



Federal Court of Australia
District Registry: Victoria Registry
Division: General

No: VID691/2021

JESSICA AMY CHALLENGOR
Applicant

QSUPER BOARD (ABN 32 125 059 006)
Respondent

ORDER

JUDGE: JUSTICE BUTTON

DATE OF ORDER: 2 March 2026

WHERE MADE: Melbourne

THE COURT NOTES THAT:

1. Unless otherwise indicated, capitalised terms have the same meaning as in:
 - (a) the Further Amended Statement of Claim filed on 19 December 2024 (**FASOC**);
 - (b) the Court's orders dated 19 November 2025 (**November Orders**); or
 - (c) the proposed amended settlement distribution scheme that appears from page 53–90 of the Exhibit-KMJ-6 to the affidavit of Kione Maree Johnson affirmed on 26 February 2026.
2. These orders facilitate the provision of settlement and opt out notices to potential Group Members who the Respondent had not identified prior to distribution of the Settlement Notice in accordance with the November Orders. They are not intended to affect the registration or opt out deadlines for potential Group Members who were sent a Settlement Notice pursuant to the November Orders.



THE COURT ORDERS BY CONSENT THAT:

Unique Identifier

1. Pursuant to r 20.15 of the *Federal Court Rules 2011* (Cth) (**the Rules**) and/or ss 37P or 33ZF of the *Federal Court of Australia Act 1976* (Cth) (**the Act**), by **3 March 2026** the Respondent must:
 - (a) use its best endeavours to compile from its business records a list of the persons who are Fund Members and/or Group Members as defined in paragraph 3 of the FASOC, but who were not sent the Settlement Notice and who have not previously been issued an Opt Out Notice in the proceeding. This includes Group Members who:
 - (i) became a member of the QSuper Fund only after QSuper had prepared the mailing distribution list for the Significant Event Notice to its members (**Backdated Group Member**); or
 - (ii) were a 'lost member', meaning that two consecutive pieces of correspondence were returned as undeliverable/marked return to sender (**Lost Group Member**); or
 - (iii) were delivered the Significant Event Notice by QSuper rather than a mailing house; or
 - (iv) were otherwise omitted from the Respondent's Data List despite holding insurance as at 1 July 2016 (**Unidentified Group Member**);(together, **Additional Group Members**); and
 - (b) produce to the Applicant a list (in Microsoft Excel or CSV file format) comprising a Unique Identifier for each Additional Group Member. The Unique Identifiers must:
 - (i) be different to any Unique Identifier issued to a Group Member in accordance with paragraph 1 of the November Orders;
 - (ii) demarcate whether an Additional Group Member is a **System Group Member**, being those individuals who did not receive the Significant Event Notice which was issued on or around 17 May 2016 and/or the May Email and/or the May Letter.



Supplementary Settlement and Opt Out Notice

2. Pursuant to ss 33J(1) and (3) of the Act, **10 April 2026** be fixed as the date by which an Additional Group Member may opt out of this proceeding (**Extended Opt Out Deadline**).
3. Pursuant to ss 33J(2), 33X(1) and (4), 33ZF and 33Y of the Act, notice of the proposed settlement and the right to opt out of the proceeding be given to Additional Group Members in the proceeding in the forms at **Annexures A to C** to these orders.
4. Pursuant to s 33Y(2) of the Act, the form and content of each of the notices included at:
 - (a) Annexure A – “Notice to Additional Group Members of Proposed Settlement and Opt Out Rights” (which includes a notice of objection to settlement (**Notice of Objection**) and a form allowing Additional Group Members to opt out of the Proceeding (**Opt Out Form**));
 - (b) Annexure B – “Covering Communication”; and
(Annexures A and B together, **Supplementary Settlement and Opt Out Notice**).
 - (c) Annexure C – “Amended Draft Settlement Distribution Scheme”.

are approved as the Settlement and Opt Out Notices that must be given to Additional Group Members pursuant to s 33X(1) and (4) of the Act.

5. Pursuant to s 33Y(6) of the Act, **4:00pm AEST on 10 April 2026** be fixed as the date and time by which an Additional Group Member may register to participate in the settlement of this proceeding in accordance with these orders (the **Extended Registration Deadline**).

Distribution of Supplementary Settlement and Opt Out Notices

6. Pursuant to s 33Y(3) of the Act, the Supplementary Settlement and Opt Out Notices are to be distributed on or before **6 March 2026 (Extended Distribution Date)** according to the following procedure:
 - (a) By **4 March 2026** the Respondent is to use its best endeavours to compile and provide to a Mailing House an excel spreadsheet from its business records containing (to the extent such information is available and otherwise not



- identified and marked as invalid via the Respondent's usual business practices) the names, email, postal address and Unique Identifiers of all Additional Group Members (**Respondent's Supplementary Data List**);
- (b) If possible, the Respondent is to use the same Mailing House which distributed the Settlement Notice in accordance with the November Orders;
 - (c) By **4 March 2026** the Respondent is to instruct the Mailing House to cause the Supplementary Settlement and Opt Out Notice to be sent:
 - (i) by email to Group Members that have an email address recorded in the Respondent's records;
 - (ii) if no email address is recorded in the Respondent's records, by post to the postal address in the Respondent's records.
 - (d) By the Extended Distribution Date, the solicitors for the Applicant will cause a copy of these orders, the Supplementary Settlement and Opt Out Notice and the amended draft Settlement Distribution Scheme (included in **Annexure C** to these orders) to be published on its website [<https://www.shine.com.au/qsuper>], with the documents to remain continuously so displayed or available on its website up to and including the final hearing and determination of the Settlement Approval Application;
 - (e) By the Extended Distribution Date, the Respondent will cause a copy of these orders, the Supplementary Settlement and Opt Out Notice and the amended draft Settlement Distribution Scheme to be published on its website [<https://qsuper.qld.gov.au/about/disclosure/class-action>], with the documents to remain continuously so displayed or available on its website up to and including the final hearing and determination of the Settlement Approval Application. The website must also display the following text prominently: "Shine Lawyers cannot answer questions about your Unique Identifier or assign a Unique Identifier to you. If you believe you are a Group Member, please contact our call centre on 1300 360 750 or emailing us at [Email us | QSuper](#) to confirm whether you may meet the definition of a Group Member in this proceeding and, if so, receive your Unique Identifier";



- (f) The District Registrar of the Victorian Registry of the Federal Court of Australia shall cause the Supplementary Settlement and Opt Out Notice (including the Notice of Objection and Opt Out Form) to be published on the Federal Court of Australia website, for the period up to and including the final hearing and determination of the Settlement Approval Application.
7. The Mailing House is to keep the Respondent's Supplementary Data List confidential.
8. Paragraph 8 of the November Orders is vacated.
9. By **13 March 2026** the Respondent is to file and serve an affidavit including details as to how the Respondent's Data List and the Respondent's Supplementary Data List were compiled and:
- (a) The method by which the Notice of Proposed Settlement and the Supplementary Settlement and Opt Out Notice were sent to Group Members, including a breakdown of how many Group Members were sent each notice by email and post (without any data pertaining to any individual Group Member);
 - (b) The dates on which each of the Notice of Proposed Settlement and Supplementary Settlement and Opt Out Notice were sent to Group Members;
 - (c) The number of responses to any notices that are returned, including those undelivered by email or post (bounce backs) and the names of any such Group Members (to the extent that the Mailing House is aware that the distribution attempt failed);
 - (d) Statistics regarding the "open rate" of emails that are sent;
 - (e) The proportion of recipients that click on the relevant link ("click through rate"); and
 - (f) The form of evidence by which the failed distribution attempt was identified by the Mailing House, including, but not limited to, by way of receipt of an email delivery failure notification, or receipt of a prepaid ordinary post envelope marked "return to sender" (or similar).
10. By **13 March 2026**, the Respondent must:



- (a) conduct a review of all enquiries it has received since the original Distribution Date to identify whether any enquirer is a Lost Group Member; and
 - (b) if the Respondent identifies that an enquirer is a Lost Group Member, contact that Lost Group Member to provide them with the Covering Communication and Supplementary Settlement and Opt Out Notice (including the Notice of Objection and Opt Out Form), including the Unique Identifier applicable to their claim.
11. The Supplementary Settlement and Opt Out Notice may be amended by agreement between the parties before being provided to Additional Group Members in order to correct any non-substantive or typographical error.
12. The Mailing House costs associated with the distribution of the Supplementary Settlement and Opt Out Notices are to be paid by the Applicant.
13. The Respondent is to pay the Applicant the costs of the Mailing House which are only incurred because of the need to reissue notices, such as any administrative costs associated with proofing and formatting the notice, testing or warming the email domain or supervising or managing the distribution process.
14. Any costs associated with the distribution of the Supplementary Settlement and Opt Out Notice insofar as the costs relate to emailing or posting the Supplementary Settlement and Opt Out Notices and would have been incurred had they been sent in accordance with the November Orders and original opt out orders are to be borne by the Applicant.

Claim Registration

15. By the Exended Registration Deadline, an Additional Group Member may register their claim by completing the online registration form referred to in paragraph 11 of the November Orders through the “QSuper Class Action” webpage at <https://www.shine.com.au/qsuper>.
16. Pursuant to ss 33Y(4) and/or 33ZF of the Act, in order to register for the purposes of paragraph 15 above, each Additional Group Member is to provide the following information:
 - (a) the Additional Group Member’s:



- (i) Unique Identifier;
 - (ii) first name and surname (including, where applicable, any name that they were formerly known by);
 - (iii) date of birth;
 - (iv) QSuper or ART member number (if applicable/known);
 - (v) email address;
 - (vi) postal and/or residential address;
 - (vii) mobile phone or telephone number;
- (b) a confirmation as to the capacity in which the person is acting, including whether they are registering:
- (i) on their own behalf (as a Fund Member); or
 - (ii) on behalf of an estate or as a Death Benefit Recipient; or
 - (iii) as a Former Spouse; or
 - (iv) on behalf of an Additional Group Member who has authorised them to register on their behalf.
- (c) whether, as at 1 July 2016, the Fund Member was eligible to be occupationally rated as:
- (i) White Collar or Professional;
 - (ii) Standard; or
 - (iii) High Risk; and
- (d) if they are registering as a Death Benefit Recipient or Former Spouse, the following information in relation to the QSuper Fund Member from whose account they received a transfer:
- (i) first name and surname (including, where applicable, any name that the QSuper Fund Member was formerly known by);
 - (ii) date of birth;
 - (iii) date of death (if deceased); and
 - (iv) QSuper or ART member number (if known).



17. By the Extended Distribution Date, the Applicant's solicitors are to update the registration form referred to in paragraph 14 of the November Orders to include the Unique Identifiers produced in respect of the Additional Group Members.

Group Member Data

18. Pursuant to r 20.15 of the Rules and/or ss 37P or 33ZF of the Act, upon provision by the Applicant of an encrypted Microsoft Excel or CSV file containing:
 - (a) Unique Identifier; and
 - (b) the Fund Member's date of birth; and
 - (c) the Fund Member's QSuper or ART member number (if known); and
 - (d) where the person registering is a Death Benefit Recipient or Former Spouse, the person's first name and surname,

in respect of each of the potential Additional Group Members who have sought to register pursuant to the process set out in paragraphs 15 and 16 above, (which provision may occur in tranches), the Respondent must, within 7 days, use its best endeavours to provide to the Applicant a list (in Microsoft Excel or CSV file format) comprising, for each potential Additional Group Member, their Group Member Data.

19. To the extent that such information set out in paragraph 18 above is not reasonably obtainable and/or ascertainable for any particular person, the Respondent must, by the same date or dates the subject of paragraph 18 above, provide the Applicant's solicitors with a short explanation or particulars as to why such information is not reasonably obtainable and/or ascertainable.

Opt Out

20. Any Opt Out Form submitted by an Additional Group Member must be returned to or served on the District Registrar of the Victorian Registry of the Federal Court of Australia by the Extended Registration Deadline.
21. If, on or before the Extended Registration Deadline, the solicitors for any party receive a form purporting to be an Opt Out Form referable to this proceeding, the solicitors shall file that Form with the Federal Court of Australia, Victoria District



Registry, within 3 business days after receipt, and the notice shall be treated as an Opt Out Form received by the Court at the time it was received by the solicitors.

22. By 14 April 2026, the Respondent must provide to the Applicant a list of opt out forms filed between the date of these orders and the Extended Opt Out Deadline which confirms, for each Group Member who purported to opt out of the proceeding, whether or not they are an Additional Group Member.
23. The solicitors for the parties have leave to inspect the court file and copy any Opt Out Form filed.
24. Shine Lawyers will cause the Further Amended Statement of Claim and Defence to the Further Amended Statement of Claim to continue to be displayed on its website and remain so displayed at least until the Extended Registration Deadline.

Notices of Objection

25. Any Notice of Objection completed by an Additional Group Member (**Objecting Additional Group Member**) must be returned to or served on the Applicant's solicitors by the Extended Registration Deadline.
26. If any Objecting Additional Group Member intends to rely on further material than the Notice of Objection, they must file with the Court and serve on the Applicant, any affidavits and written submissions (limited to five pages) on which that Additional Group Member intends to rely, in opposing the proposed settlement by **10 April 2026**.

Funder's Material

27. By **27 March 2026**, the Funder is to file and serve any affidavits or lists of materials, and any written submissions, in support of the Applicant's Settlement Approval Application.

Contradictor's Material

28. By **10 April 2026**, the Contradictor is to file and serve any written submissions on the Settlement Approval Application.



Supplementary submissions or evidence

29. The Applicant and Funder are to file and serve any further evidence and submissions in reply (including to address any matters arising from the registration of or objection by Additional Group Members) by **14 April 2026**.

Other

30. The Respondent is to pay the Applicant's costs thrown away by reason of the need to issue the Supplementary Settlement and Opt Out Notice.

31. Liberty to apply on 3 days' notice.

32. Costs be reserved.

Date orders authenticated: 2 March 2026

Sia Lagos
Registrar

Note: Entry of orders is dealt with in Rule 39.32 of the *Federal Court Rules 2011*.



