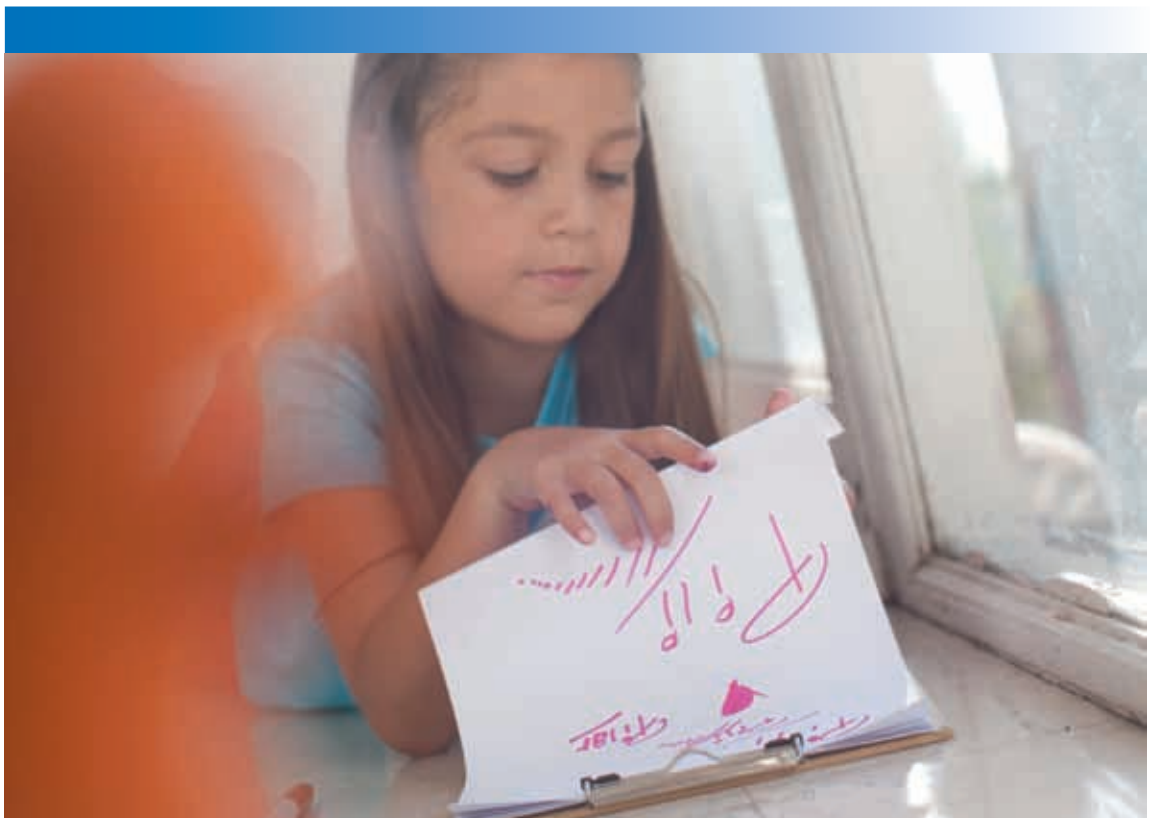


Annual Report 2010/11

Personal Superannuation Bond
Superannuation Portfolio
Account-based Pension (Flexible Pension Plan)
Pensioner's Network Account-based Pension
Capital Guaranteed Collection Superannuation Bond



Preparation Date: 1 December 2011

You should read this Annual Report with your Annual Statement.

This is an Annual Report for The Universal Super Scheme ABN 44 928 361 101 and is relevant to:

- Personal Superannuation Bond
- Superannuation Portfolio
- Account-based Pension (Flexible Pension Plan)
- Pensioner's Network Account-based Pension
- Capital Guaranteed Collection Superannuation Bond

Trustee and Issuer

MLC Nominees Pty Limited ABN 93 002 814 959
Australian Financial Services Licence Number ('AFSL No.'): 230702 ('We' or the 'Trustee') is the Trustee and issuer of interests.

Administrator

MLC Limited ABN 90 000 000 402
AFSL No. 230694 is:

- the administrator of the Plan
- the insurer of the Plan
- the guarantor of the MIF Capital Guaranteed Fund and the MIF Cash Fund

The Trustee currently invests wholly in, and all investment options are held through, an insurance policy ('the Investment Policy') issued by MLC Limited.

