

Smart Future Trust

Deed of Amendment

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Equity Trustees Superannuation Limited (**Trustee**)

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Smart Future Trust

Deed of Amendment

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Details

Date 18 March 2026

Parties

Name **Equity Trustees Superannuation Limited**
ABN 50 055 641 757
Short form name **Trustee**
Notice details 575 Bourke Street, Melbourne, Victoria, 3000

Name **Thames Water Holdings (Australia) Pty Limited**
ABN 59 007 649 729
Short form name **Thames Water**
Notice details 4 Waree Street, Lilydale VIC 3140

Background

- A By trust deed dated 25 June 1990, as amended a superannuation fund now known as Smart Future Trust ABN 68 964 712 340 (**Fund**) was established.
- B The Trustee is the trustee of the Fund.
- C Thames Water is an employer participating in the Fund in respect of certain Members. The terms on which Thames Water participates in the Fund, as well as the benefits and rights of the relevant Members, are set out in a participation deed dated 3 July 2007 (**Participation Deed**). The Participation Deed forms part of the governing rules of the Fund.
- D Under the *Superannuation Industry (Supervision) Act 1993 (Cth)* and the *Superannuation Industry (Supervision) Regulations 1994 (Cth)*, it is a standard applicable to the operation of the Fund that a beneficiary's right or claim to accrued benefits, and the amount of those accrued benefits, must not be altered adversely to the beneficiary by amendment of the Fund's governing rules or by any other act carried out, or consented to, by the Trustee without the beneficiary's consent (**SIS Restriction**).
- E The parties wish to amend the Participation Deed in the manner set out in this deed with effect from the Effective Time.
- F The Trustee considers that the proposed amendments set out in this deed are consistent with, and do not breach the SIS Restriction.

Operative Provisions

1. Amendments

The Participation Deed is amended by amending clause 3.3 as shown by the following revision marks:

- "3.3 The Trustee agrees that any surplus determined by the Actuary on:
- (a) the death of the final living pensioner Member; or
 - (b) the date that all remaining pensioner Members cease to be entitled to the pension benefits and rights described in the Schedule;

shall, subject to the Superannuation Industry (Supervision) Act 1993, be returned to the New Employer."

2. Effective Time

The amendments in clause 1 of this deed take effect on and from 18 March 2026.

3. 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 SIS Restriction, 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 Participation Deed as they existed prior to the date of the amendment.

4. No re-settlement of trust

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

5. Governing law

This deed is governed by the law applicable in New South Wales.

Signing page

EXECUTED as a deed

**EXECUTED by EQUITY TRUSTEES
SUPERANNUATION LIMITED ACN 055
641 757 by its Attorneys under Power of
Attorney dated 27th May 2016 which is
registered in the Land Titles Office Book
4709 Number 418 in the presence of:**

Karen Court

Signature of witness

Karen Court
(Print name)

[Signature]

Signature of Attorney

Andrew Godfrey, Authorised Signatory - Schedule II
Office & Name of Attorney

[Signature]

Signature of Attorney

David Warren, Authorised Signatory - Schedule II
Office & Name of Attorney

Executed by Thames Water Overseas Limited in
accordance with Section 127 of the Corporations
Act 2001

NOP

Signature of director

Nicholas Pine
Name of director (print)

Paul O'Donnell

Signature of director/secretary
(Please delete as applicable)

Paul O'Donnell
Name of director/secretary