



2024 Macquarie Superannuation Plan

Annual Report to members for
the year ended 30 June 2024

Macquarie Super and
Pension Manager

Macquarie Super and Pension
Manager II

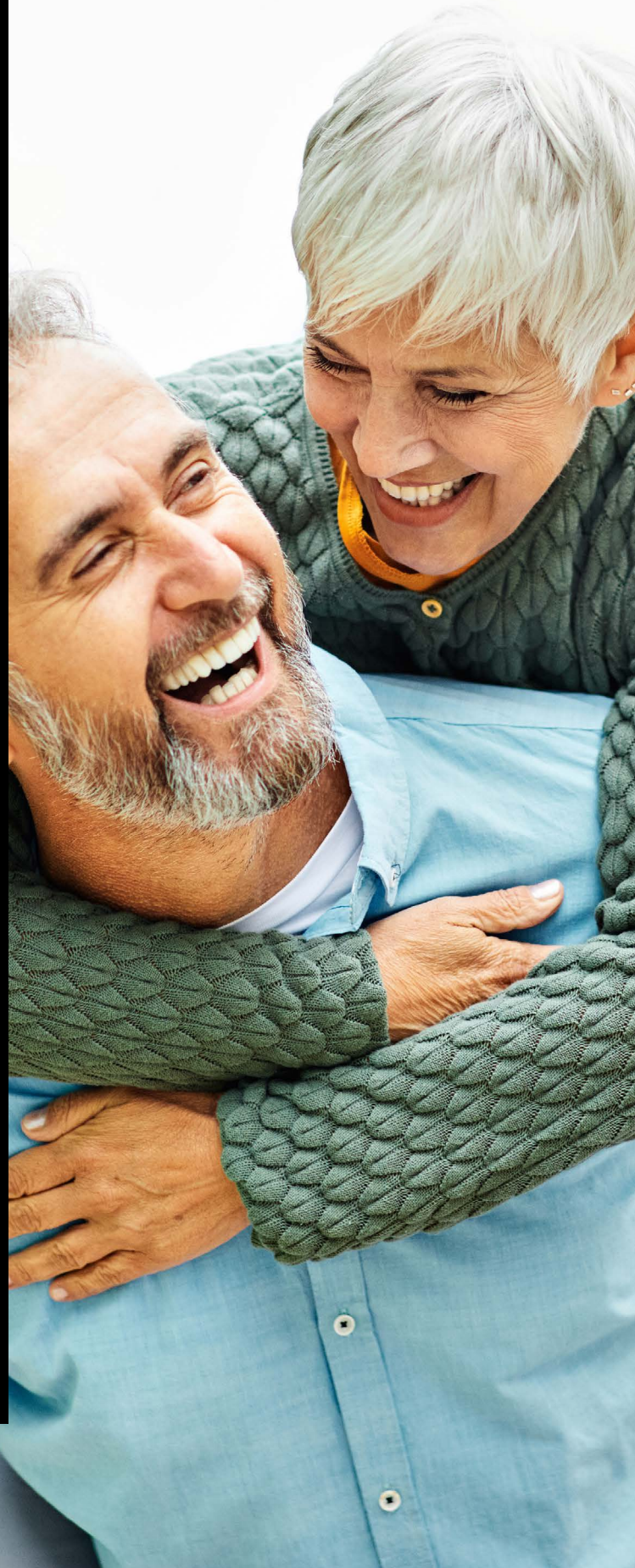
Macquarie Super and Pension
Consolidator

Macquarie Super and Pension
Consolidator II

Macquarie Super Accumulator

Macquarie Super and Pension
(Macquarie Vision)

Premium Portfolio Service Super and
Pension Account





This Annual Report provides you with general information about the management and financial position of the Macquarie Superannuation Plan (the Fund). It includes a Directors' Report (with embedded Remuneration Report) and Financial Report, so you can have a complete view of the Fund.

Please read this report alongside your Annual Statement for the year ended 30 June 2024, which provides details of your benefits in the Fund.

This Annual Report includes information on the following products:

- Super Manager, Super Manager II, Super Consolidator, Super Consolidator II, Super Accumulator, Macquarie Super (Vision) and Premium Portfolio Service Super, which are accumulation superannuation products, and
- Pension Manager, Pension Manager II, Pension Consolidator, Pension Consolidator II, Macquarie Pension (Vision) and Premium Portfolio Service Pension, which are retirement income solutions incorporating an account-based pension and, for Pension Manager, a term allocated pension.

References to Pension Manager can be interpreted as references to both the account-based pension and the term allocated pension.

Macquarie Super and Pension Manager, Macquarie Super and Pension Manager II, Macquarie Super and Pension Consolidator, Macquarie Super and Pension Consolidator II, Macquarie Super Accumulator, Macquarie Super (Vision) and Premium Portfolio Service Super, together with Macquarie Pension (Vision) and Premium Portfolio Service Pension form part of a superannuation fund known as the Macquarie Superannuation Plan (the Fund) RSE R1004496. The trustee for the superannuation fund is Macquarie Investment Management Limited ABN 66 002 867 003 AFSL 237492 RSEL L0001281 (MIML, Macquarie, the Trustee, we, us, our). MIML has appointed Bond Street Custodians Limited (BSCL) ABN 57 008 607 065 AFSL 237489 to hold the fund's investments in custody. BSCL and MIML are both Macquarie Group entities. Macquarie Group means Macquarie Group Limited (MGL) and its related bodies corporate (as defined in the Corporations Act 2001 (Cth)). MIML is not an authorised deposit-taking institution for the purposes of the Banking Act (Cth) 1959, and MIML's obligations do not represent deposits or other liabilities of Macquarie Bank Limited ABN 46 008 583 542 AFSL 237502 (Macquarie Bank, MBL). Macquarie Bank does not guarantee or otherwise provide assurance in respect of the obligations of MIML. Investments in the Fund, other than holdings in term deposits with Macquarie Bank and the Cash Hub, are not deposits with or other liabilities of Macquarie Bank or of any MGL company, and are subject to investment risk, including possible delays in repayment and loss of income or principal invested. Neither Macquarie Bank, MIML, Macquarie Equities Limited ABN 41 002 574 923 (MEL), any other investment managers referred to in this Annual Report, nor any other member company of MGL guarantees the performance of the Fund or the repayment of capital from the Fund. The information contained in this Annual Report is dated 26 September 2024 and is general information only. We have not taken into account your objectives, financial situation or needs. You should consider the appropriateness of this information, taking into account your objectives, financial situation and needs and the applicable Product Disclosure Statement (PDS) available from us or your adviser, before acting on any of the information in this Annual Report.

Contents

01

About

Welcome from the Head of Wrap Platform	05
2024 Highlights	07
The financial year in review	09

02

Fund information

Who we are	12
Investing your money	20
Fund and product changes	26
Legislative and regulatory changes	27

03

Directors' Report

Directors' Report	31
Auditor's independence declaration	33
Remuneration Report	34

04

Financial Report

Income statement	46
Statement of financial position	47
Statement of changes in member benefits	48
Statement of changes in reserves	49
Statement of cash flows	50
Notes to and forming part of the financial statements	51
Statutory statements	64
Trustee's declaration	64
Independent auditor's report	65

05

Further information

Additional investor information	69
---------------------------------	----



01

About



Welcome

September 2024

Welcome to the 2024 Annual Report for the Macquarie Superannuation Plan.

On behalf of Macquarie Investment Management Limited (MIML), I am pleased to present the Macquarie Superannuation Plan Annual Report for the year ended 30 June 2024.

In this year's report, in line with new legislative requirements, we've added a Directors' Report (including a Remuneration Report for the Key Management Personnel of the Fund), Financial Report and Auditor's Report.

We hope you'll find this additional information helpful in understanding the Fund.

A year of growth

As at June 2024, the Fund held over \$42.8 billion in member assets. This reflects growth of over \$5.1 billion during the financial year.

This growth is mirrored in the broader superannuation industry, which increased by 11.3 per cent to \$3.85 trillion over the year ended 30 March 2024.⁽¹⁾

Combined with strong growth in non-superannuation assets, Macquarie is now the largest wrap platform in Australia with over \$140 billion in funds under administration.⁽²⁾ The scale of our platform allows us to continue to deliver new features and capabilities to you and your adviser.

A secure digital platform

Superannuation is becoming a target for scammers. We remain committed to protecting your superannuation and retirement savings from scams and fraud.

As part of the Macquarie Group, our platform is backed by market-leading fraud and scam prevention and detection capabilities. Your account is protected by dedicated security teams and transaction monitoring systems used by one of Australia's largest banks.

Central to securing your account is our award-winning Macquarie Authenticator app. Macquarie Authenticator is our most secure way of verifying transactions and changes to your account.

(1) APRA quarterly superannuation statistics March 2024.

(2) As at June 2024.

In November 2023, we mandated the use of Macquarie Authenticator for your adviser. Later this year, you'll be required to use Macquarie Authenticator to verify certain transactions and account changes when using Macquarie Online Banking and the Macquarie Mobile Banking app. This will add an extra layer of security that will further protect your savings and safeguard your personal information.

You can find out more about Macquarie Authenticator here at macquarie.com.au/digital-banking/macquarie-authenticator.

2024 Annual Members' Meeting

We'll hold our Annual Members' Meeting, virtually, on 3 December 2024. During the meeting, we'll update you on our key activities and you'll have the opportunity to ask our Directors and Executive team questions. Invitations to the virtual event will be sent in early November 2024.

Thank you

On behalf of Macquarie Investment Management Limited, the Trustee of the Fund, and all our supporting staff, thank you for trusting us with your superannuation and retirement savings. We look forward to continuing to support you and your adviser.

If you have any questions about this report, please contact your adviser.



Michelle Weber

Head of Wrap Platform
Macquarie Investment Management Limited

The Fund is designed for members who have a financial adviser.

The Fund provides members with access to a broad range of investment options across a range of investment types, including shares, managed funds, separately managed accounts (SMAs), term deposits and more.

We believe the best way to achieve your investment and retirement goals is through a personal relationship with a trusted adviser, who understands your circumstances and financial goals.

Our investment platform allows you and your adviser to manage the different assets you hold in your superannuation, all in one place. This enables your adviser to respond quickly to investment opportunities and changes in the market. In addition, it gives you both the transparency of online reporting at any time.

We strongly recommend having a financial adviser linked to your Macquarie Superannuation Plan account. Where you don't have an adviser linked to your account, you'll experience limitations on the investment and insurance choices and investment management tools you can access.

Do you have a new adviser?

Let us know by providing a signed instruction to wrapolutions@macquarie.com

Need help finding an adviser?

Please visit moneysmart.gov.au/financial-advice/choosing-a-financial-adviser

Who we are

Over the past year, we've continued to empower our members to maximise their retirement outcomes.

As at 30 June 2024, the Macquarie Superannuation Plan has:



\$42.88b

funds invested



over

119,000

member accounts



91%

of members with a financial adviser
linked to their account



an average account balance of

\$360,000

The financial year in review

Economic review⁽³⁾

Global

The story for the global economy over the financial year was best described as one of resilience, with the U.S. economy in particular proving stronger than initially expected. A much-anticipated recession in the U.S. failed to materialise, and consequently investors and economists spent the financial year revising their forecasts for economic growth.

Inflation continued to fall steadily over the financial year. Most importantly for central banks, 'stickier' measures of core inflation began to fall back towards target ranges, although they linger at higher levels than historical norms. The annual growth in the U.S. Core Personal Consumption Expenditures Index – which is the U.S. Federal Reserve's preferred inflation measure – fell from 4.3 per cent in June 2023 to 2.6 per cent in May 2024.

Central banks began to 'pivot' away from further rate hikes in late 2023, in response to moderating inflation, drawing to a close the central bank's tightening cycle that began in 2022. The U.S. Federal Reserve and European Central Bank announced the last of their rate hikes in this cycle in July 2023 and September 2023 respectively.

Increasing confidence that they had successfully engineered a 'soft landing', or a meaningful reduction in inflation without a corresponding recession, prompted several major central banks to announce their first interest rate cuts in years, with the Swiss National Bank

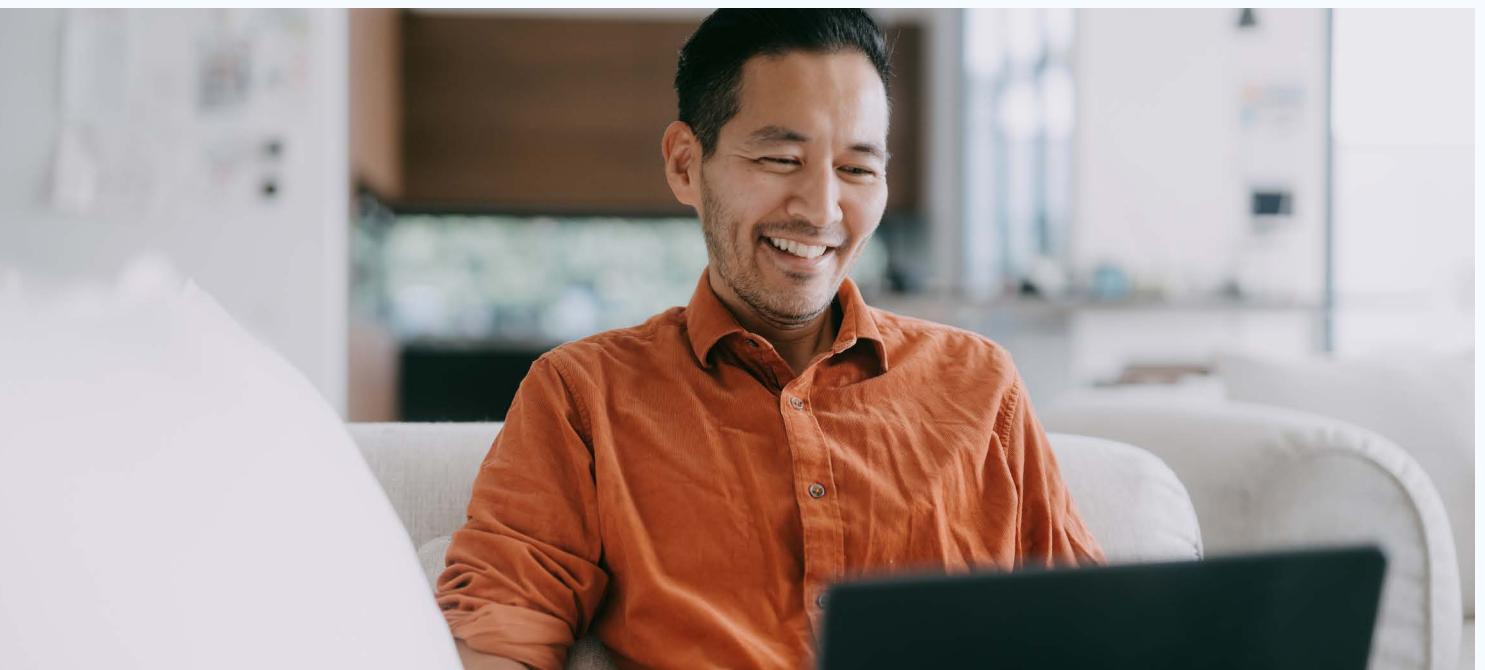
cutting in March 2024, Sweden's Riksbank cutting in May 2024 and the European Central Bank cutting in June 2024. By the end of the financial year, markets were pricing in impending rate cuts by almost every major central bank.

However, there were some clouds on the horizon as the yield on the U.S. 2-year Treasury bond remained above that of the 10-year yield, a phenomenon known as an 'inverted' yield curve that has historically preceded recessions. Additionally, there were growing concerns around U.S. fiscal sustainability as U.S. Federal Government debt began to grow at a rate of US \$1 trillion every 100 days.

The U.S. dollar strengthened against most major currencies due to a relatively more aggressive rate hike cycle, which made U.S. interest-bearing assets more attractive. The Japanese Yen fell steadily to a 34-year low against the U.S. dollar as the Bank of Japan maintained a relatively easy monetary policy, despite its first rate hike in 17 years.

China managed to post real GDP of approximately 5 per cent per annum but nevertheless struggled with a two-track economy, characterised by strong exports and weak consumption. The severe property downturn remained by far the biggest drag on the economy over the financial year.

