Supplementary
Product Disclosure Statement
13 May 2010

Oracle Superannuation Plan

This Supplementary Product Disclosure Statement (SPDS), dated 13 May 2010, updates the Product Disclosure Statement (PDS) of the Oracle Superannuation Plan (ABN 17 608 890 083), which includes:

- The latest *Annual Report* (dated 15 September 2009);
- The Plan's member booklet, *Your Super, Your Plan* (dated 10 September 2009).

You should read this SPDS with the PDS. Additional copies of the PDS are available from the Plan Administrator or the Plan's *MySuper* website, **http://mysuper.watsonwyatt.com/oracle**.

The purpose of this SPDS is to change the names of the Plan's Trustee, Watson Wyatt Superannuation Pty Ltd and the Plan's service provider, Watson Wyatt Australia Pty Ltd.

From 13 May 2010, replace all references in the PDS to the Plan's Trustee, Watson Wyatt Superannuation Pty Ltd, with Towers Watson Superannuation Pty Ltd (ABN 56 098 527 256, AFSL 236049).

The change of name follows Watson Wyatt's merger in January 2010 with Towers Perrin.

Also replace all references in the PDS to Watson Wyatt Australia Pty Ltd with Towers Watson Australia Pty Ltd (ABN 45 002 415 349, AFSL 229921).

There are no changes to the Plan's contact details.

Issued by Towers Watson Superannuation Pty Ltd (ABN 56 098 527 256, AFSL 236049), as Trustee of the Oracle Superannuation Plan (ABN 17 608 890 083).

Oracle Superannuation Plan

Trustee's review

Welcome to the *Annual Report* for the Oracle Superannuation Plan for the year ending 31 May 2009.

As you will be aware, the past year has been difficult for investment markets with the continuation of the global financial crisis. The Government has also announced some changes in the 2009 Federal Budget that affect super. Despite these challenging events, super remains an effective tool for planning for your financial future.

More than ever, it is important to keep on top of your super.

In this Report we provide:

- A feature article on how you can make the most of your super;
- A news report which updates you on changes in the past year that affect super including the 2009 Federal Budget changes; and
- An investment update which shows you how your super investment has performed. This shows both recent and long-term performance.

Contents

About your Plan

The Plan provides superannuation benefits to employees of Oracle Corporation Australia Pty Limited and their spouses and to former employees of the Company.

You have accumulation-style super. This means that your benefits accumulate in the Plan over time with contributions, rollovers and the earnings of your chosen investment option, less tax and expenses (if applicable). Investment earnings can be positive or negative.

If you are an eligible employee, the Plan may also provide you with additional benefits if you should die or become disabled. For more information, see the Plan's booklet, *Your Super, Your Plan*.

This *Annual Report* dated 15 September 2009 forms part of the PDS for the Oracle Superannuation Plan (ABN 17 608 890 083), along with the Plan's member booklet, *Your Super, Your Plan*.

This Report was issued by Watson Wyatt Superannuation Pty Ltd (ABN 56 098 527 256, AFSL 236049) as Trustee of the Plan. It outlines how the Plan has performed during the past 12 months, how your Plan is managed and includes some general news about super.

Keep a long-term view

Despite the continuation of the global financial crisis resulting in negative returns for many of the Plan's investment options this year, for most members it will be important to stick to your long-term strategy for your super. In general, super is a long-term investment and many members have time before they need to take their super in cash. This gives them time to wait for a recovery in investment markets. Periods of negative performance, just like periods of strong performance, are part of the investment cycle.

The Plan's default Growth option has earned an average of 3.5% per year over the past five years despite a return of -19.8% for the year to 31 May 2009. The five year average performance has been helped by stronger performance experienced between 2005 and 2007. For details of the performance of each option, see page 7.

If you are concerned about the effect of recent market performance on your super investment or are considering other changes to your super, we recommend that you speak to a licensed financial adviser.

Plan snapshot

- **Plan membership was 1,614** at 31 May 2009. This included 185 members in the Retained Benefits Division.
- The **total value of the Plan's assets are now $78.1 million.** The Plan **paid $9.2 million in benefits** to members during the year. See page 22 for a summary of the Plan's financials.
- Returns for the Plan's investment options are as follows. More information on the Plan's investments, including long-term performance, can be read on page 7.

Diversified Shares	-27.3%
Growth	-19.8%
Balanced	-13.6%
Stable	-7.1%
Cash*	0.5%

* for the period 1 April 2009 - 31 May 2009

Changes to your Plan

In October 2008, the Plan's assets in the Growth, Balanced and Stable investment options were adjusted following the appointment of a new investment manager, Bridgewater Associates Inc. Ten percent of the assets of each of these options is now invested in Bridgewater's All Weather Fund. At the same time, some changes were made to the investment objectives for each of the Plan's options.

