



Directory

Trust

Perpetual's Pooled Superannuation Trust (PST)
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RSE R1057027

Issuer and Trustee

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Important notes and disclaimer

This Annual Report (Report) is a Fund Information Statement, as required to be issued under the Corporations Act, and has been prepared by the Trustee in October 2009 for unitholders in the PST. In this Report, 'we', 'us', 'our' and 'Perpetual Superannuation' are references to the Trustee.

The Trustee is part of the Perpetual Group, which comprises Perpetual Limited and its subsidiaries. Although the Trustee believes the information in this Report is accurate and reliable as at the date of issue, no company in the Perpetual Group, nor any director or officer of any company in the Perpetual Group, makes any representation or warranty as to the accuracy, reliability or completeness of material in this Report. Except in so far as liability under any statute cannot be excluded, companies in the Perpetual Group and directors, officers, employees and consultants of companies in the Perpetual Group do not accept any liability (whether arising in contract, tort, negligence or otherwise) for any error or omission in this Report or for any loss or damage (whether direct, indirect, consequential or otherwise) suffered by the recipient of this information or any other person.

Some of the information in this Report is based on an interpretation of relevant laws that were current as at 30 June 2009. None of the information in this Report constitutes financial product advice. No unitholder or any other person should act on the basis of any statement, matter or thing in this Report without first obtaining independent advice.

Neither we nor any company in the Perpetual Group guarantee that you will earn any return on your investment or that your investment will gain in value or retain its value. Investment in the PST is subject to investment risk, including possible delays in repayment and loss of income and capital invested.



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Directors' message

Dear Unitholder

On behalf of the Trustee of Perpetual's Pooled Superannuation Trust (PST), we are pleased to present the PST's Annual Report for the year ended 30 June 2009.

This Report should be read in conjunction with the Annual Statement for the year ended 30 June 2009, which provides specific details of your investment in the PST.

This Report brings you up to date with relevant details relating to the PST, including the Investment Options available to unitholders. It also provides information on important changes in the superannuation environment.

Market volatility continued during the year as a result of the global financial crisis, resulting in negative returns in most investment markets. Like most other Australian superannuation funds, the PST's Investment Options felt the impact of this volatility. However, it's important to remember that the highs and lows in investment markets are a normal part of investing and that longer-term performance tends to smooth out short-term results. The Trustee is satisfied that the PST's investment strategy of providing a range of Investment Options with different risk/return profiles, from which unitholders in the PST can select investments that are suitable for their fund's investment portfolio at any particular time, remains appropriate.

We thank you for your continued support.

Directors, Perpetual Superannuation Limited

Superannuation changes

Temporary residents' superannuation

A departing Australia superannuation payment (DASP) refers to a lump sum super benefit paid to certain temporary residents (excluding Australian citizens, New Zealand citizens or permanent residents) who have left Australia and their visa has expired or been cancelled.

From 18 December 2008, changes apply to unclaimed super for former temporary residents, including:

- the requirement to pay unclaimed super benefits to the Australian Taxation Office (ATO) if you:
 - left Australia at least six months ago
 - no longer hold a current temporary visa
- an increase in the withholding tax rates for DASPs from 1 April 2009 to:
 - 35 per cent for a taxed element of a taxable component
 - 45 per cent for an untaxed element of a taxable component.

Former temporary residents whose benefits have been paid to the ATO can apply to the ATO at any time for their super (DASP) to be paid to them.

From 1 April 2009, restricted conditions of release apply to temporary residents' superannuation. Any person who is, or has been, a temporary resident of Australia can generally only access their superannuation under the following conditions of release:

- death
- terminal medical condition
- permanent or temporary incapacity
- leaving Australia where a temporary visa has expired (or been cancelled)
- release authority for excess contributions.

Temporary residents cannot generally commence any form of pension, including a transition to retirement pension.

The above restrictions do not apply to New Zealand citizens or temporary residents who satisfied a condition of release prior to 1 April 2009 or when the person currently holds a sub-class 405 or 410 visa.