(3) The information provided in this economic review is based on information as at 30 June 2024 and is derived from sources that are believed to be reliable.





Australia

The Australian economy experienced progressively slower growth over the financial year, with annual real GDP growth slowing to only 0.1 per cent in the first quarter of 2024. On a GDP 'per capita' basis, the outcome was even worse, with the Australian economy registering its fifth consecutive quarter of negative growth in the first quarter of 2024.

Despite multiple quarters of negative 'per capita' GDP growth, Australia ultimately avoided a technical recession due to population growth, driven by record levels of immigration. Australia's population growth rate peaked at 2.6 per cent in the year to September 2023, its strongest pace in over 70 years.

As was the case overseas, Australia's inflation rate fell steadily, with yearly growth in the Reserve Bank of Australia's preferred Trimmed-Mean Consumer Price Index falling from 5.8 per cent in the June 2023 quarter to 4.0 per cent in the March 2024 quarter. However, the decline in Australia's inflation appeared to lag behind its overseas peers, creating a 'narrow path' of bringing inflation down towards the central bank target while maintaining employment.

Household consumption experienced very weak growth, largely driven by cost-of-living pressures on households from high inflation, higher taxes due to bracket creep and rising interest rates. Despite the weakness, the Australian labour market proved resilient, with the unemployment rate ticking up only slightly from 3.5 per cent in June 2023 to a still low 4.0 per cent in May 2024.

The Reserve Bank of Australia raised interest rates once - in November 2023, from 4.10 per cent to 4.35 per cent - and several months later followed its overseas central bank peers in indicating that its tightening cycle was complete.

Australian house prices continued to rise to new record highs, with CoreLogic's dwelling price index rising 8.0 per cent over the financial year. Australian house prices shrugged off stretched affordability, with prices and rents boosted by supply constraints in the face of strong population growth.

In May 2023 the Federal Government delivered its Budget, expecting an FY24 budget surplus of \$9.3 billion, up from a deficit of \$1.1 billion expected at the Mid-Year Economic and Fiscal Outlook the previous December. A stronger-than-expected labour market and higher-than-expected commodity prices helped the budget position. Key Budget initiatives included measures to address cost-of-living issues for households.



02

Fund information

Fund information

Who we are

The Trustee

The trustee of the Fund is Macquarie Investment Management Limited (MIML) ABN 66 002 867 003 AFSL 237492 RSEL L0001281 (the Trustee). The board of the Trustee is made up of five independent Non-Executive Directors.

The Trustee is covered by professional indemnity insurance taken out by Macquarie Group Limited.

Our Key Management Personnel

The table below provides information about each member of the Key Management Personnel (KMP) of the Fund as at 30 June 2024.

John Edstein

1 July 2013 to present

Non-Executive Director and Chair of MIML, member of the MIML Board Audit Risk and Compliance Committee (BARCC) and the MIML Superannuation and IDPS Investment Committee (SIIC)

Qualifications

- Bachelor of Economics (Sydney University)
- Bachelor of Laws (Sydney University)
- Master of Laws with Honours (Sydney University)
- Australian Legal Practitioner
- Chartered Tax Adviser

Experience

John is a lawyer with over 45 years' experience, specialising in superannuation, taxation, life insurance and trusts. He was a partner at King and Wood Mallesons (formerly Mallesons Stephen Jaques) from April 1990 to December 2012.

John has served as a director of:

- Retail Employees Superannuation Ptd Limited (October 2013 to December 2020)
- The Trust Company (Superannuation) Limited (January 2013 to September 2014)

John also served as a Trustee for St Joseph's College Old Boys Union from March 2013 to March 2024.

Other current directorships/appointments

- Member, Investment Committee of the Catholic Archdiocese of Sydney (April 2015 to present)
- Director, Perpetual Equity Investment Company Limited (September 2014 to present)
- Director, Five Bennett Investments Pty Limited (June 2009 to present) holder of cash and securities absolutely and trustee of the Hallaran Family Trust
- Director, Nohome Pty Limited (August 1982 to present) Trustee of the JV Edstein Family Trust
- Director, Walsh Bay Partners Pty Limited (August 2020 to present)
- Executor and Trustee of the Estate of Roger Cecil Hallaran (June 2019 to present)
- Director, Hallaran Foundation Pty Limited (June 2020 to present)
- Consulting Lawyer as a sole practitioner (April 2024 to present)
- Consulting as Special Counsel, Walsh Bay Partners Pty Ltd (April 2024 to present)



Fund information Continued

Michael (Mike) Davis

1 November 2015 to present

Non-Executive Director of MIML, member of the MIML BARCC, Chair of the MIML SIIC and Chair of the Investor Directed Portfolio Service (IDPS) Conflicts Committee⁽⁴⁾

Qualifications

- Bachelor of Economics (Sydney University)
- Fellow of the Institute of Chartered Accountants Australia and New Zealand
- Graduate Member of the Institute of Company Directors

Experience

Mike has over 30 years' experience in financial services. Mike held senior management and executive roles with Deutsche Bank, Merrill Lynch and Tyndall/Nikko Asset Management, which saw him living and working in the USA and London. Mike co-founded Causeway Financial in 2003, which is a boutique private markets and alternative asset manager.

Mike has served as a director of:

- Treasury Asia Asset Management Limited (October 2013 to April 2015)
- Nikko AM Equities Australia Pty Limited (March 2012 to April 2015)
- Nikko AM Limited (March 2012 to April 2015)
- Nikko Asset Management Australia Limited (March 2012 to April 2015)
- Sims Funds Management Limited (March 2012 to April 2015)
- Causeway Income Partners Limited (October 2018 to December 2020)

Other current directorships/appointments

- Director, Causeway Financial Pty Ltd (March 2015 to present)
- Director, Causeway Asset Management Ltd (March 2015 to present)
- Director, M Davis Nominees as Trustee of the Davis Investment Trust (February 1994 to present)
- Director, Causeway PM Pty Ltd (previously known as CLR Portfolio Pty Ltd) (September 2017 to present)
- Member, Marist Brothers Province Finance Commission and Province Investment Committee (May 2018 to present)
- MR and JC Davis ATF Mijan Superannuation Fund (February 1994 to present)



(4) Appointed to the position of Chair of the Investor Directed Portfolio Service (IDPS) Conflicts Committee on 14 April 2023.

Fund information Continued

Catherine (Cathy) Aston

12 December 2017 to present

Non-Executive Director of MIML, Chair of the MIML BARCC,⁽⁵⁾ member of the MIML SIIC and Chair of the Superannuation Conflicts Committee⁽⁶⁾

Qualifications

- Bachelor of Economics (Macquarie University)
- Master of Commerce (University of NSW)
- Graduate Member of the Australian Institute of Company Directors
- Senior Fellow of FINSIA (Financial Services Institute of Australasia)

Experience

Cathy has over 25 years' experience across a range of sectors including technology, financial services, superannuation, digital business, government and health. Cathy held senior leadership roles in the telecommunications industry, which saw her living and working overseas in Hong Kong, New Delhi and Sri Lanka.

Cathy has served as a director of:

- Brandenburg Ensemble (July 2014 to June 2017)
- Mercer Administration Services (Australia) Pty Limited (December 2016)
- Superannuation Administration Corporation Ltd (June 2014 to December 2016)
- Financial Services Institute of Australasia Education (2015 to September 2018)
- Financial Services Institute of Australasia (2015 to September 2018)
- Southern Phone Ltd (November 2015 to December 2019)
- ACN 003 207 841 Pty Ltd (previously IMB Land Ltd) (September 2016 to February 2020)
- ACN 132 157 192 Pty Ltd (previously IMB Land No 2 Pty Ltd) (September 2016 to February 2020)
- IMB Funeral Fund Management Ltd (September 2016 to September 2022)
- IMB Financial Planning Ltd (September 2016 to September 2022)
- Over the Wire Holdings Ltd (1 July 2020 to March 2022)
- Virtus Health Limited (September 2021 to June 2022)
- Integrated Research Ltd (April 2022 to March 2024)

Other current directorships/appointments

- Director, IMB Community Foundation Pty Ltd (dormant) (September 2016 to present)
- Director, IMB Securitisation Services Pty Ltd (September 2016 to present)
- Director and Chair of Audit, Risk and Compliance Committee, IVE Group Limited (December 2020 to present)
- Chair of the Board and Chair of IMB Capital Committee, Member of People and Culture Committee, IMB Ltd (September 2016 to present)
- Director, and Member of the Audit and Risk Management Committee, Monash IVF Group Ltd (February 2024 to present)



(5) Appointed to the position of Chair of the MIML BARCC on 18 October 2022.

(6) Appointed to the position of Chair of the Superannuation Conflicts Committee on 14 April 2023.

Fund information Continued

Ruth Picker AM

26 September 2022 to present

Non-Executive Director of MIML, member of the MIML BARCC, member of the MIML SIIC

Qualifications

- Bachelor of Arts (with Distinction in Geography) (University of Cape Town)
- Certificate in the Theory of Accountancy (University of Cape Town)
- Chartered Accountant (South African Institute of Chartered Accountants)
- Chartered Accountant (Institute of Chartered Accountants Australia and New Zealand)
- Senior Fellow of FINSIA (Financial Services Institute of Australasia)
- Fellow of the Institute of Chartered Accountants Australia and New Zealand
- Fellow of CPA Australia
- Member of the Institute of Company Directors
- Inducted into the Australian Accounting Hall of Fame March 2020 (in recognition of services to the accounting profession internationally and in Australia)

Experience

Ruth has more than 37 years' experience working in finance, accounting, audit, and risk management globally, including leadership roles based in London. She is also an author, song writer and public speaker.

Ruth was a partner at Ernst & Young (EY) from July 1995 to June 2021. During this time, she was a member of EY Australia's Board of Partners from 2001 to 2009, managing partner of EY's Melbourne office from 2006 to 2009, leader of the EY Oceania Climate Change and Sustainability Service team from 2007 to 2009, and Global IFRS leader at EY London from 2009 to 2013. In the period from 2013 to 2021, Ruth was EY Asia-Pacific risk management leader and executive member, EY Global Risk Management executive member, EY Global Practice group member and chair of EY Asia-Pacific Ethics Oversight Group.

Ruth was previously a member of the Australian Accounting Standards Board (AASB) from February 2000 to February 2005. During this period, she also served as Deputy Chair and Acting Chair of the AASB.

Ruth served as a member of the IFRS Interpretations Committee based in London from 2006 to 2012.

Ruth has also served as director of:

- MIND Australia Limited and Chair of the Finance, Audit and Risk Committee of MIND Australia Limited (February 2022 to December 2023)
- the Australian Ballet School and Chair of the Audit, Risk and Compliance Committee of the Australian Ballet School (June 2019 to May 2024).

Other current directorships/appointments

- Member, Mount Scopus Foundation Executive Committee (February 2015 to present)



Fund information Continued

William (Bill) Marynissen

1 December 2023 to present

Non-Executive Director of MIML, member of the MIML BARCC, member of the MIML SIIC

Qualifications

- Bachelor of Business (University of Technology Sydney)

Experience

Bill is an experienced leader in the finance sector and has held senior roles at Macquarie Group.

During his 37 years at Macquarie, Bill held various roles including head of Wealth Management from 2013 to 2019.

Bill has served as director of:

- Macquarie Offshore Funds No.2 Limited (May 2001 to March 2004)
- Macquarie Treasury Management Limited (August 2000 to February 2004)
- Macquarie Investment Management Australia Limited (November 2000 to February 2004)
- Macquarie Eastern Trading Pty Limited (September 2000 to May 2004)
- MQ Capital Pty Limited (October 2000 to February 2004)
- Macquarie Infrastructure Private Trustee Company Limited (August 2000 to April 2005)
- Macquarie Financial Products Management Limited (November 2000 to February 2006)
- Hemisphere Services Pty Limited (April 2003 to February 2004)
- Macquarie Private Portfolio Management Pty Limited (August 2004 to October 2005)
- Macquarie Asia Securities Limited (December 2004 to April 2013)
- Macquarie Futures USA LLC (January 2006 to March 2013)
- Macquarie Belgium TCG SRL (September 2007 to August 2013)
- JB Honoré S.à.r.l. (June 2008 to April 2013)
- Macquarie Equities Limited (February 2013 to March 2019)
- Macquarie Private Wealth Inc./Gestion Privée Macquarie Inc (September 2013 to November 2013)
- Dexin Nominees Pty. Limited (January 2014 to February 2018)
- Macquarie Financial Services Holdings Pty Limited (January 2014 to March 2019)
- Equitas Nominees Pty. Limited (July 2014 to March 2019)
- Idameneo (No. 79) Nominees Pty Limited (January 2014 to March 2019)
- Macquarie Investors Pty Ltd (January 2014 to March 2019)
- Macquarie Prism Pty Limited (January 2014 to March 2019)
- Macquarie Spectrum SPC Limited (June 2016 to March 2019)

Bill has also served as director of :

- Sydney Futures Exchange (April 1998 to September 2000)
- New Zealand Futures & Options Exchange Limited (April 1998 to September 2000),
- SFE Corporation Limited (April 1998 to September 2000)
- Risk Advice Specialists Pty Ltd (September 2013 to July 2017)
- Upmill Nominees Pty Limited (January 2014 to August 2017)
- The Ethics Centre (December 2021 to May 2024).

Other current directorships/appointments

- Non-Executive Director, The Funding Network (TFN) (April 2021 to present)
- Director, Sayya Investments ATF Marynissen Family Trust (August 2021 to present)
- Director and Secretary, Birong Nominees ATF Marynissen Super Fund (November 2019 to present)
- Director and Secretary, Billangie Investments Pty Ltd (June 2020 to present)



Fund information Continued

Michelle Weber

1 December 2023 to present

Head of Wrap Platform

Qualifications

- Bachelor of Business – Finance and International Business (University of Technology, Sydney)

Experience

Michelle has held the role of Head of Wrap Platform (formerly Head of Wealth Product and Technology) at Macquarie Group since April 2019. Michelle joined Macquarie Group in 2013 initially leading the team responsible for the regulatory and cultural transformation of the Wealth Advice Business. Michelle then assumed responsibility for business risk management, financial management and strategy and transformation of the Wealth Management business as Chief Operating Officer.

Prior to joining Macquarie Group, Michelle held various roles in financial services in Australia and the United Kingdom.

Michelle has also served as director for:

- Macquarie Group New Zealand Limited (June 2016 to September 2017)
- Macquarie Investment Management (NZ) (June 2016 to September 2017)
- Macquarie New Zealand Limited (June 2016 to September 2017)
- Consilium Solutions Pty Ltd (July 2009 to October 2019)
- Macquarie Investors Pty Ltd (June 2016 to June 2022)
- Macquarie NZ Holdings Pty Limited (September 2016 to April 2024)

Other current directorships/appointments

- Director, Macquarie Life Pty Limited (28 February 2023 to present)



Fund information Continued

Sean West

1 April 2023 to present

Head of Wealth Management

Qualifications

- Bachelor of Commerce (Accounting) (University of Wollongong)
- Chartered Accountant, Institute of Chartered Accountants Australia and New Zealand
- Graduate Member, Australian Institute of Company Directors

Experience

Sean joined Macquarie Group in 2011 and has been Head of Wealth Management at Macquarie Group since April 2019.

Prior to joining Macquarie Group, Sean held a range of senior executive roles in financial services across Australia and Asia.

Sean has previously served as a director of :

- Macquarie Investment Services Limited (June 2016 to March 2019)
- Macquarie Prism Pty Limited (March 2016 to March 2019)
- Macquarie Financial Services Holdings Pty Limited (March 2019 to April 2021)
- Macquarie Equities Limited (March 2019 to March 2023)
- Black Dog Institute Foundation Limited (June 2018 to February 2022)
- Idameneo (No. 79) Nominees Pty Limited (March 2019 to April 2024)

Other current directorships/appointments

- Director, Equitas Nominees Pty Limited (March 2019 to present)
- Non-Executive Director, Financial Services Council Limited (May 2021 to present)
- Member and Co-Chair of the Advice Board Committee, Financial Services Council Limited (September 2021 to present)
- Deputy Chair, Financial Services Council Limited (September 2022 to present)
- Member of the Administration and Risk Board Committee, Financial Services Council Limited (September 2022 to present)
- Non-Executive Director, Black Dog Institute Limited (August 2020 to present)
- Member and Chair of the Nominations Committee, Black Dog Institute Limited (June 2021 to present)
- Deputy Chair, Black Dog Institute Limited (July 2021 to present)
- Member of the Finance and Audit Committee, Black Dog Institute Limited (February 2022 to present)
- Director, SLLT Pty Limited (May 2011 to present) as Trustee for The West Family Trust



Fund information Continued

Director attendance register

This register details the attendance at Board meetings for each of the Trustee's current Directors for the last seven financial years. If a Director has served for a period of less than seven years, their attendance for that period is provided.