Annexure A

NOTICE TO ADDITIONAL GROUP MEMBERS OF PROPOSED SETTLEMENT AND OPT OUT RIGHTS QSUPER CLASS ACTION (VID691/2021) FOR \$67 MILLION FEDERAL COURT OF AUSTRALIA

ABOUT THIS NOTICE

- **What is this?** This notice is sent by order of the Federal Court of Australia about the QSuper Class Action. **It has been sent (or otherwise made publicly available) to people who, after 21 November 2025, QSuper identified were potential Group Members who may not previously have been notified about this class action.** It contains information about the proposed settlement of the QSuper Class Action your entitlement to opt out of the class action if you wish, and how to register if you are eligible to receive a payment in the settlement. Please read this notice carefully.
- **Why is this notice important?** If you are a Group Member, your legal rights will be affected.
- **Why have I received this notice?** You have been identified as a potential Group Member. An original settlement notice was sent to potential Group Members in December 2025. You were subsequently identified as a potential Group Member and are receiving this notice in relation to your potential claim. You may be eligible for a payment from the QSuper Class Action settlement. More information about whether you might be eligible is set out at Section E of this notice.
- **What is the QSuper Class Action about?** The class action claims QSuper charged some of its members too much for life insurance. QSuper made insurance changes on 1 July 2016. The class action claims QSuper didn't properly notify or automatically reduce premiums for some members, which had the result of reducing their superannuation savings and causing them to unknowingly pay higher premiums. See Section D of this notice.
- **What is the proposed settlement?** QSuper has agreed to pay \$67 million (the **proposed settlement**) to settle the claim. The settlement (including any legal fees and costs proposed to be paid from it) will not take effect unless it is approved by the Court to ensure that it is fair and reasonable to all group members. The settlement is made without any admission of liability.
- **What are my options?**
 - **Register: To have your eligibility assessed to participate in the settlement,** you must complete your registration form on <https://www.shine.com.au/qsuper> by 4.00 pm (AEST) on 10 April 2026 (**Extended Registration Deadline**).
 - **Do nothing:** If you do not register, the Court will be asked to make orders that you will be bound by the settlement, **but you will not receive a payment.**
 - **Object:** If you want to object to the proposed settlement, you must complete the Notice of Objection and email it to Shine Lawyers by 4.00 pm (AEST) on 10 April 2026. If you object but still want to be considered to receive a payment if the settlement is approved, you must also register. More information is set out at Section B of this notice.
 - **Opt Out:** If you do not want to be part of this case, you will need to fill out the form annexed to the back of this notice and send it to the Registrar of the Federal Court of Australia at the address listed on the form by no later than 10 April 2026.
- **How much money will Group Members receive from the settlement?** How much you might receive depends on a number of things, including the number of people that register, your specific circumstances, the claims you are capable of advancing against QSuper, and the costs that are approved by the Federal Court. This will be calculated at a later date, once the Extended Registration Deadline has passed, all registrations are received and the Court has decided whether it will approve the settlement. See Section I of this notice for more detail.
- **What deductions may be made from the proposed settlement?** The deductions include a litigation funding commission, payments for legal costs and disbursements incurred by the Applicant in running the claim, costs associated with the adverse costs insurance, other costs incurred by the funder in relation to the claim, and reimbursement payments for the Applicant and Sample Group Member. More information is set out at Section K. Only deductions approved by the Court will be made. The proposed deductions, if approved, are estimated to be approximately \$30,990,000, comprising:
 - \$7,230,000 in legal costs and disbursements incurred prior to the issue of the notice;
 - \$2,705,000 in adverse costs insurance and costs of insurer deeds for security for costs;
 - \$220,000 additional cash outlay that has been paid, or is estimated will be paid, by Woodsford in connection with the class action, representing costs associated with the managed investment scheme and other fees and costs incurred by the funder in relation to the class action;
 - \$320,000 for an uplift to Shine Lawyers of 25% of the legal fees not paid by the funder;
 - \$950,000 as an estimate of the future cost of progressing the proceeding to the settlement approval hearing;
 - \$1,100,000 for the costs of administering the settlement (some incurred prior to settlement approval);
 - \$18,425,000 in litigation funding commission (27.5% of the settlement sum);
 - \$20,000 each for reimbursement payments to the Applicant and Sample Group Member.



- **How long will this take?** A timeline of the steps is set out at Section L of this notice.
- **Is this notice a scam?** This notice is sent by order of the Federal Court and is not a scam. You can check the legitimacy of this notice from the Federal Court and Shine Lawyers' websites.
- **PLEASE CAREFULLY READ THIS NOTICE FOR MORE INFORMATION.**
- **Questions?** There are many potential Group Members. To help minimise costs, you are encouraged to read this notice carefully and access more information on Shine Lawyers' website <https://www.shine.com.au/qsuper>. Do not contact the Court with general questions about the QSuper Class Action.



A. WHAT IS THIS NOTICE?

1. This is a settlement and opt out notice and has been approved by the Federal Court of Australia. It contains important information about the:
 - (a) \$67 million proposed settlement of the QSuper Class Action;
 - (b) steps you **must** take if you want to be considered for a payment from the proposed settlement; and
 - (c) your right to elect to opt out of the QSuper Class Action.
2. This has been sent to you because you have been identified by QSuper as a potential Group Member in the class action commenced against the QSuper Board (**QSuper**) by Jessica Amy Challenor (**Applicant**) on behalf of herself and Group Members (the **QSuper Class Action**).
3. If you are a Group Member in the QSuper Class Action, your legal rights will be affected by the proposed settlement. **Please read this notice carefully.** You are encouraged to read the additional information on Shine Lawyers' website at the following link:
<https://www.shine.com.au/qsuper>

B. WHAT ARE MY OPTIONS?

4. If you are a Group Member and received this notice (or became aware of it through one of the websites where it has been published), you have four options:
 - (a) **Register to participate in the proposed settlement:** If you believe you are a Group Member and want to be considered for any money from the proposed settlement **you need to register**. You can do this by completing the registration form on <https://www.shine.com.au/qsuper> before 4.00 pm (AEST) on 10 April 2026 (**Extended Registration Deadline**).
 - If you already registered with Shine Lawyers for the QSuper Class Action prior to 1 December 2025, you will need to verify your details by 4.00 pm (AEST) on 10 April 2026** by completing the registration form available at <https://www.shine.com.au/qsuper>. This is because the Settlement Administrator requires specific information from each registrant to confirm whether they are eligible to participate in the settlement. Some of the information provided in the registration form will be matched to QSuper's records to expedite the eligibility assessment.
 - (b) **Do nothing and the Court will be asked to make orders that you will not receive a payment:** If you don't take any action in relation to this notice, and the Court makes the orders sought, you will be bound by the proposed settlement. This means:
 - (i) You will not be able to pursue the same claims and may not be able to pursue related claims against QSuper in other legal proceedings.
 - (ii) You won't receive any payment from the proposed settlement.

If you opted out of the proceeding by 20 September 2023, you do not need to do anything. You will not be bound by the proposed settlement.



- (c) **Object:** If you are a Group Member in the QSuper Class Action and do not agree to any part of the proposed settlement, you can object.

To object, you must fill out the Notice of Objection (available from Shine Lawyers' website and at page 15 of this notice) and submit it to Shine Lawyers by 10 April 2026. This form will be provided to the judge. You or your lawyer will also have an opportunity to speak to the judge about your concerns at the settlement approval hearing, at 10:15am on 16 April 2026 in the Federal Court of Australia.

If you decide to object but still want to be considered for any payment from the proposed settlement if it is approved, you must also register.

- (d) **Opt Out:** If you do not want to be part of this case, you will need to fill out the form included at Annexure A and send it to the Registrar of the Federal Court of Australia at the address listed on the form. The form must reach the Registrar by no later than 10 April 2026 otherwise it will not be accepted and you will be a Group Member. The form is called an "Opt Out Notice" and it is Annexure A to this notice. You can also obtain a copy of the Opt Out Notice from Shine Lawyers' website at <https://www.shine.com.au/service/class-actions/qsuper-class-action>

If you opt out of the case, you remove yourself as a group member and will not be bound by the outcome of any judgment or settlement in the class action. You will not, however, be entitled to any part of the settlement sum that QSuper has agreed to pay to settle the proceeding (if the Court approves the proposed settlement), but you will be at liberty to bring your own claim against QSuper, provided that you must do so within the time limit applicable to your claim.

C. HOW DO I REGISTER?

5. You can register to participate in the proposed settlement by completing the registration form from <https://www.shine.com.au/qsuper> **before** the Extended Registration Deadline **at 4.00 pm (AEST) on 10 April 2026**. Any registrations received after the Extended Registration Deadline will not be accepted. If any Group Member who receives this notice seeks to be included in the proposed settlement after the Extended Registration Deadline, they must make an application to the Federal Court by 10:15am on 16 April 2026.
6. You have been allocated a Unique Identifier. It is a unique number allocated to you, which is included in the covering communication enclosed with this notice if you received it directly. Do not share it with other Group Members. Your Unique Identifier is used to confirm your eligibility. It must be correctly entered in the registration form for it to be accepted.
7. There are some Group Members for whom QSuper or Australian Retirement Trust (**ART**) no longer hold contact details. This means that this notice was unable to be sent directly to them. If you consider that you may be a Group Member and you did not receive the notice directly, **please contact ART on 1300 360 750** to confirm whether a Unique Identifier has been allocated to you. Shine Lawyers' legal team or call centre staff cannot provide you with your Unique Identifier or confirm whether you are eligible for one.
8. If your registration form is not accepted and you believe you are an eligible Group Member, please check the Unique Identifier for typographical errors. **If you are unsure about your Unique Identifier details, please contact QSuper or ART.** Shine Lawyers' legal team or call



centre staff cannot provide you with your Unique Identifier or confirm whether your details are correct.

9. To help distribute the proposed settlement sum to Group Members, QSuper has been ordered by the Court to verify registrations and provide specific information about Group Members who register to participate in the proceeding to Shine Lawyers (**Group Member Data**). Registrations will not be valid if at least the following information from your registration form does not match the Group Member Data:
 - (a) Unique Identifier;
 - (b) the Fund Member's date of birth for the Fund Member assigned the Unique Identifier entered in the registration form; and/or
 - (c) the Fund Member's QSuper or ART member number (if known).
10. If you register, your Group Member Data will be used to assess your eligibility to participate in the settlement and any amount you may be paid from it.

D. WHAT IS THE QSUPER CLASS ACTION ABOUT?

11. QSuper changed its group life insurance policy on 1 July 2016. The QSuper Class Action alleges QSuper did not:
 - (a) properly inform Fund Members about the need to elect to be occupationally rated to take the benefit of premium discounts offered to white collar or professional workers, or persons eligible to be rated as standard if they were under 39 years old;
 - (b) automatically occupationally rate members to ensure that lower risk fund members were not subsidising the premium rates paid by higher risk members.
12. The Applicant claims that because QSuper failed to meet its obligations, she and other Group Members suffered losses including:
 - (a) higher insurance premiums than they should have paid; and
 - (b) lower returns on their superannuation accounts.
13. QSuper denies the allegations. The settlement is made without any admission of liability.

What were the insurance changes?

14. The changes QSuper introduced from 1 July 2016 allowed members to personalise their insurance cover based on the risk their occupation posed. On or around 17 May 2016, QSuper sent a Significant Event Notice to certain Fund Members to notify them of the upcoming insurance change. The Applicant claims that if members were told they could make this choice, members with lower risk jobs would have paid lower insurance premiums. The Applicant also alleges that QSuper ought to have implemented a system which would have automatically assigned Group Members an occupational rating. This affected members who, from 1 July 2016, were eligible for:
 - (a) **Standard** rates – this applied to members between the ages of 17 to 39, who were employed in jobs involving some manual work, which were not high risk. For example, this



may include nurses, health care workers/carers, or manual light positions. If a member did not meet the criteria for high risk, white collar or professional, they were likely eligible for Standard.

- (b) **White Collar** rates – this applied to members in office-based roles with minimal physical risk. Generally, 80% of time in these roles was spent in an office or classroom environment, mainly doing administrative work or managerial responsibilities and it did not involve more than 10% light manual duties. For example, this may include managers, teachers, or call centre operators.
 - (c) **Professional** rates – this applied to highly qualified professionals, earning a salary above \$120,000. Generally, these roles required a relevant university qualification or described a senior manager working in an office with an annual salary of \$120,000 or more. For example, this may include surgeons, doctors, or executives.
15. Potential Group Members also include beneficiaries of QSuper Fund Members who have passed away, and former spouses of Fund Members whose superannuation accounts were adversely affected.
16. Potential Group Members do not include members in high risk occupations or members eligible for the Standard rate who were over 39 years old as at 1 July 2016. This is because under the changes QSuper introduced on 1 July 2016, these members were ineligible for the cheaper insurance rates available for lower risk workers (standard, white collar or professional). High risk occupations include police, emergency services workers, cleaners, security guards or members who were employed in roles with significant physical hazards.
17. You are receiving this notice because QSuper has identified that you had an accumulation account and held group life insurance as at 1 July 2016. However, QSuper did not identify you as a potential Group Member when the original Settlement Notice was distributed. This is either because:
- (a) QSuper identified that you became a member of the QSuper Fund only after QSuper had prepared the mailing distribution list for the Significant Event Notice to its members in May 2016; or
 - (b) QSuper considered that you were a 'lost member', meaning that two consecutive pieces of correspondence that QSuper had sent you before 12 May 2016 were returned as undeliverable/marked return to sender; or
 - (c) QSuper printed and delivered the Significant Event Notice issued on or around 17 May 2016 directly to you, rather than using a mailing house; or
 - (d) QSuper had not otherwise identified you as someone who should receive the Settlement Notice
18. If you belong in category (b) above, you are a System Group Member. If you are a System Group Member, QSuper's records indicate that you did not receive the Significant Event Notice issued on or around 17 May 2016. This means you have fewer claims in the class action compared to those Group Members who did receive the Significant Event Notice. That is because you were not affected by what the Applicant says was: (1) the failure by QSuper to properly notify its members of the nature and effect of the insurance change; and (2) misleading or deceptive conduct in relation to the change. The Applicant says that that conduct arose from documents sent to some Group Members (including the Significant Event Notice), that QSuper's



records say it did not send to you. Accordingly, under the proposed Settlement Distribution Scheme (available here: <https://www.shine.com.au/service/class-actions/qsuper-class-action>), if you are a Group Member it is proposed that you will receive approximately one-third of the units allocated to Group Members who were sent those documents and therefore had available to them all of the claims the Applicant made in the proceeding.

19. If you belong in categories (a), (c) and (d) above, then the discounts explained in paragraph 18 will not be applied to your claim.