Changes to definitions for dependants

The Same-Sex Relationship (Equal Treatment in Commonwealth Laws – Superannuation) Act 2008, which became law on 4 December 2008, represents the Government's response to the perceived discrimination against same-sex partners and children of same-sex couples in laws which govern superannuation funds. The Act has expanded the availability and concessional tax treatment of superannuation death benefits to same-sex partners and the children of same-sex couples.

For the purpose of paying a death benefit under superannuation and tax law, a member's dependant is a:

- spouse
- child (aged less than 18 under tax law)
- person who was financially dependent on you at the time of your death
- person who you have an 'interdependency relationship' with.

A member's 'spouse' now includes:

- another person (whether of the same sex or a different sex) with whom a member is in a relationship that is registered under relevant law and
- another person who, although not legally married to the member, lives with the member on a genuine domestic basis in a relationship as a couple.

A member's 'child' now includes:

- an adopted child, stepchild or ex-nuptial child
- a child of the member's spouse
- someone who is a child of the member under family law.

Federal Budget changes affecting superannuation

In its 12 May 2009 Federal Budget, the Government announced the following initiatives.

Changes to contribution limits

Concessional contributions

The concessional contributions cap has been cut from \$50,000 per annum (indexed) to \$25,000 per annum (indexed) from the 2009/2010 financial year.

The transitional concessional contributions cap for those aged 50 and over (applicable for the 2009/2010, 2010/2011 and 2011/2012 financial years) has been cut from \$100,000 per annum (non-indexed) to \$50,000 per annum (non-indexed). From 1 July 2012, the ordinary concessional contributions cap will apply to those aged 50 and over.

After-tax contributions

The after-tax contributions (also known as 'non-concessional contributions') cap of \$150,000 will remain at that level for the 2009/2010 financial year. Beyond then, this cap will be calculated as six times the new \$25,000 per annum (indexed) concessional contributions cap.

Temporary reductions to the Government super co-contribution

The matching rate and maximum co-contribution that is payable on an individual's eligible personal after-tax contributions has been temporarily reduced from 1 July 2009, as follows:

- for the 2009/2010, 2010/2011 and 2011/2012 financial years – the matching rate will be 100 per cent, with a maximum co-contribution of \$1,000
- for the 2012/2013 and 2013/2014 financial years – the matching rate will be 125 per cent, with a maximum co-contribution of \$1,250
- for the 2014/2015 financial year onwards – the matching rate will be 150 per cent, with a maximum co-contribution of \$1,500.

You can obtain further information from www.ato.gov.au.

Extended pension drawdown relief

The minimum payment amounts for account-based pensions and term allocated pensions have also been halved for the 2009/2010 financial year. This extends the pension drawdown relief that was provided for the 2008/2009 financial year, which was designed to assist pension account balances recover from capital losses resulting from recent financial conditions.

Payment of small and insoluble lost accounts to the ATO as unclaimed super

Lost accounts which have balances less than \$200 or have been inactive for five years and there are insufficient records to identify the owner of the account must be paid to the ATO as unclaimed super.

Any unclaimed super amounts that are paid to the ATO can be claimed back from the ATO at any time.

Legislation is expected to apply from 1 July 2010.

Trans-Tasman retirement savings portability scheme

The Government has agreed in principle to the signing of a memorandum of understanding with New Zealand to establish a trans-Tasman retirement savings portability scheme.

Currently, members of Australian superannuation funds may only transfer their retirement savings within the Australian superannuation system. The trans-Tasman portability scheme will permit transfers of superannuation savings between certain Australian superannuation funds and New Zealand KiwiSaver funds.

The scheme will have effect from a date set in accordance with the memorandum of understanding after the final details of the scheme have been settled with New Zealand.

Investment information

Trustee's investment objective

The Trustee's investment objective is to provide a range of Investment Options to trustees of complying superannuation funds, approved deposit funds and certain other funds which comply with the Superannuation Industry (Supervision) Act 1993 (SIS) and its regulations, from which they can select investments that are suitable for their fund's investment portfolio at any particular time.

Trustee's investment strategy

The Trustee's investment strategy is to provide a range of Investment Options with different risk/return profiles.

The Investment Options offer unitholders diversification across different asset classes, regions and markets.