Name	2023/24	2022/23	2021/22	2020/21	2019/20	2018/19	2017/18
Number of meetings held in the financial year (1 July – 30 June)	13	16	21	23	27	16	14
Directors							
J. Edstein ⁽⁷⁾	13	16	21	23	26	11	14
M. Davis ⁽⁸⁾	13	13	21	23	25	16	14
C. Aston ⁽⁹⁾	13	16	21	23	27	16	4
R. Picker ⁽¹⁰⁾	12	8	N/A	N/A	N/A	N/A	N/A
W. Marynissen ⁽¹¹⁾	6	N/A	N/A	N/A	N/A	N/A	N/A

The above register does not include all meetings attended by the Trustee's Directors, such as Board delegated committee meetings and Board workshops.

Our commitment to diversity

The diversity of the Trustee's Board and Management is fundamental to the Fund's success. Our ongoing commitment to diversity supports the Fund to remain innovative and sustainable and to continue to meet the evolving needs of members.

To achieve this, the Trustee has set diversity objectives structured around three pillars:

- A diverse board composition – The Trustee aims to promote a board composition that is reflective of the communities within which it operates and brings a range of perspectives, ideas and insights,
- An inclusive and equitable workplace – The Trustee aims to promote an inclusive environment that supports individuals to reach their full potential, and
- Integration and awareness – The Trustee is committed to encouraging an inclusive environment and ensuring that diversity is an integral part of its composition and activities.

The Trustee's Board is comprised of two female directors (40 per cent) and three male directors (60 per cent).

The Trustee remains fully committed to maintaining its diversity objectives.

Outsourced providers

The table below details the material outsourced service providers who provide a service which may affect a material business activity of the Fund.

Outsourced provider name	ABN	Service provided
Bond Street Custodians Limited	57 008 607 065	Custodian services
Macquarie Bank Limited	46 008 583 542	Central support services and IT support services
GBST Holdings Limited	85 010 488 874	SuperStream gateway provider

(7) Appointed as Independent Director on 1/7/2013. Appointed as Chair on 16/11/2017.

(8) Appointed as Independent Director on 1/11/2015.

(9) Appointed as Independent Director on 12/12/2017.

(10) Appointed as Independent Director on 26/09/2022.

(11) Appointed as Independent Director on 1/12/2023.

Fund information Continued

Significant holdings

During the year ended 30 June 2024, the Fund held investments directly or indirectly in enterprises or groups of enterprises under the control of the following companies with a value of greater than five per cent of the Fund's total assets:

- Macquarie Group Limited (\$6.675 billion)
- Dimensional Funds Australia Limited (\$6.837 billion), and
- Vanguard Investments Australia Limited (\$6.729 billion).

Investing your money

The Macquarie Superannuation Plan is a choice fund, which means MIML as the Fund's Trustee, does not make investment decisions on your behalf.

As a member of the Fund, you and your adviser have access to a broad range of investments, including managed investments, SMAs, Australian listed securities, term deposits and other selected investments. The number and type of investment options available to you may change or reduce if you do not have an adviser linked to your account.

Investment menu and strategies

The investment menu outlines all available investment strategies and investment options made available by the Trustee to you and your adviser. The investment strategies and investment options available within the Fund are subject to change from time to time, at the discretion of the Trustee. Any changes to investment strategies and available investment options are generally published on a monthly basis in the investment menu available from macquarie.com.au/supermenu.

Fund investment strategies

The Trustee formulates and gives effect to investment strategies and objectives for the Fund. These strategies and objectives take into account the whole circumstances of the Fund, including investment risk, diversification, liquidity and the ability of the Fund to discharge liabilities. The Trustee has formulated a range of investment strategies and categorised investments appropriate to those strategies. The Trustee has placed restrictions on certain investments designed to encourage diversification, mitigate liquidity risk, and satisfy regulatory requirements. In line with our obligations, the Trustee reviews these strategies and applicable limits on an ongoing basis. Please contact your adviser for further information on these limits or refer to the relevant PDS.



Fund information Continued

Your investment choices

The Fund allows you to spread your super or pension account across many investment strategies, choosing from a range of investment options and product issuers. This section outlines the general characteristics of the investment strategies available. You may choose investments from these strategies. The combination of investments you choose will be based on your individual circumstances. Information on the individual investment options can be found in the PDS available from macquarie.com.au/investing/yourwrap or from your adviser. You should consider the PDS and target market determination before deciding to invest in, or switch between, investment options.

Investment strategy	Cash	Australian fixed interest
Objective	Aims to achieve stable returns over the short-term with a high level of capital security.	Aims to achieve stable returns over the medium to long-term via income and capital growth with a high to medium level of capital security.
Strategy	Returns driven by exposure to Australian demand deposits and cash equivalents; eg short-term, liquid investments with a high degree of capital stability and no material or potential exposures to non-cash holdings.	Returns driven by exposure to the debts of Australian governments, semi-government, companies and asset backed securities.
Target return (% pa)	2.5% to 4.0%	3.0% to 5.0%
Target risk (% pa)	0.5% to 1.5%	2.0% to 5.0%
Standard Risk Measure (SRM) range	1 to 2	2 ⁽¹²⁾ to 5
Suggested minimum timeframe	No minimum	3 years
Sub-strategy	N/A	<ul style="list-style-type: none"> • Term deposits • Annuities • Short Term/Strategic • Sector specific • Enhanced • Specialist • Diversified • Unsecured notes • Listed Investment Companies (LICs)/ Listed Investment Trusts (LITs)



(12) Term deposits and Annuities are assigned an SRM of 1.

Fund information Continued

Your investment choices (Continued)

Investment strategy	Global fixed interest	Specialised global fixed interest	Australian property
Objective	Aims to achieve stable returns over the medium to long-term via income and capital growth with a medium to low level of capital security.	Aims to achieve stable returns over the medium to long-term via income and capital growth with a medium to low level of capital security.	Aims to achieve returns over a medium to long-term via income and capital growth with a medium to low level of capital security.
Strategy	Returns driven by exposure to the debts of international government, semi-government, companies and asset backed securities.	Returns driven by exposure to the debts of international governments, semi-government, companies and asset backed structures. Investments may focus on specific sectors, attributes or regions.	Returns driven by exposure to Australian property equity, in listed, unlisted and direct forms.
Target return (% pa)	3.0% to 5.5%	3.0% to 6.5%	6.0% to 8.0%
Target risk (% pa)	2.5% to 6.5%	3.5% to 11.5%	9.5% to 20.0%
SRM range	4 to 6	3 to 6	6 to 7
Suggested minimum timeframe	4 years	4 years	7 years
Sub-strategy	<ul style="list-style-type: none"> Diversified 	<ul style="list-style-type: none"> Enhanced Sector specific Specialist 	<ul style="list-style-type: none"> Listed Unlisted Diversified

Investment strategy	Global property	Australian shares	Global shares
Objective	Aims to achieve returns over a medium to long-term via income and capital growth with a medium to a low level of capital security.	Aims to achieve returns over a medium to long-term via income and capital growth with a low level of capital security.	Aims to achieve returns over a medium to long-term via income and capital growth with a low level of capital security.
Strategy	Returns driven by exposure to international property equity, in listed, unlisted and direct forms.	Returns driven by exposure to the equity of Australian companies, via shares and other securities primarily listed on the ASX.	Returns driven by exposure to the equity of international companies, via shares and other securities primarily listed on global exchanges.
Target return (% pa)	5.0% to 7.5%	6.0% to 9.0%	6.0% to 7.5%
Target risk (% pa)	10.0% to 17.5%	13.0% to 20.5%	10.5% to 17.5%
SRM range	6 to 7	6 to 7	6 to 7
Suggested minimum timeframe	7 years	5 years	6 years
Sub-strategy	<ul style="list-style-type: none"> Listed Unlisted Diversified 	<ul style="list-style-type: none"> Index Small cap Specialist Sector specific Diversified LICs/LITs 	<ul style="list-style-type: none"> Index Diversified

Fund information Continued

Your investment choices (Continued)

Investment strategy	Specialised global shares	Alternative debt	Alternative commodities
Objective	Aims to achieve returns over a medium to long-term via income and capital growth with a low level of capital security.	Aims to achieve returns over a medium to long-term via income and capital growth with a medium to low level of capital security.	Aims to achieve returns over a medium to long-term via income and capital growth with a medium to low level of capital security.
Strategy	Returns driven by exposure to equity of international companies, via shares and other securities primarily listed on global exchanges. Investments may focus on specific sectors, themes, countries or regions.	Returns driven by a manager's skill in adding, managing and reducing exposure to debt instruments. Investments may focus on listed or unlisted debt, highly rated or distressed situations and may focus on specific sectors, attributes or regions.	Returns driven by exposure to physical assets that have value due to their substance and properties eg precious metals, commodities and oil.
Target return (% pa)	4.5% to 10.5%	3.5% to 9.0%	2.0% to 5.0%
Target risk (% pa)	10.5% to 22.5%	6.0% to 12.5%	17.0% to 21.5%
SRM range	6 to 7	4 to 6	7
Suggested minimum timeframe	7 years	3 years	N/A
Sub-strategy	<ul style="list-style-type: none"> • Sector specific • Specialist • Regional/Country • LICs/LITs 	N/A	N/A

Investment strategy	Alternative real assets	Alternative insurance	Diversified alternatives
Objective	Aims to achieve returns over a medium to long-term via income and capital growth with a medium to low level of capital security.	Aims to achieve returns over a medium to long-term via income and capital growth with a medium to low level of capital security.	Aims to achieve returns over a medium to long-term via income and capital growth with a medium to low level of capital security.
Strategy	Returns driven by a manager's skill in adding, managing and reducing exposure to physical assets that have value due to their operation eg unlisted infrastructure, real estate, agricultural land, timber, machinery.	Returns driven by a manager's skill in adding, managing and reducing exposure to insurance linked securities and markets eg life insurance and catastrophe reinsurance.	Returns driven primarily by the investment strategy rather than market exposure. The strategy is benchmark unaware and utilises traditional assets such as shares, bonds or property.
Target return (% pa)	5.0% to 7.0%	5.0% to 6.5%	5.0% to 7.5%
Target risk (% pa)	6.0% to 11.0%	6.0% to 7.5%	5.5% to 10.5%
SRM range	5 to 6	4 to 5	5 to 7
Suggested minimum timeframe	7 years	6 years	5 years
Sub-strategy	N/A	N/A	N/A

Fund information Continued

Your investment choices (Continued)

Investment strategy	Alternative macros	Alternative specialist	Alternative equity
Objective	Aims to achieve returns over a medium to long-term via income and capital growth with a medium to low level of capital security.	Aims to achieve returns over a medium to long-term via income and capital growth with a medium to low level of capital security.	Aims to achieve returns over a medium to long-term via income and capital growth with a medium to low level of capital security.
Strategy	Returns driven by a manager's skill in identifying top-down price signals eg economics and momentum. The strategy is benchmark unaware and can utilise a wide range of assets such as shares, bonds, currencies and derivatives eg managed futures.	Returns driven by a manager's skill in identifying bottom-up price signals independent of the market. The strategy is benchmark unaware and can utilise a wide range of assets such as shares, bonds, currencies and derivatives eg equity market neutral.	Returns driven by a manager's skill in adding, managing and reducing exposure to equity risk. Investments may focus on global or domestic companies, via listed securities such as shares or unlisted interests such as limited partnership interests (private equity funds).
Target return (% pa)	7.0% to 9.0%	4.5% to 6.5%	5.5% to 11.0%
Target risk (% pa)	7.0% to 9.0%	4.0% to 6.5%	10.5% to 24.0%
SRM range	5 to 7	4 to 7	6 to 7
Suggested minimum timeframe	5 years	5 years	8 years
Sub-strategy	N/A	N/A	N/A

Investment strategy	Australian listed securities
Objective	Aims to achieve returns over a medium to long-term via income and capital growth with a low level of capital security.
Strategy	Exposure to securities primarily listed on the ASX or expected to be listed.
Target return (% pa)	6.0% to 9.0% ⁽¹³⁾
Target risk (% pa)	15.0% to 23.5% ⁽¹³⁾
SRM range	6 to 7
Suggested minimum timeframe	5 years
Sub-strategy	<ul style="list-style-type: none"> • Common shares • Listed company options • Hybrid securities • Share rights • Exchange Traded Funds (ETFs)/Exchange Traded Managed Funds (ETMFs)/LITs/LICs⁽¹⁴⁾ • Listed property investments⁽¹⁴⁾

⁽¹³⁾ Range assumes a diversified investment portfolio.

⁽¹⁴⁾ The Trustee may categorise selected listed securities such as ETFs, LITs, LICs and Listed Property investments to another investment strategy where such investment strategy is more consistent with the underlying investment characteristics of the security.

Fund information Continued

Your investment choices (Continued)

Investment strategy	Conservative	Balanced	Growth
Objective	Aims to achieve returns over the short to medium-term via income and capital growth with a medium to high level of capital security.	Aims to achieve returns over the medium to long-term via income and capital growth with a medium to low level of capital security.	Aims to achieve returns over the long-term via income and capital growth with a low level of capital security.
Strategy	Diversified mix of income assets such as money market and fixed interest securities, and growth assets such as property, shares and alternative investments.	Diversified mix of income assets such as money market and fixed interest securities, and growth assets such as property, shares and alternative investments.	Diversified mix of income assets such as money market and fixed interest securities, and growth assets such as property, shares and alternative investments.
Target return (% pa)	3.5% to 6.0%	4.5% to 7.5%	5.5% to 8.0%
Target risk (% pa)	2.0% to 5.0%	5.0% to 10.5%	10.5% to 14.5%
SRM range	4 to 5	4 to 6	6 to 7
Suggested minimum timeframe	3 years	4 years	5 years
Sub-strategy	N/A	N/A	N/A

Investment returns

Investment earnings for each member are determined by their specific investment choices made. You should refer to your Annual Statement for the year ended 30 June 2024 for details of the investment performance relating to your chosen investments.

Asset allocation

The table below shows how the Fund is invested across different asset classes.

Asset class	30 June 2023	30 June 2024
Cash⁽¹⁵⁾	14.2%	13.2%
Commodities	0.1%	0.1%
Australian equities	30.3%	31.0%
International equities	25.6%	26.6%
Australian fixed interest	10.4%	10.4%
International fixed interest	10.6%	10.2%
Property	4.6%	4.5%
Other	4.2%	4.0%
Total	100.0%	100%

If a managed fund invests across a number of asset classes, we'll treat the asset allocation based on a 'look through basis' using the managed fund's individual asset allocations. The asset allocation for each managed fund is determined by the investment managers and provided either by the investment managers directly or from a third party⁽¹⁶⁾.

Asset allocations can vary over time within ranges specified by the individual product issuers. Information on the asset allocation ranges for the individual investment options can be found in the relevant PDS.

(15) Includes term deposits.

(16) All asset allocations in this document were current at the time of publishing.

Fund information Continued

Market risk monitoring

As part of its asset monitoring obligations as Trustee, MIML conducts regular market risk stress testing analysis of member accounts. The market risk analysis involves estimating a percentage loss from a significant adverse event, taking into account the level of diversification within each account. Accounts are then ranked by this estimated percentage loss and we flag those accounts with the largest stress test losses (separately, depending on whether the account holds Australian listed securities or not) as having a high level of investment risk. Generally, less than 2.5 per cent of all accounts are flagged through this analysis. Where an account is flagged, we may contact the member or their adviser to bring the results of the stress test to their attention.