As advised in last year's report, new hedged international shares managers were also appointed. See page 11 for further details.

A new Cash investment option was made available for members from 1 April 2009. You now have a choice of five options for the investment of your super. The Cash investment option is the most conservative option and is suitable for members with a low risk tolerance. Refer to pages 9 and 10 for more details on all of the Plan's investment options.

You also have the ability to change your investment choice in any month rather than each quarter. Remember, fees apply if you change your choice, as explained on page 16.

We encourage you to take time to read this Report. If you have any questions about the information provided, or your super in the Plan, please contact the Plan Administrator on (02) 9004 2600.

The Trustee
Watson Wyatt Superannuation Pty Ltd

Budget changes

- The concessional contributions cap (for Company and before-tax superannuation contributions) reduced from $50,000 to $25,000 a year from 1 July 2009. This means the amount you can contribute to super before extra tax applies is reduced. The transitional cap for those over 50 was also halved to $50,000 a year until 30 June 2012 when it will no longer apply. From 1 July 2012, the $25,000 a year cap (indexed) applies to everyone regardless of age. The non-concessional contributions cap (including after-tax contributions) was left unchanged at $150,000 a year. See page 13 for more details on the contributions caps.
- For the next three years, the Government's maximum co-contribution is to reduce from $1,500 to $1,000, with the Government proposing to pay a maximum of $1.00 rather than $1.50 for each $1.00 of after-tax contributions eligible members make to superannuation. The Government proposes that the scheme will gradually return to its previous level by 2014/2015.
- From 2017, the eligibility age for the Government's age pension will increase gradually to a maximum age of 67 from 2023. No change was made to superannuation preservation ages.
- Lump sum superannuation benefits taken in cash after age 60 remain tax free.

Changes to income definition for Government benefits

From 1 July 2009, the definition of "income" that is used to calculate eligibility for a wide range of Government benefits has been broadened to include "reportable employer superannuation contributions". These include voluntary before tax (salary sacrifice) superannuation contributions elected by members.

This affects eligibility for the spouse contribution tax offset which provides eligible members with a tax rebate for superannuation contributions made on behalf of a low-income spouse.

It also affects eligibility for the Government's superannuation co-contribution scheme.

Super benefits for same-sex partners

The Government has changed the law to remove the differential treatment of same-sex couples compared to de facto couples of the opposite sex.

For members of the Plan, this change came into effect from 1 April 2009 and means that same-sex partners qualify for payment of death benefits and can also join the Plan as spouse members. Children of a member's spouse will also be acknowledged as dependants.

If you're in a same-sex relationship, this means:

- You will be able to make contributions to the Plan on behalf of a same-sex partner and split your super contributions with them;
- Your same-sex partner or the child of your spouse (of either sex) will be treated as dependants and be eligible to receive death benefits tax free;
- Your same-sex partner can join the Plan as a spouse member and apply for voluntary death cover; and
- You can apply to the Family Court to split superannuation benefits in the same way as other married couples. This change also applies to opposite-sex de facto couples.

Helping your super grow

Despite the difficult economic climate and recent poor investment returns, super still remains a good way to accumulate savings for retirement.

Here are some simple strategies you can adopt to make sure you get the most out of your super.

Step 1. Make personal contributions

You may consider contributing from your before-tax pay by salary sacrifice. This may be a tax-effective way to boost your super. Alternatively, you can contribute from your after-tax pay. Depending on your income level, you may qualify for an additional co-contribution from the Government if you contribute from your after-tax pay (see Step 2 to the right for details).

Even though the Budget reduced the amount you can contribute to super each year without extra tax applying, you can still make:

- Up to $25,000 of Company and before-tax contributions ($50,000 if age 50 or over in the current financial year); and
- Up to $150,000 of non-concessional contributions (including after-tax contributions). If you are under age 65 you can also bring forward two years of contributions and contribute up to $450,000, but then reduced or no contributions in the following two years.