National Australia Bank Group

The Trustee and Administrator are a part of the National Australia Bank Group ('NAB Group').

How to contact MLC



1300 428 482
between 8.30 am and 6.00 pm
Melbourne time



mlc.com.au



MLC Limited
GPO Box 2567
Melbourne Victoria 3001



Facsimile (03) 9820 1534

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A year in review

With the global events of the past year, you know how important it is for your money to be well-managed and working for you.

Recently, the Government announced reforms designed to make the super system stronger and more efficient, with the overall aim to maximise retirement income for Australians. These reforms are focused on creating better value, making it easier to consolidate super accounts and improving governance.

You can be assured that we place great emphasis on governance and that your interests are well represented while these reforms are finalised by the Government.

Thank you for choosing us to help you achieve your retirement goals.



Geoff Webb

Chairman

MLC Nominees Pty Limited

Looking out for your interests

The directors of the Trustee Board have a variety of work and life experiences which help them represent your interests.

Made up of executive and non-executive members who are personally responsible for any decisions they make, their duties include:

- providing investment choice
- ensuring your interests are maintained, and
- keeping you informed of any changes.

The Trustee is liable for its activities and has professional indemnity insurance.

The Trustee has appointed MLC Limited to carry out the day-to-day administration of The Universal Super Scheme.

Annual audit

Each year we are audited by an independent company. We're pleased to report we've met all our obligations and received a clean audit report. Because we invest in life insurance products, we don't need to show statements of assets and income or the auditor's report and accounts. However, you can easily get a copy of this information by calling us.

The MLC group of companies is the wealth management division of the National Australia Bank (NAB).

Meet the board

The directors are:

Geoff Webb – Chairman

B Ec (Hons) 1970,
AIA (UK),
AIAA (Australia),
FAICD, FAIM

Patrick Burroughs

BSSc (Hons) 1971,
FCA, FAICD

Michael Clancy

B Bus (Finance and Economics) 1992,
CFA 1997

Michael Fitzsimons

Diploma of Financial Services
ANZIIF

Peggy Haines

BA (Virginia) 1973,
JD (Virginia) 1976,
Diploma of Superannuation Management
(Macquarie) 1994,
FAICD
Appointed 14 February 2011

Richard Morath

BA 1968,
FIA (UK and Australia), ASIA

John Reid

B Sc. Mathematical Physics 1971,
FIA (UK and Australia)

Nicole Smith

BFA 1990, CA
GAICD

Some things you should know

Transfers to an Eligible Rollover Fund

We may transfer your benefit to an Eligible Rollover Fund if

- you haven't made a contribution in last 12 months and your balance falls below \$500 or \$200 if you have insurance
- we lose contact with you and can't locate you
- your investment switching activity is deemed to be contrary to the interests of other members, or
- other situations permitted under law.

The Eligible Rollover Fund we currently use is the Australian Eligible Rollover Fund and it can be contacted on **1800 677 424**.

We'll advise you in writing to your last known address if we intend to transfer your account balance and will proceed if you don't respond with instructions regarding an alternative super fund.

Please note, a transfer to an Eligible Rollover Fund may be detrimental to you as the Eligible Rollover Fund may have a different fee structure, different investment strategies and may not offer insurance benefits.

Transfers to the Australian Taxation Office

We're required by law to transfer your account balance to the Australian Taxation Office if:

- we've lost contact with you and your account balance is less than \$200
- your account has been inactive for five years and your account balance is less than \$200
- your account has been inactive for five years and with the information reasonably available to us we're satisfied that it will never be possible to pay the account balance to you, or
- you were a temporary resident and have departed Australia and you haven't claimed your benefit within six months of becoming eligible.

You will then have to contact the Australian Taxation Office to claim your benefit.

Surcharge assessment for prior years

The Superannuation Contributions Surcharge (surcharge) was removed in relation to contributions made from 1 July 2005. However, a surcharge liability may still arise in respect of relevant contributions made in prior years.

The surcharge assessment may be sent to The Universal Super Scheme, in which case, the amount will generally be deducted from your account (unless it's a pension account) and paid to the Australian Taxation Office.

If you've withdrawn your account balance (in whole or in part) or commenced a pension, the Australian Taxation Office may send the surcharge assessment to your new super arrangement or directly to you. Where you receive the assessment directly, you'll be responsible for paying the surcharge to the Australian Taxation Office. If you have a pension account, you're generally able to ask us to pay you a lump sum in order to meet your surcharge liability.