E. AM I ELIGIBLE TO PARTICIPATE IN THE SETTLEMENT?

20. You are a Group Member and eligible to register to participate in the settlement if you either:

(a) were a member ('**Fund Member**');

(i) of the QSuper superannuation fund (**QSuper Fund**); and

(ii) who had an accumulation account on 17 May 2016; and

(iii) who had group life insurance (death, total and permanent disablement and/or income protection/salary continuance insurance) through your QSuper superannuation account; and

(iv) who, had you opted in to be occupationally rated on 1 July 2016, would have been entitled to be charged premiums at one of the following rates:

(1) Standard Rate – if you were between 17 and 39 years old (inclusive) as at 1 July 2016; or

(2) Professional Rate; or

(3) White Collar Rate, or



- (b) at any time after 1 July 2016 received payment in respect of a deceased QSuper Fund Member of all or part of the interest of a Fund Member in the QSuper Fund; or
- (c) satisfy both of the following paragraphs:
 - (i) were the spouse of a person who was a QSuper Fund Member; and
 - (ii) pursuant to an order or settlement in a *Family Law Act 1975* (Cth) proceeding or a superannuation agreement within the meaning of part VIII B of that Act, at any time received a transfer from a Fund Member of all or part of the Fund Member's interest in the QSuper Fund.

(Collectively, '**Group Members**'). Persons who received a transfer under the *Family Law Act 1975* (Cth) prior to 1 July 2016 will not be entitled to any money under the settlement. This is because the alleged losses were only suffered on and after 1 July 2016.

- 21. For more assistance about whether you might be a Group Member based on your occupation, please review the guidance at the end of this notice or on Shine Lawyers' website <https://www.shine.com.au/qsuper>.
- 22. If you are unsure whether or not you are a Group Member, you should contact Shine Lawyers, via <https://www.shine.com.au/qsuper> or seek your own legal advice without delay. Please keep in mind that while you can contact Shine Lawyers for further assistance if you need it, given the number of potential Group Members, to minimise costs, please thoroughly read this notice and the information provided on Shine Lawyers' website (including the registration form) first. Please note that Shine Lawyers cannot assist you with confirming whether you have been allocated a Unique Identifier, as this process is being undertaken by QSuper. Any questions about the Unique Identifiers should be directed to QSuper.

F. WHAT IS THE PROPOSED SETTLEMENT?

- 23. Under the proposed settlement of the QSuper Class Action, QSuper will pay \$67 million for compensation, legal fees and disbursements, without admission of any liability (the **proposed settlement**).
- 24. Class actions are closely supervised by the Court. A Federal Court judge must consider whether the proposed settlement is fair and reasonable to all Group Members. The proceeding cannot be settled without Court approval.
- 25. A judge will decide whether to approve the proposed settlement at a hearing on 16 April 2026 at 10:15am. At the hearing, the judge will consider:
 - (a) if the proposed settlement is fair and reasonable and in the best interests of Group Members. The Court has an important role to ensure Group Members' interests are protected. This does not mean all Group Members will receive the full value of their alleged losses under the settlement. A settlement is a compromise, and the Court must consider the additional legal costs, time, and risks if the case went to trial in determining if it is fair and reasonable. It also considers the benefit to Group Members of receiving money sooner rather than later;
 - (b) what deductions for legal and other costs and funding commission will be made from the proposed settlement. More details about the legal costs are set out in Section K below



under the heading '*The legal costs and other costs in this proceeding*';

- (c) whether to approve the proposed Settlement Distribution Scheme (**Settlement Scheme**). This is a document which sets out the process to determine who is eligible and how payments to eligible Group Members will be efficiently calculated and paid. More information about the Settlement Scheme is set out below in Section H under the heading '*IF THE SETTLEMENT IS APPROVED: HOW WILL PAYMENTS BE MADE?*'

G. LEGAL CONSEQUENCES OF THE SETTLEMENT APPROVAL HEARING

26. **If the Court approves the proposed settlement** and you are an eligible Group Member who did not opt out, you will be bound by the settlement and cannot take legal action against QSuper or its related entities for claims like those made in the QSuper Class Action (even if you have not registered to participate in the settlement). You will be bound if you are a Group Member and have not opted out, even if you do not receive any compensation or payment from the settlement. If you choose to opt out of the proceeding, you will not be bound by the settlement but will not be entitled to any part of the settlement sum approved by the Court.
27. **If the Court does not approve the proposed settlement**, no money will be distributed. The class action will need to go to trial to be determined by the Court, unless another agreement can be made. There might need to be trials of many or all Group Members' claims, even if the Applicant wins. This will take a long time and be expensive. There is no guarantee that there will be another settlement.

H. IF THE SETTLEMENT IS APPROVED: HOW WILL PAYMENTS BE MADE?

28. The Settlement Scheme approved by the Court will set out the process to determine who is eligible and how payments to eligible Group Members will be efficiently calculated and paid. The proposed Settlement Scheme is a document you can download from Shine Lawyers' website, <https://www.shine.com.au/qsuper>.
29. If the proposed settlement is approved, a Settlement Administrator will manage the eligibility assessment and calculation of the payments to be made to Group Members, with assistance from Australian Retirement Trust Pty Limited (**ARTPL**) (as appropriate). The Applicant proposes Shine Lawyers be appointed as the Settlement Administrator, subject to Court approval.
30. Under the proposed Settlement Scheme, ARTPL will distribute payments from the settlement fund as follows:
- (a) If an eligible Group Member is a member of Australian Retirement Trust (**ART**), directly to their ART account;
 - (b) If an eligible Group Member is not an ART member, payments will follow the payment or rollover instructions that were given to ART (if given in the last 12 months); or
 - (c) If a payment cannot be made in these ways (for e.g., because the instructions were provided more than 12 months ago, or some other reason), ARTPL will pay to the Australian Taxation Office the amount that was allocated to that eligible Group Member as a trustee voluntary payment in accordance with the *Superannuation (Unclaimed Money and Lost Members) Act 1999* (Cth). Group Members who have incorrect or outdated payment instructions will be notified, to give them an opportunity to rectify the issue prior to the payment being made to the Australian Taxation Office.



31. The amount you receive from the proposed settlement may be impacted by tax. **If you have questions about tax, please seek your own tax advice.** Shine Lawyers, the Settlement Administrator, and ARTPL (the Settlement Distributor) cannot provide you with that advice. Under the Settlement Scheme, Shine Lawyers, the Settlement Administrator and the Settlement Distributor are not responsible for any impact tax has on payments made to your superannuation or bank account.

I. HOW MUCH WILL I RECEIVE UNDER THE SETTLEMENT?

32. The precise amount that will be payable to each individual Group Member is not yet known and cannot yet be accurately estimated. This is because it depends on information which has not yet been provided by Group Members.
33. The dollar amount you may receive if you are eligible will be worked out from an assessment formula set out in the Settlement Scheme.
34. If the Settlement Administrator calculates that the amount payable to you by the application of the confidential assessment formula is less than \$20, then it is proposed that you will not receive a payment. That is because the cost of distributing payments under \$20 is likely to be greater than the payment itself.
35. If you are a System Group Member, under the proposed Settlement Distribution Scheme, you will be eligible to receive a discounted amount of compensation compared to other Group Members. This is because QSuper did not send you the Significant Event Notice or other documents about the insurance change and therefore you have fewer claims which are capable of being advanced against QSuper. The discount that the Applicant proposes will be applied to your claim is approximately two-thirds. If you are a Group Member who was entitled to be occupationally rated as Standard, it is unlikely you will receive a payment from the settlement. That is because the discounted unit value attributable to persons who receive this notice and were eligible to be occupationally rated as Standard will likely be less than \$20.
36. Please note that the Settlement Administrator cannot provide you with a precise estimate of the amount that might be payable to you at this stage. **To reduce costs, please avoid contacting the Settlement Administrator or Shine Lawyers to ask for this information.** When this information becomes available, the Settlement Administrator will contact you.

J. CAN I OPT OUT?

37. You can opt out of the QSuper Class Action by completing the form annexed to the back of this supplementary notice at Annexure A and sending it to the Registrar of the Federal Court of Australia at the address listed on the form. If you opt out you will not be entitled to receive any money from the proposed settlement.
38. Your form must reach the Registrar by 10 April 2026. Otherwise, it will not be accepted, and you will be a Group Member bound by the settlement of the proceeding.

K. THE LEGAL AND OTHER COSTS IN THIS PROCEEDING

39. The QSuper Class Action was funded by Woodsford (a litigation funder) and Shine Lawyers. This was agreed in a litigation funding agreement (**LFA**) which the Applicant signed with Woodsford.



40. Under the LFA, Woodsford paid a portion of the legal fees, costs and expenses of the Applicant in running the class action. Shine Lawyers carried the balance of legal fees not paid by Woodsford on a “no win, no fee” arrangement. This arrangement enabled legal representation to be provided to the Applicant and Group Members to progress the class action, including reaching the proposed settlement.
41. You will not pay any out-of-pocket legal costs to participate in the proposed settlement. Before payments are made to eligible Group Members, the Applicant will seek Court approval that registered group members contribute a proportion of the amount of compensation that they are awarded under the settlement to the costs of running the proceeding, including a commission to be paid to the litigation funder. This is called a Common Fund Order. These will only be deducted if the Court says they are fair and reasonable. These costs will be taken out of the settlement sum of \$67 million and may include:
- (a) Total legal fees, costs and expenses currently estimated at approximately \$30,990,000 incurred to bring the class action, including:
 - (i) The costs of procuring adverse costs insurance in case of an adverse costs order in the class action including insurance premiums, and the costs of insurer deeds which were used to provide security for costs in the class action, so that the class action could continue, in the amount of \$2,705,000;
 - (ii) Additional cash outlay that has been paid, or is estimated will be paid, by Woodsford in connection with the class action, representing the legal fees and costs associated with the managed investment scheme and other fees and costs incurred by Woodsford in relation to the class action, in the amount of \$220,000;
 - (iii) An uplift to Shine Lawyers of 25% of the legal fees that were not paid by Woodsford, estimated at \$320,000;
 - (iv) The future cost of progressing the proceeding to the settlement approval hearing, estimated to be \$950,000;
 - (v) The reasonable costs of administering the settlement (some of which may be incurred prior to settlement approval), currently estimated to be \$1,100,000;
 - (vi) A litigation funding commission of \$18,425,000 which is equivalent to 27.5% of the settlement sum;
 - (b) Payments to the Applicant and Sample Group Member estimated at approximately \$20,000 each to reimburse them for their time and expenses incurred in representing Group Members in the class action.
42. Based on the above, and if all of these proposed deductions are approved by the Court, we estimate that approximately \$36,010,000 of the \$67 million will be distributed to group members, being approximately 54%. The \$67 million is being held in an interest-bearing account pending distribution (if the settlement is approved). This means interest will be earned on the sum until payments are made. Any interest earned will also be included in the amounts available for distribution to registered Group Members.
43. The proposed deductions for legal costs and disbursements will be independently reviewed by a costs expert. The expert will assess whether the legal fees and disbursements are fair and reasonable and will provide a report to the Court for its consideration.



Litigation Funding Commission

44. Throughout the course of the class action, Woodsford provided litigation funding to the Applicant on the terms set out in the LFA. Under this arrangement, Woodsford paid some of the legal costs incurred in prosecuting the class action, including the cost of solicitors, barristers and experts.
45. In return for the funding that Woodsford has provided for the Applicant's costs (as distinct from the adverse costs risk, which is discussed further below), Woodsford charges a litigation funding commission. The Applicant intends to apply to the Court for a Common Fund Order under which Woodsford would be paid a litigation funding commission of 27.5% of the settlement sum.

Adverse Costs Insurance

46. Adverse costs are costs of the successful party in the litigation that the Court may order the unsuccessful party in the litigation to pay.
47. To protect against the risk of adverse costs, Woodsford:
- (a) indemnified the Applicant against liability for any adverse costs order made against the Applicant; and
 - (b) obtained adverse costs insurance to:
 - (i) provide the Applicant and Group Members with additional protection against the risk of adverse costs (the ATE insurance policy expressly covers adverse costs payable by the Applicant); and
 - (ii) assist the Applicant to provide security for the Respondent's costs (for example by purchasing deeds of indemnity from the adverse costs insurer).
 - (c) In return for this protection against the risk of having to pay adverse costs, the Applicant agreed to apply for the cost of any such insurance, including any deferred and contingent insurance premiums, to be payable from the settlement sum, subject to Court approval.

L. HOW LONG WILL THE SETTLEMENT TAKE?

48. A number of steps need to be taken to process the proposed settlement. An indication of the steps is set out in the timeline below.
49. The distribution of this notice represents step 4 in the list below.

SETTLEMENT TIMELINE	
1.	Mediation - settlement agreement reached by the parties The parties attended a mediation and agreed to settle the class action for \$67 million. This amount includes legal costs and represents a full and final resolution of the claims brought by the Applicant and Group Members. The settlement is made without any admission of liability.
2.	The parties write up the agreement, plan what to do next, and ask the Court for



	<p>a hearing date</p> <p>The settlement agreement is formally documented and signed. A number of documents are prepared for the next Court hearing, to communicate the proposed settlement to potential Group Members and propose a method of assessing and distributing the proposed settlement.</p>
3.	<p>Parties attend a Court hearing</p> <p>The Court:</p> <ul style="list-style-type: none"> • Reviews the notice of proposed settlement and makes orders about the content and distribution of the notice. • Reviews the proposed settlement distribution scheme and administrator. • Sets a date for the settlement approval hearing.
4.	<p>Notice of proposed settlement sent to potential Group Members</p> <p>The distribution of this notice tells Group Members about the proposed settlement, what steps they must take to participate and what will happen if they do nothing.</p> <p>A notice of the proposed settlement was sent to the majority of potential Group Members in December 2025. This notice is being sent only to the small number of additional potential Group Members who QSuper only identified after 21 November 2025.</p>
5.	<p>Group Member Registration</p> <p>Group Members who were sent the settlement notice in December 2025 (December Notice) had an opportunity to register on Shine’s website https://www.shine.com.au/qsuper, or to object to the proposed settlement, before the Registration Deadline on 4.00 pm (AEST) on 27 February 2026. They were also entitled to choose to do nothing, or to object to the proposed settlement by completing the notice of objection and sending it to Shine Lawyers before 4.00 pm (AEST) on 27 February 2026.</p> <p>The deadline to register or object has been extended for recipients of <u>this notice</u>, or persons who were “lost members” who become aware of this notice after it is published (and who did not receive the December Notice). To register to participate in the settlement you must complete the registration form on Shine’s website https://www.shine.com.au/qsuper before the Extended Registration Deadline on 4.00pm (AEST) on 10 April 2026. Recipients of <u>this notice</u> may also choose to do nothing, or object to the proposed settlement by completing the notice of objection and sending it to Shine Lawyers before 4.00 pm (AEST) on 10 April 2026.</p>
6.	<p>Settlement Approval Hearing at 10:15am on 16 April 2026</p> <p>The Court reviews the settlement, reviews the proposed deductions from the settlement sum, hears any objections and makes orders approving it if it satisfied that the settlement is fair and reasonable and in the interests of Group Members.</p>
7.	<p>Administrator reviews Group Member claims and calculates payment amounts for eligible Group Members</p> <p>The administrator will follow the process set out in the settlement distribution scheme approved by the Court to determine who will receive payments and estimate payment amounts.</p>
8.	<p>Distribution to Group Members</p> <p>The administrator will provide data to Australian Retirement Trust who will distribute the payments to eligible Group Members.</p>



M. WHERE CAN I GET MORE INFORMATION?

50. More information or documents about the QSuper class action can be downloaded from Shine Lawyers' website at <https://www.shine.com.au/qsuper>.
51. The documents available include the Further Amended Statement of Claim, which contains detailed allegations made by the Applicant in the class action. **You should not contact the Court or QSuper for any general enquiries about the QSuper Class Action.**
52. You can also request information from Shine Lawyers. Given the number of potential Group Members, **to minimise costs for Group Members please thoroughly read this notice** before contacting Shine Lawyers for further information.
53. The proposed Settlement Scheme, which includes detail of how the Settlement Administrator intends to determine Group Member entitlements will be published online at <https://www.shine.com.au/qsuper>.