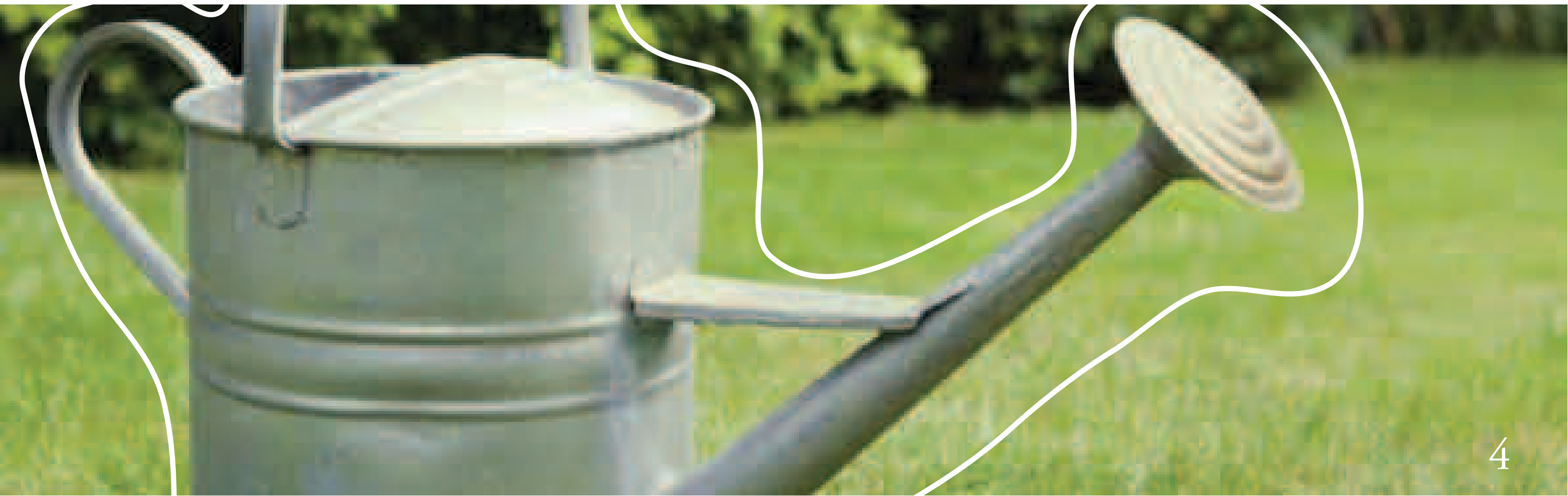
To arrange contributions, complete a *Super Options form* which can be downloaded from the Plan's *MySuper* website at **http://mysuper.watsonwyatt.com/oracle** and return it to Human Resources.

Step 2. A helping hand from the Government

The co-contribution scheme is designed to help lower income earners save more for retirement. The Government offers to match the first $1,000 of after-tax superannuation contributions made each year by eligible members into their super fund. To qualify for the full amount, you need to earn $31,920 or less and have contributed $1,000 to your super. The amount paid by the Government scales back if you earn more than $31,920. Those earning up to $61,920 are still eligible for a part-payment.

Eligible individuals will receive up to $1.00 for every $1.00 of personal after-tax contributions made, up to a maximum of $1,000 a year. To determine whether you are eligible for the co-contribution, your "income" is your total assessable income plus reportable fringe benefits. "Income" also includes any salary sacrifice contributions you make and may include certain other employer contributions.

If you are in the relevant income bracket and wish to take advantage of the co-contribution, the Trustee recommends that you speak to a licensed financial adviser. If you wish to make or increase your after-tax contributions, complete a *Super Options form* which can be downloaded from the Plan's *MySuper* website at **http://mysuper.watsonwyatt.com/oracle** and return it to Human Resources. You should note that your after-tax contributions can only be accepted if the Plan has your Tax File Number.



Step 3. Streamline your super

It can be a drag on your finances having multiple small superannuation accounts. Each one may charge you fees and keeping track of them can be difficult.

By doing some super housekeeping, you can arrange to transfer all of your super into the Plan. Before arranging to transfer your super, check to see if your other funds charge any fees or whether you have important extra benefits such as insurance.

To arrange to transfer your super into the Plan, you should complete a *Rollover form* which can be downloaded from the Plan's *MySuper* website at **http://mysuper.watsonwyatt.com/oracle**. You will need to complete a new form for each fund you are in. The completed forms should be sent to your previous super fund.

If you have lost touch with your previous super fund, contact your former employers and get the contact details of their superannuation fund or Eligible Rollover Fund. Call these funds to check if they have your super, making a note of the account or policy number so you have a record of it.

Alternatively, the Australian Taxation Office (ATO) has a register of lost superannuation accounts and has over $13 billion in "lost" superannuation. If you think the ATO might have your lost super, contact the ATO on 13 28 65 or visit www.ato.gov.au to conduct an online search using the ATO's SuperSeeker tool.

If you can't locate your previous employer, ask the ATO to search its database using your name, date of birth and Tax File Number. If they find a match, they will tell you the name of the fund where the account is located. You can then contact the fund directly to arrange a rollover.

Online control of your super

Using the Plan's *MySuper* website is a convenient way to keep on top of your super. Divided into clear and easy to use sections, the site allows you to:

- Find out the current balance of your super account;
- Check your recent contributions;
- Estimate your benefit at retirement using the Benefit Projector;
- Learn about the Plan's features and benefits and what is available to you as a member; and
- Download the latest versions of the Plan's publications and forms.