If you have any questions about the surcharge please visit the Australian Taxation Office website at ato.gov.au or call **13 10 20**.

Resolving complaints

We can usually resolve complaints over the phone. If we can't or you're not satisfied with the outcome, please write to us. We'll work to resolve your complaint as soon as possible. If you're not satisfied with our decision you can get further advice from the Superannuation Complaints Tribunal by calling 1300 884 114, or emailing info@sct.gov.au

How your money is invested

One of the Trustee's responsibilities is to make sure your investments are managed according to an agreed investment strategy and objective.

As you can see, we offer many options for you to invest in. Some of these have similar investment objectives and strategies.

About your account value

For all investment options except the Capital Guaranteed Fund

When money is paid into your account, units are allocated to your account and when money is paid out, units are deducted from your account.

The value of your account is based on:

- the number of units in your chosen investment options, and
- the price of those units.

The overall value of your account will change according to the unit price and the number of units you hold.

We calculate the unit price as at the end of each business day and use robust unit pricing policies to do this.

The unit price will reflect the performance of the underlying assets, income earned, fees, expenses and taxes paid and payable.

The performance of the underlying assets is influenced by movements in investment markets such as local and overseas share markets, bond and property markets.

If you would like to find out more about our unit pricing philosophy, go to mlc.com.au

Capital Guaranteed Fund

The value of your account is the sum of all investments plus declared interest, less fees, taxes, switches, withdrawals, transfers and pension payments where applicable.

MLC Limited guarantees the return of both capital and declared interest (once allocated), net of switches, withdrawals, pension payments, fees and tax (if applicable).

The earnings rate is calculated twice a year and is applied to your account retrospectively on 30 June and 31 December.

An interim rate is calculated throughout the year with the intention to reflect the period to date earnings.

If you withdraw before the earnings rate is declared, the interim rate will be applied to your account before your benefit is paid.

To smooth out the ups and downs of the rate over time an interest equalisation reserve is maintained.

The reserve is topped up when the net earning rate is greater than the declared earnings rate, and amounts are taken out when the net earning rate is below the declared earnings rate. Over time, all net earnings are attributable to continuing capital guaranteed policyholders. MLC Limited maintains the interest equalisation reserve.

MLC Limited's policy is not to declare a negative earnings rate for this Fund.

The Cash Fund (Guaranteed Cash)

MLC Limited offers a guarantee ensuring that the unit price upon either withdrawal, switching, or pension payments from the Cash Fund will always be the highest price achieved during the term of that investment.

Derivatives

Derivatives are a common tool used to enhance returns or manage risk.

They are contracts that have a value derived from an external reference eg the level of a share price index).

There are many types of derivatives and they can be an invaluable tool for an investment manager.

However, they can also incur significant losses. Exposure is managed in line with the policies outline in our Derivative Risk Statement. This is available on mlc.com.au

Investment Option Profiles

Capital Protection investment options (closed to new investments, relocking and switching)

Investment options other than Capital Guaranteed and Guaranteed Cash carry no investment guarantee unless you had selected the Capital Protection option. Under this option, MLC undertakes that after the expiry of a deferred period, and upon full withdrawal or full switch from the investment option, the amount available will not be less than the protected amount in the investment option when the deferred period commenced.

The protected amount will be equal to:

- the gross investment in the investment option (less tax if applicable), if the option was selected at the time of the initial investment, or
- the account balance of the investment option (less tax if applicable) at the time you chose the capital protection option, if the option was selected at any other time.

Each partial withdrawal, pension payment or switch from an investment option with Capital Protection will reduce the previous amount protected on a proportional basis. The Capital Protection fee is a percentage per annum of the amount you have invested in the relevant option, and applies to the individual investment option, not the policy as a whole. It protects all amounts in that investment option.

The deferred period for existing Capital Protection investment funds is listed in the following table.

Funds	Deferred Period ^{1,3}	Deferred Period ^{2,3}
Capital Stable	3 years	3 years
Balanced	4 years	4 years
Growth	5 years	5 years
Fixed Interest	3 years	3 years
Australian Shares	3 years	9 years
International Shares	3 years	9 years
Listed Property Trusts	3 years	9 years

1. For Capital Protection turned on up to 31 October 2001.
2. For Capital Protection turned on after 31 October 2001.
3. Deferred periods may vary for policies issued under different dates. Please refer to your Fund information or Customer Information Brochure for full details on Capital Protection.

