits that the Fund is presently obliged to transfer to members or their beneficiaries in the future as a result of the membership as at the end of the reporting period.

(b) Defined Contribution Member Liabilities

Defined contribution member account balances are valued using unit prices and/or crediting rates based on the underlying investment options selected by members and based on actuarial measures for non-investment linked products.

Defined contribution member liabilities are measured as the amount of member account balances as at the reporting date.

Defined contribution members bear the investment risk relating to the underlying assets of the Fund subject to a minimum value for guaranteed products. Unit prices are updated on a daily basis for movements in investment markets.

The Fund's management of the investment market risks is as disclosed within note 13.

(c) Funding Arrangements

The funding policy adopted in respect of the Fund is directed at ensuring that benefits accruing to members and beneficiaries are fully funded as the benefits fall due.

7. GUARANTEED BENEFITS

The Fund's assets are wholly invested in investment linked and capital guaranteed policies issued by RLAL.

Where investments have been made into a guaranteed policy, the insurer guarantees the account balance of this policy. In other cases, no guarantees have been made in respect of any other part of the liability for accrued benefits.

NATIONAL MUTUAL RETIREMENT FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

8. INCOME TAX EXPENSE

(a) Recognised in the Income Statement:

	2024	2023
	\$'000	\$'000
Operating result before income tax	370,211	574,969
Tax at the complying superannuation fund tax rate of 15% (2023:15%)	55,532	86,245
<i>Increase/(decrease) in income tax expense due to:</i>		
Non-deductible expenses	443	500
Non-assessable investment gains	(55,856)	(86,618)
Non-assessable other income	(119)	(127)
Income tax expense	-	-

(b) Recognised in the Statement of Changes in Member Benefits:

	2024	2023
	\$'000	\$'000
Contributions and transfers in recognised in the Statement of Changes in Member Benefits	256,704	263,228
Tax at the complying superannuation fund rate of 15% (2023:15%)	38,506	39,484
Member contributions	(8,730)	(14,028)
Transfer from other superannuation entities	(9,593)	(9,629)
No-TFN contribution tax expense/(refund)	-	15
Deductible expenses	(16,371)	(17,243)
Income tax (benefit)/expense	3,812	(1,401)

NATIONAL MUTUAL RETIREMENT FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

9. TAX LIABILITIES

Current tax liabilities

The current tax liabilities for the Fund of \$1,185,000 (2023: \$173,000) represents the amount of income taxes payable in respect of current financial period.

10. CASH FLOWS RECONCILIATION

Reconciliation of cash flows from operating activities

	2024	2023
	<u>\$'000</u>	<u>\$'000</u>
Profit after income tax	-	-
Adjustments for:		
Increase in assets measured at fair value	(372,371)	(577,456)
Allocation to members' accounts	370,211	574,969
Insurance proceeds received	60,828	69,887
Insurance premium paid	(109,143)	(114,952)
Net cash outflows from operating activities	<u>(50,475)</u>	<u>(47,552)</u>

RLAL processes all cash flows on behalf of the Fund. The Fund does not have its own bank account.

RLAL also collects contributions tax from members and settles liabilities on behalf of the Fund.

The Statement of Cash Flows in the Financial Statements has been presented to illustrate the cash flows of the Fund's transactions through the life policies held with RLAL.

11. COMMITMENTS AND CONTINGENT LIABILITIES

During the financial year, there were no commitments and contingent liabilities (2023: nil) for the Fund.

NATIONAL MUTUAL RETIREMENT FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

12. RELATED PARTY DISCLOSURES

(a) Trustee

The Trustee of the Fund is Equity Trustees Superannuation Limited (ABN 50 055 641 757, RSE Licensee L0001458).

(b) Directors

Key management personnel include persons who were directors of Equity Trustees Superannuation Limited at any time during the reporting period, or since the end of the reporting period, as follows:

Name	Title	Appointed/Resigned
Mr Michael O'Brien	Managing Director and Executive Director	
Ms Susan Granville Everingham	Non-Executive Director	
Mr Paul Douglas Rogan	Non-Executive Director	Resigned on 16/11/2023
Ms Catherine Anne Robson	Non-Executive Director, Chair	
Mr Steven Thomas Carew	Non-Executive Director	
Mr David Nicholas Coogan	Non-Executive Director	
Ms Suzanne Holden	Non-Executive Director	Appointed on 13/02/2024

None of the above directors of the Trustee are members of the Fund.