To access *MySuper*, simply go to **http://mysuper.watsonwyatt.com/oracle**. For more information about *MySuper* and what it has to offer, contact the Plan Administrator on (02) 9004 2600.

http://mysuper.watsonwyatt.com/oracle

How your super is invested

Oracle pay regular contributions into the Plan. You may also choose to make personal contributions to the Plan. It is then your responsibility to decide how these contributions are invested from the five investment options available. If you have never made an investment choice, your contributions are automatically invested in the Growth option, which is the default option.

The value of your account goes up or down in line with the performance of the investment options you have chosen (or the default option if you have not made an investment choice).

To find out what investment options are available, see pages 9 and 10.

Types of investments

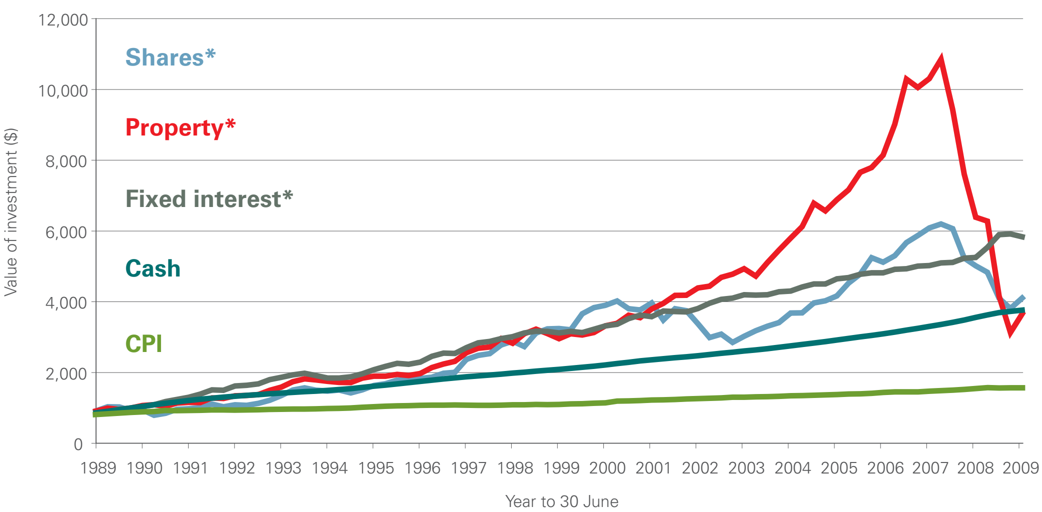
Each investment option invests in one or more different types of investments or assets:

- **Return-seeking assets** include shares, alternative assets and property, and generally offer higher expected returns than income assets (see below) over a period of five or more years. However, they also usually carry a higher investment risk. Investment returns may even be significantly negative on occasions.
- **Income assets** include cash deposits and fixed interest investments, such as Government bonds and corporate debt. They are generally regarded as lower-risk investments as returns are less likely to be negative. However, they also generally provide lower expected returns over the long term.

Long-term growth of asset classes 1989 – 2009

The graph below shows the growth of $1,000 invested in each of the four main asset classes – shares, property, fixed interest and cash – over a 20-year period from 1 July 1989 to 30 June 2009 (before tax and fees have been deducted).

Growth of asset classes based on $1,000 investment – 1989 to 2009 (Gross of tax and fees)



* 50% Australian shares and 50% unhedged international shares. Property is Australian listed property. Fixed interest is Australian fixed interest.

Past performance is not a reliable indicator of future performance.

This chart has been produced by Watson Wyatt Australia Pty Ltd, who consents to its inclusion in this Report.

How the Plan's investment options performed 2005 – 2009

The table below shows how your chosen investment options have performed for the past five years up to 31 May 2009, and the compound average annual return for the five years to 31 May 2009.

Year ending 31 May

Investment options	2009	2008	2007	2006	2005	Compound average return
Diversified Shares	-27.3%	-10.0%	21.2%	26.2%	15.4%	2.9% per year
Growth	-19.8%	-7.0%	17.3%	19.9%	13.3%	3.5% per year
Balanced	-13.6%	-3.2%	13.6%	13.5%	11.1%	3.7% per year
Stable	-7.1%	0.0%	10.4%	8.1%	9.2%	3.9% per year
Cash*	0.5%	n/a	n/a	n/a	n/a	n/a

Note: The returns are shown after tax and investment fees have been deducted and are the rates applied to the accounts of employed and spouse members. For Retained Benefit members, the rates applied to your accounts are those shown above, reduced by an administration fee of 0.5% per year. This fee will increase to 0.65% per year from 1 November 2009. Refer to page 16 for more information.