Use of derivatives

The Fund invests in a number of collective investments. These collective investments are managed by investment managers. Some of these collective investments invest in derivatives. Derivatives used by the collective investments are outlined in each PDS. Investment managers whose investments are available on the Investment Menu have provided their own Derivative Risk Management Statement (DRMS) documents or equivalent to the Trustee. Generally, derivatives used by the investment managers of the collective investments are set out in the DRMS (Part B) supplied by each of the individual investment managers. A file containing these DRMSs is available from the Trustee on request. The Trustee is satisfied that the DRMSs do not reveal any material inconsistencies with the investment strategies of the Fund. Subject to the investment limits referred to in the PDS, where the Trustee is satisfied that they meet the applicable investment strategy, the Trustee may make available investments in instalment warrants or other derivatives.

Fund and product changes

Throughout the year, some important changes have been made to the Fund and the products within the Fund.

Significant events

MIML issued three Significant Event Notices (SEN) during the period, as follows:

1. A SEN was issued on 1 December 2023 to members holding Macquarie Super and Pension (Vision) and Premium Portfolio Service Super and Pension accounts to notify them of changes to brokerage charged when there is no adviser on the account.
2. A SEN was issued on 13 May 2024 to members invested in the Shield Master Fund to notify them that the Australian Prudential Regulation Authority (APRA) had granted MIML temporary relief from the obligation to process rollover requests (within certain timeframes) that relate to an investment in the Shield Master Fund. Requests from affected members to change investments or close accounts may be unable to be processed, until redemption proceeds are received from the Shield Master Fund.
3. A SEN was issued on 31 May 2024 to all members to notify them of changes to their account. The changes included:
 - a one-off deduction from the Fund's Taxation Reserve to account for an additional GST payment
 - clarifying the ability of the Fund to claim reduced input tax credits (RITCs) for adviser service fees paid from 1 July 2024, in response to update guidance from the ATO, and
 - cessation of foreign currency contributions.

A copy of all SENs can be accessed at macquarie.com.au/investing/yourwrap.

Changes to offer documents

Changes were made to a number of offer documents for the products offered through the Fund, as follows:

- a Supplementary Product Disclosure Statement (SPDS) was issued for Super and Pension Manager II, Super and Pension Consolidator II and Macquarie Super and Pension (Macquarie Vision) on 1 December 2023 and on 31 May 2024.
- an updated Technical Information Booklet (TIB) was issued on 1 July 2023.

A copy of the latest offer documents can be accessed at macquarie.com.au/investing/yourwrap.

Fund information Continued

Legislative and regulatory changes

Minimum required pension payments

Minimum required annual pension payment amounts for account-based pensions and similar products, returned to standard minimums on 1 July 2023.

The table below shows the standard minimum payment rates:

Age of beneficiary	Standard minimum drawdown rates
Under age 65	4%
65-74	5%
75-79	6%
80-84	7%
85-89	9%
90-94	11%
95 or more	14%

Key superannuation rates and thresholds

The following rates and thresholds applied from 1 July 2023:

- general transfer balance cap: \$1,900,000 (up from \$1,700,000 for 2022/23)
- lifetime small business CGT cap: \$1,705,000 (up from \$1,650,000 for 2022/23)
- low rate cap: \$235,000 (up from \$230,000 for 2022/23).

For further information on current year rates and thresholds, please refer to the Technical Information Booklet that can be accessed at macquarie.com.au/investing/yourwrap.

Superannuation Guarantee

The Superannuation Guarantee (SG) rate increased to 11.5 per cent on 1 July 2024 and is legislated to increase to 12 per cent from 1 July 2025.

Proposal to increase tax on earnings on superannuation balances above \$3 million

During the year, the Federal Government introduced a Bill to Parliament which will, if legislated, apply a 15 per cent tax on a portion of the investment earnings on superannuation balances above \$3 million. This would be in addition to the existing tax arrangements that apply to investment earnings in superannuation. The change is proposed to apply from 1 July 2025 although it is not law at the time of publication.



Fund information Continued

Other information

Insurance in superannuation

The Fund offers optional insurance solutions with multiple insurance providers, to give you the peace of mind that you and your dependents will be looked after in the event of the unexpected.

Your financial adviser can help to structure the most appropriate life insurance cover through MIML's Wrap platform. You should consider the insurer's product disclosure statement before acquiring insurance from the panel of approved providers including:

- AIA Australia Limited
- TAL Life Limited
- Zurich Australia (including OnePath Life)

Insurance claims process

Your insurance provider will guide and support you through the insurance claims process. For details on each insurer's claims philosophy and how to make a claim, please visit:

- macquarie.com.au/investing/yourwrap

Alternatively, you can contact us using the details provided at the end of this report on page 69.

Regulatory developments

The regulatory environment for superannuation is continuously evolving, with the Government and regulators focusing on several key areas to improve outcomes and protect the retirement savings of members. This includes monitoring trustees' implementation of the retirement income covenant, which aims to enhance the outcomes and experience of members in retirement.

The Government is also progressing legislation to implement recommendations from the Quality of Advice Review. This includes changes to streamline the process for member's consenting to renew ongoing fee arrangements with their financial adviser.

There's also a significant regulator focus on strengthening the accountability, and financial and operational resilience of the superannuation industry to ensure it can withstand challenges and protect the financial interests of members.

APRA performance test

The Your Future, Your Super reforms that came into effect in 2021 included the introduction of an annual performance test to address underperformance in superannuation products. The test applies to MySuper products and certain choice superannuation products.

A number of the investment options issued by another Macquarie Group entity that are available through the Fund's investment menu were included in the performance test this year. We're pleased to confirm that all these investment options have met the requirements of the test.

General Reserve

The General Reserve was established within the Fund so that the Trustee could utilise, on behalf of members, accumulated benefits in the Taxation Reserve that relate to Fund level deductions and to provide a more equitable distribution of forfeited tax benefits that arise on an annual basis.

The Trustee uses the funds in the General Reserve to pay regulatory expenses incurred by the Trustee and, on behalf of members, the Operational Risk Financial Reserve fee, so that a direct charge is not made to member accounts. The Trustee will continue to use the Reserve in this manner until the Reserve reaches a level that is unsustainable.

The Trustee manages the funds in the General Reserve in accordance with the Trustee's Reserves Policy for the Fund. The General Reserve is kept separate from any money and assets held by the Trustee personally and is 100 per cent invested in cash investments.

The balance of the General Reserve at 30 June 2024 was approximately \$8,082,372.

More detailed financial information about the General Reserve, including the movement in the General Reserve over the last three years, is available in the Financial Report section of this Annual Report.

Operational Risk Financial Requirement

The Trustee has formulated a strategy for establishing, implementing, managing and maintaining an Operational Risk Financial Requirement (ORFR) in accordance with applicable superannuation laws. The ORFR is not an asset of the Fund.

There is a cost associated with the ORFR. The cost is paid, in the first instance, from the Fund's reserves. Where the Fund's reserves are not sufficient to cover part or all the cost, the ORFR fee will be charged to your account. Before we charge your account, or if the amount we charge for this fee increases, we will provide you with notice as required by law.

Fund information Continued

Taxation Reserve

The Trustee maintains a Taxation Reserve within the Fund which is managed in accordance with the Trustee's Reserves Policy for the Fund. The Taxation Reserve is 100 per cent invested in cash investments.

During the most recent reporting periods, the Taxation Reserve received monies as a result of annual tax processes and paid monies to meet taxation liabilities of the Fund, and to provide funding for the General Reserve as noted above. The balance of the Taxation Reserve as at 30 June 2024 was approximately \$14,647,349.

More detailed financial information about the Taxation Reserve, including the movement of the Taxation Reserve over the last three years, is available in the Financial Report section of this Annual Report.

Illiquid investments

The Trustee maintains an account to facilitate the voluntary acquisition of certain illiquid investments from members exiting the Fund. This account is not an asset of the Fund.

Consolidation of multiple accounts

Each year, the Trustee is obliged to identify and review members who hold more than one superannuation account within the Fund. Where the Trustee reasonably determines that it is in the best interests of the member, the member's superannuation benefits may be consolidated into a single account. Members may be provided with the opportunity to elect not to consolidate their accounts. The next review will be conducted in January 2025.

Financial Services Council

MIML is a member of the Financial Services Council and complies with the relevant Financial Services Council Standards.

Member outcomes assessment

The Trustee of the Fund is required to assess and compare the quality and competitiveness of its superannuation and pension products on an annual basis. The Trustee has completed its member outcomes assessment for the Fund for the period 1 April 2023 to 31 March 2024. You can read a summary of the Fund's member outcomes assessment online at macquarie.com.au/investing/yourwrap.





03

Directors' Report

Directors' Report

Directors' Report

The Trustee's Board, which comprises five independent, Non-Executive Directors, present their report for the year ended 30 June 2024.

Principal activities

The Fund is a regulated superannuation fund within the meaning of the *Superannuation Industry (Supervision) Act 1993 (the SIS Act)*. The Fund's activities during the financial year related to providing choice superannuation and pension products to members who are looking to save for their retirement, or draw down an income stream once retired.

The Fund can accept transfers and rollovers under the Fund's Trust Deed and relevant legislation. Upon receipt of the transfers and rollovers, the retirement savings will be preserved in the Fund to the extent required by the *SIS Act* and regulations. The Fund allows members to manage their benefits through a Wrap service that allows for:

- access to a broad range of investment and insurance options
- consolidated reporting, and
- someone else to manage the paperwork related to member's retirement savings.

The Fund allows members to make contributions, or have contributions made on their behalf, into their superannuation account, subject to meeting certain conditions. These include mandated and non-mandated employer contributions and other contribution types.

The Fund allows retirement savings to be accessed either as a pension or lump sum where members have met a relevant condition of release.

Review and results of operations

The Fund's net assets available for member benefits for the year ended 30 June 2024 was \$42,879 million. This represents an increase of approximately 14 per cent from \$37,724 million in the previous financial year.

The membership of the Fund continued to grow with over 500 new accounts added during the year, bringing total accounts to more than 119,000. The average member balance grew from \$329,000 to \$360,000.

Investment performance

The Trustee provides members with a wide choice of quality investment options, enabling members and their advisers to tailor their portfolio to suit their needs and objectives. In providing these options, the Trustee does not make investment choices – these decisions are made by members, generally in conjunction with their financial adviser.

Each member of the Fund has their own unique portfolio made up of different investment options. The performance of each members' portfolio is determined by the specific investments they have selected. Consequently, assessing the Fund's investment performance as a whole is not relevant for members, as it does not accurately reflect the outcomes for individual members.

Members should refer to their Annual Statements for the year ended 30 June 2024 for details of the investment performance relating to their chosen investments.

State of affairs

There were no significant changes in the state of affairs of the Fund that occurred during the year ended 30 June 2024, not otherwise disclosed in this report.

Events after the reporting date

At the date of this report, the Directors are not aware of any matter or circumstance which has arisen that has significantly affected or may significantly affect the operations of the Fund, the results of those operations or the state of affairs of the Fund in the financial years subsequent to 30 June 2024 not otherwise disclosed in this report.

Likely developments in the Fund's operations and expected results

Disclosure of information relating to developments in the operations, and the expected results of those operations, for future financial years of the Fund have not been included in the report as the Directors believe it may result in unreasonable prejudice to the Fund.

Environmental regulations

The Trustee of the Fund has policies and procedures in place that are designed to comply with applicable obligations under environmental laws of the Commonwealth and each State or Territory.

The Directors have determined that there has not been any material breach of those obligations during the year ended 30 June 2024.

Non-audit services

The non-audit services provided by the Fund's auditor, Ernst & Young, and the amounts Ernst & Young received, or are due to receive, for the provision of these services are set out below:

- Tax compliance services: \$8,000 (excl. GST)
- Tax advice: \$45,000 (excl. GST)

Directors' Report Continued

Non-audit services (Continued)

The Directors are satisfied that the provision of non-audit services is compatible with the general standard of independence for auditors imposed by the *Corporations Act 2001 (Corporations Act)*. The Directors are satisfied because the Board Audit Risk and Compliance Committee has assessed the services, having regard to applicable auditor independence requirements, and concluded that the provision of these services would not impair the independence of Ernst & Young.

Rounding of amounts

In accordance with the *ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191*, amounts in the Directors' Report and the Financial Report have been rounded off to the nearest million dollars unless otherwise indicated.



Directors' Report Continued

Auditor's independence declaration

A copy of the Auditor's independence declaration, as required under section 307C of the *Corporations Act*, is set out below:



Ernst & Young
200 George Street
Sydney NSW 2000 Australia
GPO Box 2646 Sydney NSW 2001

Tel: +61 2 9248 5555
Fax: +61 2 9248 5959
ey.com/au

**Building a better
working world**

Auditor's independence declaration to the directors of Macquarie Investment Management Limited as Trustee of Macquarie Superannuation Plan

As lead auditor for the audit of the financial report of Macquarie Superannuation Plan for the financial year ended 30 June 2024, I declare to the best of my knowledge and belief, there have been:

- a. No contraventions of the auditor independence requirements of the Corporations Act 2001 in relation to the audit;
- b. No contraventions of any applicable code of professional conduct in relation to the audit; and
- c. No non-audit services provided that contravene any applicable code of professional conduct in relation to the audit.

A handwritten signature in black ink that reads 'Ernst & Young'.

Ernst & Young

A handwritten signature in black ink that reads 'Rita Da Silva'.

Rita Da Silva
Partner
26 September 2024

Directors' Report Continued

Remuneration Report

Introduction

The Trustee's Board of Directors (the Board) present the Remuneration Report for the Fund for the year ended 30 June 2024. The Remuneration Report forms part of the Directors' Report and has been audited in accordance with section 300C of the *Corporations Act*. It details the remuneration arrangements for the KMP of the Fund, which include those persons who, directly or indirectly, have authority and responsibility for planning, directing, and controlling the activities of the Fund. KMP remuneration is not paid by the Fund but by a management entity related to the Fund.

For the Fund, the KMP include:

- Non-Executive Directors (NEDs) of MIML, the Trustee of the Fund
- Certain senior executives of the MIML Executive team who meet the definition of KMP above (Executive KMP).

As MIML, the Trustee of the Fund, is a wholly owned subsidiary of Macquarie Bank Limited (Macquarie Bank) and is part of Macquarie Group Limited (Macquarie), the Macquarie Bank remuneration framework, as adopted by MIML and the Fund, applies to all staff whose role includes supporting MIML, including the Executive KMP. The Board, supported by the Macquarie Bank Board Remuneration Committee (BRC), approves remuneration outcomes relating to the Executive KMP of the Fund in line with this framework.



Directors' Report Continued

Remuneration framework for FY2024

Details of Macquarie Bank's remuneration framework, policies and structure can be found in Macquarie Bank's Remuneration Report. This is contained within the Directors' Report in [Macquarie Bank's 2024 Annual Report](#) on pages 40 to 66.

Under the remuneration framework, an individual's remuneration comprises fixed remuneration and performance-based profit share. This remuneration framework applies to Executive KMP. NEDs are remunerated via Board and Committee fees and are not granted equity, nor are they eligible for profit share payments.






The table below summarises the framework for FY2024.

FY2024 remuneration framework

Fixed remuneration

- primarily comprises base salary, as well as superannuation contributions and standard country-specific benefits in line with local market practice
- is reviewed annually and reflects technical and functional expertise, role scope, market practice and regulatory requirements
- for risk and financial control staff, is generally a higher proportion of total remuneration than for revenue-generating staff

Performance-based remuneration

Criteria	Profit share
 Eligibility	<ul style="list-style-type: none"> • all permanent employees
 Determination	<ul style="list-style-type: none"> • allocations reflect an individual's performance, which is assessed against a range of financial and non-financial factors including: <ul style="list-style-type: none"> – financial/business results – risk management and compliance – business leadership including outcomes for customers and the community – people leadership and professional conduct
 Structure	<ul style="list-style-type: none"> • significant proportion is retained • long deferral periods • retained profit share is invested in a combination of equity in Macquarie and Macquarie-managed fund equity
 Malus and clawback	<ul style="list-style-type: none"> • malus applies to all awards • clawback applies to certain employees identified under APRA Prudential Standard CPS 511 <i>Remuneration</i> (CPS 511)
 Forfeiture	<ul style="list-style-type: none"> • retained profit share is subject to forfeiture upon leaving Macquarie except in certain circumstances

Directors' Report Continued

Profit share

This section describes the way in which profit share is determined, structured and delivered.