Derivatives

Some of the Investment Options may use derivatives to reduce risks in the share and bond markets and to increase or decrease their exposure to particular investment sectors or markets. While derivatives may be used for trading purposes, they are generally not used to gear investments. Please refer to the current Product Disclosure Statement (PDS) for full details on how derivatives are used in each Investment Option.

Investment Options

All Investment Options are fully invested in underlying managed investment schemes. Relevant details for each of the Investment Options available to PST unitholders are provided on pages 7-9 of this Report, including:

- investment objective
- investment guidelines
- commencement date
- option size
- historical management cost
- investment performance and
- asset allocations.

Full details of the Investment Options are contained in the current PDS, which is available at our website or by calling us.

The latest available performance figures and fund sizes (updated each month) may be obtained from our website or by calling us.

Investment performance has been calculated using unit prices net of any management fees and costs and tax of up to 15 per cent. Care should be exercised in relying on past performance. Historical performance is not a reliable guide to future performance.

The Trustee may add, vary or withdraw Investment Options at its discretion.

Investment managers

The investment managers appointed by the Trustee to manage the various asset classes within the Investment Options are shown in the following table.

Asset class	Investment manager
Cash, enhanced cash, fixed income, property and Australian shares	Perpetual Investment Management Limited
International shares	PI Investment Management Limited

The Trustee may add, delete or replace investment managers at its discretion.

More information about each of the current investment managers is contained in the current PDS, which is available at our website or by calling us.

Obtaining updated details on the Investment Options

Investment details

From time to time, some of the information in the PDS about the Investment Options may change. This includes details such as their:

- investment objective
- investment approach and
- investment guidelines (eg asset allocation ranges).

Visit our website for up-to-date Investment Option information, together with the latest available investment performance details. Alternatively, such information may be accessed by contacting us.

Buy/sell spreads

We will not increase fees or charges without providing you with 30 days' written notice except in respect of government fees and charges. Transaction costs are normally reviewed at least annually. This review may result in changes to the buy/sell spreads on various Investment Options.

The current buy/sell spreads at the time this Report was prepared are as follows.

Investment Option	Buy/sell spread
Australian Share	0.40%/0.00%
Industrial Share	0.40%/0.00%
International Share	0.50%/0.00%
Balanced Growth	0.31%/0.00%
Small Companies Share	0.40%/0.00%

Visit our website (or contact us) for details of the current buy/sell spreads at any time.

Investment Option details

Investment Option name	Australian Share			Industrial Share		
Investment objective	Aims to provide long-term capital growth and income through investment in quality industrial and resource shares and other securities.			Aims to provide long-term capital growth and income through investment in quality Australian industrial shares and other securities.		
Investment guidelines	Australian shares ¹	90-100%		Australian shares	90-100%	
	Cash	0-10%		Cash	0-10%	
Commencement date	June 2000			July 1995		
Option size as at 30 June 2009	\$10.3 million			\$152.4 million		
Historical management cost for year ended 30 June 2009	0.990%			0.990%		
Investment performance (net earnings) % pa (see page 5 for further information)	Year ended 30 June		Tax Paid	Year ended 30 June		Tax Paid
	2007		23.1%	2007		28.7%
	2008		-9.1%	2008		-21.7%
	2009		-16.0%	2009		-6.2%
	Compound average returns to 30 June 2009			Compound average returns to 30 June 2009		
	3 years		-2.1%	3 years		-1.9%
	5 years		8.4%	5 years		5.7%
	Since inception		9.9%	Since inception		11.8%
Asset allocations	As at 30 June	2008	2009	As at 30 June	2008	2009
	Australian shares ¹	97%	95%	Australian shares	94%	97%
	International shares	0%	2%	Cash	6%	3%
	Cash	3%	3%			