Guidance for completing the occupational rating declaration



Occupational rating category	Types of occupations that fall within each category. This relates to the Fund Member's occupation as at 1 July 2016.
Standard	<ul style="list-style-type: none">• Registered or enrolled nurse or nursing assistant Retail workers• Food and beverage/hospitality workers• Qualified tradesperson working within your areas of expertise (e.g. hairdresser, chef, plumber, electrician, plaster, carpenter or concreter)• Skilled workers with light manual duties (e.g. jewellers, building inspectors, laboratory technicians, foreman, office equipment technician).
White collar	Usual activities of your job considered office based or school teaching (meaning you spend at least 80% of your work time doing clerical, call centre, administrative or other office or classroom based activities).
Professional	Satisfy the white collar requirements plus the following additional criteria: <ul style="list-style-type: none">• You earned more than \$120,000 per year (before tax and superannuation)• You have a university qualification which you are using/is required for your current role You have a senior/executive role in your organisation/department (e.g. your direct reports would be mid-level manager or skilled specialists in a sedentary setting)• Your role is considered professional (e.g. doctors, solicitors, accountants) and requires membership of a professional or government body to practice in your occupation.
High Risk	<ul style="list-style-type: none">• Police officer• Firefighter• Paramedic• Other emergency or protective services workers, including security guards and corrections officers• Professional sportsperson/athletes• Manual occupations which do not require trade qualifications and may be



subject to accident or environmental hazards (e.g. earthmover, driver, cleaner, labourer, factory worker, agricultural worker)

- Occupations that required performing any of the following activities:
 - Handling firearms (other than as a police officer, correctional officer or licensed security guard), dangerous chemicals or explosives
 - Offshore work on oil or gas platforms or ships at sea
 - Being underground in construction or mining environments or underwater for more than 20% of total work time
 - Working at heights over 20 metres in any environment requiring hard hat and
 - harness for safety by law
 - Crop dusting, aerial mustering or any low level flying activity (below 150m or 500ft) Flying more than 200 hours per year as a passenger other than on a commercial airline, or as a pilot (fixed wing or helicopter).



**NOTICE OF OBJECTION TO PROPOSED SETTLEMENT
QSUPER CLASS ACTION (VID691/2021)**

FEDERAL COURT OF AUSTRALIA

IMPORTANT: ONLY COMPLETE THIS FORM IF YOU WANT TO OBJECT TO THE PROPOSED SETTLEMENT OF THE QSUPER CLASS ACTION. IT IS NOT A REGISTRATION FORM.

To: Shine Lawyers: qsupersca@shine.com.au

The person identified below gives notice that they object to the proposed settlement of the QSuper Class Action:

A. DETAILS OF OBJECTOR

Name of Group Member:	
Postal Address:	
Email Address:	
Phone Number:	

B. GROUNDS OF OBJECTION

The ground(s) for my objection to the proposed settlement are as follows (set out in the space below any submissions you wish to make – you may attach additional pages if necessary):



C. ATTENDANCE AT HEARING ON 10:15AM ON 16 APRIL 2026

Please select one option:

- I do not intend to appear at the settlement approval hearing, but wish for my submission to be considered in my absence

- I do intend to appear at the settlement approval hearing

If you **do** intend to appear at the settlement approval hearing, please complete the following:

- I will appear on my own behalf

- I will be represented by a lawyer:

.....
Lawyer's name and firm

D. SIGNATURE

.....
Signature of Group Member



Date:



Annexure A

No. VID691 of 2021

Federal Court of Australia
District Registry: Victoria
Division: General

Jessica Amy Challenor

Applicant

QSuper Board (ABN 32 125 059 006)

Respondent

By post: The Registrar
Federal Court of Australia
Victoria District Registry
305 William Street
Melbourne, VIC 3000

By Email: vicreg@fedcourt.gov.au

OPT OUT FORM

The Court has ordered that any person who was issued with a Settlement and Opt Out Notice on 6 March 2026 who wishes to opt out of this class action must do so by 10 April 2026.

The person named below, as a class member in this representative proceeding, gives notice under section 33J of the *Federal Court of Australia Act 1976* (Cth), that the person is opting out of the proceeding.

Name of the Group Member	
Postal address of the Group Member	
Telephone number	
Email address	

If you are completing this form as the solicitor or representative of the Group Member:



Name of the person completing this form	
Authority of person completing	
Postal address of the person completing	
Telephone number	
Email address	

Date:

.....
Signed by

.....
(print name)

Group Member / Lawyer for the Group Member / Group Member Representative



Annexure B

Your Unique Identifier is: [insert]

- This is a unique number allocated to you.
- Do not share it with other Group Members.
- If you choose to register, your Unique Identifier will assist the Administrator to confirm your eligibility.
- Your Unique Identifier must be entered in the registration form for it to be accepted.

Dear [Full Name],

Notice of Proposed Settlement and Opt Out of QSuper Class Action

This is an important notice from the Federal Court of Australia (the **Court**), which requires your attention before 4.00 pm AEST on 10 April 2026 (the **Extended Registration Deadline**). Do not ignore this notice.

The class action by Jessica Amy Challenor on behalf of herself and Group Members against QSuper Board in its capacity as trustee of the QSuper fund (**QSuper**) has reached a proposed settlement.

Please see the **enclosed** subsequent settlement and opt out notice approved by the Court. You can also access it, and register your interest in participating in the settlement, on Shine Lawyers' website, <https://www.shine.com.au/qsuper> or by typing "Shine Lawyers QSuper class action" into your preferred search engine.

The notice contains information about the proposed settlement of the QSuper Class Action. You should read the notice carefully and follow the instructions contained within it as **it may affect your legal rights**. It will help you determine whether you are a Group Member and if so, what your options are.

You are receiving the notice because QSuper's records indicate you may be a Group Member in this class action. You may be a Group Member if:

- (a) You:
 - (i) had a QSuper superannuation account as at 17 May 2016;
 - (ii) held life, total or permanent disablement or income protection insurance as part of your QSuper account; and
 - (iii) were eligible for Standard (and between the ages of 17 to 39), White Collar, or Professional occupational rates;
(Fund Member), or
- (b) you received payment from a deceased Fund Member at any time after 1 July 2016; or
- (c) you received a transfer from a Fund Member at any time after 1 July 2016, pursuant to an order or settlement in a *Family Law Act 1975* (Cth) proceeding.

To help minimise costs, you are encouraged to read the notice carefully and access more information on Shine Lawyers' website www.shine.com.au/qsuper.

If you have any questions please contact Shine Lawyers or seek independent legal advice. Any questions you have about this notice should not be directed to the Court.





Annexure C

Proposed Settlement Distribution Scheme

Jessica Amy Challenor v QSuper Board ABN 32 125 059 006

Federal Court of Australia Proceeding VID691 of 2021

[Proposed as at XX February 2026]



BACKGROUND TO THE SCHEME

- A. This Scheme provides for the distribution of money paid by the QSuper Board in settlement of the Federal Court of Australia Proceeding, VID691 of 2021 (**Proceeding**).
- B. On 25 September 2025, the Deed of Settlement (**Settlement Deed**) took effect between the parties to the Proceeding. The Applicant agreed to settle the Proceeding on her own behalf and on behalf of all Group Members for the total amount of \$67 million inclusive of interest and costs (**Settlement Sum**).
- C. The proposed settlement as set out in the Settlement Deed is subject to the approval of the Court under section 33V of the *Federal Court of Australia Act 1976* (Cth) (the **Act**).
- D. Subject to Court approval, Shine Lawyers ACN 134 702 757 (**Shine**) will be appointed as Settlement Administrator on the making of orders under section 33V of the Act.
- E. The Applicant has incurred legal costs and disbursements in conducting the Proceeding and has entered into a Retainer and Costs Agreement with Shine. Costs will also be incurred in administering this Scheme.
- F. This Scheme sets out the principles for the distribution of the Settlement Sum to Participating Group Members, after the deduction of the Shine and Funder Amount.



OPERATIVE PART

A. DEFINITIONS

1. The following definitions apply unless the context requires otherwise:

Act means the *Federal Court of Australia Act 1976* (Cth).

Additional Group Member means either a:

- (a) System Group Member;
- (b) Backdated Group Member;
- (c) Unidentified Group Member; or
- (d) Direct Mail Group Member.

Administration Costs means the reasonable legal costs and disbursements incurred by the Settlement Administrator (or their delegates or agents), as approved by the Court.

Appeal Date means:

- (i) if no appeal or application for leave to appeal is brought in respect of the Approval Order, the Claims Dismissal Order or the Settlement Distribution Order, the day that is 49 days after the making of the Approval Order, the Claims Dismissal Order or the Settlement Distribution Order (whichever is latest) (unless the Court has fixed a later date by which an appeal or an application for leave to appeal may be brought); or
- (ii) if the Court has fixed a date more than 49 days after the making of Approval Order, Claims Dismissal Order or Settlement Distribution Order (whichever is the latest) as the date by which an appeal or application for leave to appeal may be brought, and no appeal or application for leave to appeal has been brought, the day after that date has passed; or
- (iii) if an appeal or application for leave to appeal is brought in respect of the Approval Order, Claims Dismissal Order or Settlement Distribution Order within the time limited for such an appeal or application for leave:
 - (1) subject to (2), the day after the date of the final disposition of that appeal or application for leave to appeal;
 - (2) subject to (3), the day after the expiration of the period within which an appeal or application for leave to appeal may be brought from that



disposition (including, for the avoidance of doubt, the appeal period specified in section 33ZC(6) of the Act); or

- (3) if an appeal or application for leave to appeal from the disposition referred to in (1) above is brought within the time within which such an appeal or application for leave may be brought, the date of final disposition of that appeal or application for leave to appeal.

Applicant and Sample Group Member's Reimbursement Payment means an amount approved by the Court, by way of compensation and reimbursement for time and expenditure reasonably incurred by the Applicant and/or the Sample Group Member in their representative capacities in bringing and maintaining the Proceeding in the interests of Group Members.

Applicant means Jessica Amy Challenor.

Applicant's Legal Costs and Disbursements means a sum approved by the Court representing the Applicant's reasonable legal costs and disbursements on a solicitor and own client basis (calculated in accordance with the Applicant's Retainer and Costs Agreement with Shine) incurred on her own behalf and on behalf of all or any Group Members in the Proceeding, including the Cash Outlay and Remaining Costs.

Approval Order means a Court order that:

- (i) the Settlement of the Proceeding including the Released Claims be approved under section 33V of the Act on the terms set out in the Settlement Deed;
- (ii) pursuant to sections 33V and/or 33ZF of the Act, the Applicant be authorised *nunc pro tunc* to enter into and give effect to the Settlement Deed (and the transactions contemplated by it) for and on behalf of each of the Group Members and/or making orders under section 33ZB of the Act making the section 33V orders binding on the Applicant, all Group Members and the Respondent.

ART means Australian Retirement Trust, a super fund formed through the merger of the Sunsuper Superannuation Fund (ABN 98 503 137 921) and the QSuper Fund in February 2022.

ART Group Member means a Group Member who is a current ART member and has an ART account.

ARTPL means Australian Retirement Trust Pty Limited as the trustee of Australian Retirement Trust (ABN 88 010 720 840) of 266 George Street, Brisbane, Queensland 4000.



Assessment Methodology means Schedule 2 to this Scheme entitled “Assessment Methodology”.

ATE Insurers means the insurers providing after-the-event insurance in relation to the Proceeding (including any adverse costs cover).

ATO means the Australian Taxation Office.

ATO Payment means a payment made by ARTPL to the Australian Taxation Office under the *Superannuation (Unclaimed Money and Lost Members) Act 1999* (Cth) of the amount that was allocated to a Participating Group Member as a trustee voluntary payment in accordance with the timeframes under that Act.

Backdated Group Member means a Group Member who became a member of the QSuper Fund only after QSuper had prepared the mailing distribution list for the Significant Event Notice to its members on or around 12 May 2016, but before 1 July 2016.

Business Day means a day on which banks are open for general banking business in Brisbane, Queensland (not being a Saturday, Sunday or public holiday in that place).

Cash Outlay means the total amount of fees and costs paid or payable by the Funder (including any security for costs paid or payable) in relation to the Proceeding and/or the Managed Investment Scheme.

Claims Dismissal Order means a Court order dismissing all of the Claims in the Proceeding of the Applicant and of each Group Member, with no order as to costs and with all previous costs orders vacated with effect from the date on which the Settlement Administrator notifies the Court of the final payment having been made to Group Members under the Settlement Distribution Scheme.

Court means the Federal Court of Australia.

Death Benefit Recipient means a Group Member who falls within the criteria in paragraph 3(b) of the FASOC.

Deceased Estate Claim means a claim made by a claimed beneficiary of the estate of a deceased Fund Member, who QSuper had not identified was deceased as at 21 November 2025, but had been notified was deceased by the Extended Registration Deadline.

Deferred Fees means that portion of Shine’s professional fees incurred by the Applicant but not paid by the Woodsford Parties pursuant to the Funding Agreement and carried



on a conditional basis pursuant to the Retainer and Costs Agreement between the Applicant and Shine.

Direct Mail Group Member means a Group Member who was sent the Significant Event Notice by the Respondent rather than by a third party mailing house, and who was excluded from the Respondent's Data List for the distribution of the Settlement Notice.