A withdrawal, switch or pension payment will reduce the amount in the investment option that is protected.

If you switch investments out of these funds, you can't switch back in at a later date (which means you'll lose your Capital Guarantee or Deferred Guarantee).

Capital Guaranteed Fund

Investment Objective: To avoid a decrease in the value of the fund's assets in both the short and long term, and to maintain a high level of liquidity.

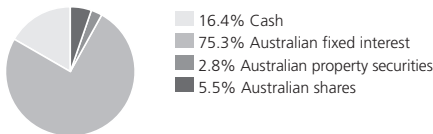
About the Investment option: Invests primarily in fixed interest and may invest smaller amounts in growth assets.

Guaranteed Cash Fund[^]

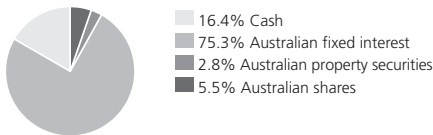
Investment Objective: To achieve a return in the short term that is competitive with that available from the short-term money market (before taking into account fees and taxes), while providing an immediate and ongoing capital guarantee.

About the Investment option: Invests primarily in bank deposits and money-market securities issued by the Australian government, state government, banks and companies, but may also invest in longer maturity mortgage/asset backed securities and corporate bonds with floating interest rates.

Target Asset allocation at 30 June 2011 for members joining the fund pre 01/02/1995



Target Asset allocation at 30 June 2011 for members joining the fund post 31/01/1995



Target Asset allocation at 30 June 2011

Cash 100%

The investment option may be suited to you if you are seeking... ■ security and you place a high priority on avoiding capital loss and negative returns in the short term.

Minimum suggested time to invest Three Years

Expected risk (volatility) Low

The investment option may be suited to you if you are seeking... ■ a low risk investment.

Minimum suggested time to invest One month

Expected risk (volatility) Low

[^] Not available to Pensioner's Network Account-based Pension members.

Personal
Superannuation Bond

Pensioner's Network
Account-based Pension

Superannuation
Portfolio

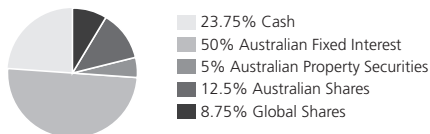
Account-based Pension
(Flexible Pension Plan)

Capital Secure Fund[^]

Investment Objective: To provide medium-term returns higher than those generally associated with cash and fixed interest securities, while providing lower volatility in short-term investment returns than funds with a greater proportion of growth assets.

About the Investment option: Invests a high proportion of assets in defensive asset classes such as cash and fixed interest securities with the balance in growth assets. The likelihood of the portfolio incurring a negative return in any particular year is moderate.

Target Asset allocation at 30 June 2011



The investment option may be suited to you if you are seeking...

- to invest with a bias towards defensive assets, with some exposure to growth assets
- stable returns.

Minimum suggested time to invest Three Years

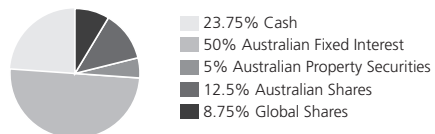
Expected risk (volatility) Low to moderate

Capital Maintenance Fund[^]

Investment Objective: To provide medium-term returns higher than those generally associated with cash and fixed interest securities, while providing lower volatility in short-term investment returns than funds with a greater proportion of growth assets.

About the Investment option: Invests a high proportion of assets in defensive asset classes such as cash and fixed interest securities with the balance in growth assets. The likelihood of the portfolio incurring a negative return in any particular year is moderate.

Target Asset allocation at 30 June 2011



The investment option may be suited to you if you are seeking...

- to invest with a bias towards defensive assets, with some exposure to growth assets
- stable returns.

Minimum suggested time to invest Three Years

Expected risk (volatility) Low to moderate

[^] Not available to Pensioner's Network Account-based Pension members.

Growth Fund

Investment Objective: To produce higher returns than those expected from capital stable and balanced strategies over the long term.

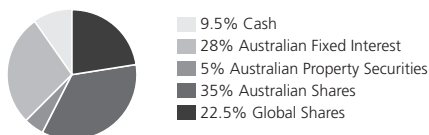
About the Investment option: Maintains a high proportion of growth assets in order to achieve high returns in the long term. The likelihood of the portfolio incurring a negative return in any particular year is high.