(c) Other Key Management Personnel

Philip Gentry, Chief Financial Officer of Equity Trustees Limited and Andrew Godfrey, Executive General Manager of Equity Trustees Superannuation Limited are also key management personnel with responsibility for planning, directing and controlling the activities of the Fund, directly or indirectly during the reporting period.

(d) Remuneration of Directors of the Trustee

The directors of the Trustee, and other key management personnel do not receive remuneration directly from the Fund.

The Administrator pays an aggregate fee to the Trustee with respect to the Fund. There have been no transactions between the Trustee and the Fund.

NATIONAL MUTUAL RETIREMENT FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

12. RELATED PARTY DISCLOSURES (CONTINUED)

(e) Expenses paid by and reimbursed to the Trustee

For the reporting period, the following expenses (excluding GST) were paid by and to be reimbursed to the Trustee by the Administrator (RLAL).

	2024	2023
	\$'000	\$'000
External audit fees – Financial Statements & Compliance	107,000	92,814
External audit fees – RMF	27,786	32,732
Internal audit fees	-	38,708
Regulatory fees – ASIC	60,515	89,416
Regulatory fees – AFCA	102,136	147,729
Total expenses paid by and reimbursed to the Trustee	297,437	401,399

(f) Operational Risk Financial Requirement

In response to Prudential Standards SPS 114 Operational Risk Financial Requirement ("SPS 114"), the Trustee has approved an Operational Risk Financial Requirement ("ORFR") target to be held at the Trustee level. SPS 114 establishes a requirement for a Trustee to maintain adequate financial resources to address losses arising from operation risk events that may affect the registrable superannuation entities within its business operations.

As at 30 June 2024, the ORFR of \$5,400,000 (30 June 2023: \$5,400,000) was held as operational risk trustee capital in respect of the Fund, which was within the lower tolerance limit of the Trustee's ORFR target.

13. FINANCIAL RISK MANAGEMENT

(a) Financial Instruments Management

The investments of the Fund (other than cash held for meeting daily administrative and benefit expenses), are managed on behalf of the Trustee by the Administrator who in turn engage investment managers in accordance with the investment strategy to achieve the Fund's investment objectives.

The custodian BNP Paribas Fund Services Australasia Pty Limited (ABN 71 002 655 674) holds all of the underlying investments of the life policies held by the fund and as such provides services including physical custody and safekeeping of assets, settlement of trades, collection of dividends and accounting for investment transactions.

The Fund's financial assets and liabilities adopted in the Statement of Financial Position are carried at their fair value.

NATIONAL MUTUAL RETIREMENT FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

13. FINANCIAL RISK MANAGEMENT (CONTINUED)

(b) Significant Accounting Policies

Details of the significant accounting policies and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which revenues and expenses are recognised, in respect of each class of financial asset and financial liability are disclosed in note 3 to the Financial Statements.

(c) Capital Risk Management

The Trustee has put in place operational risk trustee capital to provide funding for incidents where material losses may arise from an operational risk event (as opposed to investment risk) relating to the Fund. The level of reserve is determined by the Trustee based on an assessment of the risks faced by the Fund. The Trustee has an operational risk financial requirement (ORFR) strategy that sets out the Trustee's approach to determining, implementing, managing and maintaining the ORFR target amount. According to Superannuation Prudential Standard 114: Operational Risk Financial Requirement, (SPS 114) which became effective 1 July 2013, the financial resources held to meet the ORFR must be held either as:

- An operational risk reserve held within an RSE;
- Operational risk trustee capital held by the RSE licensee; or
- A combination of both an operational risk reserve held within an RSE and operational risk trustee capital held by the RSE Licensee.

As at 30 June 2024, the ORFR of \$5,400,000 (30 June 2023: \$5,400,000) was held as operational risk trustee capital in respect of the Fund, which was within the lower tolerance limit of the Trustee's ORFR target.

(d) Financial Risk Management Objectives

The Fund is exposed to a variety of financial risks as a result of its activities. These risks include market risk (including currency risk, cash flow interest rate risk, fair value interest rate risk and price risk), credit risk and liquidity risk. The Fund's risk management and investment policies, approved by the Trustee, seek to minimise the potential adverse effects of these risks on the Fund's financial performance. These policies may include the use of certain financial derivative instruments.