Distribution means an amount distributed to a Participating Group Member from the Settlement Sum Account in accordance with this Scheme.

Extended Registration Deadline means 4.00 pm AEST on 10 April 2026, being the date fixed by the Court as the time by which a Registration Form must be completed and submitted to Shine for an Additional Group Member to be considered in this Scheme.

FASOC means the Further Amended Statement of Claim filed in the Proceeding on 19 December 2024.

Former ART Group Member means a Group Member who, on 1 July 2016, was a member of the QSuper Fund, and who is not a current ART member and does not have an ART account.

Former Spouse means a Group Member who falls within the criteria in paragraph 3(c) of the FASOC.

Funding Agreement means the litigation funding agreement entered into between the Woodsford Parties and the Applicant dated 13 April 2022.

Funding Commission means 27.5% of the Settlement Sum.

Funder means Woodsford Litigation Funding 10 LLP (Company Number OC432978) of 8 Bloomsbury Street, London, WC1B 3SR.

Fund Member means a Group Member who falls within the criteria in paragraph 3(a) of the FASOC.

Group Members means those persons who meet the description of Group Members in paragraph 3 of the FASOC, other than any persons who have validly opted out of the Proceeding pursuant to section 33J of the Act. For the avoidance of doubt, Group Members includes the Sample Group Member. Unless otherwise stated, a reference to Group Members is taken to include Additional Group Members and people in relation to whom a Deceased Estate Claim is maintained.



Group Member Data means the information regarding Registered Group Members produced by the Respondent pursuant to subparagraphs 15(e) to (j) of the orders made by the Court on 19 November 2025.

Holding Account means an interest-bearing account held with an Australian authorised deposit taking institution of which the account holder is Shine as trustee, and which the Settlement Distributor must pay, or cause to be paid, the Shine and Funder Amount.

High Risk means a person who, as at 1 July 2016, was eligible for the High Risk Rate and Occupational Rating Category as set out in Schedule B.5 to the FASOC: Heavy manual and other identifiable high risk occupations (e.g. police, emergency services, cleaners, security guards).

Identified Lost Group Member means a Lost Group Member whose updated contact details have been provided (either by themselves or by the ATO) to the Respondent following the distribution of the Significant Event Notice, and upon providing those details ceased to be a Lost Group Member.

Lost Group Member means a Group Member who QSuper deemed as a lost member when two consecutive pieces of correspondence were returned as undeliverable or marked return to sender.

Managed Investment Scheme Costs means any fees and costs due in relation to the operation of the Managed Investment Scheme.

Managed Investment Scheme means the Woodsford – QSuper – Litigation Funding Scheme.

Net Settlement Sum means the amount of the Settlement Sum available for distribution to Participating Group Members after the deduction of the Shine and Funder Amount. The Net Settlement Sum is inclusive of interest.

Non-Participating Group Members has the meaning given in clause 53 and the definitions of the Assessment Methodology at Schedule 2 to this Scheme.

Participating Group Members means the Applicant, Sample Group Member and those Group Members:

- (i) who are:
 - (1) Group Members (other than Additional Group Members), or who were Group Members prior to their death and in relation to whom a Deceased Estate Claim has been registered, and who completed or had completed on their



behalf the Registration Form and submitted it to Shine before the Registration Deadline on 4.00 pm AEST on 27 February 2026; or

- (2) Additional Group Members who completed the Registration Form and submitted it to Shine before the Extended Registration Deadline on 4.00 pm AEST on 10 April 2026;
- (ii) for whom a record is contained in the Group Member Data;
- (iii) who, based on the information provided in the Registration Form and the Group Member Data, the Settlement Administrator determines are Group Members; and
- (iv) whose Payment Amount (once calculated) is more than \$20.

Payment Amount means the individual entitlement of a Participating Group Member calculated in accordance with the principles in Schedule 2 Assessment Methodology to this Scheme:

Proceeding means the representative proceeding *Jessica Amy Challenor v QSuper Board ABN 32 125 059 006* (Federal Court of Australia Proceeding No VID691 of 2021).

Professional means a person who, as at 1 July 2016, was eligible for the Professional Rate and Occupational Rating Category as set out in Schedule B.5 to the FASOC: university qualified relevant to their occupation or a senior manager (e.g. surgeons, doctors, executives) with a salary of \$120,000+ working in office based environments.

QSuper means the QSuper Board Pty Limited ACN 657 707 009.

QSuper Fund means the superannuation fund known as QSuper, of which QSuper Board was the trustee prior to its merger with the Sunsuper Superannuation Fund in February 2022.

Registered Group Members means:

- (i) the Applicant;
- (ii) the Sample Group Member; and
- (iii) any person who:
 - (1) is:
 - (A) not an Additional Group Member and who completed or had completed on their behalf the Registration Form and submitted it to Shine before the Registration Deadline on 4.00 pm AEST on 27 February 2026; or



(B) is an Additional Group Member and who completed or had completed on their behalf the Registration Form and submitted it to Shine before the Extended Registration Deadline on 4.00 pm AEST on 10 April 2026; and

(2) is confirmed to be a Group Member in accordance with this Scheme.

Registration Deadline means 4.00 pm AEST on 27 February 2026, being the date fixed by the Court as the time by which a Registration Form must be completed and submitted to Shine for a Group Member to be considered in this Scheme.

Registration Form means a registration submitted using the Registration Portal before the Registration Deadline or Extended Registration Deadline (in the case of an Additional Group Member) containing the information required for the purposes of this Scheme.

Registration Portal means the online portal operated by Shine in accordance with Order 11 made on 19 November 2025.

Remaining Costs means that portion of the Applicant's Legal Costs and Disbursements incurred by the Applicant but not paid by the Woodsford Parties under the Funding Agreement and carried on a conditional basis pursuant to the Applicant's Retainer and Costs Agreement with Shine.

Respondent means the QSuper Board.

Retainer and Costs Agreement means the legal costs disclosure and agreement between Shine and the Applicant relating to the Proceeding.

Sample Group Member means Keir McLean Brown.

Scheme means this Settlement Distribution Scheme.

Settlement Administrator means the person responsible for:

- (i) establishing a Registration Portal to take registrations;
- (ii) verifying registrations to determine which registrants are:
 - (1) Group Members;
 - (2) Participating Group Members;
 - (3) Non-Participating Group Members;
- (iii) calculating Payment Amounts for Participating Group Members; and
- (iv) enforcing the Scheme on behalf of Group Members.



Settlement Distribution Order means a Court order approving the terms of a Settlement Distribution Scheme.

Settlement Distributor means the person appointed to make payments to Participating Group Members to administer the Settlement Distribution Scheme.

Settlement Notice means the notice sent to Group Members (other than Additional Group Members) informing them of the proposed settlement in accordance with orders 3 and 4 of the Court's orders dated 19 November 2025.

Settlement Sum means an amount of \$67,000,000 in full and final Settlement of the Proceeding inclusive of interest, any GST payable on the Settlement Sum, the Applicant's Legal Costs and Disbursements, any commission or other amount to be paid to the Funder or any other person and the costs of settlement approval and settlement administration.

Settlement Sum Account means:

- (i) an interest-bearing holding account with an Australian authorised deposit taking institution which is separate to the general reserve for ART of which ARTPL is the account holder as trustee;
- (ii) the Settlement Sum held in the Settlement Sum Account, and any interest accrued on it, is to be held for allocation or distribution by ARTPL in accordance with this Scheme.

Shine means Shine Lawyers Pty Ltd (ACN 134 702 757).

Shine and Funder Amount means an amount (approved by the Court and less than the Settlement Sum) referable to:

- (i) the Applicant's Legal Costs and Disbursements;
- (ii) the Administration Costs;
- (iii) the Managed Investment Scheme Costs;
- (iv) the Funding Commission;
- (v) any after-the-event insurance premiums (including any deferred premiums);
- (vi) any Applicant and Sample Group Member's Reimbursement Payment.

Standard means a person who, as at 1 July 2016, was eligible for the Standard Rate and Occupational Rating Category as set out in Schedule B.5 to the FASOC: nurses,



health care workers/carers, manual light positions. Any worker who does not meet the criteria for any of the other ratings.

Supplementary Settlement Notice means the notice sent to Additional Group Members informing them of the proposed settlement and opt out rights in accordance with order [xx] of the Court's orders dated [INSERT].

System means the system of automatic occupational rating that the Applicant alleges QSuper ought to have implemented to assign Group Members an occupational rating, as set out in paragraphs 35 and 35A of the Applicant's Further Amended Statement of Claim.

System Group Member means a Group Member who:

- (a) is a Lost Group Member;
- (b) was not sent a copy of the May Email, or was not sent or otherwise provided access to the May Letter (as defined in paragraphs 26A(a) and 25(a) of the Applicant's FASOC respectively), or the Significant Event Notice; and
- (c) by reason of the matters in (a) and (b), it is proposed this Scheme will only assess claims for these persons on the basis that they have available to them a cause of action available to them for the alleged breaches of the 'care and skill' and 'best interests' covenants contained in s 52(2) of the *Superannuation Industry (Supervision) Act 1993* (Cth), and not under s1017B(1) of the Corporations Act or for misleading or deceptive conduct.

Tax means a tax, levy, duty, charge, deduction or withholding or an imposition, however it is described, that is imposed by law of a Government of Australia or elsewhere, together with any related interest, penalty, fine or other charge.

Unidentified Group Member means a Group Member who was excluded from the Respondent's Data List compiled for the distribution of the Settlement Notice, but whose reason for exclusion is unascertainable.

Unit Value has the meaning given in the definitions of the Assessment Methodology at Schedule 2 to this Scheme.

Unique Identifier means an anonymised, randomly generated identifier for each potential Group Member who has been distributed a Settlement Notice, which has been generated by ARTPL to match client identification numbers used in its systems to identify potential Group Members, generate Group Member Data and enable the Settlement Administrator to determine Participating Group Members.



White Collar means a person who, as at 1 July 2016, was eligible for the White Collar Rate and Occupational Rating Category as set out in Schedule B.5 to the FASOC: 80% of time in office or classroom environment and duties are limited to administration or managerial and, occupation does not involve more than 10% light manual duties (e.g. managers, teachers, call centre operators).

Woodsford Parties means the following parties:

- (i) The Funder;
- (ii) Woodsford Group Limited (Company Number 07327885 (England and Wales Foreign Company)); and
- (iii) Woodsford Australia Pty Limited (ACN 644 961 446).

B. SETTLEMENT ADMINISTRATOR AND SETTLEMENT DISTRIBUTOR

2. This Settlement Distribution Scheme (**Scheme**) sets out a procedure for the distribution of the Settlement Sum.
3. The Scheme is administered and applied by the Settlement Administrator.
4. With approval of the Court, Shine is appointed as the Settlement Administrator.
5. The Settlement Administrator:
 - (a) is responsible for:
 - (i) establishing a Registration Portal to take registrations;
 - (ii) verifying registrations to determine which registrants are:
 - (1) Group Members;
 - (2) Participating Group Members;
 - (3) Non-Participating Group Members;
 - (iii) calculating Payment Amounts for Participating Group Members; and
 - (iv) enforcing the Scheme on behalf of Group Members;
 - (b) may appoint delegates to act on its behalf. The Settlement Administrator is responsible for the conduct of any appointed delegate; and
 - (c) in so far as is consistent with this Scheme, is authorised to make decisions that, in the Settlement Administrator's sole discretion, ultimately benefit the Participating Group Members as a whole.



6. The Settlement Distributor is to distribute:
 - (a) Payment Amounts to Participating Group Members in accordance with this Scheme; and
 - (b) other Court-approved deductions to the Settlement Administrator.
7. With approval of the Court, ARTPL is appointed as the Settlement Distributor.
8. The Settlement Distributor will distribute the Settlement Sum within 6 months of the expiry of the Appeal Date, other than in exceptional circumstances.
9. If the Settlement Sum is not distributed within 6 months of the expiry of the Appeal Date, the Settlement Distributor will report to the Court and the Settlement Administrator on the reasons for the delay and the steps that the Settlement Distributor proposes to take to address it.
10. The Settlement Administrator and Settlement Distributor may (each or collectively):
 - (a) obtain legal advice;
 - (b) engage third party service providers including, but not limited to, accountants, solicitors, tax advisors, registry service providers and mailing houses;
 - (c) obtain advice in respect of tax matters arising from the administration of, and making payments from, the Settlement Sum; and
 - (d) seek a ruling from the Federal Commissioner of Taxation and any of the Commissioners of State Revenue if the Settlement Administrator determines that obtaining such a ruling would be in the best interests of the Participating Group Members.
11. Notwithstanding anything elsewhere in this Scheme, the Settlement Administrator may at any time correct any error, slip or omission occurring during the course of the administration of this Scheme.
12. The Settlement Administrator and Settlement Distributor each have the same immunities from suit as attach to the office of a judge of the Federal Court of Australia.
13. The time for doing any act or thing under this Scheme may be extended by the Settlement Administrator in their absolute discretion, or by order of the Court. Subject to Clause 14, the Settlement Administrator should not extend any time period beyond 45 days after the period specified in this Scheme except by order of the Court.
14. Where the time for doing any act or thing under this Scheme is contingent upon any other act or thing under this Scheme, an extension of time for performance of the prior step will result in a commensurate extension of time for performance of the contingent step (in the exercise of the absolute discretion of the Settlement Administrator or by order of the Court).



C. SUPERVISION OF THE SCHEME

15. The Settlement Administrator or Settlement Distributor may at any time refer any issues arising in relation to the Scheme or its administration to the Court for directions.
16. The Settlement Administrator or Settlement Distributor (as applicable) must:
 - (a) give seven days' notice to the other of an intention to make such an application for directions; and
 - (b) serve on the other all documents filed in any such application as soon as practicable after filing; and
 - (c) set out the nature of the order(s) sought and the reason(s) for seeking those order(s).
17. The Settlement Administrator is entitled to seek payment of its costs in relation to any such application or reference to the Court including from any remainder of the Net Settlement Sum or otherwise, subject to the Court's approval.