Annual process to determine profit share outcomes

Profit share allocations are determined through a principles-based approach, which considers individual, business group and company-wide performance. At all levels, profit share determinations take into account risk management, compliance and conduct.

Individual profit share allocations

Individual profit share allocations reflect an employee's performance against their objectives, which are formally assessed annually. At the beginning of the performance cycle, employees set performance objectives based on four factors (three non-financial and one financial), as relevant to their role. These four factors include: risk management and compliance, business leadership including customer and community outcomes, people leadership and professional conduct, and financial/business results.

At the end of the year, permanent employees are required to have a formal Year in Review conversation with their manager. The Year in Review comprises two core components:

- **What** was achieved over the past 12 months, measured against their objectives under the four factors
- **How** the objectives were achieved, measured against Macquarie's cultural/behavioural standards.

When determining individual profit share allocations, consideration is given to any matters raised in the independent reports provided to the BRC by Macquarie Bank's Chief Risk Officer and Head of Internal Audit, or matters raised through the consequence management process, which may result in downward adjustments to profit share allocations for relevant individuals. Significant judgement is applied in determining remuneration outcomes to ensure all factors that may potentially impact the quantum of profit share allocations are considered.

Retained profit share: retention and vesting

A percentage of each individual's annual profit share allocation is retained (retained profit share) above certain thresholds. While they are employed, an individual's retained profit share vests and is released over a period that reflects the scope and nature of their role and responsibilities.⁽¹⁷⁾

Retention and vesting arrangements are determined by the BRC according to prevailing market conditions, remuneration trends, and regulatory requirements (including CPS 511, the Banking Executive Accountability Regime (BEAR) and the Financial Accountability Regime (FAR)). For each year's allocation, once the vesting period has been determined it remains fixed for that allocation.

The table below summarises the standard retention and vesting arrangements applicable for FY2024. These vesting periods do not include the performance year but begin following the date remuneration is awarded.

Standard profit share retention and vesting arrangements for FY2024

Role	Profit share retention (%)	Vesting and release of profit share
Executive Directors ⁽¹⁸⁾	40	One-third in each of years 3-5
Staff other than Executive Directors ⁽¹⁹⁾	25-40	One-third in each of years 2-4

The Macquarie Bank Board's discretion to change remuneration arrangements, as noted above, includes changes to profit share retention levels provided that at least 30 per cent of profit share is retained for all Executive Directors.

Investment of retained profit share

An individual's retained profit share is invested in a combination of Macquarie ordinary shares under the Macquarie Group Employee Retained Equity Plan (MEREP) and Macquarie-managed fund equity, which is notionally invested under the Directors' Profit Share (DPS) Plan.⁽²⁰⁾ The allocation reflects the nature of their role and responsibilities as set out in the table below.

(17) Profit share that is not retained (available profit share) is delivered in cash.

(18) Executive Directors includes the Executive KMP of the Fund and other staff who are specified under CPS 511 as Senior Managers or Material Risk Takers. References to Executive Director in this document refer to Executive Director as a career title within Macquarie.

(19) Above certain monetary thresholds

(20) Both the MEREP and DPS Plan are fundamental tools in Macquarie Bank's retention, alignment and risk management strategies, encompassing both long-term retention arrangements and equity holding requirements. The MEREP has a flexible plan structure that offers different types of equity grants depending on the jurisdiction in which the participating employees are based. In most cases, the equity grants are in the form of units comprising a beneficial interest in MGL ordinary shares held in a trust for the staff member (Restricted Share Units or RSUs). The DPS Plan comprises exposure to a notional portfolio of Macquarie-managed funds. Retained amounts are notionally invested over the retention period. This investment is described as 'notional' because Executive Directors do not directly hold securities in relation to this investment.

Directors' Report Continued

Profit share (Continued)

Standard investment of retained profit share for FY2024

Retained profit share investment		
Role	MEREP (Macquarie ordinary shares) %	DPS Plan (Macquarie -managed fund equity) %
Executive Directors	80-90	10-20
Staff other than Executive Directors	100	0

Forfeiture - malus and clawback

Unvested retained profit share may be reduced or eliminated in certain circumstances (malus). In FY2024, the population subject to malus was expanded to include all staff (previously malus applied to senior employees). For certain employees identified under CPS 511, vested profit share (in whole or in part) may be recovered in certain circumstances (clawback).

Vesting and release of retained profit share upon departure from Macquarie

Generally, staff who cease employment with Macquarie will forfeit their unvested retained profit share. A departing employee's retained profit share may be vested and released after their employment has ended in certain circumstances for example, in the case of retirement from Macquarie, redundancy, death, serious incapacitation, disability, or serious ill-health. The release of any profit share in these circumstances may be subject to malus and/or clawback, as applicable, and other conditions as considered appropriate. For Executive Directors, the vesting and release of retained profit share under these circumstances is subject to certain conditions.

Accountability and remuneration

This section describes how risk and conduct are considered throughout the remuneration approach

Alignment of remuneration with risk outcomes

The Board considers that the effective alignment of remuneration with prudent risk-taking is fundamental to the remuneration approach. To ensure there is appropriate focus risk, risk considerations are embedded throughout the remuneration process including through the determination of individual profit share allocations, as well as through the way in which remuneration is structured and delivered.

The Board is aware of the increasing focus of regulators and stakeholders on ensuring risk-related matters that come to light subsequent to remuneration being awarded are appropriately factored into remuneration decisions. Retention and vesting arrangements provide a mechanism for the Board to consider risk outcomes over a longer period. Furthermore, where an investigation has commenced into a risk or conduct-related matter that may result in forfeiture, malus or clawback, the vesting and/or release of profit share may be deferred to allow for the investigation to be completed.

Risk adjustment processes

There are robust processes in place to ensure that all risk, reputation, and conduct-related matters are specifically considered when determining remuneration outcomes. These processes may result in a downward adjustment to group and/or individual profit share allocations where appropriate. A wide range of risks that could have a financial or non-financial impact are considered, including any detriment to customers or impact on prudential standing.

Consequence management

Macquarie's Consequence Management Guideline applies wherever a breach of internal policy or regulatory requirement is identified. Consequences may include further training, removal of delegated authorities or permissions, adjustments to performance-based remuneration, impact on promotion, formal warnings or termination.

Directors' Report Continued

Executive KMP remuneration outcomes for FY2024

This section details the process for determining Executive KMP remuneration outcomes for FY2024 and demonstrates the link between pay and performance.

Process to determine Executive KMP remuneration outcomes

There is a consistent and comprehensive process to assess the performance of each Executive KMP to determine remuneration outcomes at the end of the year.

As part of the annual review of the performance of the Executive KMP, each KMP's performance is assessed against a broad range of financial and non-financial factors including: financial/business results, risk management and compliance, business leadership including customer and community outcomes, and people leadership and professional conduct.

The Chair of the Trustee's Board annually confirms if Executive KMP have performed consistently with the financial and non-financial factors set out above and if any material matters have been identified which should be considered when reviewing remuneration outcomes.

Further details on the remuneration framework

This section describes other key features of the remuneration framework.

Other features on the remuneration framework

Minimum shareholding requirement	Executive Directors are required to hold a relevant interest in Macquarie ordinary shares that have a value equal to 5 per cent of an Executive Director's aggregate profit share allocations for each of the past five years, which can be satisfied by the profit share retention requirements.
Promotion and New Hire Awards	Staff who are promoted to or hired at Associate Director, Division Director or Executive Director level receive an allocation of MEREP awards set with reference to an Australian dollar value. Currently these awards range from the equivalent of \$25,000 to \$175,000 depending on the Director level.
Hedging	Macquarie prohibits staff from hedging shares held to meet the minimum shareholding requirement and unvested equity held in the MEREP.

Employment contracts

The following table summarises key features of the employment contracts for the Executive KMP:

Length of contract	Permanent open-ended.
Remuneration review period	1 April to 31 March annually.
Profit share participation	Executive KMP are eligible to be considered for a profit share allocation that ensures a large part of their remuneration is 'at risk'.
Termination of employment	Requires no more than four weeks' notice by Macquarie Bank or the Executive KMP (post employment restrictions apply).
Post employment restrictions	Restrictions include non-solicitation provisions applicable for six months, and paid non-competition provisions applicable, at Macquarie Bank's election, for up to three months post-termination.

Directors' Report Continued

Non-Executive Director remuneration

NEDs are remunerated via Board and Committee fees, which are paid quarterly. Board fees and Committee memberships have been set taking into account a number of factors, including market rates, complexity of the business, time commitment and chairing responsibilities. Fees are reviewed using comparisons against similar competitors and other relevant market information.

NEDs are not granted equity, nor are they eligible to receive profit share payments or any other performance-based components of remuneration. There are no termination payments made to NEDs on their retirement from office other than payments relating to their accrued superannuation contributions comprising part of their remuneration, if any.

The Board and Committee fees, as set out in the table below, do not include employer superannuation contributions. Superannuation contributions for NEDs are made in accordance with the Australian superannuation guarantee legislation and are paid in addition to the Board and Committee fees outlined in the below table.

Annual Director Fees ⁽²¹⁾	Chair \$	Member \$
Board	180,000	120,000
Board Audit Risk and Compliance Committee (BARCC)	40,000	15,000
Superannuation and IDPS Investment Committee (SIIC)	30,000	15,000
Superannuation Conflicts Committee (SCC)	10,000	-
IDPS Conflicts Committee (ICC)	10,000	-



(21) Fees are effective from 1 April 2024.

Directors' Report Continued

Appendix 1: KMP for FY2024

All the individuals listed below have been determined to be KMP of the Fund for FY2024. KMP include executives with authority and responsibility for planning, directing and controlling the activities of the Fund and NEDs of MIML. The NEDs are independent of MIML and are not considered part of management.

The Executive KMP of the Fund identified in these disclosures have roles within Macquarie Bank which comprise activities broader than MIML and its superannuation-related activities.

Name	Position	Term as KMP for FY2024
Non-Executive Directors		
C. Aston	Independent Director	Full year
M. Davis	Independent Director	Full year
J. Edstein	Independent Chair	Full year
W. Marynissen	Independent Director	Appointed to the Board effective from 1 December 2023
R. Picker (AM)	Independent Director	Full year
Executives		
C. Dunn ⁽²²⁾	Office of the Trustee	Ceased to be an Executive KMP on 31 October 2023
D. Sheehan	Head of Financial Crime Intelligence	Ceased to be an Executive KMP on 11 August 2023
M. Weber ⁽²²⁾	Head of Wrap Platform	Full year
S. West ⁽²²⁾	Head of Wealth Management	Full year

(22) This individual was a member of MSP during FY2024. The membership terms and conditions for these individuals were the same as those applied to other members of the Fund.

Directors' Report Continued

Appendix 2: Executive KMP remuneration disclosure for FY2024 (in accordance with Australian Accounting Standards)

Name	Short-term employee benefits			Long-term employee benefits			Share based payments	Total Remuneration
	Salary (including super-annuation)	Performance related remuneration	Total short-term employee benefits	Restricted profit share	Earnings on prior years' restricted profit share	Total long-term employee benefits	Equity Awards	
	\$	\$	\$	\$	\$	\$	\$	\$
C. Dunn ⁽²³⁾	46,328	-	46,328	-	-	-	3,797	50,125
D. Sheehan ⁽²⁴⁾	2,606	1,762	4,368	117	31	148	833	5,349
M. Weber	227,114	186,900	414,014	12,460	1,663	14,123	102,613	530,750
S. West ⁽²⁵⁾	127,039	240,300	367,339	32,040	8,689	40,729	112,142	520,210
Total	403,087	428,962	832,049	44,617	10,383	55,000	219,385	1,106,434

Additional information regarding the remuneration disclosures set out in this Appendix

The remuneration disclosures for the year ended 30 June 2024 for the Executive KMP relate to the proportion of each Executive KMP's role, as it relates to their involvement with the Fund. This is a time-based apportionment, the allocation of which varies for each Executive KMP, depending on the nature and mix of their role within Macquarie.

The following information provides more detail regarding the column headings in this Appendix:

- Short-term employee benefits:
 - Salary: includes salary, superannuation, any accrual for long service leave and other benefits.
 - Performance-related remuneration: this represents the cash portion of each person's profit share allocated during the year ended 30 June 2024 in respect of performance for the MIML financial year ended 31 March 2024 as an Executive KMP.
- Long-term employee benefits:
 - Restricted profit share: this represents the amount of retained profit share awarded for the current period that is deferred to future periods and held as a notional investment in Macquarie-managed fund equity (DPS Plan).
 - Earnings on prior years' restricted profit share: Profit share amounts retained under the DPS Plan are notionally invested in Macquarie-managed funds, providing Executive Directors with an economic exposure to the underlying

investments. Executive Directors are each entitled to amounts equivalent to the investment earnings (dividends/distributions and security price appreciation) on the underlying securities. The notional returns are calculated based on Total Shareholder Return. Where these amounts are positive, they may be paid to Executive Directors and are included in these remuneration disclosures as part of 'Earnings on prior years' restricted profit share'. If there is a notional loss, this loss will be offset against any future notional income until the loss is completely offset and is reported as a negative amount in the same column. These earnings reflect the investment performance of the assets in which prior years' retained amounts have been notionally invested. Their inclusion in the individual remuneration disclosures on the previous pages may, therefore, cause distortions when year-on-year remuneration trends are examined. They do not reflect remuneration review decisions made about the individual's current year performance.

- Share-based payments:

Equity awards including shares: This represents the current year expense, based on the accounting fair value for each equity award when granted, for retained profit share that is invested in Macquarie ordinary shares under the MEREP as described on pages 36 and 37. This is recognised as an expense over the respective vesting periods, or service period if shorter, as described on page 36 and includes amounts relating to prior years' equity awards that have been previously disclosed.

(23) C. Dunn ceased to be an Executive KMP of the Fund on 31 October 2023, and subsequently his employment with Macquarie ended on 15 November 2023. His FY2024 remuneration of \$50,125 includes \$3,797 related to the amortisation of his equity awards. As a result of his termination, the outstanding amortisation related to his equity awards was accelerated resulting in further accounting amortisation of \$[18,089] in FY2025.

(24) D. Sheehan ceased to be an Executive KMP of the Fund on 11 August 2023 but remains employed with Macquarie.

(25) S. West was appointed as an Executive KMP of the Fund from 1 April 2023.

Directors' Report Continued

Appendix 3: Non-Executive Director remuneration

The remuneration arrangements for all the persons listed below as NEDs are described on page 39. The remuneration disclosures below reflect the proportion of MIML fees received by NEDs, as it relates to their involvement with the Fund. This is on a time-based apportionment.

Name	Director Fees (including superannuation) ⁽²⁶⁾ \$
C. Aston ⁽²⁷⁾	153,125
M. Davis ⁽²⁸⁾	147,691
J. Edstein ⁽²⁹⁾	173,377
W. Marynissen ⁽³⁰⁾	76,233
R. Picker (AM)	125,216
Total	675,642

Appendix 4: Share disclosures

The share disclosures set out in this Appendix relate to the proportion of each Executive KMP's role, as it relates to their involvement with the Fund. This is a time-based apportionment, the allocation of which varies for each Executive KMP, depending on the nature and mix of their role within Macquarie.

Restricted Share Unit (RSU) awards to KMP

The following table sets out details of the RSU awards associated with Macquarie equity granted to Executive KMP. Grants made to Executive KMP prior to the individuals becoming an Executive KMP are not disclosed.

A significant portion of an Executive KMP's retained profit share is invested in Macquarie equity, delivered as RSUs. RSUs are units comprising a beneficial interest in Macquarie ordinary shares held in a trust for the staff member. There have been no alterations to the terms or conditions of the grants set out below since the grant date.

RSU awards are subject to forfeiture as set out on page 37. The maximum potential value of unvested awards could vary significantly and is dependent on the Macquarie ordinary share price at the time of vesting. Retention rates, the vesting profiles and service and performance criteria for the current year are set out on pages 36 and 37. RSUs granted in the year ended 30 June 2024 are in respect of performance for the MIML financial year ended 31 March 2024. All awards that were eligible to vest, vested during the year. No awards were forfeited during the year.