Balanced Fund

Investment Objective: To provide medium to long-term returns that are generally higher than those achievable by investing in capital guaranteed or capital stable funds.

About the Investment option: Maintains a balanced spread of investments between growth and defensive assets. The likelihood of the portfolio incurring a negative return in any particular year is moderate.

Target Asset allocation at 30 June 2011



The investment option may be suited to you if you are seeking...

- to invest with a bias to growth assets
- a portfolio with a bias towards long-term capital growth potential and can tolerate moderate to large changes in value.

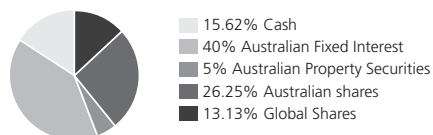
Minimum suggested time to invest

Six Years

Expected risk (volatility)

Moderate to high

Target Asset allocation at 30 June 2011



The investment option may be suited to you if you are seeking...

- to invest in an approximately equal mix of defensive and growth assets
- a portfolio with some long-term capital growth potential and can tolerate moderate changes in value.

Minimum suggested time to invest

Five Years

Expected risk (volatility)

Moderate

Capital Stable Fund

Investment Objective: To provide medium-term returns higher than those generally associated with cash and fixed interest securities, while providing lower volatility in short-term investment returns than funds with a greater proportion of growth assets.

About the Investment option: Invests a high proportion of assets in defensive asset classes such as cash and fixed interest securities with the balance in growth assets. The likelihood of the portfolio incurring a negative return in any particular year is moderate.

Target Asset allocation at 30 June 2011



The investment option may be suited to you if you are seeking...

- to invest with a bias towards defensive assets, with some exposure to growth assets
- stable returns.

Minimum suggested time to invest Three Years

Expected risk (volatility) Low to moderate

Cash Fund

Investment Objective: To achieve a return in the short term that is competitive with that available from the short-term money market (before taking into account fees and taxes), while providing an immediate and ongoing capital guarantee.

About the Investment option: Invests primarily in bank deposits and money-market securities issued by the Australian government, state government, banks and companies, but may also invest in longer maturity mortgage/asset backed securities and corporate bonds with floating interest rates.

Target Asset allocation at 30 June 2011

Cash 100%

The investment option may be suited to you if you are seeking...

- a low risk investment.

Minimum suggested time to invest One month

Expected risk (volatility) Low

Personal Superannuation Bond	Pensioner's Network Account-based Pension	Superannuation Portfolio	Account-based Pension (Flexible Pension Plan)
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Fixed Interest Fund

Investment Objective: To outperform the UBS Australian Composite Bond Index over the medium term (before taking into account fees and taxes) by using an active investment strategy.

About the Investment option: Invests in a diversified portfolio of Australian fixed interest securities.

Target Asset allocation at 30 June 2011

Australian Fixed Interest 100%

The investment option may be suited to you if you are seeking...

- to invest in a defensive portfolio that's actively managed and diversified across bond sectors and securities.

Minimum suggested time to invest Three to Five Years

Expected risk (volatility) Low to moderate

Listed Property Trusts Fund

Investment Objective: To provide long-term growth, and some income, by investing and diversifying across many Australian, and some global, listed property trusts.

About the Investment option: Invests primarily in Australian property securities, including listed Real Estate Investment Trusts and companies across most major listed property sectors. It may have some exposure to property securities listed outside of Australia from time to time.

Target Asset allocation at 30 June 2011

Australian Property Securities 100%

The investment option may be suited to you if you are seeking...

- to invest in an actively managed property securities portfolio that invests in Australia, with some global exposure, and diversifies across property sectors and REITs.

Minimum suggested time to invest Seven Years

Expected risk (volatility) High

Australian Shares Fund

Investment Objective: To provide medium to long-term capital growth by primarily investing in a well diversified portfolio of Australian equities listed on the Australian Securities Exchange (and other regulated exchanges).

About the Investment option: Invests in a variety of Australian companies whose share price is expected to appreciate over time. The likelihood of this portfolio incurring a negative return in any particular year is high.

Target Asset allocation at 30 June 2011

Australian Shares	100%
-------------------	------

The investment option may be suited to you if you are seeking...

- to invest in an actively managed Australian share portfolio that's diversified across industries and companies.