Investment Option name	International Share			Balanced Growth		
Investment objective	Aims to provide long-term capital growth through investment in international shares and other securities.			Aims to provide long-term capital growth and income through investment in a diversified portfolio with an emphasis on Australian and international share investments.		
Investment guidelines	International shares	90-100%		Australian shares ²	10-50%	
	Cash	0-10%		International shares ³	10-50%	
				Property	0-15%	
				Fixed income	5-35%	
				Cash and enhanced cash ⁴	0-30%	
				Other investments ⁵	0-30%	
Commencement date	December 1996			August 1998		
Option size as at 30 June 2009	\$23.5 million			\$22.8 million		
Historical management cost for year ended 30 June 2009	1.226%			1.040%		
Investment performance (net earnings) % pa (see page 5 for further information)	Year ended 30 June	Tax Paid		Year ended 30 June	Tax Paid	
	2007	3.8%		2007	10.1%	
	2008	-16.0%		2008	-9.0%	
	2009	-6.8%		2009	-9.7%	
	Compound average returns to 30 June 2009			Compound average returns to 30 June 2009		
	3 years	-6.7%		3 years	-3.3%	
	5 years	1.6%		5 years	4.0%	
	Since inception	3.5%		Since inception	5.8%	
Asset allocations	As at 30 June	2008	2009	As at 30 June	2008	2009
	International shares	96%	95%	Australian shares	30%	37%
	Cash	4%	5%	International shares	23%	24%
				Property	4%	4%
				Infrastructure	5%	6%
				Mezzanine mortgages	4%	3%
				Fixed income	15%	18%
				Cash and enhanced cash	19%	8%

Investment Option name	Small Companies Share (closed)		
Investment objective	Aims to provide long-term capital growth and income through investment in quality Australian industrial and resource shares and other securities which, when first acquired, do not rank in the S&P/ASX 50 Index.		
Investment guidelines	Australian smaller company shares	80-100%	
	Cash	0-20%	
Commencement date	June 1998		
Option size as at 30 June 2009	\$19.5 million		
Historical management cost for year ended 30 June 2009	1.250%		
Investment performance (net earnings) % pa (see page 5 for further information)	Year ended 30 June		Tax Paid
	2007		46.7%
	2008		-16.2%
	2009		-23.0%
	Compound average returns to 30 June 2009		
	3 years		-1.8%
	5 years		6.3%
	Since inception		13.5%
Asset allocations	As at 30 June	2008	2009
	Australian shares	97%	97%
	Cash	3%	3%

- 1 The Investment Option's investment universe allows it to invest, directly or indirectly, in stocks listed on sharemarket exchanges outside Australia. Exposure to stocks listed outside Australia is limited to 20% and is generally hedged to the Australian dollar to the extent reasonably practicable.
- 2 The Investment Option gains its exposure to Australian shares by investing in an underlying Australian share fund which has an investment universe that allows it to invest in stocks listed or to be listed on sharemarket exchanges outside Australia. Exposure to stocks listed outside of Australia is limited to 20% and is generally hedged to the Australian dollar to the extent reasonably practicable. The investment guidelines showing the Investment Option's maximum investment in international shares do not include this potential additional exposure.
- 3 International shares may also include emerging market shares.
- 4 Cash investments include discount securities (eg bank bills), short-term deposits and money market funds which may invest in fixed income instruments and loans. Cash provides a relatively consistent rate of return in the form of regular interest payments, generally in line with short-term interest rates and is widely considered the lowest investment risk.
Enhanced cash investments include cash investments, fixed income instruments, hybrids, loans and other income generating securities. The maturity dates of investments are typically longer than cash and they may have a lower credit rating than those in a money market fund, however, they are usually managed to short interest rate exposures. This Investment Option may invest in enhanced cash funds that allow gearing.
- 5 Perpetual may allocate up to 30% of the portfolio to other investments, which may include infrastructure, mortgages (including mezzanine mortgages) and alternative investments such as private equity, opportunistic property, hedge funds, specialist credit, commodities and diversified beta funds. The additional exposure to other investments enhances the Investment Option's diversification and may help reduce volatility.

Changes to investment guidelines for the Balanced Growth Investment Option

From 2 November 2009, the investment guidelines for the Balanced Growth Investment Option are changing as shown in the following table. The new guidelines increase the underlying fund's ability to diversify the Investment Option's investments and shift asset allocations in response to changing market conditions and outlook. The new guidelines will ensure the fund manager can continue to manage the underlying fund to meet its current objectives and risk profile.