D. PAYMENT OF THE SETTLEMENT SUM

18. The Respondent must, within 5 Business Days after the date of the Settlement Deed, pay, or cause to be paid, the Settlement Sum into the Settlement Sum Account.
19. The Settlement Sum held in the Settlement Sum Account, and any interest accrued on it, is to be held for allocation or distribution by the Settlement Distributor in accordance with this Scheme.
20. Shine must open the Holding Account and provide the details of it to the Respondent no later than the Appeal Date.
21. Within 2 Business Days after the expiry of the Appeal Date for the Approval Order, the Settlement Distributor is to transfer into the Holding Account the Shine and Funder Amount.
22. The Shine and Funder Amount will be taken to have been received into the Holding Account immediately upon the Respondent causing an electronic funds transfer of the Shine and Funder Amount to be made to the Holding Account.
23. The funds in the Holding Account referable to:
 - (a) any Funding Commission or after-the-event insurance premiums (including deferred premiums) will be held by Shine on trust for the Funder and the ATE Insurers (in respect of the Funder and the ATE Insurers' respective entitlements as approved by the Court, if any);



- (b) the Applicant's Legal Costs and Disbursements will be held on trust by Shine for the Funder and Shine, in accordance with the Court's orders approving payment of that amount to the Funder and/or Shine (as applicable);
- (c) any Applicant and Sample Group Member's Reimbursement Payment will be held by Shine on trust for the Applicant or Sample Group Member (as applicable), in respect of their respective entitlements as approved by the Court (if any).

24. From the funds in the Holding Account (including any interest earned thereon), the Settlement Administrator will make the payments set out below, in order of priority, in accordance with Court orders approving such payments pursuant to s33V(2) of the Act:

- (a) first, pay *pari passu* and *pro rata* and without duplication to:
 - (i) Woodsford Australia Pty Ltd (ACN 644 961 446), the Managed Investment Scheme Costs in the sum approved by the Court;
 - (ii) the Funder, the Cash Outlay and any security for costs paid or payable by it, in the sum approved by the Court;
- (b) second, to pay any balance, *pari passu* and *pro rata*, to:
 - (i) the Funder, Funding Commission in the sum approved by the Court;
 - (ii) Shine, the Remaining Costs plus a 25% uplift on the Deferred Fees in the sum approved by the Court;
 - (iii) the ATE Insurers, any unpaid premium that is due to the ATE Insurers in the sum approved by the Court;
- (c) third, the Applicant and Sample Group Member's Reimbursement Payment in the sum approved by the Court, which is to be paid to the Applicant and Sample Group Member;
- (d) fourth, pay to the Administrator the Administration Costs incurred or to be incurred by the Administrator in the sum approved by the Court.

25. In respect of any taxation or other statutory mandated obligations arising from the requirement that Shine hold funds on trust in accordance with this clause D, nothing in this Scheme alters Shine's entitlements as a trustee under the general law.

E. REGISTRATION OF GROUP MEMBERS

26. The Settlement Distributor must:



- (a) produce a list of Unique Identifiers for each potential Group Member (excluding Additional Group Members) to the Settlement Administrator by 17 November 2025.
 - (b) within 5 Business Days after the date of the Court making orders approving the distribution of the Supplementary Settlement Notice (**Second Preliminary Orders**), produce a list of Unique Identifiers for each potential Additional Group Member to the Settlement Administrator.
27. For the purposes of this Scheme, it is deemed that each list of Unique Identifiers produced in accordance with clause 26 includes a complete list of potential Group Members.
28. Each potential Group Member's Unique Identifier will be provided to them:
 - (a) with the Settlement Notice (in accordance with the Court's orders dated 19 November 2025 for Group Members other than Additional Group Members);
 - (b) with the Supplementary Settlement Notice (if the person is an Additional Group Member who is not a Lost Group Member (excluding Identified Lost Group Members));
 - (c) by the Settlement Distributor directly if the person is a Lost Group Member. Lost Group Members must contact the Settlement Distributor by phone on 1300 360 750 before attempting to register with the Settlement Administrator.
29. The list of Unique Identifiers for all Additional Group Members must clearly indicate whether the Additional Group Member is a System Group Member.
30. The Settlement Distributor must, by 13 March 2026, review all enquiries received in relation to the Proceeding since 5 December 2025 to determine whether any person who made an enquiry is a Lost Group Member. If the Settlement Distributor identifies that any such person is a Lost Group Member, the Settlement Distributor must provide the Lost Group Member who made the relevant enquiry with the Supplementary Settlement Notice which contains their Unique Identifier.
31. A person must provide the following information when completing and lodging a Registration Form:
 - (a) The Group Member's:
 - (i) Unique Identifier;
 - (ii) first and last names (including, where applicable, any name that they were formerly known by);
 - (iii) date of birth;



- (iv) QSuper or ART member number (if known). For the avoidance of doubt, the provision of a QSuper or ART member number is not mandatory;
 - (v) email address;
 - (vi) postal and/or residential address;
 - (vii) mobile phone or telephone number;
- (b) a confirmation as to the capacity in which the person is acting, including whether they are registering:
- (i) on their own behalf (as a Fund Member); or
 - (ii) on behalf of an estate or as a Death Benefit Recipient; or
 - (iii) as a Former Spouse; or
 - (iv) on behalf of a Group Member who has authorised them to register on their behalf.
- (c) whether, as at 1 July 2016, the Fund Member was eligible to be occupationally rated as:
- (i) White Collar; or
 - (ii) Professional; or
 - (iii) Standard; or
 - (iv) High Risk; and
- (d) if they are registering as a Death Benefit Recipient, Deceased Estate Claim or Former Spouse, the following information in relation to the QSuper Fund Member from whose account they received a transfer:
- (i) first and last names (including, where applicable, any name that the QSuper Fund Member was formerly known by);
 - (ii) date of birth;
 - (iii) date of death (if deceased);
 - (iv) QSuper or ART member number (if known). For the avoidance of doubt, the provision of a QSuper or ART member number is not mandatory.

32. The Registration Form is to be designed so that the Unique Identifier provided in accordance with clause 31(a)(i) above can be automatically verified against the list of Unique Identifiers for each potential Group Member provided by the Settlement Distributor in clause 26. A registrant will not be permitted to submit their Registration Form unless the Unique Identifier they provide:



- (a) matches a Unique Identifier in the list provided by the Settlement Distributor (irrespective of whether that Unique Identifier matches the Unique Identifier assigned to that particular potential Group Member); and
- (b) has not been used by another registrant to register a claim.

33. The Registration Form will require Group Members to re-confirm entry of the:

- (a) date of birth of the Fund Member; and/or
- (b) QSuper or ART member number of the Fund Member (if the Group Member provides one).

The potential Group Member will not be permitted to submit their Registration Form if the re-confirmed date of birth or QSuper/ART member number (if provided) do not match. This is intended to minimise the risk of data discrepancies arising between the information provided by the potential Group Member and the Settlement Distributor's records in the registration process.

34. Group Members must complete the occupational rating questions in the Registration Form, the answers to which will determine automatically the occupational category to which they (or the original Fund Member) are allocated (and whether they satisfy the Group Member definition). In the event that a Group Member considers that the occupational category to which they are allocated by that process is incorrect, they are provided an opportunity to identify what they consider is the correct allocation, and to describe why they consider the automatic allocation was incorrect. The Settlement Administrator may consider any such purported correction and may, in their absolute discretion, contact Group Members to resolve any inconsistency and/or determine the appropriate category to which the Group Member ought to be allocated. In any event, Group Members will be required to make a declaration that the answers to the occupational rating questions, or any purported correction of the resulting allocation, is true and correct. If the Settlement Administrator determines, in its absolute discretion, that the information provided to justify any request to change a Group Member's automatically allocated occupational rating is insufficient or inadequate to justify the change, the Settlement Administrator is entitled to rely on the occupational rating originally assigned on the initial Registration Form.

35. Group Members must ensure that the information they provide in the Registration Form (and any other information provided to the Settlement Administrator or Settlement Distributor) is true and accurate. The Settlement Administrator is not responsible for:

- (a) checking the truthfulness and accuracy of information provided by Group Members; and



- (b) any consequence that arises from the failure of a Group Member to provide true and accurate information to the Settlement Administrator or Settlement Distributor, including but not limited to a de facto release of preserved benefits inconsistent with the scheme established by the *Superannuation Industry (Supervision) Regulations 1994* (Cth).
36. The Settlement Distributor is responsible for confirming that the date of birth of the Fund Member provided on the Registration Form matches the relevant date of the birth for the Unique Identifier provided on the Registration Form. The Settlement Administrator is entitled to rely on the Settlement Distributor's confirmation that the relevant date of birth and Unique Identifier fields match in assessing whether a registrant is a Participating Group Member in this Scheme.
37. If a Group Member's Registration Form is received by the Settlement Administrator after the Registration Deadline (for Group Members who are not Additional Group Members) or Extended Registration Deadline (for Additional Group Members), then the Settlement Administrator shall not accept that Registration Form. If that Group Member still seeks to be accepted as a Registered Group Member, that Group Member may by 10:15am on 16 April 2026, apply to the Court for determination of whether that Group Member is eligible to participate in the Scheme. If the Court determines in favour of that Group Member, then that Group Member is deemed to be eligible to participate in the Scheme as a Registered Group Member.
38. If a person registers a Deceased Estate Claim, that person is taken to have authority to represent the interests of the deceased Fund Member and any other beneficiaries of their estate. The Settlement Administrator is not responsible for verifying the truthfulness and accuracy of the individual's authority.
39. A person (other than the Applicant and Sample Group Member) becomes a Registered Group Member when:
- (a) the person lodges a complete Registration Form on the Registration Portal in accordance with the orders of the Court made on:
- (i) 19 November 2025, prior to the Registration Deadline (for a Group Member who is not an Additional Group Member); or
- (ii) [DATE] February 2026, prior to the Extended Registration Deadline (for Additional Group Members).

For the avoidance of doubt, where a person had registered with Shine prior to 5 December 2025, the Settlement Administrator is permitted to consider information



already provided to Shine in assessing whether the registrant has already provided the information required in the Registration Form; and

- (b) the Settlement Administrator confirms (from the information provided in the Registration Form and the Group Member Data) that the person is a Group Member.

40. The Applicant and Sample Group Member are deemed to be Registered Group Members for the purposes of this Scheme.

41. The Settlement Administrator may liaise with the Settlement Distributor to reconcile any issues between the information a person provides in the Registration Form and the Group Member Data to assist in determining whether a person is a Registered Group Member.

42. A Registered Group Member becomes a Participating Group Member when the Settlement Administrator determines that:

- (a) based on the information provided in the Registration Form and the Group Member Data, the Group Member is a Participating Group Member; and
- (b) their Payment Amount is more than \$20 in accordance with the process set out in clause G below.

43. The Settlement Administrator is entitled to rely on the Group Member Data to identify whether a Participating Group Member is a:

- (a) ART Group Member (including, in the case of a registration on behalf of a Deceased Estate Claim, whether the deceased Fund Member is an ART Group Member);
- (b) Former ART Group Member;
- (c) Additional Group Member (including whether or not the Additional Group Member is a System Group Member);
- (d) person subject to a Deceased Estate Claim;
- (e) Death Benefit Recipient; or
- (f) Former Spouse (or is a Fund Member in paragraph 3(a) of the FASOC who has a Former Spouse).

44. Only Participating Group Members are eligible to receive a Payment Amount under this Scheme.

F. GROUP MEMBER DATA



45. Within 10 Business Days after the Extended Registration Deadline, the Settlement Administrator must prepare a list of the following information provided by each registrant in their Registration Form and provide it to the Settlement Distributor:
- (a) Unique Identifier;
 - (b) for Fund Members, their date of birth;
 - (c) QSuper or ART member number of the Fund Member (if known). For the avoidance of doubt, the provision of a QSuper or ART member number is not mandatory; and
 - (d) where the person registering is a Death Benefit Recipient or Former Spouse, the person's first name and surname.
46. The Settlement Administrator may provide the information in clause 45 to the Settlement Distributor in tranches, including while it is still in the process of taking registrations.
47. Within 7 days after receiving a list prepared pursuant to clause 45, the Settlement Distributor must provide the Group Member Data for each registrant in that list to the Settlement Administrator. The Group Member Data is to contain the following fields:
- (a) Unique Identifier;
 - (b) whether the person who was a member of the QSuper Fund as at 1 July 2016 to whom the account relates is deceased;
 - (c) if the person to whom the account relates is deceased:
 - (i) the date of death;
 - (ii) whether the balance of the person's superannuation fund has been transferred to their estate or any beneficiary;
 - (iii) the proportion of the share of the interest in the deceased person's superannuation that the individual registrant received (if any);
 - (iv) the date of the transfer; and
 - (v) Unique Identifiers for:
 - (1) the deceased Fund Member (if applicable);
 - (2) executor of the estate; and/or
 - (3) any beneficiary;who received a share of the interest in the deceased person's superannuation;
 - (d) whether the potential Group Member is still a member of ART;



- (e) whether any proceeds have been transferred from the account to a third party pursuant to an order or settlement under the *Family Law Act 1975* (Cth), after 1 July 2016 and if so:
 - (i) the proportion of the share of the interest in the person's superannuation that the third party received;
 - (ii) the proportion of the share of the interest in the person's superannuation fund that the individual registrant received (if any); and
 - (iii) the date of transfer;
 - (iv) Unique Identifiers for:
 - (1) the third party who received a share of the interest; and
 - (2) the Group Member from whose account proceeds have been transferred to a third party; and
- (f) whether the Fund Member held insurance cover during the claim period in the proceeding.

- 48. The Settlement Administrator is entitled to rely on the accuracy of the information provided in the Group Member Data.
- 49. If a record of a registrant (or, in the case of a Deceased Estate Claim, the deceased Fund Member) does not appear in the Group Member Data, it will be deemed that that that registrant is not a Registered Group Member.
- 50. The Settlement Administrator may, but is not required to, consult with the Settlement Distributor if there is a discrepancy between the Group Member Data and the information provided by the registrant to confirm whether the registrant is a Group Member.
- 51. The Settlement Administrator may, but is not required to, consult with a registrant if a discrepancy of the kind described at clause 50 above is identified.

G. DETERMINATION OF PAYMENT AMOUNT

- 52. After the Extended Registration Deadline and within 50 Business Days after receiving all Group Member Data for each registrant (or, in the case of a Deceased Estate Claim, the deceased Fund Member) from the Settlement Distributor, the Settlement Administrator must:
 - (a) identify whether each registrant is a Registered Group Member in accordance with Clause F above;



- (b) identify whether each Registered Group Member is, or is not, an Additional Group Member;
- (c) identify whether each Registered Group Member is, or is not, a System Group Member;
- (d) allocate each Registered Group Member to an Occupational Rating Pool; and
- (e) estimate the Unit Value,

to estimate Payment Amounts for each Registered Group Member in accordance with the Assessment Methodology.