Minimum suggested time to invest Seven Years

Expected risk (volatility) High

International Share Fund

Investment Objective: To provide medium to long-term capital growth by primarily investing in a well diversified portfolio of equities listed on stock exchanges around the world.

About the Investment option: Invests predominantly in companies listed (or expected to be listed) on share markets anywhere around the world, and is typically diversified across major listed industry groups. The likelihood of this portfolio incurring a negative return in any particular year is high. The portion of the currency exposure that is hedged to the Australian dollar may move within the range of 0% to 100%.

Target Asset allocation at 30 June 2011

Global Shares	100%
---------------	------

The investment option may be suited to you if you are seeking...

- to invest in an actively managed international share portfolio that's diversified across countries, industries and companies. And you're comfortable with exposure to foreign currencies.

Minimum suggested time to invest Seven Years

Expected risk (volatility) High

Personal Superannuation Bond	Pensioner's Network Account-based Pension	Superannuation Portfolio	Account-based Pension (Flexible Pension Plan)
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Industrials Fund

Investment Objective: To provide long-term growth by investing and diversifying across many Australian Industrial companies.

About the Investment option: Primarily invests in a diversified portfolio of Industrial equities listed on the Australian Securities Exchange (and other regulated exchanges).

Mortgage Fund

Closed on 27 Oct 2008

Investment Objective: To provide a stable and predictable level of return over the short to medium term, with a high level of capital stability from a broad allocation of mortgages and other income producing assets.

About the Investment option: To invest in a range of mortgages including residential, retail, industrial and commercial, managed by Challenge Managed Investments Limited.

Target Asset allocation at 30 June 2011

Australian Shares 100%

Target Asset allocation at 30 June 2011

Mortgages 100%

The investment option may be suited to you if you are seeking...

- to invest in an actively managed Australian industrial share portfolio that's diversified across industries and companies.

The investment option may be suited to you if you are seeking...

- steady returns and capital stability for investors with a short to medium-term investment horizon.

Minimum suggested time to invest Seven Years

Minimum suggested time to invest Three to Five Years

Expected risk (volatility) High

Expected risk (volatility) Medium

Capital Guaranteed Collection Superannuation Bond

Investment Option Profiles

The investment options available for new money and switches are

- Capital Guaranteed, and
- Guaranteed Cash

For all other investment options, MLC Limited undertakes that on a full switch/ withdrawal from the investment option after the end of the specified deferral period, the amount available will be the higher of the account value of your investment at that time (net of any tax or exit fees applicable) and the initial investment/switch into the investment option (net of any tax or exit fees applicable and withdrawals).

The following deferment periods apply.

Investment Options	Deferred period*
Capital Maintenance	3 years
Capital Secure	4 years
Balanced	5 years
Growth	6 years
Equity Imputation	7 years

* Based on the Customer Information Brochure issued from 1/1/94 to 30/6/94. Deferred periods may vary for policies issued under different brochure dates. Please refer to your Fund Information or Customer Information Brochure for full details of the deferred guarantee.

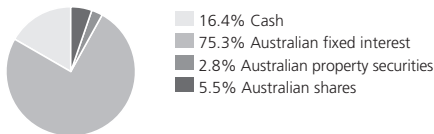
Capital Guaranteed Collection Superannuation Bond

Capital Guaranteed Fund

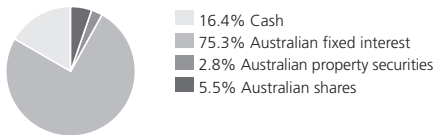
Investment Objective: To avoid a decrease in the value of the fund's assets in both the short and long term, and to maintain a high level of liquidity.

About the Investment option: Invests primarily in fixed interest and may invest smaller amounts in growth assets.

Target Asset allocation at 30 June 2011 for members joining the fund pre 01/02/1995



Target Asset allocation at 30 June 2011 for members joining the fund post 31/01/1995



The investment option may be suited to you if you are seeking... ■ security and you place a high priority on avoiding capital loss and negative returns in the short term.

Minimum suggested time to invest Three Years

Expected risk (volatility) Low

Guaranteed Cash Fund

Investment Objective: To achieve a return in the short term that is competitive with that available from the short-term money market (before taking into account fees and taxes), while providing an immediate and ongoing capital guarantee.

About the Investment option: Invests primarily in bank deposits and money-market securities issued by the Australian government, state government, banks and companies, but may also invest in longer maturity mortgage/asset backed securities and corporate bonds with floating interest rates.