It is ultimately the responsibility of the Trustee to ensure that there is an effective risk management control framework in place. Consistent with regulatory requirements the Trustee has the function of overseeing the establishment and maintenance of risk-based systems and controls for the Fund. The Trustee has developed, implemented and maintains a Risk Management Framework ("RMF").

The RMF identifies the Trustee's policies and procedures, processes and controls that comprise its risk management and control systems. These systems address all material risks, financial and non-financial, likely to be faced by the Fund. Annually, the Trustee is required to certify to APRA whether adequate strategies have been put in place to monitor those risks, that the Trustee has systems in place to ensure compliance with legislative and prudential requirements and that the Trustee has satisfied itself as to the compliance with the RMF.

NATIONAL MUTUAL RETIREMENT FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

13. FINANCIAL RISK MANAGEMENT (CONTINUED)

(e) Investment Risk

The Fund's investments principally consist of unit and non-unit linked life policies. The Trustee has determined that this type of investment is appropriate for the Fund and is in accordance with the Fund's investment strategy.

The Fund's investment activities expose it to the following risks from its use of financial instruments:

- Market Risk
- Credit Risk
- Liquidity Risk

Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return on risk.

(i) Currency risk

Currency risk arises on financial instruments that are denominated in a foreign currency that is in a currency other than that in which they are measured. The Fund holds investments entirely denominated in Australian dollars, therefore has no direct exposure to currency fluctuations, though it does have currency exposure through Australian investments with significant overseas operations and the underlying international investments of life policies. Foreign exchange contracts are used by the investment manager to reduce exposure to adverse foreign currency movements in the value of underlying international listed equities.

Foreign currency risk is managed by ensuring all investment activities are undertaken in accordance with established mandate limits and investment strategies.

(ii) Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Fund does not have any direct holdings in interest bearing assets, therefore no sensitivity analysis to a reasonably possible change in interest rates has been provided. The Fund's exposure to market risk for changes in interest rates relate primarily to the underlying investments of the life policies held in interest bearing securities held for trading.

Interest rate risk is managed by ensuring all investment activities are undertaken in accordance with established mandate limits and investment strategies.

NATIONAL MUTUAL RETIREMENT FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

13. FINANCIAL RISK MANAGEMENT (CONTINUED)

(e) Investment Risk (continued)

Market Risk (continued)

(iii) Other market price risk

Other market price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from interest rate risk or currency risk), whether those changes are caused by factors specific to the individual financial instrument or its issuer, or factors affecting all similar financial instruments traded in the market.

The fair value of these policies is determined by the market value of the underlying assets backing them, which are exposed to fluctuations in investment markets.

Investments in the Fund that are exposed to other price risk are investment linked policies.

Price risk is managed by ensuring all investment activities are undertaken in accordance with established mandate limits and investment strategies.

The Trustee has determined that these investments are appropriate for the Fund and are in accordance with the Fund's investment strategy.

The table below illustrates the impact of other market price risk to the Fund's investments should it fluctuate by 10%. This analysis assumes that all other variables remain constant.

	Change in fair value of assets \$'000		Effect on net assets available to pay benefits		
	Carrying amount \$'000	10% Decrease	10% Increase	10% Decrease	10% Increase
2024					
Life policies	5,833,114	(583,311)	583,311	(583,311)	583,311
Total	5,833,114	(583,311)	583,311	(583,311)	583,311
2023					
Life policies	6,043,833	(604,383)	604,383	(604,383)	604,383
Total	6,043,833	(604,383)	604,383	(604,383)	604,383

NATIONAL MUTUAL RETIREMENT FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

13. FINANCIAL RISK MANAGEMENT (CONTINUED)

(e) Investment Risk (continued)

Credit Risk

Credit risk refers to the risk that the counterparty to the financial instrument will default on its contractual obligations resulting in a financial loss to the Fund.

Credit risk primarily arises from the Fund's investment in life policies issued by the Administrator, with the maximum exposure equal to the carrying amount of these assets.

Credit risk is not considered to be significant to the Fund as the underlying investments of the life policies are diversified, and the Administrator continues to meet its capital and solvency requirements under the *Life Insurance Act 1995*.

The Administrator of the Fund, RLAL held a Fitch's credit rating of A (2023: A).

No assets are impaired or past due as at 30 June 2024 (30 June 2023: nil).

Liquidity Risk

Liquidity risk is the risk that the Fund will not be able to meet its obligations when they fall due. The risk is controlled through the Fund's investment in life policies which under normal market conditions are readily convertible to cash. The Fund's exposure to liquidity risk relating to its investment in life policies will relate to the underlying financial instrument investments of the life policies held at fair value through profit and loss.