53. If:

- (a) the Registered Group Member's estimated Payment Amount, in accordance with the process outlined in clause 52 above, would be less than \$20; or
- (b) the Registered Group Member:
 - (i) is a Former Spouse; and
 - (ii) the date of the transfer from the Fund Member's account to the Former Spouse was made before 1 July 2016,

the Registered Group Member is not a Participating Group Member (**Non-Participating Group Member**).

54. The Settlement Administrator may request the Settlement Distributor to provide a summary of the total funds available in the Settlement Sum Account (including any interest accrued on it) at any time. The Settlement Distributor must respond to any such request within one Business Day of receipt of any such request.

55. Within 5 Business Days after receiving the information pursuant to clause 54 and determining the number of Non-Participating Group Members (and after the expiry of the Appeal Date), the Settlement Administrator is to:

- (a) calculate the final Unit Value in accordance with the Assessment Methodology;
- (b) provide a list to the Settlement Distributor which sets out:
 - (i) the information each Participating Group Member provided in their Registration Form; and
 - (ii) the Payment Amount calculated for each Participating Group Member; and
- (c) communicate to each registrant who does not appear in the Group Member Data and each Non-Participating Group Member to inform them they are not eligible to receive a Payment Amount under this Scheme.



56. The Payment Amounts shall be calculated according to the Assessment Methodology, based on the information each Participating Group Member provided in the Registration Form and the information pertaining to each Participating Group Member in the Group Member Data.

H. DISTRIBUTION TO PARTICIPATING GROUP MEMBERS

57. Within 15 Business Days after receiving the list from the Settlement Administrator referred to in clause 55(b) above, the Settlement Distributor will:

(a) if a Participating Group Member is an ART Group Member (including any Deceased Estate Claims made on behalf of a person who, while deceased, still has an ART account in their name), credit the Group Member's ART account with the Payment Amount (plus any amount of interest (net of Tax) earned on the Net Settlement Sum calculated on a pro rata basis, relative to their Payment Amount) to be allocated to that Participating Group Member;

(b) if a Participating Group Member:

(i) is not an ART Group Member, and

(ii) has ceased to be a member of ART in the last 12 months prior to the payment to be made under this clause; and

(iii) is not a person who has made a Deceased Estate Claim,

pay the Payment Amount (plus any amount of interest (net of Tax) earned on the Net Settlement Sum calculated on a pro rata basis, relative to their Payment Amount) to be allocated to that Group Member, following the payment or rollover instructions or methodology pertaining to such Participating Group Member that were previously used by ARTPL;

(c) if a Participating Group Member is:

(i) a Death Benefit Recipient, or

(ii) a Former Spouse,

pay the Payment Amount (plus any amount of interest (net of Tax) earned on the Net Settlement Sum calculated on a pro rata basis, relative to their Payment Amount) to be allocated to that Group Member, following the payment or rollover instructions or methodology pertaining to such Participating Group Member that were previously used by ARTPL (if received in the last 12 months prior to the payment to be made under this clause);



- (d) if an individual has registered a Deceased Estate Claim and the deceased Fund Member is not an ART Group Member, pay the Payment Amount via an ATO Payment.
 - (e) if a Participating Group Member either:
 - (i) does not fall within paragraphs 57(a), (b), (c), or (d), or
 - (ii) if ARTPL cannot credit the account or make the payment,
provide a list of these Participating Group Members to the Settlement Administrator within 5 Business Days after attempting to pay the Payment Amount.
58. The Settlement Administrator will communicate to each Participating Group Member identified in the list produced under clause 57(d) within 10 Business Days of receiving the data in 57(d) to inform them that ARTPL cannot credit the account or make the payment, and they should contact ARTPL to provide updated payment instructions within 20 Business Days otherwise the Payment Amount allocated to that Group Member will be paid via an ATO Payment.
59. After 20 Business Days after the communication in clause 58, the Settlement Administrator will:
- (a) repeat the process at clause 57 for outstanding Payment Amounts to Participating Group Members; and
 - (b) if ARTPL cannot credit the account or make the payment, make an ATO Payment for the Payment Amount (plus any amount of interest (net of Tax) earned on the Net Settlement Sum calculated on a pro rata basis, relative to their Payment Amount) that was allocated to that Participating Group Member, in accordance with the timeframes under the *Superannuation (Unclaimed Money and Lost Members) Act 1999* (Cth).
60. Any Payment Amount which arises by reason of the Group Member being a Death Benefit Recipient will be paid according to the process set out at clause 57(c), even where the Group Member is also an ART Group Member.
61. Payment Amounts shall be distributed to Participating Group Members in accordance with the Assessment Methodology and within 6 months of the expiry of the Appeal Date.
62. For the avoidance of doubt, the Settlement Distributor may credit or make payments contemplated by Clause H in tranches, at its discretion.
63. The completion of Distributions pursuant to Clause 57 will satisfy any and all rights, claims or entitlements of all Participating Group Members in connection with this Scheme and in or arising out of the Proceeding.



64. In the case of any Payment Amounts paid in relation to a Deceased Estate Claim, the Settlement Administrator and Settlement Distributor are not liable to cause any payment to a claimed beneficiary of the estate in relation to the deceased Fund Member's claim in this proceeding, except for the payments contemplated by paragraphs 57(a), (d) or (e). The person registering the Deceased Estate Claims responsible for accounting to any other beneficiary in relation to the Deceased Estate Claim in accordance with the terms of any instrument applicable to the administration of the estate.

I. NOTICES TO PARTICIPATING GROUP MEMBERS

65. The Settlement Distributor will communicate to:

- (a) All ART Group Members who received a Payment Amount credited to their member account in accordance with clause 57(a) above: on the next periodic member statement for the member, ARTPL will identify the amount credited to the account as a result of the Scheme and note on the member statement that the amount credited relates to the distribution of a class action settlement in proceeding *Jessica Amy Challenor v QSuper Board ABN 32 125 059 006* (Federal Court of Australia proceeding VID691 of 2021); and
- (b) The Settlement Administrator, within 5 Business Days of the date of payment to Participating Group Members, the means by which the Payment Amount has been paid in relation to each Participating Group Member who is not an ART Group Member in accordance with clause 57.

66. The Settlement Administrator will communicate to each Participating Group Member who is not an ART Group Member to the email address on the Participating Group Member's Registration Form to inform them of their entitlement to receive a Payment Amount pursuant to the distribution of a class action settlement in the Proceeding and the means by which the Payment Amount has been paid (including the need, if any, to contact a third party to recover the Payment Account). Communications will be made within 20 Business Days of receiving the communication from the Settlement Distributor referred to in clause 65(b).



J. TAX MATTERS

67. Each Participating Group Member is responsible for obtaining his or her own taxation or government entitlements advice in respect of the Payment Amount they receive.
68. The Settlement Administrator or Settlement Distributor are not obliged to obtain any taxation advice or taxation rulings (class, public or private) concerning any tax potentially payable by a Participating Group Member in respect of Payment Amount they receive.
69. The Settlement Distributor is entitled to withhold an amount attributable to any applicable taxes from the Payment Amount before it is distributed to a Participating Group Member. The Settlement Distributor must pay the amount withheld to the Australian Taxation Office as part of ARTPL's obligations as trustee of ART.

K. REPORTING

70. The Settlement Distributor will, at monthly intervals after the commencement of distribution of the Settlement Sum, report to the Settlement Administrator on the following:
- (a) the total quantum of Payment Amounts distributed to Participating Group Members in the preceding month;
 - (b) the dates on which payments were made to Group Members,
 - (c) the quantum of the payments made on each date;
 - (d) the number of Participating Group Members paid on each date;
 - (e) the number of Payment Amounts made:
 - (i) into an account in the QSuper or ART Fund;
 - (ii) into another superannuation fund account;
 - (iii) by a ATO Payment; or
 - (iv) by any other means.
 - (f) any other information the Settlement Distributor determines is relevant.
71. The Settlement Administrator will report to the Court at the conclusion of the distribution of the Net Settlement Sum, with a copy to be provided to the Applicant and Respondent, which sets out the following:
- (a) the Net Settlement Sum;
 - (b) the total quantum of Payment Amounts distributed to Participating Group Members;



- (c) if the amounts in clauses 71(a) and (b) are different, an explanation for this;
- (d) the amounts representing the highest, lowest, mean and median payments to Group Members;
- (e) the number of Group Members to whom a payment was made including whether the payment was made:
 - (i) into an account in the ART Fund;
 - (ii) into another superannuation fund account
 - (iii) in cash; and
 - (iv) whether the payment was made by ATO Payment;
- (f) the number of Non-Participating Group Members;
- (g) the dates on which payments were made to Participating Group Members, and the quantum of the payments made on each date and the number of Group Members paid on each date;
- (h) an explanation of the nature of any written communications made to Participating Group Members in relation to the distribution of the Net Settlement Sum, and when and by what means those communications were made; and
- (i) any other information the Settlement Distributor determines is relevant.



SCHEDULE 1: Group Member Definition

Paragraph 3 and Schedule B.5 of the Further Amended Statement of Claim (Group Membership and Occupational Rating Categories in the Proceeding)

The Plaintiff and the persons she represents (**Group Members**) are each persons who, not being a Judge, Judicial Registrar or Registrar of the Federal Court of Australia or of the High Court of Australia:

- (a) were members:
 - (i) of the QSuper superannuation fund (**QSuper Fund**);
 - (ii) whose category of membership of the QSuper Fund on 17 May 2016 belonged to one of the accumulation categories defined by s22(1) and (2) of the *Superannuation (State Public Sector) Deed 1990 (QSuper Deed)*;
 - (iii) who were beneficiaries of the policy of insurance established by the Respondent (**QSuper Board**) by s23I(1) and s23K of the QSuper Deed and which commenced on or about 16 December 2013; and
 - (iv) who, had they made the necessary election under cl. 10.47.1 of the policy of insurance entered into on or about 9 June 2016 by the QSuper Board with QInsure Pty Ltd (**QInsure**) to be subject to 'Occupational Rates' (as defined in the schedules to the policy), would have been entitled after 1 July 2016 to a
 - (1) Standard Rate (as defined in the schedules to the policy), and were between the ages of 17 and 39 (inclusive); or
 - (2) Professional Rate (as defined in the schedules to the policy); or
 - (3) White Collar Rate (as defined in the schedules to the policy),
- (b) at any time after 1 July 2016 received payment from a deceased Fund Member of all or part of the interest of the Fund Member attributable to the Fund Member's interest in the QSuper Fund; or
- (c) satisfy both of the following paragraphs:
 - (i) was the spouse of a person who was a Fund Member;
 - (ii) pursuant to an order or settlement in a *Family Law Act 1975 (Cth)* proceeding or a superannuation agreement within the meaning of part VIII B of that Act, at any time



received a transfer from a Fund Member of all or part of the Fund Member's interest in the QSuper Fund.

Schedule B.5 – Occupational Rating Categories

Professional Rate	Professionals i.e. university qualified relevant to their occupation or a senior manager. (e.g. surgeons, doctors, executives) with a salary of \$120,000.00+ working in office based environments.
White Collar Rate	80% of time in office or classroom environment and duties are limited to administration or managerial and, occupation does not involve more than 10% light manual duties. (e.g. managers, teachers, call centre operators).
Standard Rate	Nurses, health care workers/carers, manual light positions. Any worker who does not meet the criteria for any of the other ratings.
High Risk Rate	Heavy manual and other identifiable high risk occupations (e.g. police, emergency services, cleaners, security guards).



SCHEDULE 2: Assessment Methodology

A. DEFINITIONS

1. The following definitions apply to the Assessment Methodology:

Allocated Units means the number of units assigned to each Occupational Rating Pool, weighted to reflect the alleged estimated average loss of a Fund Member in each occupational rating category, as outlined at clauses 3, 12 and 13 below.

Aggregate number of units means the sum of all Allocated Units assigned to Participating Group Members.

Discounted Units means the discount applied to the Allocated Units assigned to System Group Members.

Non-Participating Group Members means Group Members who completed a Registration Form and who will not receive a Payment Amount because:

- (i) the Payment Amount that the Settlement Administrator determines that the Group Member is entitled to receive by the application of the Assessment Methodology is less than \$20; or
- (ii) the Registered Group Member:
 - (1) is a Former Spouse; and
 - (2) the date of the transfer from the Fund Member's account to the Former Spouse is before 1 July 2016.

Any Payment Amount under \$20 will remain part of the Settlement Sum to be distributed to Participating Group Members.

Payment Amount means the amount of the Net Settlement Sum apportioned to each Participating Group Member, calculated by multiplying the number of Allocated Units for each Participating Group Member by the Unit Value.

Net Settlement Sum has the meaning given in the definitions of the Scheme at 1 above.

Participating Group Members has the meaning given in the definitions of the Scheme at 1 above.



Pro rata share of interest means a share of the interest on the Net Settlement Sum which is proportional to the Payment Amount received by the Participating Group Member.

Professional has the meaning given in the definitions of the Scheme at 1 above.

Standard has the meaning given in the definitions of the Scheme at 1 above.

Tax has the meaning given in the definitions of the Scheme at 1 above.

Unit Value means the Net Settlement Sum divided by the Aggregate number of units for all Participating Group Members and represents a single unitised portion of the Net Settlement Sum.

White Collar has the meaning given in the definitions of the Scheme at 1 above.

B. FORMULA

2. Each Participating Group Member's Payment Amount is calculated using the following assessment methodology:

$$\text{Unit Value} = \frac{\text{Net Settlement Sum}}{\text{Aggregate number of units for all Participating Group Members}}$$

$$\text{Payment Amount} = \text{Number of Allocated Units} \times \text{Unit Value} \text{ (- any Tax or other amount ARTPL is required under law to withhold).}^1$$

3. For the purposes of calculating Payment Amounts, the following Allocated Units are to apply to claims for each Group Member who is not a System Group Member:

Occupational Pool	Rating	Allocated Units
Professional / White Collar Pool		14
Standard Pool		1

Note: The Allocated Units ultimately assigned to each of the Professional / White Collar Pool and Standard Pool in the Scheme will depend on the:

- Total number of Registered Group Members;

¹ The parties understand the Net Settlement Sum is not subject to GST. In the event the Net Settlement Sum is subject to GST, then each Group Member will be responsible for their own taxation obligations arising from receiving a Payment Amount.



- *Number of Registered Group Members who are eligible for:*
 - *the Professional / White Collar Pool; and*
 - *the Standard Pool.*

The ratio of Allocated Units between the Professional / White Collar Pool and the Standard Pool in this draft Scheme has been adopted on the basis of:

- (a) *Shine's understanding of the proportion of QSuper Fund members who were likely to be eligible to be occupationally rated as Professional (approximately 17%), White Collar (approximately 48%) and Standard (approximately 22%, with a smaller percentage unknown to Shine aged under 39 as at 1 July 2016); and*
- (b) *the materially lower loss and damage alleged to have been suffered by each Standard Group Member.*

If registrations differ considerably from the proportions assumed, it may be necessary to change the Unit Allocations to ensure that the Scheme results in a distribution which is fair and reasonable to the group members as a whole.