Name	RSU awards granted to date ⁽³¹⁾	Grant date	Number vested during the year ⁽³²⁾
Executives			
C. Dunn	76	21-Jun-23	-
	98	21-Jun-22	-
	99	9-Jun-21	-
	165	9-Jun-20	-
D. Sheehan	16	21-Jun-23	-
M. Weber	586	19-Jun-24	-
	500	21-Jun-23	-
	847	21-Jun-22	282
	412	09-Jun-21	137
	452	09-Jun-20	152
S. West	670	19-Jun-24	-
	994	21-Jun-23	-

(26) Includes Board fees and Committee fees where relevant, including the BARCC, the SIIC, the SCC and the ICC.

(27) C. Aston is Chair of the BARCC and the SCC.

(28) M. Davis is Chair of the SIIC and the ICC.

(29) J. Edstein is Chair of the Board.

(30) W. Marynissen was appointed to the MIML Board as a NED and became a member of the BARCC and the SIIC on 1 December 2023.

(31) Or during the period that the individual was a KMP.

(32) For RSUs, this represents RSUs vesting during the year ended 30 June 2024 in respect of grants made while a KMP. Grants made prior to individuals becoming a KMP are not disclosed.

Directors' Report Continued

Appendix 4: Share disclosures (Continued)

MEREP awards of KMP

The following table sets out details of the MEREP RSU awards held during the year for the Executive KMP.

Name	Number of Awards held at 1 July 2023	Awards granted during the financial year ⁽³³⁾	Awards vested during the financial year ⁽³⁴⁾	Awards forfeited during the financial year ⁽³⁵⁾	Number of Awards held at 30 June 2024 ⁽³⁶⁾
Executives					
C. Dunn ⁽³⁷⁾	296	-	-	-	296
D. Sheehan	16	-	-	-	16
M. Weber	1,775	586	(571)	-	1,790
S. West	994	670	-	-	1,664

[End of Remuneration Report]

Directors' sign-off

This Directors' Report is signed in accordance with a resolution of the Directors of the Trustee made pursuant to section 298(2) of the *Corporations Act*.

On behalf of the Directors of the Trustee



John Edstein

Chair of the Board of Directors
Macquarie Investment Management Limited
Sydney, 26 September 2024

(33) RSUs disclosed as granted above relate to equity awards in respect of performance for the MIML financial year ended 31 March 2024.

(34) For RSUs, this represents RSUs vesting during the current year in respect of grants made while a KMP. Grants made prior to individuals becoming an Executive KMP are not disclosed.

(35) Or during the period for which the individual was a KMP if shorter.

(36) Or date of ceasing to be a KMP if earlier.

(37) C. Dunn ceased to be an Executive KMP of the Fund on 31 October 2023, and subsequently his employment with Macquarie ended on 15 November 2023. As a result, his outstanding equity awards were accelerated and released on 22 November 2023.



04

Financial Report

Financial Report

Contents

Financial Report

Income statement	46
Statement of financial position	47
Statement of changes in member benefits	48
Statement of changes in reserves	49
Statement of cash flows	50
Notes to and forming part of the financial statements	51

Statutory statements

Trustee's declaration	64
Independent auditor's report	65

Financial Report

Financial statements

Income statement

	Note	Year ended 30 June 2024 \$m	Year ended 30 June 2023 \$m
Superannuation activities			
Investment revenue			
Interest on cash and term deposits		177	88
Distributions from unit trusts		1,034	931
Dividends		350	294
Net changes in investments measured at fair value	8	2,138	1,698
Total investment revenue		3,699	3,011
Total revenue from superannuation activities		3,699	3,011
Expenses			
Operating expenses	4	356	321
Total expenses		356	321
Net income from superannuation activities		3,343	2,690
Income tax benefit	3(a)	6	94
Profit after income tax		3,349	2,784
Less: Net benefits allocated to members' accounts		3,349	2,874
Net result		-	-

The above statement should be read in conjunction with the accompanying notes.

Financial Report Continued

Statement of financial position

	Note	As at 30 June 2024 \$m	As at 30 June 2023 \$m
Assets			
Cash and cash equivalents	10(b)	3,566	3,541
Investments	5	38,978	33,963
Receivables		577	281
Current tax asset		-	37
Deferred tax asset	3(c)	-	-
Total assets		43,121	37,822
Liabilities			
Trade and other payables		35	33
Current tax liability		57	-
Deferred tax liability	3(c)	150	65
Liabilities excluding member benefits		242	98
Net assets available for member benefits		42,879	37,724
Less defined contribution member benefits	6	42,856	37,696
Total Net Assets		23	28
Equity			
Tax Reserve		15	7
General Reserve		8	21
Total Equity		23	28

The above statement should be read in conjunction with the accompanying notes.

Financial Report Continued

Statement of changes in member benefits

	Note	Year ended 30 June 2024 \$m	Year ended 30 June 2023 \$m
Opening balance of member benefits		37,724	31,775
Contributions:			
Transfers in from other superannuation plans		3,795	4,260
Member		1,949	1,927
Employer		598	521
Government co-contributions		1	1
Successor fund transfer	9(h)	-	-
Income tax on contributions			
Contributions tax		(142)	(130)
Contributions net of tax		6,201	6,579
Transfers out to other superannuation plans		(1,663)	(1,376)
Benefits paid to members		(2,703)	(2,013)
Insurance premiums charged to members' accounts	6	(47)	(48)
Death and disability benefits credited to members' accounts		18	23
Benefits allocated to members' accounts comprising:			
Net investment income		3,699	3,011
Operating expenses		(356)	(321)
Income tax benefit		6	94
Closing balance of member benefits		42,879	37,724

The above statement should be read in conjunction with the accompanying notes.

Financial Report Continued

Statement of changes in reserves

	Tax reserve \$m	General reserve \$m	Operational risk reserve \$m	Total equity \$m
Year ended 30 June 2024				
Opening balance	7	21	-	28
Net interest for period	-	-	-	-
Net transfers to reserves	8	1	-	9
Net transfers from reserves	-	(14)	-	(14)
Closing balance	15	8	-	23
Year ended 30 June 2023				
Opening balance	10	25	-	35
Net interest for period	--	-	-	-
Net transfers to reserves	7	10	-	17
Net transfers from reserves	(10)	(14)	-	(24)
Closing balance	7	21	-	28
Year ended 30 June 2022				
Opening balance	35	-	-	35
Net interest for period	-	-	-	-
Net transfers to reserves	5	30	-	35
Net transfers from reserves	(30)	(5)	-	(35)
Closing balance	10	25	-	35

The above statement should be read in conjunction with the accompanying notes.

Financial Report Continued

Statement of cash flows

	Note	Year ended 30 June 2024 \$m	Year ended 30 June 2023 \$m
Cash flows from operating activities			
Interest received		152	66
Dividends received		323	289
Distributions received		790	955
Insurance claim proceeds		18	23
Income tax received/(paid)		171	128
Operating expenses paid		(354)	(312)
Insurance premiums paid		(47)	(48)
Net cash inflow from operating activities	10(a)	1,053	1,101
Cash flows from investing activities			
Payments for purchase of investments		(12,943)	(11,363)
Proceeds from sales of investments		10,064	7,405
Net cash outflow from investing activities		(2,879)	(3,958)
Cash flows from financing activities			
Transfers in from other superannuation plans		3,795	4,260
Transfers out to other superannuation plans		(1,662)	(1,376)
Member Contributions		1,949	1,927
Employer Contributions		598	521
Government co-contributions		1	1
Benefits paid to members		(2,703)	(2,013)
Contributions tax paid		(126)	(82)
Tax instalments paid		(1)	(58)
Net cash inflows from financing activities		1,851	3,180
Net increase in cash held		25	323
Cash at the beginning of the financial year		3,541	3,218
Cash at the end of the financial year	10(b)	3,566	3,541

The above statement should be read in conjunction with the accompanying notes.

Financial Report Continued

Notes to and forming part of the financial statements

1. General Information

These financial statements cover the Macquarie Superannuation Plan (the Fund) as an individual entity. The Fund was constituted on 29 May 1992. The Fund is a public offer accumulation-style superannuation fund which provides superannuation benefits to its members under a trust deed.

The Trustee of the Fund is Macquarie Investment Management Limited (MIML). In accordance with amendments to the *Superannuation Industry (Supervision) Act 1993* the Fund is registered with the Australian Prudential Regulation Authority (APRA).

The Fund consists of:

- Wrap Superannuation Division - Super and Pension Manager/Super and Pension Consolidator/Super and Pension Manager II/Super and Pension Consolidator II
- Wrap Division Super Accumulator - Macquarie Super Accumulator

Australian Accounting Standards require this Financial Report to provide an aggregate view of the total assets and liabilities of members within the Fund. This report does not represent the position of any individual member within the Fund.

The financial statements were authorised for issue on the date indicated in the Trustee's Declaration and do not reflect subsequent events post this date.

2. Summary of Material Accounting Policies

Consistent with the prior year the Fund has applied AASB 1056 *Superannuation Entities*. The principal accounting policies applied in the preparation of these financial statements are set out below. Unless otherwise stated, the policies described below were consistently applied in prior years.

(i) Basis of preparation

The financial statements are general purpose financial statements which have been prepared in accordance with Australian Accounting Standards, including AASB 1056 *Superannuation Entities* (June 2014) and other authoritative pronouncements of the Australian Accounting Standards Board, the provisions of the trust deed and the requirements of the *Superannuation Industry (Supervision) Act 1993* and Regulations. The Fund is a for-profit entity, applying the appropriate for-profit reporting framework in the preparation of these financial accounts.

This Financial Report does not comply with International Financial Reporting Standards due to the requirements of AASB 1056 *Superannuation Entities*. However, Australian Accounting Standards include Australian

equivalents to International Financial Reporting Standards (AIFRS), and these have been applied where necessary, except to the extent that they are inconsistent with AASB 1056.

The financial statements are prepared on the basis of fair value measurement of assets and liabilities except where otherwise stated.

Comparative information has been revised where appropriate to enhance comparability. Where necessary, comparative figures have been adjusted to conform with changes in presentation in the current period.

(ii) Functional and presentation currency

These financial statements are presented in Australian dollars, which is the functional currency of the Fund.

(iii) Use of estimates and judgements

In the application of accounting standards management may be required to make judgements, estimates and assumptions in determining the carrying values of assets and liabilities. For the majority of the Fund investments, quoted fair value is used in determining the value of investments.

Where estimates and assumptions are used in determining the carrying value of assets, these are reviewed on an ongoing basis and are based on historical experience and other factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates.

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

(iv) Financial assets

Classification

The Fund's investments are classified as fair value through profit and loss in accordance with AASB 1056.

Recognition/ derecognition

The Fund recognises financial assets and financial liabilities on the date it becomes party to the contractual agreement (trade date) and recognises changes in the fair value of the financial assets or financial liabilities from this date.

Financial Report Continued

Notes to and forming part of the financial statements (Continued)

(iv) Financial assets (Continued)

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.

Measurement

At initial recognition, the Fund measures financial assets at fair value.

Subsequent to initial recognition, all financial assets at fair value through profit or loss are measured at fair value. Gains and losses arising from changes in the fair value of the financial assets at fair value through profit or loss category are presented in the income statement within 'net changes in investments measured at fair value' in the period in which they arise.

Investment valuations in the Statement of Financial Position are determined as follows:

Investments in listed securities (e.g. fully paid ordinary shares, warrants) are valued by reference to the relevant market quotation at the reporting date;

Investments in unlisted unit trusts are valued by reference to the prevailing redemption prices at the reporting date as notified by the investment manager; and

Investments in term deposits are valued at their capital value, which approximates fair value as they are subject to an insignificant risk of change in value over the term of the investment.

(v) Revenue and Expense Recognition

Trust distributions and term deposit interest are brought to account on an accruals basis.

Dividends are recognised in the accounts of the Fund on the announced ex-dividend date.

Changes in the fair value of investments are recognised in the Income Statement in the periods in which they occur.

Expenses are recognised on an accruals basis and if not paid at the reporting date, are reflected in the Statement of Financial Position as a payable.

These flows are recognised as movements within the Income Statement.

(vi) 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 per cent has been applied on net investment earnings, employer contributions and capital gains, with deductions allowable for administration and certain other expenses. The tax expense is the expected tax payable on the income for the year.

Deferred income tax is calculated on all temporary differences at the statement of financial position date between the tax cost of assets and liabilities and their carrying amount for financial reporting purposes. Deferred income tax assets are recognised to the extent that it is probable that sufficient taxable amounts will be available against which deductible temporary differences and unused carry-forward tax losses can be utilised.

Deferred income tax liabilities are recognised for taxable temporary differences.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the Fund intends to settle its current tax assets and liabilities on a net basis.

(vii) Goods and Services tax

Where applicable, GST incurred by the Fund that is not recoverable from the ATO, has been recognised as part of the expense to which it applies. Receivables and payables are stated with any applicable GST included in their carrying amounts.

(viii) Receivables and other payables

Receivables are recognised at fair value. Other payables represent liabilities for goods and services provided to the Fund prior to the end of the financial year and which are unpaid. The amounts are unsecured. Receivables and other payables are subject to normal trade credit terms.

(ix) Cash and cash equivalents

For the purpose of the statement of cash flows, cash includes cash deposits that are readily convertible to cash on hand and which are used in the cash management function on a day-to-day basis.

Financial Report Continued

Notes to and forming part of the financial statements (Continued)

(x) New accounting standards and interpretations

The Fund has adopted the following Australian Accounting Standards for the reporting period beginning 1 July 2023:

- (i) AASB 2021-2 Amendments to Australian Accounting Standards - Disclosure of Accounting Policies and Definition of Accounting Estimates.
- (ii) AASB 2021-2 became effective for annual reporting periods beginning on or after 1 January 2023. The amendments require the disclosure of material accounting policies rather than significant accounting policies and clarify the distinction between accounting policies and accounting estimates. The amendments do not result in any changes to the accounting policies.

(xi) Accounting Standards and Interpretations issued but not yet effective

There are no other new accounting standards, amendments and interpretations that are effective for the first time for the financial year beginning 1 July 2023 that have a material impact on the financial statements of the Fund.

(xii) Operational Risk Reserve

Superannuation Prudential Standard 114: *Operational Risk Financial Requirement*, (SPS114) which became effective 1 July 2013, requires Registrable Superannuation Entity (RSE) licensees to maintain adequate financial resources to address losses arising from operational risks that may affect such entities within their business operations. The Fund's Operational Risk Reserve has been established for this purpose.

MIML, as RSE licensee has chosen to hold the Fund's Operational Risk Reserve as Trustee capital. As a minimum, the Fund aims to have a target amount equal to 25 basis points of assets under management, subject to a predetermined tolerance limit. The tolerance limit is set by the Trustee to reduce the need for small transfers to or from the Operational Risk Reserve for immaterial fluctuations in the Reserve's value. When the amount falls below the tolerance limit additional funds are transferred into the Operational Risk Reserve.

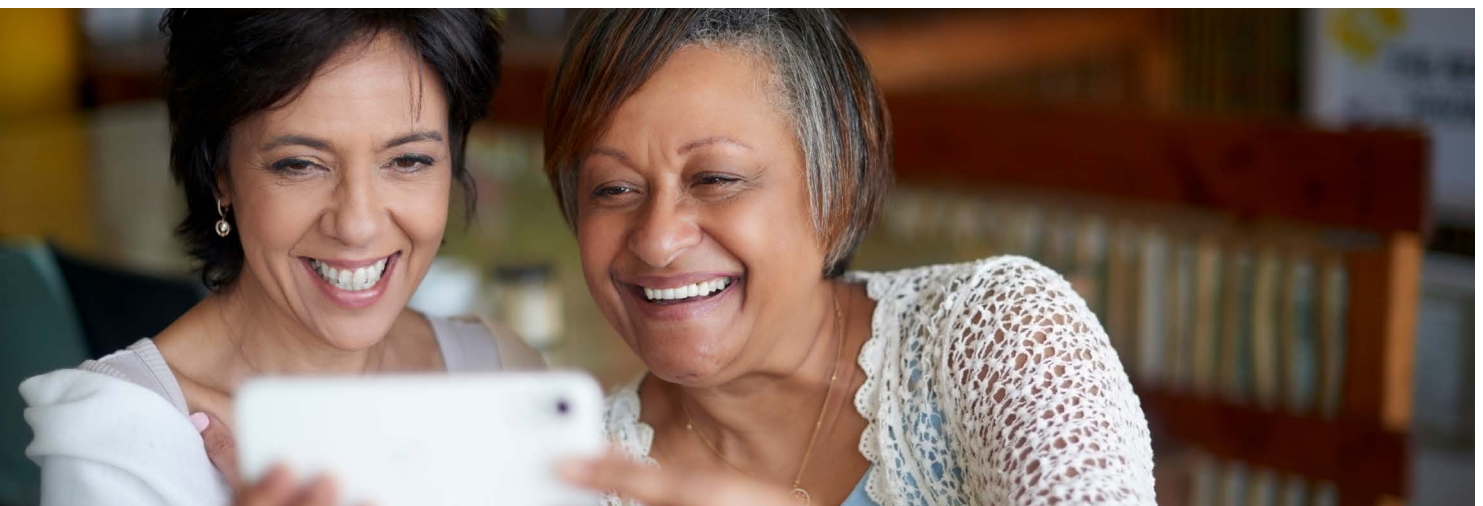
The Operational Risk Reserve may only be used to make a payment to address an operational risk event as defined by SPS 114.