Asset class	Current ranges	New ranges
Australian shares ²	25-60%	10-50%
International shares	5-30%	10-50% ³
Property	0-15%	0-15%
Infrastructure	0-10%	Now part of 'other investments'
Fixed income	5-35%	5-35%
Mezzanine mortgages	0-10%	Now part of 'other investments'
Cash and enhanced cash ⁴	0-30%	0-30%
Other investments	n/a	0-30% ⁵

See page 9 for footnote details.

Underlying investments

The following table provides details of the PST's underlying investments in unlisted managed investment schemes that had a value in excess of five per cent of the PST's total assets as at 30 June 2009.

Underlying investments	Value of investment (\$m)	Percentage of total PST assets
Perpetual's Industrial Share Fund	\$149.305	65.06%
Perpetual's Balanced Growth Fund No.2	\$22.450	9.78%
Perpetual's Wholesale Smaller Companies Fund	\$17.437	7.60%
Perpetual's International Share Fund	\$23.462	10.22%
Sub-total	\$212.654	92.66%
All other	\$16.834	7.34%
Total PST assets	\$229.488	100.00%

Trust and other information

The PST

The PST is a pooled superannuation trust under SIS. The Trustee operates, and intends to continue to operate, the PST as a complying pooled superannuation trust.

Trust Deed

The Trust Deed dated 21 June 1995 (as amended) is a legal document that sets out the provisions governing the operation of the PST and the rights and obligations of unitholders and the Trustee. The Trustee is responsible for ensuring that the PST operates according to the Trust Deed and that the PST complies with all relevant laws.

Unitholders may inspect the Trust Deed at any time by arrangement with us.

Inquiries and complaints

The Trustee has established procedures for dealing with unitholder inquiries and complaints. If you have an inquiry or a complaint, you can either call us on 1800 022 033 during business hours (Sydney time) or write to:

The Manager, Service & Operations
Perpetual Investments
GPO Box 4171
Sydney NSW 2001

Abridged financial information

The general purpose financial report for the PST has been prepared in accordance with the requirements of the Trust Deed, Australian Accounting Standards, SIS and other relevant legislative requirements. The general purpose financial report for the PST also complies with the International Financial Reporting Standard (IFRS).

Abridged financial statements are provided in Appendix 1 for the information of unitholders. Copies of the full audited financial statements and auditor's report are available upon request.

Allocation of earnings

All income, including realised and unrealised capital gains, losses and expenses are brought to account for each Investment Option and are fully reflected in the unit price of that Investment Option. Provision for income tax, as appropriate, is allowed for in the unit price for each Investment Option.

Interest earned on application and withdrawal accounts

Application money and proceeds of withdrawal requests are held in trust accounts before they're processed. A member of the Perpetual Group retains any interest earned on these accounts.

Suspension of applications, switches and withdrawals

In certain emergency situations which impact on the effective and efficient operation of a market for an asset in an Investment Option or in circumstances where we otherwise consider it to be in the interests of unitholders, we may choose to suspend the processing of all applications, switches or withdrawals for that Investment Option until we are able to properly ascertain the value of that asset. If this occurs, in determining the value of an asset, we will use the asset values determined when the suspension is lifted.

The Investment Option may suspend withdrawals when the underlying fund suspends applications and withdrawals, in accordance with the underlying fund's constitution.

Appendix 1:

Abridged financial statements

Operating statement for the year ended 30 June 2009

	2009 \$000	2008 \$000
Investment income		
Distributions	9,497	16,089
Net changes in fair value of investments	(44,913)	(105,220)
Interest	59	-
Other income	1,677	2,992
Total investment income	(33,680)	(86,139)
Expenses		
Other expenses	8	3
Total expenses	8	3
(Loss)/profit from operating activities before income tax	(33,688)	(86,142)
Income tax (benefit)/expense	(6,520)	(12,548)
Net (loss)/profit after income tax / change in net assets attributable to unitholders	(27,168)	(73,594)

Statement of financial position as at 30 June 2009

	2009 \$000	2008 \$000
Assets		
Financial assets at fair value through profit or loss	222,823	292,135
Distributions receivable	3,801	8,320
Current tax assets	2,600	1,975
Other receivables	264	193
Total assets	229,488	302,623
Liabilities		
Deferred tax liabilities	1,070	5,540
Total liabilities	1,070	5,540
Net assets	228,418	297,083

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