4. For the purposes of calculating Payment Amounts, the following Allocated Units are to apply to claims for each System Group Member:

Occupational Pool	Rating	Discounted Units
Professional / White Collar Pool		4
Standard Pool		0.3

Note: *The Discounted Units reflect the fact that System Group Members do not have claims under s 1017B of the Corporations Act 2001 (Cth) or for misleading or deceptive conduct, because they did not receive the May Email, May Letter or Notice (as defined in the Applicant's Further Amended Statement of Claim). They only have a claim for alleged breaches of the covenants contained in s 52(2) of the Superannuation Industry (Supervision) Act 1993 (Cth). The System Group Members have been allocated fewer units to reflect the fact that they have fewer causes of action compared to the other Group Members.*

5. The Payment Amount for a Participating Group Member who:
- (a) meets the criteria of a Fund Member in paragraph 3(a) of the FASOC; and
 - (b) is not a System Group Member; and



(c) is not a Death Benefit Recipient; and

(d) does not have a Former Spouse who has registered to participate in this Settlement,

will be determined based on 100% of the Allocated Units for the relevant Occupational Rating Pool. The Participating Group Member is responsible for accounting to any third parties, if they claim to be entitled to a share of the Participating Group Member's Payment Amount.

Example 1: *Jane was a member of the QSuper Fund as at 1 July 2016 and was eligible to be occupationally rated as White Collar. Jane does not have a Former Spouse. Jane's Payment Amount will be calculated based on the full value of her Allocated Units.*

For example:

- *Jane is eligible for the Professional/White Collar Pool = 14 Allocated Units*
- *14 Units x 100% = Jane's Payment Amount is calculated based 14 Allocated Units*
- *For illustration purposes only, if an Allocated Unit is calculated to be \$20 under the Scheme, Jane will be distributed a Payment Amount of approximately \$280.*

6. The Payment Amount for a Participating Group Member who:

(a) meets the criteria of a Fund Member in paragraph 3(a) of the FASOC; and

(b) is not a System Group Member; and

(c) is not a Death Benefit Recipient; and

(d) has a Former Spouse who has registered to participate in this Settlement,

will be determined based on the Allocated Units for the relevant Occupational Rating Pool, proportionate to the share of the interest in the QSuper Fund that each retained pursuant to a *Family Law Act 1975 (Cth)* order or settlement (to the extent that it can be determined based on the information contained in the Group Member Data).

Example 2: *John was a Fund Member of the QSuper Fund as at 1 July 2016 and was eligible to be occupationally rated as Professional.*

Both John and his Former Spouse, Sally, register to participate in the Settlement.

Under a Family Law Act 1975 (Cth) transfer in 2019, John was required to transfer 60% of the funds in his QSuper account to Sally.



As a Fund Member entitled to the Professional Rate, John is eligible for 14 Allocated Units. This is split proportionally in accordance with the Family Law Act 1975 (Cth) transfer, so John's Payment Amount is calculated based on 5.6 Allocated Units (40%) and Sally's Payment Amount is calculated based on 8.4 Allocated Units (60%).

For example:

- *John is eligible for the Professional / White Collar Pool = 14 Allocated Units*
- *14 Units x 40% = John's Payment Amount is calculated based on 5.6 Allocated Units*
- *14 Units x 60% = Sally's Payment Amount is calculated based on 8.4 Allocated Units*
- *For illustration purposes only, if an Allocated Unit is calculated to be \$20 under the Scheme:*
 - *John will be distributed a Payment Amount of approximately \$112.*
 - *Sally will be distributed a Payment Amount of approximately \$168.*

7. The Payment Amount for a Participating Group Member who:

- (a) does not meet the criteria of a Fund Member in paragraph 3(a) of the FASOC;
- (b) is not a System Group Member; and
- (c) is not a Death Benefit Recipient; and
- (d) is a Former Spouse; and
- (e) where the person who was originally a QSuper Fund Member (who was required to make a transfer to the Participating Group Member under a *Family Law Act 1975 (Cth)* settlement) does not register to participate in the Settlement;

will be determined based on the Allocated Units for the relevant Occupational Rating Pool, proportionate to the share of the interest in the QSuper Fund that they received under the *Family Law Act 1975 (Cth)* order or settlement (to the extent that it can be determined based on the information contained in the Group Member Data).

Example 3: *John was a Fund Member of the QSuper Fund as at 1 July 2016 and was eligible to be occupationally rated as Professional.*

John's Former Spouse, Sally, registers to participate in the Settlement. John does not register to participate in the Settlement.



Under a Family Law Act 1975 (Cth) transfer in 2019, John was required to transfer 60% of the funds in his QSuper account to Sally.

As a person entitled to the Professional Rate, John is eligible for 14 Allocated Units. This is split proportionally in accordance with Family Law Act 1975 (Cth) transfer, so Sally's Payment Amount is calculated based on 8.4 Allocated Units (60%). As John does not register, the remaining 5.6 Allocated Units (40%) are not distributed (the effect of which is to marginally increase the Unit Value for each Participating Group Member).

For example:

- *John is eligible for the Professional / White Collar Pool = 14 Allocated Units*
- *14 Units x 60% = Sally's Payment Amount is calculated based on 8.4 Allocated Units*
- *For illustration purposes only, if an Allocated Unit is calculated to be \$20 under the Scheme, Sally will be distributed a Payment Amount of approximately \$168.*

8. The Payment Amount for a Participating Group Member who:

- (a) does not meet the criteria of a Fund Member in paragraph 3(a) of the FASOC;
- (b) is not a System Group Member;
- (c) is not a Former Spouse; and
- (d) is a Death Benefit Recipient,

will be determined based on the Allocated Units for the relevant Occupational Rating Pool, proportionate to the share of the interest in the QSuper Fund that the Participating Group Member received.

Example 4: *Fred received a death benefit payment from the account of his father, Jimmy, in 2019. As at 1 July 2016, Jimmy was a Fund Member who would have been entitled to be occupationally rated as White Collar.*

Fred shared the benefit payment 50/50 with his sister, Jane. As a person who was entitled to the White Collar Rate, Jimmy's account is eligible for 14 Allocated Units. This is split proportionally, so Fred's Payment Amount is calculated based on 7 Allocated Units (50%).



If Jane also registered, her Payment Amount would also be calculated based on 7 Allocated Units (50%). If Jane does not register, the remaining 7 Allocated Units would not be distributed (the effect of which is to marginally increase the Unit Value for each Participating Group Member).

For example:

- *Jimmy's account is eligible for the Professional / White Collar Pool = 14 Allocated Units*
- *14 units x 50% = Fred's Payment Amount is calculated based on 7 Allocated Units*
- *For illustration purposes only, if an Allocated Unit is calculated to be \$20 under the Scheme, Fred will be distributed a Payment Amount of approximately \$140.*

9. The Payment Amount for a Participating Group Member who:

- (a) Meets the criteria of a Fund Member in paragraph 3(a) of the FASOC; and
- (b) Either:
 - (i) is a Former Spouse; or
 - (ii) is a Death Benefit Recipient,

will be determined based on the Allocated Units for the relevant Occupational Rating Pool, attributable to their individual claim and a separate allocation proportionate to the share of the interest in the QSuper Fund that the Participating Group Member received from their Former Spouse or benefactor.

Example 5: *Jenny was a QSuper Fund Member as at 1 July 2016 who was eligible to be occupationally rated as Professional. As a person entitled to the Professional Rate, Jenny is eligible for 14 Allocated Units. Jenny registers to participate in the Settlement.*

In 2019, Jenny received a transfer under the Family Law Act 1975 (Cth) of 50% of the QSuper account of her Former Spouse, Bill. Bill would have been entitled to be occupationally rated as White Collar. As a person entitled to the White Collar Rate, Bill is eligible for 14 Allocated Units. Bill does not register to participate in the Settlement.

Jenny's Payment Amount is calculated based on 14 Allocated Units (for her own claim) plus a further 7 Allocated Units (representing her 50% share of Bill's claim).



As Bill has not registered, the remaining 7 Allocated Units for his own share are not distributed (the effect of which is to marginally increase the Unit Value for each Participating Group Member).

For example:

- *Jenny is eligible for the Professional / White Collar Pool = 14 Allocated Units*
- *Bill is also eligible for the Professional / White Collar Pool = 14 Allocated Units*
- *(14 units x 100%) + (14 Units x 50%) = Jenny's Payment Amount is calculated based on 21 Allocated Units*
- *For illustration purposes only, if an Allocated Unit is calculated to be \$20 under the Scheme, Jenny will be distributed a Payment Amount of approximately \$420.*

10. The Payment Amount for a person submitting a Deceased Estate Claim will be determined based on 100% of the Allocated Units for the relevant Occupational Rating Pool applicable to the deceased Fund Member. The person making the Deceased Estate Claim is responsible for accounting to any third parties, if those parties claim to be entitled to a share of the relevant Payment Amount. The Settlement Administrator will not be liable to any third parties for a failure by the person making the Deceased Estate Claim to account or to pay any further amounts in connection with the Deceased Estate Claim.

11. The Payment Amount for a Participating Group Member who:

- (a) meets the criteria of a Fund Member in paragraph 3(a) of the FASOC; and
- (b) is a System Group Member,

will be determined based on 100% of the Discounted Units for the relevant Occupational Rating Pool. The Participating Group Member is responsible for accounting to any third parties, if they claim to be entitled to a share of the Participating Group Member's Payment Amount.

Example 6: *Mark was a member of the QSuper Fund as at 1 July 2016 and was eligible to be occupationally rated as White Collar. Mark first acquired group life insurance on 1 June 2016 and did not receive the Significant Event Notice issued in May 2016. Mark's Payment Amount will be calculated based on the full value of his Discounted Units.*

For example:



- *Mark is eligible for the Professional/White Collar Pool = 4 Discounted Units.*
- *4 Units x 100% = Mark's Payment Amount is calculated based on 4 Discounted Units.*
- *For illustration purposes only, if a Discounted Unit is calculated to be \$20 under the Scheme, Mark will be distributed a Payment Amount of approximately \$80.*

C. UNDERLYING REASONING

12. The total number of Participating Group Members who will receive a Payment Amount will not be known until the Extended Registration Deadline has passed and the list of Participating Group Members referred to in clause 55(b) of the Scheme is finalised.
13. The determination of the Allocated Units in the Assessment Formula is based on the following principles:
 - (a) The discounts from the default rate offered on the premiums for Death and Total and Permanent Disability (**TPD**) insurance for the Professional and White Collar Occupational Rating Categories were significantly higher (0.60 of the Standard Rate for Professional or 0.65 of the Standard Rate for White Collar) than the discount offered to Standard QSuper Fund Members;
 - (b) The difference between the premiums for Professional and White Collar Occupational Rating Categories at 1 July 2016 were minimal. Therefore, the alleged losses (cumulative overcharge and lost investment returns) between Fund Members eligible for Professional and White Collar Occupational Ratings are not significant. The Settlement Administrator considers that the time and cost of attempting to differentiate Payment Amounts between Professional and White Collar Participating Group Members would be disproportionate to the small differences in the claim amounts of those two groups. The Settlement Administrator therefore considers that undertaking any such assessment would be unfair to the Participating Group Members collectively, given the impact that the costs of the assessment would have on the Net Settlement Sum.
 - (c) The Settlement Administrator will assess the distribution of the Net Settlement Sum between the Participating Group Members by assigning, in principle:



- (i) the same number of Allocated Units to Participating Group Members (who are not System Group Members) eligible at 1 July 2016 for the Professional and White Collar occupational rating (creating a single composite **Professional / White Collar Pool**); and
- (ii) a materially lower number of Allocated Units to Participating Group Members (who are not System Group Members) eligible at 1 July 2016 for the Standard occupational rating (the **Standard Pool**); and
- (iii) Discounted Units (pro-rated to the Allocated Units assigned to the Professional/White Collar and Standard Pools respectively) to claims by System Group Members, to reflect the fact that they only had one cause of action in the proceeding.

The final Allocated Units will depend on the number of Participating Group Members who were only entitled to a proportion of a share of the Settlement (as described in Section B 'Formula', above).

14. No payment will be made to Registered Group Members where the estimated entitlement is less than \$20 (**Non-Participating Group Members**). This is because it would cost more than \$20 in administrative costs to distribute Payment Amounts of less than \$20. Therefore, a Registered Group Member whose Payment Amount is calculated as less than \$20 will not receive a Payment Amount from the Net Settlement Sum.
15. During the course of the registration process following the issue of the Settlement Notice, QSuper determined that there were a number of Group Members who, at the time it caused the Settlement Notice to be sent, was unaware that some Fund Members were deceased. This meant that Settlement Notices were issued to the deceased Fund Member and another person sought to make a Deceased Estate Claim. The cost of confirming:
 - (a) that the registrant has authority to register the Deceased Estate Claim;
 - (b) whether there are any other beneficiaries who may be entitled to a share of the Payment Amount attributable to any Deceased Estate Claim; and
 - (c) any payment details provided are consistent with the terms of the instruments applicable to the administration of the estate,

are disproportionate considering the likely claim value of these claims and the relatively small number of registrants making Deceased Estate Claims. Accordingly, unlike the Death Benefit Recipients (which QSuper can identify the share they were entitled to in producing the Group Member Data) this scheme proposes to allocate the full share of the Fund Member's



entitlement to the registrant, with the registrant left to account to any other beneficiaries. To safeguard against the risk that a payment is made to a person who is not entitled to the proceeds, payments in relation to Deceased Estate Claims will only be made into an ART Group Member account (if the deceased Fund Member still holds an account with ART) or directly to the Australian Taxation Office.

16. It is possible that, depending on the:
- (a) total number of registrations received;
 - (b) number of Registered Group Members who are assessed to be eligible for the Professional/White Collar Rate;
 - (c) number of Registered Group Members who are assessed to be eligible for the Standard Rate and were under 39 years of age as at 1 July 2016,

the Registered Group Members entitled to the Standard Rate will not be entitled to a Payment Amount under this Scheme.

17. It is likely, based on the information currently available at the date of publication of this draft amended Settlement Distribution Scheme, that any System Group Member entitled to the Standard Rate will not be entitled to a Payment Amount under this Scheme because the likely entitlement calculated by the application of Discounted Units will be less than \$20.