* The Cash option commenced on 1 April 2009. The rate shown is the rate for the two months to 31 May 2009.

Past performance is not necessarily a reliable indicator of future performance.

Deferred tax assets

Superannuation funds normally pay an amount of tax on any capital gains. In situations where the super fund is experiencing capital losses (as is the present situation with the falls on share markets), super funds are allowed to accumulate the tax benefits associated with those losses and use them to offset the tax on future capital gains.

Presently there is an unusually high level of capital losses being held by the Plan. Australian Accounting Standards require that future tax benefits be recognised only to the extent that it is probable that future taxable gains will be available to utilise the capital losses.

In order to prudently manage the Plan's tax position, the Trustee has imposed a limit on the level of taxation benefits arising from these capital losses. In the short term, this has contributed to lower returns across all the Plan's investment options except the Cash option. However, any unrecognised tax benefits will continue to be available to the Plan to offset the taxes on the Plan's future capital gains and therefore benefit future investment returns.

The interim rate

Investment earnings are calculated on an annual basis. If you leave your employer or transfer to another super fund before investment earnings have been applied, an interim rate will be used. This will cover the period from the previous annual review date until the date your benefit is paid. An interim rate may also be used if you switch investment options.

The interim rate is set by the Trustee based on the Plan's estimated monthly net investment returns, pro-rated if calculated during the month. When net investment returns are not available, a calculation is made using a suitable market index for each asset class or the cash rate if index returns are not available.

How investment markets performed

The Australian economy finished the 2009 financial year on a more positive note than many other economies. In one of the most challenging global economic environments seen in years, the Australian economy avoided a technical recession (i.e. two consecutive quarters of negative growth) by recording positive growth in the March quarter. This was following a decline in economic activity in the December quarter – the first decline in eight years. The growth came amidst strong Government stimulus and interest rate cuts of 4.25% for the year by the Reserve Bank of Australia. Conditions started to stabilise in the June quarter, however the June unemployment rate of 5.7% continues to be a concern.

Investor confidence in the Australian share market was poor for the majority of the year, as the global financial crisis placed many companies under strain and forced them to issue profit downgrades. Although sentiment improved around March 2009, earlier losses were not completely reversed and the Australian share market recorded one of its worst performances in many years, dropping 20.3% for the year (as measured by the S&P/ASX 300 Accumulation Index).

The Australian direct property market experienced limited trading activity and rising vacancy rates in 2009. The retail sector fared better than the office and industrial sectors in the latter quarter of the year, assisted by the Government's stimulus packages. The Mercer Unlisted Property Index returned -12.4% for the financial year. The global listed property sector suffered more significant losses with the UBS Global Investors Index (hedged to Australian dollars) finishing the year 42.5% lower.

The state of the international economy declined across many countries for the majority of the year. The US, Japan and many European countries all entered recessions, some of which have developed into the worst in decades. The December quarter saw Chinese economic growth weaken to its slowest pace in five years.

In response, global stimulus packages, strong monetary policy (including interest rate cuts) and money creation were implemented in an attempt to ease pressures on the international economy. Signs these measures have had an impact started to emerge in the June quarter.

The performance of the global share market was generally weak and marked by extreme volatility. The latter months of the financial year saw a return of some investor confidence based on stronger than expected economic data and signs of stability. Concerns late in the financial year over the sustainability of the recovery reversed some of the gains and demonstrated the fragility of market sentiment.

The effect of a weakening Australian dollar against most global currencies helped to offset some of these losses, resulting in stronger returns on unhedged international investments than on hedged investments for Australian investors. The MSCI World ex-Australia Index in Australian dollars (unhedged) returned -16.2% for the year, while the return on hedged international shares was -28.4%.

The Australian fixed interest market delivered robust performance in 2008/09 relative to shares with the UBSA Composite Bond Index (All Maturities) returning 10.8% for the year.

International fixed interest and global inflation-linked markets both underperformed the Australian fixed interest market. International fixed interest, measured by the Barclays Capital Global Aggregate Bond Index (hedged to Australian dollars), returned 9.9% for the year. Global inflation linked bonds, measured by the Barclays Capital Global Inflation-Linked Index (Series-L) (hedged to Australian dollars), returned 1.2%.

Note: This investment commentary does not constitute advice. All investment figures quoted relate to before-tax performance of the relevant industry benchmark.

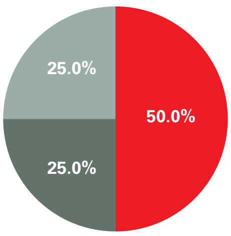
The Plan's investment options

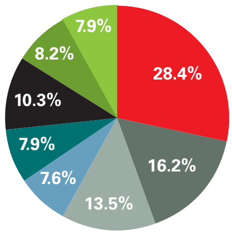
The table below shows the investment options available to members of the Plan.

