

Business Risk and Compliance Committee Charter

1. Objectives

The role of the Business Risk & Compliance Committee is to assist the Board in fulfilling its responsibilities in relation to:

- 1.1 Ensuring that the key business and financial risks and compliance requirements are identified both now and in the future.
- 1.2 Ensuring that there are appropriate controls in place to effectively manage those risks and compliance requirements.

2. Membership

Membership of this Committee shall comprise a minimum of three and a maximum of four Directors appointed by the Board. The Chairman of the Committee shall also be appointed by the Board from among the Committee members.

3. Quorum

A quorum for the Committee shall be a minimum of 2 members present.

4. Resources

- 4.1 The Committee will require (at its discretion) the attendance of such management representatives as may be necessary.
- 4.2 The Committee is empowered, with the prior approval of the Chairman of the Board, to consult experts at the expense of the Company where the Committee considers it necessary to carry out its duties.
- 4.3 Support and secretarial services will be provided to the Committee by a senior manager. The Secretary of the Committee shall be responsible for:
- 4.4 Liaising with Chairman in organising meetings, including circulation of agenda and Committee papers and taking minutes of meetings.

4.5 Reporting changes in laws (including Court decisions) and regulations which may impact on the Company's business.

4.6 Assisting the Committee in carrying out its duties and responsibilities.

5. Meetings

The Committee shall meet at least quarterly, with additional meetings as circumstances require. The location and time of meetings are to be determined by the Committee.

6. Duties and Responsibilities

The duties and responsibilities of this Committee are as follows:

6.1 Risk Issues

Recommending to the Board policies and required action in relation to the following risk issues:

- 6.1.1 Risk review programme
- 6.1.2 Wills and estates (claims from beneficiaries, security of physical and other assets and litigation risks)
- 6.1.3 Company insurances (appropriate/sufficient cover)
- 6.1.4 Reliance on external service providers
- 6.1.5 Operational and business systems, including disaster recovery planning
- 6.1.6 Changes in all laws and regulations affecting the Company/operations
- 6.1.7 State of the economy
- 6.1.8 Loss of key staff
- 6.1.9 Fraud

6.2 The list of risks contained in 6.1 does not constitute an exhaustive catalogue of the risks affecting the Company. The following risks are the responsibility of the Committees named:-

6.2.1 Investment and Mortgage

Lending Committee

- Funds management (Liquidity, credit risk, interest rate risk)
- Innocent mortgagee risk
- Lending services (credit risk)
- Market risk (major investors and borrowers)
- Tasmanian/Industry exposure

6.2.2 H.R. and Remuneration Committee

Occupational Health and Safety employment issues including:

- Discrimination
- Harassment
- Equal employment opportunities
- Access to IT systems

6.3 Compliance Issues

Recommending to the Board policies and required action in relation to the following compliance issues:

- 6.3.1 Compliance plans for all managed funds
- 6.3.2 Product Disclosure Statements due diligence
- 6.3.3 Corporations Act and Aust. Securities & Investment Commission policies
- 6.3.4 Trustee Companies Act
- 6.3.5 Aust. Prudential Regulatory Authority requirements
- 6.3.6 Aust. Competition and Consumer Legislation
- 6.3.7 Trustee Act
- 6.3.8 Privacy Act
- 6.3.9 Application of Internal Board policies
- 6.3.10 Taxation Legislation
- 6.3.11 Environmental laws (Company estates and trusts)

6.3.12 Continuous Disclosure Policy

6.3.13 Anti Money Laundering/Counter Terrorism Financing

6.3.14 Other miscellaneous applicable legislation

6.4 The list of compliance issues contained in 6.3 does not constitute an exhaustive catalogue of the compliance risks affecting the Company. The following issues are the responsibility of the Committee named:-

6.4.1 Audit Committee

- Compliance with Corporations Act in relation to financial statements.
- Compliance with ASX Listing Rules
- Compliance with Australian Accounting Standards
- Internal Control

6.4.2 H.R. and Remuneration Committee

- Employment Laws (Discrimination, Harassment, Equal Opportunities, workplace Health and Safety)

6.5 Ensuring on behalf of the Board that an effective system of internal controls is in place and being maintained to enable effective monitoring of those issues.

6.6 Reviewing compliance with those policies via regular reports from management.

6.7 Reviewing all breach and complaints reports and assessing the adequacy of management action in relation to those reports.

6.8 Reviewing and assessing management's recommendations in respect of all Company insurance covers and costs.

7. Reviewing & reporting

Reviewing issues to be reported to the Board and reporting to the Board at least quarterly on its activities.

8. Annual Review

Undertaking an annual review of the effectiveness of the operations of the Committee and of the membership of the Committee for consideration and direction by the Board.