(xiii) Insurance arrangements

The Trustee arranges insurance policies for members who chose to be insured and holds these policies for the benefit of members. Premiums collected from members and premiums paid to the insurer are included in the Statement of cash flows. Premiums charged to member accounts and insurance benefits paid to members via the Fund are reported in the Statement of changes in member benefits.

(xiv) Rounding

Amounts in the financial statements have been rounded off to the nearest million dollars, unless otherwise indicated under the option available under ASIC Corporations (Rounding in Financial/Directors' Reports) Instrument 2016/191.



Financial Report Continued

Notes to and forming part of the financial statements (Continued)

3. Income tax

	Year ended 30 June 2024 \$m	Year ended 30 June 2023 \$m
(a) Major components of tax benefit		
Current tax	83	120
Movement in Deferred tax	(85)	(90)
Over/ (Under) provision for prior year tax	8	64
Income tax benefit	6	94

(b) A reconciliation of income tax benefit and net (loss)/income from superannuation activities

Net income from superannuation activities	3,343	2,690
Prima facie income tax on net income calculated at 15%	(501)	(404)
Tax effect of income that is not assessable in determining taxable income		
• Exempt pension income	257	187
• Franking credits	179	186
• Deductible insurance premiums	7	7
• Difference between accounting and tax treatment of investment gains	56	53
• Over /(under) provision for prior year tax	8	65
Income tax benefit	6	94

(c) Deferred tax liability

The amount of deferred tax liability recognised in the Statement of financial position relating to unrealised capital gains or losses	150	65
---	------------	-----------

4. Expenses

	Year ended 30 June 2024 \$m	Year ended 30 June 2023 \$m
Management fees	90	85
Investment expenses	2	2
Adviser fees	251	222
Operational Risk Financial Reserve fees	11	9
APRA Levies	2	3
	356	321

Management and adviser fees represent fees paid to MIML for services on terms and rates agreed individually with members.

The adviser fees received by MIML relate to fees agreed by members with their appointed financial adviser. These fees are generally not retained by MIML but are deducted from member accounts and paid by MIML to the entity that employs the adviser.

The Operational Risk Financial Requirement (ORFR) fees represent fees paid to MIML to cover capital charges in relation to the ORFR. During the period, this fee was paid by a deduction from the Fund's General Reserve.

Financial Report Continued

Notes to and forming part of the financial statements (Continued)

MIML applies an administration fee on the Wrap Cash Hub. This is a variable fee and is estimated to be in the range of 0.69 per cent to 1.75 per cent per annum. This fee is not separately deducted from members' accounts but is charged before interest income is credited to the Wrap Cash Hub. In 2024 this fee amounted to \$48,000,000 (2023: \$44,000,000). This fee has been netted against interest income of the Fund.

From the 2020/21 financial year, APRA supervisory levies commenced being charged to the Fund's General Reserve.

5. Investments

	30 June 2024 \$m	30 June 2023 \$m
Investments offered by Macquarie Wrap		
• term deposits	1,168	940
• unlisted unit trusts	25,171	22,584
• related unlisted unit trusts (Note 9)	2,926	2,253
• listed securities	4,292	3,881
• listed trusts	5,421	4,303
	38,978	33,963

6. Vested benefits

Vested benefits are benefits which are not conditional upon continued membership of the Fund (or any other factor other than resignation from the Fund) and include benefits which members were entitled to receive had they terminated their Fund membership as at the reporting date. Reserves are not included in vested benefits.

	30 June 2024 \$m	30 June 2023 \$m
Allocated to members' accounts	43,063	37,724
Other balances attributable to members	(207)	(28)
Total vested benefits	42,856	37,696

7. Guaranteed benefits

No guarantees have been made in respect of any part of the liability for accrued benefits.

8. Net changes in the fair value of financial instruments

	Year ended 30 June 2024 \$m	Year ended 30 June 2023 \$m
Investments held at year end		
• listed securities	412	264
• listed trusts	236	244
• unlisted unit trusts	1,257	1,018
Total unrealised gain	1,905	1,526
Investments realised during the period		
• listed securities	17	55
• listed trusts	51	25
• unlisted unit trusts	165	92
Total realised gain	233	172
Net changes in the fair value of financial instruments	2,138	1,698

Financial Report Continued

Notes to and forming part of the financial statements (Continued)

9. Related parties

The Trustee of the Fund is MIML (ABN 66 002 867 003), a wholly owned subsidiary of Macquarie Group Limited (Macquarie). Consistent with AASB 124 Related Party disclosures, related parties of the Fund disclosed below include the Trustee and entities within Macquarie. For the purposes of this note 'the Fund' includes MIML as Trustee.

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

- C. Aston
- M. Davis
- J. Edstein
- W. Marynissen (appointed 1 December 2023)
- R. Picker (AM)

Key Management Personnel include the directors and the following Responsible Persons and Executives of the Trustee:

- S. West – Head of Wealth Management
- M. Weber - Head of Wrap Platform
- C. Dunn – Office of the Trustee (ceased to be an Executive KMP on 31 October 2023)
- D. Sheehan – Head of Financial Crime Intelligence (ceased to be an Executive KMP on 11 August 2023)

Compensation of Key Management Personnel

	30 June 2024 \$	30 June 2023 \$
Short-term benefits	1,507,691	1,424,416
Other long-term benefits	55,000	22,894
Share based payment	219,385	119,158
Total benefits	1,782,076	1,566,468

The above compensation amounts were not paid by the Fund but by a management entity related to the Fund. The compensation represents a reasonable allocation of time specific to the management of the Fund.

Transactions with Key Management Personnel

The following Responsible Persons and Executives of the Trustee were members of the Fund during the reporting period and up to the date of the Financial Report:

- M. Weber
- C. Dunn (ceased to be an Executive KMP on 31 October 2023)
- S. West

The membership terms and conditions of the above members were the same as those applied to other members of the Fund.

Related party transactions

The related party investments below are member-directed based on member-selected financial advisers. There were no transactions between the Trustee and the Fund, the Directors of the Trustee and the Fund or with related parties on behalf of the Fund, except as follows:

Financial Report Continued

Notes to and forming part of the financial statements (Continued)

9. Related parties (Continued)

The Fund enters into transactions with related parties. These transactions are entered into on normal commercial terms and include the payment of management fees as described in note 4. Details of the Fund's investments are set out in note 5.

- The Trustee has appointed Bond Street Custodians Limited (BSCL) ABN 57 008 607 065 to hold the Fund's investments in custody. BSCL is a wholly owned subsidiary of Macquarie.
- The Fund invested into the following listed securities which are entities related to the Trustee:

	30 June 2024 \$m	30 June 2023 \$m
Macquarie Bank Capital Notes 2	8	8
Macquarie Bank Capital Notes 3	10	9
Macquarie Group Capital Notes 3	15	15
Macquarie Group Capital Notes 4	11	9
Macquarie Group Capital Notes 5	17	14
Macquarie Group Capital Notes 6	9	7
Macquarie Dynamic Bond Active ETF	2	-
Macquarie Income Opportunities Active ETF	2	-
Macquarie Group Limited	198	164
	272	226

The Fund held investments in the following entities which are managed by related parties:

	30 June 2024 \$m	30 June 2023 \$m
Arrowstreet Global Small Companies Fund	2	-
Arrowstreet Global Equity No.2 Fund Class I	2	-
Arrowstreet Global Small Comp Fund - Class I	16	-
Arrowstreet Global Equity Fund	117	71
Arrowstreet Global Equity Fund (Hedged)	38	25
Arrowstreet Global Equity N2 (Hedged) - Class I	22	13
Arrowstreet Global Equity No. 1 Fund	2	1
IFP Global Franchise Fund	100	105
IFP Global Franchise Fund (Hedged)	16	15
IFP Global Franchise Fund II	11	10
IFP Global Franchise Fund II Wholesale	1	-
Macquarie Active Plus Equities Fund	10	11
Macquarie Australian Fixed Interest Fund	15	12
Macquarie Australian Listed Real Estate Fund - Class A	1	1
Macquarie Australian Shares Fund	33	20
Macquarie Australian Small Companies Fund	56	35
Macquarie Corporate Bond Fund - Class A	9	10
Macquarie Diversified Growth Fund	18	19
Macquarie Dynamic Bond Fund	49	39
Macquarie Global Listed Real Estate Fund - Class A	12	12
Macquarie Hedged Index Global Infrastructure Sec Fund	92	50
Macquarie Hedged Index Global Real Estate Fund	125	45

Financial Report Continued

Notes to and forming part of the financial statements (Continued)

9. Related parties (Continued)

	30 June 2024 \$m	30 June 2023 \$m
Macquarie Hedged International Equities Fund	148	99
Macquarie Income Opportunities Fund	153	157
Macquarie International Infrastructure Sec - Hedged	13	12
Macquarie International Infrastructure Sec - Unhedged	3	3
Macquarie Master Balanced Fund	47	59
Macquarie Master Capital Stable Fund	8	9
Macquarie Master Cash Fund	2	2
Macquarie Master Property Securities Fund	3	3
Macquarie Master Small Companies Fund	6	7
Macquarie Real Return Opportunities Fund	270	222
Macquarie True Index Australian Fixed Interest Fund	308	239
Macquarie True Index Australian Shares Fund	450	279
Macquarie True Index Cash Fund	2	3
Macquarie True Index Global Bond Fund	149	117
Macquarie True Index Global Infrastructure Fund	93	65
Macquarie True Index Global Real Estate Fund	11	1
Macquarie True Index International Equities Fund	249	233
Macquarie True Index Listed Property Fund	17	12
P/E Global FX Alpha Fund	7	6
Polaris Global Equity Fund	2	2
Walter Scott Emerging Markets Fund	2	1
Walter Scott Global Equity Fund (Hedged)	68	62
Walter Scott Global Equity Fund	146	145
Walter Scott Global Equity No.1 Fund	1	0
Winton Global Alpha Fund	21	21
	2,926	2,253

- The Fund invests into the following cash and term deposits with Macquarie Bank Limited (Macquarie Bank). Macquarie Bank is a wholly owned subsidiary of Macquarie.

	30 June 2024 \$m	30 June 2023 \$m
Wrap Cash Hub	3,411	3,452
Term deposits	66	303

- The Fund maintained a tax clearing account at 30 June 2024 of \$146,000,000 (2023: \$68,000,000). The tax clearing account is a deposit held with Macquarie Bank. This amount is included in the balance of Cash and cash equivalents within the Statement of financial position.
- The Fund has investments in cash, managed funds and listed equities held through an interest in the Macquarie Separately Managed Account (SMA) valued at \$8,165,000,000 (2023: \$5,982,000,000). Macquarie Investment Services Limited (a related entity to MIML), was the responsible entity for the SMA scheme for the year ended 30 June 2024.

The Fund's General Reserve account at 30 June 2024 was \$8,000,000 (2023: \$21,000,000). The General Reserve is a deposit held with Macquarie Bank.

Financial Report Continued

Notes to and forming part of the financial statements (Continued)

10. Notes to the statement of cash flows

Reconciliation of net cash flows from operating activities to net income from superannuation activities.

	Year ended 30 June 2024 \$m	Year ended 30 June 2023 \$m
Profit/(loss) after income tax	-	-
Allocated to members' accounts	3,349	2,784
Net changes in investments measured at fair value	(2,138)	(1,698)
Increase in creditors	2	9
Decrease/(Increase) in receivables	(296)	(3)
(Increase)/Decrease in tax provision	165	35
Insurance premiums paid	(47)	(49)
Insurance claim proceeds	18	23
Net cash inflows from operating activities	1,053	1,101

Components of cash

Cash at the end of the financial year as shown in the Statement of cash flows is reconciled to the Statement of financial position as follows:

	30 June 2024 \$m	30 June 2023 \$m
Cash at bank	3,566	3,541

11. Remuneration of auditors

During the financial year, the following fees were paid by MIML for services provided by Ernst & Young as the auditor of the Fund.

	Year ended 30 June 2024 \$	Year ended 30 June 2023 \$
Remuneration for audit of financial reports, APRA returns and compliance with SIS and APRA prudential requirements	230,000	194,000
Non-audit services - Taxation	53,000	22,850
	283,000	216,850

12. Financial Risk Management

Risk is inherent in the Fund's activities but it is managed through a process of ongoing identification, measurement, monitoring and other controls, that is documented within and governed by MIML's risk management framework and reviewed at least annually by the Trustee.

(a) Investment Selection Process

All investment decisions of the Fund are member directed, with members generally seeking advice from a financial planner that they have nominated.

The Fund provides members with a comprehensive list of investment choices including diversified and sector specific managed investment schemes, unit trusts, term deposits and securities listed on the Australian Stock Exchange (ASX).

Financial Report Continued

Notes to and forming part of the financial statements (Continued)

12. Financial Risk Management (Continued)

Each investment has differing risk, return and investment timeframe characteristics. The list of investment choices must be approved by a delegated committee of the Trustee and investments may be added or removed based on a documented list of criteria. The Trustee may apply certain limits on the amount a particular member can invest at the time of investment.

Within the Fund's superannuation and pension products, investments are separated into individual member portfolios and the risks and benefits of a particular member's investment choices are allocated to that member. Consequently the Trustee will generally have no control over the performance of the underlying member investments, nor control over the timeframe and ability of product issuers to satisfy investment redemption requests.

The overall financial risk profile of the Fund is an aggregation of individual member investment choices, and does not represent the financial risk profile of an individual member within the Fund, or any specific target investment strategy of the Trustee.

(b) Financial Risk Exposures

The Fund's investment activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk further described below.

(i) Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: price risk, currency risk and interest rate risk.

Market risk is minimised by ensuring that all investment activities are undertaken on accordance with established mandate limits and investment strategies.

– Price risk

The Fund's investments in unlisted unit trusts, life policies and ASX listed securities directly expose it to price risk. As the Fund's investments are reported at fair value, all the price changes affecting the market value will be recognised in the Income statement.

At an aggregate level, movements in the value of the Fund's investments during the year were correlated to movements in the S&P/ASX 200 Accumulation index. Over the past five years the S&P/ASX 200 Accumulation index has averaged a return of 3.93 per cent per annum, with the highest annual return of 23.23 per cent and the lowest annual return of negative 11.28 per cent.

Given the Fund's historic correlation with the index, the table below shows how the equity securities, units in managed trusts (excluding the Wrap Cash Hub) may have been affected had the index increased/decreased by 15 per cent at the end of the financial year:

	30 June 2024 \$m	30 June 2023 \$m
Impact of 15% change in the index	5,672	4,953
Impact of (15%) change in the index	(5,672)	(4,953)

This sensitivity analysis is applicable to the Fund as a whole and is unrepresentative of the price risk associated with any individual member's investments in the Fund.

– Currency risk

All of the investments of the Fund are denominated in Australian dollars, and the values of investments are not directly exposed to changes in their market value as a result of fluctuations in the currency rates.

However, many of the Fund's investment options in ASX listed securities, listed and unlisted unit trusts are indirectly exposed to currency risk. Fluctuations in currency could impact either underlying asset values of the investment option, or the underlying cash flow, and be reflected in the ongoing market value of the investment option.