The Fund's overall liquidity risks are monitored by the Trustee at least annually and in accordance with policies and procedures in place.

The following table summarises the maturity profile of the Fund's financial liabilities. The table has been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Fund can be required to pay.

NATIONAL MUTUAL RETIREMENT FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

13. FINANCIAL RISK MANAGEMENT (CONTINUED)

(e) Investment Risk (continued)

Liquidity Risk (continued)

Maturities of financial liabilities

The tables below show the Fund's financial liabilities based on their contractual maturities using undiscounted cash flows. Liabilities to defined contribution members are payable upon request. The Fund considers it unlikely that all liabilities to members would fall due at the same time.

	Carrying amount \$'000	Less than 1 month \$'000	1-3 Months \$'000	Over 3 Months \$'000
2024				
Benefits payable	17,090	-	-	17,090
Current tax liabilities	1,185	-	1,185	-
Member liabilities	5,827,359	5,827,359	-	-
Total	5,845,634	5,827,359	1,185	17,090
2023				
Benefits payable	21,571	-	-	21,571
Current tax liabilities	173	-	173	-
Member liabilities	6,037,980	6,037,980	-	-
Total	6,059,724	6,037,980	173	21,571

Member liabilities have been included, if applicable, in the less than 1 month column, as this is the amount that members could call upon at period-end. This is the earliest date on which the Fund can be required to pay members' benefits however, the Trustee does not anticipate that members will call upon amounts accrued to them during this time.

14. FAIR VALUE MEASUREMENTS

Fair Value Hierarchy

The Fund classifies fair value measurements using a fair value hierarchy that reflects the subjectivity of the inputs used in making the measurements. The table below analyses financial instruments carried at fair value. The different levels have been defined as follows:

- Level 1 fair value measurements are those instruments valued based on quoted prices (unadjusted) in active markets for identical assets and liabilities. These inputs are readily available in the market and are normally obtainable from multiple sources.
- Level 2 fair value measurements are those instruments valued based on inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e. derived from prices). The Fund values fixed interest securities held by the Fund using broker quotes and units in unit trusts using the redemption price at reporting date as advised by the investment managers.

NATIONAL MUTUAL RETIREMENT FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

14. FAIR VALUE MEASUREMENTS (CONTINUED)

Fair Value Hierarchy (continued)

- Level 3 fair value measurements are those instruments valued based on inputs where one or more of the significant inputs are not based on observable market data, examples include discount rates and other material unobservable inputs. The Trustee values investment in life policies as level 3 using the valuation process defined in RLAL asset valuation policy.

The table below sets out the Fund's financial assets and liabilities at fair value according to the fair value hierarchy.

	Level 1	Level 2	Level 3	Total
	\$'000	\$'000	\$'000	\$'000
2024				
Life policies	-	-	5,833,114	5,833,114
Total	-	-	5,833,114	5,833,114
2023				
Life policies	-	-	6,043,833	6,043,833
Total	-	-	6,043,833	6,043,833

Level 3 financial instruments transactions

The following table shows a reconciliation of the movement in the fair value of financial instruments categorised within Level 3 between the beginning and the end of the reporting period:

	2024	2023
	\$'000	\$'000
RLAL Life policies		
Opening balance	6,043,833	6,029,667
Total realised / unrealised gains and losses	372,371	577,456
Purchases / applications	209,181	219,010
Sales / redemptions	(792,271)	(782,300)
Closing balance	5,833,114	6,043,833

NATIONAL MUTUAL RETIREMENT FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

14. FAIR VALUE MEASUREMENTS (CONTINUED)

Fair Value Hierarchy (continued)

Level 3 financial instruments transactions (continued)

Quantitative information of significant unobservable inputs – Level 3:

Investment in life policies

Description		\$'000	Valuation technique	Significant unobservable inputs
- Unit-linked	2024: 2023:	2,498,718 2,519,863	Unit prices and the fair value of backing assets	Fair value of financial instruments
- non-unit-linked	2024: 2023:	3,334,396 3,523,970	Actuarial valuation models	Risk-free discount rates Inflation and indexation Discontinuous rates Mortality and morbidity

Financial asset valuation process:

For financial assets categorised within level 3 of the fair value hierarchy, the valuation processes applied in valuing such assets is governed by the RLAL asset valuation policy. The RLAL asset valuation policy was last updated in February 2023. This policy outlines the asset valuation methodologies and processes applied to measure non-exchange traded assets which have no regular market price, including investment property, infrastructure, private equity, alternative assets, and illiquid debt securities. All significant level 3 assets are referred to the appropriate valuation committee who meet at least every six months, or more frequently if required.