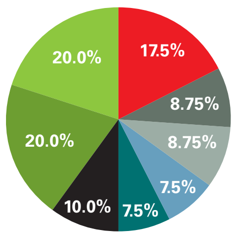
	Diversified Shares	Growth	Balanced
Objectives	• To achieve a return (after tax and investment fees) that is at least **4.0% per year** more than movements in the Consumer Price Index (CPI) over moving five-year periods. • To avoid more than one negative annual return every **four years**.	• To achieve a return (after tax and investment fees) that is at least **3.5% per year** more than movements in the CPI over moving five-year periods. • To avoid more than one negative annual return every **five years**.	• To achieve a return (after tax and investment fees) that is at least **3.0% per year** more than movements in the CPI over moving five-year periods. • To avoid more than one negative annual return every **eight years**.
Strategy	To invest 100% in shares, with about half in Australian shares and half in international shares.	To invest about 85% in return-seeking investments and about 15% in income investments.	To invest about 60% in return-seeking investments and about 40% in income investments.
Investment managers at 31 May 2009	• GMO Australia Limited (Australian Equities Trust) • Schroder Investment Management Australia Ltd (Australian Equities PST) • Barclays Global Investors (BGI) (BGI Fission International Equity Index Fund [Unhedged]) • BGI (BGI International Equity Index Fund [Unhedged]) • State Street Global Advisors (SSgA) (International Equities Index Trust [Hedged])	• GMO Australia Limited (Australian Equities Trust) • Schroder Investment Management Australia Ltd (Australian Equities PST) • Warakirri Asset Management Pty Ltd (Fund of Hedge Funds) • Bridgewater Associates Inc (All Weather Fund) • Deutsche Australia Asset Management (RREEF Global Property Securities Fund) • Barclays Global Investors (BGI) (BGI Fission International Equity Index Fund [Unhedged]) • BGI (BGI International Equity Index Fund [Unhedged]) • State Street Global Advisors (SSgA) (International Equities Index Trust [Hedged]) • SSgA (Australian Fixed Interest Trust) • SSgA (International Fixed Interest [Hedged] Trust)	• GMO Australia Limited (Australian Equities Trust) • Schroder Investment Management Australia Ltd (Australian Equities PST) • Warakirri Asset Management Pty Ltd (Fund of Hedge Funds) • Bridgewater Associates Inc (All Weather Fund) • Deutsche Australia Asset Management (RREEF Global Property Securities Fund) • Barclays Global Investors (BGI) (BGI Fission International Equity Index Fund [Unhedged]) • BGI (BGI International Equity Index Fund [Unhedged]) • State Street Global Advisors (SSgA) (International Equities Index Trust [Hedged]) • SSgA (Australian Fixed Interest Trust) • SSgA (International Fixed Interest [Hedged] Trust)

Asset allocation

31 May 2009







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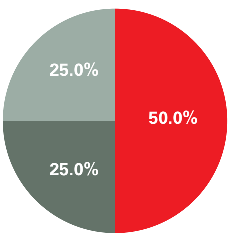
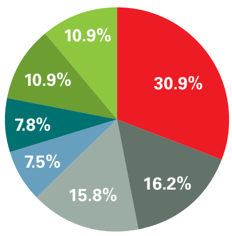
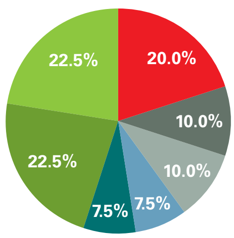
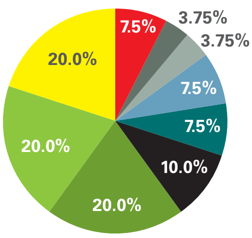
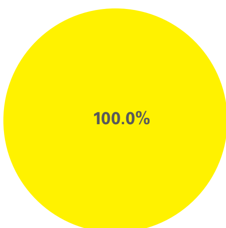
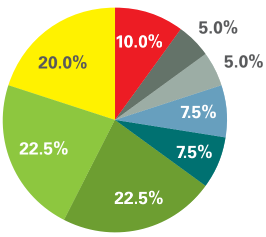