Financial Report Continued

Notes to and forming part of the financial statements (Continued)

12. Financial Risk Management (Continued)

– Interest rate risk

The Fund directly invests in term deposits and these are not subject to significant amounts of interest rate risk due to the fixed interest nature of the investment and the relatively short term to maturity.

The majority of the Fund's other directly held financial assets and liabilities are non-interest bearing. The Fund's exposure to market risk for changes in interest rates relate primarily to the underlying investments of the Fund. As a result the Fund is not directly subject to significant amounts of risk due to fluctuations in the prevailing levels of market interest rates. Any excess cash and cash equivalents are invested at short-term market interest rates.

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

(ii) Credit Risk

Credit risk is the risk that a counterparty to a financial instrument will fail to discharge its obligation to the Fund.

Apart from the Fund's investments in Macquarie term deposits and the Wrap Cash Hub, the Fund does not have any significant direct exposure to any individual counterparty or industry. The Fund's direct investment in bank fixed term deposits, and the Wrap Cash Hub's underlying investments, are with Authorised Deposit-Taking Institutions supervised by the Australian Prudential Regulation Authority. The exposure to credit risk for cash and cash equivalents is low as all counterparties have a rating of A-1 (as determined by Standard and Poor's) or higher.

(iii) Liquidity Risk

Liquidity risk is the risk that the Fund will encounter difficulty in meeting its financial obligations as they fall due.

Vested member benefits are payable within 30 days of receiving the member's request for cash payment. However, the Trustee believes that it is highly unlikely that all members of the Fund would request their benefits within that timeframe. The total liabilities for member benefits as at 30 June 2024 were \$42,856,000,000 (2023: \$37,696,000,000).

The Fund is exposed to the risk of being unable to readily dispose of particular member investments to satisfy a member benefit request e.g. an investment that is suspended from normal trading activity. The Trustee moderates this risk by making member benefit payments subject to the disposal of underlying assets held by that particular member.

The Trustee also requires Macquarie Wrap members to hold a minimum balance of their investment in the Wrap Cash Hub, which provides sufficient liquidity to meet the day to day operating expenses of the Fund.

Trade and other payables of \$35,000,000 (2023: \$33,000,000) are due within one month of the balance sheet date.

(iv) Fair Value Hierarchy of Investments

AASB 7 requires the Fund to classify fair value measurements using a hierarchy that reflects the subjectivity of the inputs used in making the measurements. The fair value hierarchy has the following levels:

- Level 1 Quoted prices are available in active markets for identical assets
- Level 2 Inputs other than quoted prices included in Level 1 are observable for the asset either directly (i.e. as prices) or indirectly (i.e. derived from prices)
- Level 3 Inputs for the asset are not based on observable market data.

Fair value measurements are categorised on the basis of the lowest level input that is significant to the fair value measurement in its entirety. A fair value measurement using observable inputs that require significant adjustment based on unobservable inputs would be a Level 3 measurement. Assessing the significance of a particular input to the fair value measurement requires judgement, considering factors specific to the asset or liability.

The Trustee considers observable data to be that market data that is readily available, regularly distributed or updated, reliable and verifiable, not proprietary, and provided by independent sources that are actively involved in the relevant market.

The table below sets out the Fund's financial assets by class categorised according to the fair value hierarchy at 30 June 2024 and 30 June 2023.

Financial Report Continued

Notes to and forming part of the financial statements (Continued)

12. Financial Risk Management (Continued)

Financial Assets 30 June 2024	Level 1 \$m	Level 2 \$m	Level 3 \$m	Total balance \$m
Term deposits	1,168	-	-	1,168
Equity Securities	4,292	-	-	4,292
Listed Trusts	5,421	-	-	5,421
Units in managed funds	-	27,960	137	28,097
Total financial assets	10,881	27,960	137	38,978

Financial Assets 30 June 2023	Level 1 \$m	Level 2 \$m	Level 3 \$m	Total balance \$m
Term deposits	940	-	-	940
Equity Securities	3,880	-	1	3,881
Listed Trusts	4,303	-	-	4,303
Units in managed funds	-	24,839	-	24,839
Total financial assets	9,123	24,839	1	33,963

During the year, there were no transfers between Level 1 and 2.

Investments whose values are based on quoted market prices in active markets, and therefore classified within Level 1, include actively traded listed securities, certain unlisted cash unit trusts and exchange traded derivatives.

Financial instruments that trade in markets that are not considered to be active but are valued based on quoted market prices, dealer quotations or alternative pricing sources supported by observable inputs are classified within Level 2. These include certain listed securities and certain unlisted unit trusts.

Units in managed funds disclosed as Level 3 financial assets are comprised of managed funds where redemptions have been restricted and there is no prevailing redemption price at the reporting date as provided by the investment manager.

For financial reporting purposes, the Trustee has applied a discount to the last known net asset value of these investments to reflect the restriction of redemptions. The Trustee has determined this discount based on its judgment after considering the period of restrictions, the nature of the underlying Funds' investments and information available to the Trustee.

Transfers between hierarchy levels

There have been no transfers between Level 1 and Level 2 of the fair value hierarchy during the financial year. Following a reassessment of the valuation inputs, there was \$137,000,000 reclassified from Level 2 to Level 3 of the fair value hierarchy during the 2024 (2023: nil).

Level 3 reconciliation	2024 \$m	2023 \$m
Opening balance	1	2
Purchase	-	-
Sale	-	-
Net Losses recognised in income statements	(1)	(1)
Transfer out of Level 3	-	-
Transfers into Level 3	137	-
Closing balance	137	1

Sensitivity analysis of Level 3 investments and further information are not provided given the holdings in such assets are not material to the Fund as at 30 June 2024.

Financial Report Continued

Notes to and forming part of the financial statements (Continued)

13. Events occurring after reporting date

No significant events have occurred since the end of the reporting period which would impact on the financial position of the Fund as at 30 June 2024 or on the results and cash flows of the Fund for the year ended on that date.

14. Commitments and contingent liabilities

There are no commitments as at 30 June 2024 (2023: \$Nil). There are no contingent liabilities as at 30 June 2024 (2023: \$Nil).

15. Insurance

The Fund has an arrangement with selected insurance providers that provides death and disability benefits to members who have opted to take out an insurance policy. These benefits are in excess of the members' vested benefit.

16. Structured Entities

A structured entity is an entity in which voting or similar rights are not the dominant factor in deciding control. Structured entities are generally created to achieve a narrow and well defined objective with restrictions around their ongoing activities. Depending on the Fund's power over the activities of the entity and its exposure to and ability to influence its own returns, it may control the entity. In other cases it may have exposure to such an entity but not control it.

An interest in a structured entity is any form of contractual or non-contractual involvement which creates variability in returns arising from the performance of the entity for the Fund. Such interests include holdings of units in unlisted trusts. The nature and extent of the Fund's interests in structured entities are titled "unlisted unit trusts" and are summarised in note 5.

The Fund has exposures to unconsolidated structured entities through its investments. The Fund typically has no other involvement with the structured entity other than the securities it holds as part of its investments and its maximum exposure to loss is restricted to the carrying value of the asset.

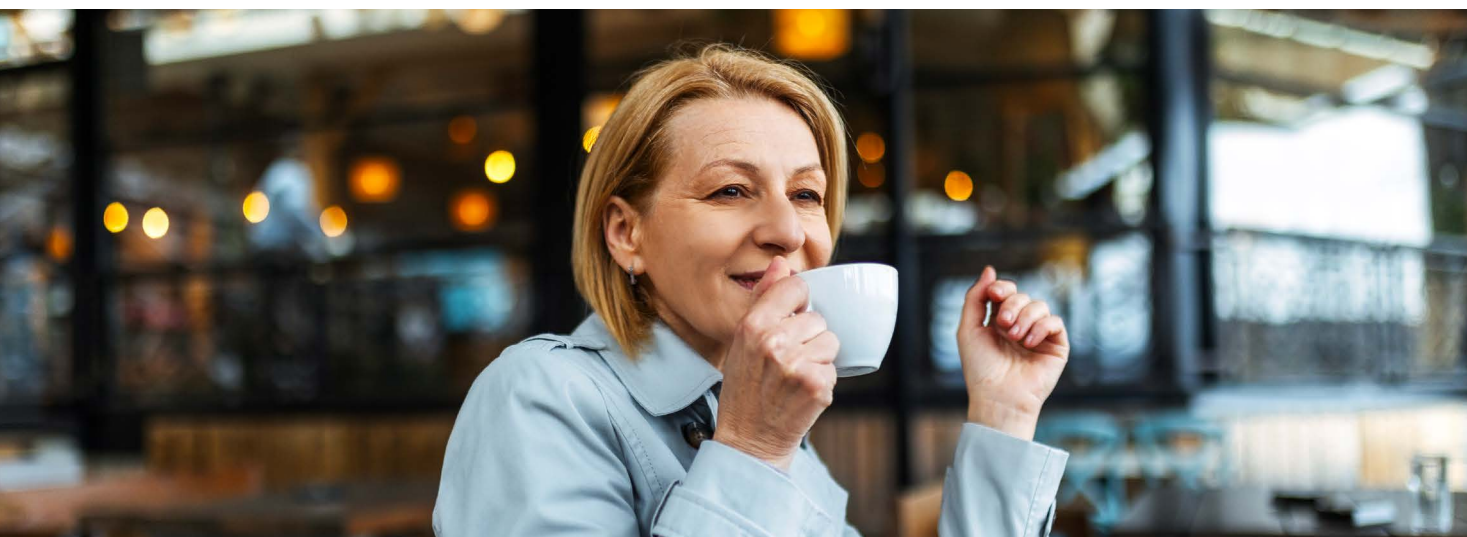
Exposures are managed in accordance with financial risk management practices as set out in note 12.

17. Disaggregated financial information

Members of the Fund fall into one of the following two categories.

Category	Description
1	Wrap Superannuation Division - Super and Pension Manager/Super and Pension Consolidator/Super and Pension Manager II/ Super and Pension Consolidator II
2	Wrap Division Super Accumulator - Macquarie Super Accumulator

As described in note 12(a) the categories above provide members a broad range of investment options from which they can choose to invest. Further disaggregated financial information regarding investments in these categories are not provided, as they are not reflective of any particular members' actual exposure and investment risk profile, or specific target investment strategy of the Trustee.



Financial Report Continued

Statutory statements

Trustee's declaration

In the opinion of the Directors of the Trustee of Macquarie Superannuation Plan:

- (a) the financial statements and notes set out on pages 46 to 63 are in accordance with the *Corporations Act 2001* including:
 - (i) complying with Australian Accounting Standards, and
 - (ii) giving a true and fair view of the Fund's financial position and performance as at 30 June 2024, and;
- (b) the Fund's financial statements have been prepared in accordance with Accounting Standards, other mandatory professional reporting requirements and the provisions of the Trust Deed;
- (c) 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
- (d) the Fund has complied with the requirements of the Trust Deed dated 29 May 1992, as amended, and with the applicable provisions of the Superannuation Industry (Supervision) Act 1993 and Regulations, the Corporations Act 2001, Regulations and Guidelines and Financial Sector (Collection of Data) Act 2001, during the year ended 30 June 2024.

This declaration is made in accordance with a resolution of the Directors pursuant to section 295(5) of the *Corporations Act 2001*.



John Edstein

Chair of the Board of Directors
Macquarie Investment Management Limited
Sydney, 26 September 2024

Financial Report Continued

Independent auditor's report



**Building a better
working world**

Ernst & Young
200 George Street
Sydney NSW 2000 Australia
GPO Box 2646 Sydney NSW 2001

Tel: +61 2 9248 5555
Fax: +61 2 9248 5959
ey.com/au

Independent auditor's report to the members of Macquarie Superannuation Plan

Opinion

We have audited the financial report of Macquarie Superannuation Plan (the Fund), which comprises the statement of financial position as at 30 June 2024, the income statement, statement of changes in member benefits, statement of changes in reserves and statement of cash flows for the year then ended, notes to the financial statements, including summary of material accounting policies, and the directors' declaration.

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

- a. Giving a true and fair view of the Fund's financial position as at 30 June 2024, and of its financial performance for the year ended on that date; and
- b. Complying with Australian Accounting Standards and the Corporations Regulations 2001.

Basis for opinion

We conducted our 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 Fund in accordance with the auditor independence requirements of the Corporations Act 2001 and the ethical requirements of the Accounting Professional and Ethical Standards Board's 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information other than the financial report and auditor's report thereon

The directors of Macquarie Investment Management Limited, the trustee of the Fund, are responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Financial Report Continued

Independent auditor's report



**Building a better
working world**

Page 2

Responsibilities of the directors for the financial report

The directors of the trustee 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 and 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 is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the Fund's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Fund or to cease operations, or have 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 is 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 the 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 exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- ▶ Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain 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.
- ▶ Obtain 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 Fund's internal control.
- ▶ Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- ▶ Conclude 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 Fund'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 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 Fund to cease to continue as a going concern.
- ▶ Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

Financial Report Continued

Independent auditor's report



Page 3

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.

Report on the audit of the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 34 to 43 of the directors' report for the year ended 30 June 2024.

In our opinion, the Remuneration Report of Macquarie Superannuation Plan for the year ended 30 June 2024, complies with section 300C of the Corporations Act 2001.

Responsibilities

The directors of the trustee 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.

A handwritten signature in black ink that reads 'Ernst & Young'.

Ernst & Young

A handwritten signature in black ink that reads 'Rita Da Silva'.

Rita Da Silva
Partner
Sydney
26 September 2024

A photograph of a man with short, styled hair and a beard, wearing black-rimmed glasses and a dark blue V-neck sweater over a light blue collared shirt. He is smiling and holding a black smartphone to his ear, appearing to be in a conversation. The background is a blurred office interior with wooden beams and glass panels.

05

Further information

Further information

Additional investor information

Accessing your Annual Report

You can view the latest Annual Report for the Fund online at any time by visiting macquarie.com.au/investing/yourwrap

Contacting us

For queries relating to your account and investments, we recommend speaking to your financial adviser. To contact us, please see the following information.



wrapsolutions@macquarie.com



macquarie.com.au



Macquarie Investment Management Limited
GPO Box 4045 Sydney NSW 2001



1800 025 063



Office Address

New South Wales

Level 1, 1 Elizabeth Street
Sydney NSW 2000

Victoria

Level 32, 80 Collins Street
Melbourne VIC 3000

Queensland

Level 8, 825 Ann Street
Fortitude Valley QLD 4006

South Australia

Level 4, 63 Pirie Street
Adelaide SA 5000

Western Australia

Level 23, 240 St George's Terrace
Perth WA 6000

Further information

Complaints

If you have a complaint, you can either:

- live chat with us via Macquarie Online
- visit macquarie.com.au/feedback-and-complaints
- call us on 1800 025 063 or,
- write to us at The Complaints Manager Macquarie Wrap GPO Box 4045 Sydney NSW 2001.


We will ordinarily respond to your written enquiry or complaint as soon as possible but, depending on its nature, within either 30 calendar days or 45 calendar days of receipt.

For complaints about superannuation death benefit distributions, we will provide a response no later than 90 calendar days after the expiry of the 28-calendar day period for objecting to a proposed death benefit distribution.


For particularly complex matters or for delays which are caused by circumstances beyond our control, a longer response time may be necessary, in which case we will notify you of the delay and the reasons for the delay. If you are not satisfied with our response, you can lodge a complaint with the Australian Financial Complaints Authority (AFCA).

Australian Financial Complaints Authority

You can contact AFCA as follows, quoting membership number 10635:

 GPO Box 3
Melbourne VIC 3001

 info@afca.org.au

 1800 931 678 (free call)

 www.afca.org.au


Macquarie Customer Advocate

The Macquarie Customer Advocate's role is to:

- listen to our customers and provide a customer-centric voice when making recommendations to improve customer experience
- minimise the risk of future problems by reviewing key customer themes, and
- work with Macquarie complaint teams to promote fair and reasonable customer outcomes.

The Macquarie Customer Advocate is separate to Macquarie's operating, risk and support groups including its internal dispute resolution teams.

The Macquarie Customer Advocate can be contacted at:

 The Customer Advocate
Macquarie Group Limited
GPO Box 4294 Sydney NSW 1164

 customeradvocate@macquarie.com

[macquarie.com.au](https://www.macquarie.com.au)