Target Asset allocation at 30 June 2011

Cash 100%

The investment option may be suited to you if you are seeking... ■ a low risk investment.

Minimum suggested time to invest One month

Expected risk (volatility) Low

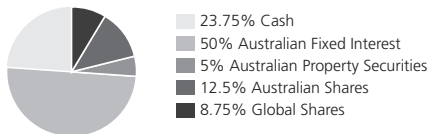
Capital Guaranteed Collection Superannuation Bond

Capital Secure Fund

Investment Objective: To provide medium-term returns higher than those generally associated with cash and fixed interest securities, while providing lower volatility in short-term investment returns than funds with a greater proportion of growth assets.

About the Investment option: Invests a high proportion of assets in defensive asset classes such as cash and fixed interest securities with the balance in growth assets. The likelihood of the portfolio incurring a negative return in any particular year is moderate.

Target Asset allocation at 30 June 2011



The investment option may be suited to you if you are seeking...

- to invest with a bias towards defensive assets, with some exposure to growth assets
- stable returns.

Minimum suggested time to invest Three Years

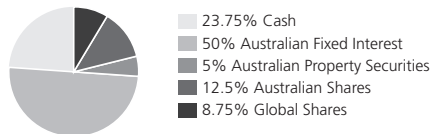
Expected risk (volatility) Low to moderate

Capital Maintenance Fund

Investment Objective: To provide medium-term returns higher than those generally associated with cash and fixed interest securities, while providing lower volatility in short-term investment returns than funds with a greater proportion of growth assets.

About the Investment option: Invests a high proportion of assets in defensive asset classes such as cash and fixed interest securities with the balance in growth assets. The likelihood of the portfolio incurring a negative return in any particular year is moderate.

Target Asset allocation at 30 June 2011



The investment option may be suited to you if you are seeking...

- to invest with a bias towards defensive assets, with some exposure to growth assets
- stable returns.

Minimum suggested time to invest Three Years

Expected risk (volatility) Low to moderate

Capital Guaranteed Collection Superannuation Bond

Growth Fund

Investment Objective: To produce higher returns than those expected from capital stable and balanced strategies over the long term.

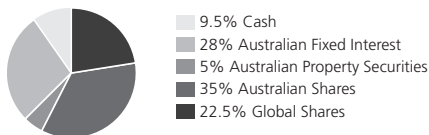
About the Investment option: Maintains a high proportion of growth assets in order to achieve high returns in the long term. The likelihood of the portfolio incurring a negative return in any particular year is high.

Balanced Fund

Investment Objective: To provide medium to long-term returns that are generally higher than those achievable by investing in capital guaranteed or capital stable funds.

About the Investment option: Maintains a balanced spread of investments between growth and defensive assets. The likelihood of the portfolio incurring a negative return in any particular year is moderate.

Target Asset allocation at 30 June 2011



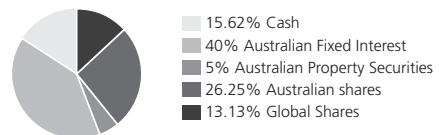
The investment option may be suited to you if you are seeking...

- to invest with a bias to growth assets
- a portfolio with a bias towards long-term capital growth potential and can tolerate moderate to large changes in value.

Minimum suggested time to invest Six Years

Expected risk (volatility) Moderate to high

Target Asset allocation at 30 June 2011



The investment option may be suited to you if you are seeking...

- to invest in an approximately equal mix of defensive and growth assets
- a portfolio with some long-term capital growth potential and can tolerate moderate changes in value.

Minimum suggested time to invest Five Years

Expected risk (volatility) Moderate

Capital Guaranteed Collection Superannuation Bond

Equity Imputation Fund

Investment Objective: To provide a tax-effective income stream and growth over the long term.

About the Investment option: Primarily invests in a range of equities listed on the Australian Securities Exchange (and other regulated exchanges) with a bias to those which are expected to deliver an income stream with some tax advantages through the benefits of dividend imputation.

Target Asset allocation at 30 June 2011

Australian Shares	100%
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The investment option may be suited to you if you are seeking...	■ to invest in shares in Australian companies that are expected to deliver a dividend stream over time with some tax advantages.
---	--

Minimum suggested time to invest	Seven Years
---	-------------

Expected risk (volatility)	High
-----------------------------------	------