15. EXTERNAL AUDITOR'S REMUNERATION

	2024 \$	2023 \$
Deloitte - Financial Statements and Compliance	107,000	92,814
Deloitte - RMF	27,786	32,732
Total auditor's remuneration	134,786	125,546

The auditors' remuneration above \$134,786 (2023: \$125,546) as disclosed in the Related Party Note 12(e) was paid and will be reimbursed to the Trustee by RLAL.

NATIONAL MUTUAL RETIREMENT FUND
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

16. INSURANCE ARRANGEMENTS

The Fund provides death and disability benefits to its members. These benefits are greater than the members' vested benefits. The Trustee has taken out insurance with RLAL to cover these parts of the benefits.

17. FUND'S RESPONSE TO MACRO-ECONOMIC EVENTS

In preparing these financial statements the Trustee considers the impact that macro-economic events can have on the Fund's performance. The Trustee's risk management framework is applied across the Fund's operations and the Trustee continues to monitor the impact of events on the Fund's risk profile.

18. EVENTS SUBSEQUENT TO REPORTING DATE

There has not arisen in the interval between the end of the financial year and the date of this financial report any item, transaction or event of an unusual nature likely to affect significantly the operations of the Fund, the result of the operations, or the state of affairs of the Fund.

NATIONAL MUTUAL RETIREMENT FUND
TRUSTEE'S DECLARATION TO THE MEMBERS

The directors of Equity Trustees Superannuation Limited (ABN 50 055 641 757) (Trustee), as trustee of National Mutual Retirement Fund (the Fund), declare that:

- (a) in the directors' opinion, there are reasonable grounds to believe that the Fund will be able to pay its debts as and when they become due and payable; and
- (b) in the directors' opinion, the attached financial statements and notes thereto are in accordance with the *Corporation Act 2001*, including compliance with accounting standards and giving a true and fair view of the financial position and performance of the Fund.

Signed in accordance with a resolution of the directors of the Trustee made pursuant to s295(5) of the *Corporation Act 2001*.

On behalf of the directors of the Trustee



.....
Catherine Robson, Chair ETSL

Melbourne
27 September 2024

Independent Auditor’s Report to the members of National Mutual Retirement Fund (ABN 76 746 741 299)

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of National Mutual Retirement Fund (the “RSE”), which comprises the statement of financial position as at 30 June 2024, the income statement, the statement of changes in member benefits, the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information, and the directors’ declaration.

In our opinion, the accompanying financial report of National Mutual Retirement Fund is in accordance with the *Corporations Act 2001*, including:

- Giving a true and fair view of National Mutual Retirement Fund’s financial position as at 30 June 2024 and of its financial performance for the year then ended; and
- Complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for Opinion

We conducted the audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor’s Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the RSE in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the RSE Licensee (“the Directors”), would be in the same terms if given to the Directors as at the time of this auditor’s report.

We believe the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of the Directors for the Financial Report

The Directors’ are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001*. The Directors are also responsible for such internal control as the Directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial report, the Directors are responsible for assessing the ability of the RSE to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intends to liquidate the RSE or cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of an audit in accordance with the Australian Auditing Standards, we exercised professional judgement and maintained professional scepticism throughout the audit. We also:

- Identified and assessed the risks of material misstatement of the financial report, whether due to fraud or error, designed and performed audit procedures responsive to those risks, and obtained audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtained an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the RSE's internal control.
- Evaluated the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.
- Concluded on the appropriateness of the Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the RSE's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report, or if such disclosures are inadequate, to modify our audit opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the RSE to cease to continue as a going concern.
- Evaluated the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonable be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 5 to 17 of the Directors' Report for the year ended 30 June 2024.

In our opinion, the Remuneration Report of National Mutual Retirement Fund, for the year ended 30 June 2024, complies with section 300C of the *Corporations Act 2001*.

Responsibilities

The Directors are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300C of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Deloitte Touche Tohmatsu

DELOITTE TOUCHE TOHMATSU



Adam Kuziow
Partner
Chartered Accountants
Melbourne, 27 September 2024