Stable	Cash
• To achieve a return (after tax and investment fees) that is at least **2.5% per year** more than movements in the CPI over moving five-year periods. • To avoid more than one negative annual return every **12 years**.	• To achieve a return (after tax and investment fees) that is at least **1.5% per year** more than movements in the CPI over moving three-year periods. • To avoid negative returns over moving one-year periods.
To invest about 40% in return-seeking investments and about 60% in income investments.	To invest 100% in short-term interest bearing assets (e.g. cash).
• GMO Australia Limited (Australian Equities Trust) • Schroder Investment Management Australia Ltd (Australian Equities PST) • Warakirri Asset Management Pty Ltd (Fund of Hedge Funds) • Bridgewater Associates Inc (All Weather Fund) • Deutsche Australia Asset Management (RREEF Global Property Securities Fund) • Barclays Global Investors (BGI) (BGI Fission International Equity Index Fund [Unhedged]) • BGI (BGI International Equity Index Fund [Unhedged]) • State Street Global Advisors (SSgA) (International Equities Index Trust [Hedged]) • SSgA (Australian Fixed Interest Trust) • SSgA (International Fixed Interest (Hedged) Trust) • SSgA (Australian Cash Trust)	• State Street Global Advisors (Australian Cash Trust)
	
	Not applicable

Investment objectives

The Trustee measures the performance of the Plan and each investment option against established goals – known as investment objectives. These investment objectives are not intended as forecasts and they are not a guarantee of future investment returns.

The Trustee's general investment objectives are to:

- Invest the assets as permitted by the Trust Deed and by superannuation law, and to exercise those investment powers prudently;
- Ensure that the assets are adequately diversified;
- Ensure there are sufficient assets to meet benefit payments to members when they are due; and
- Ensure that the investment managers appointed by the Plan exercise integrity, prudence and professional skill in fulfilling the investment tasks delegated to them.

The specific investment objectives for each investment option are shown in the table on pages 9 and 10.

Investment strategies

Each investment option has its own investment strategy. This is the plan that the Trustee follows to achieve the investment objectives for that option. For details of each option's investment strategy, see the table on pages 9 and 10.

Investment managers

The Plan's investments are managed by professional investment managers. These managers, and their products, are reviewed regularly by the Trustee and may be changed from time to time without prior notice to, or consent from, members.

In October 2008, the Trustee replaced the Plan's international shares (Unhedged) managers with Barclays Global Investors (BGI), investing in the BGI Fission International Equity Index Fund (Unhedged) and subsequently in the BGI International Equity Index Fund (Unhedged) after the BGI Fission International Equity Index Fund (Unhedged) was closed to new investments.

Also in October 2008, the Trustee appointed a structured beta fund manager, Bridgewater Associates Inc, to manage 10% of the assets of the Growth, Balanced and Stable options in their All Weather Fund.

A structured beta fund invests in a variety of asset classes, such as shares and bonds. It is structured in such a way that the investment performance of the fund is not reliant on any one economic outcome or one asset class to drive performance.

Additional investment information

Derivatives

Approximately 17.5% of each investment option (except the Diversified Shares and Cash options) is invested in a fund of hedge funds managed by Warakirri Asset Management Ltd and a structured beta fund, the Bridgewater All Weather Fund. The underlying managers for these investments may make use of derivatives to assist in achieving their objectives.

Apart from this, the Plan's investment managers only use derivatives for risk-control purposes or to more efficiently shift asset allocations.

Legislation requires the investment managers to adopt a Derivatives Risk Statement. This Statement outlines the controls that are in place to protect against the improper use of derivatives.

Socially responsible investments

The Trustee does not take into account social, ethical or environmental considerations, or labour standards for the purpose of selecting, retaining or realising the Plan's investments. When the Plan's investment managers were selected, the Trustee did not consider whether the managers took these factors into account.

Reserves

The Trustee does not maintain investment reserves. All investment returns are distributed to members. However, there is a small Company reserve which will be used over time to finance certain Plan expenses and manage cash flows from time to time. The level of the general reserve over the past three years has been as follows:

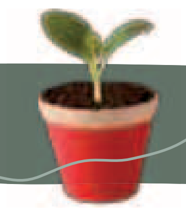
As at 31 May	$	% of Plan assets
2009	292,891	0.37%
2008	258,215	0.31%
2007	279,954	0.34%

Tax, fees and your super

How taxes affect your super

A number of taxes may apply to your super. These are shown in the table below:

Contributions tax	This tax, at the rate of 15%, is deducted from Company contributions and any contributions you make from your before-tax salary (by salary sacrifice). If you have not provided your Tax File Number (TFN) to the Plan, the rate of tax that applies to your concessional contributions increases substantially to the top marginal personal tax rate plus 1.5%. However, the Plan may be able to recover this no-TFN tax in certain circumstances if you subsequently advise your TFN to the Plan. If you were a member prior to 1 July 2007, the higher tax rate only applies if your concessional contributions are more than $1,000 per year.
Tax on investment earnings	Investment earnings are taxed at the rate of 15% less any applicable deductions and imputation credits that may be available to the investment managers of the Plan. This tax is deducted from the Plan's investment earnings before being applied to your account(s).
Excess contributions tax	This may apply if your contributions exceed certain caps set by the Government. See page 13 for more information.
Tax on benefits paid in cash	The amount of tax payable on benefits paid in cash depends on a number of factors including: • What type of benefit is paid (retirement, disability or death); • Who receives the benefit; • Whether you were an Australian citizen or permanent resident when the benefit was paid. For example, if you are a temporary resident who has permanently left Australia you may pay higher tax on your benefit; and • How you receive the benefit (e.g. lump sum amount or pension), and your age when you receive the benefit. For example, **if you are age 60 or over, all lump sum payments and pensions paid to you from a taxed super fund (such as the Oracle Superannuation Plan) are tax free**. If you are less than age 60, any lump sum amounts paid to you will consist of only two tax components – a tax-free component and a taxable component.
Superannuation surcharge	This was an additional tax of up to 15% which was levied against the Company and before-tax (salary sacrifice) contributions of high-income earners. The surcharge was abolished from 1 July 2005; however, the Plan may still receive assessments from the Australian Taxation Office (ATO) for members affected by the surcharge in prior years. If so, any surcharge amounts will be deducted from your benefits in the Plan. For more information about the surcharge, contact the Plan Administrator on (02) 9004 2600.



Tax limits

A number of limits – which are generally indexed annually as at 1 July – affect how super contributions and benefits are taxed. The limits that apply for the period 1 July 2009 to 30 June 2010 are shown below.

Cap on Company and before-tax (concessional) contributions

There is a limit on how much you can contribute tax-efficiently to your super each year. For concessional contributions, that is any Company contributions including insurance premiums and Plan expenses the Company pays on your behalf, and any contributions you make to super from your before-tax salary (i.e. by salary sacrifice), the limit is currently $25,000 per year. Any contributions above $25,000 will effectively be taxed at 46.5% (including the 15% contributions tax that applies to all concessional contributions).

If you reach age 50 from 1 July 2009 to 30 June 2012, a higher transitional limit of $50,000 per year applies from the year you turn 50 until 30 June 2012. For those members already over age 50, the higher limit of $50,000 applies until 30 June 2012.

The ATO determines whether any excess tax applies to you. If it does, they will forward you a tax assessment and a release authority. It is then up to you to either pay the excess tax directly to the ATO, or arrange for your super fund to pay the tax on your behalf and deduct it from your benefit by giving the release authority to the Plan. Time limits apply to the payment of the tax.

Cap on non-concessional contributions

Any non-concessional contributions you make to super are subject to a cap of $150,000 per year. Non-concessional contributions are any amounts you contribute from your after-tax salary.

They also include:

- Contributions made for you by your spouse;
- Amounts you transfer from overseas funds (except to the extent an election applies for them to be taxed in the Plan); and
- Excess concessional contributions.

If you are under age 65 and you want to make larger one-off payments to the Plan, you have the option to bring forward two years of contributions and then make reduced, or no further, payments for the next two years. The maximum you can contribute over three years is $450,000.

If you are over 65, the maximum lump sum you can pay to the Plan each year is $150,000.

If you exceed these limits, the excess will be taxed at 46.5%.

The same ATO assessment process applies as for concessional contributions (see to the left for more information). However, the excess non-concessional contributions tax must be paid from your super fund.

Providing your Tax File Number

Providing your Tax File Number (TFN) to your super fund is not compulsory; however, doing so ensures that you don't pay any more tax on your contributions and benefits than you need to.

Significant consequences apply if you have not provided the Plan with your TFN. These include:

- Taxing your concessional (Company and before-tax) contributions at the top marginal rate of 45% plus 1.5%;
- Taxing the taxable part of your benefit at the top marginal rate of 45% plus 1.5%; and
- Prohibiting the Plan from accepting any non-concessional (including after-tax) contributions from you.

Contact the Plan Administrator to obtain the appropriate form if you have not previously provided your TFN to the Plan and wish to do so.

If you provided your TFN to your employer on commencing employment after 1 July 2007, your employer is obliged to pass on your TFN to your super fund within 14 days.

Getting financial advice

Do you need help understanding your super? Perhaps you are not sure how much to contribute or how to invest your super. You may be considering whether to roll over or even approaching retirement. There are so many options available that it can be difficult to know what to do.

The good news is that help is available. If you need advice about your super, you can speak to a licensed financial adviser. They will be able to consider your individual circumstances and advise what options are right for you.

If you live in either Melbourne or Sydney, Watson Wyatt Australia Pty Ltd has arrangements in place to help you with your financial planning.

- If you are in Melbourne and would like to speak to one of Watson Wyatt's financial planners, contact Susan Rio on (03) 9655 5222.
- If you are in Sydney, you can contact ipac on 1800 080 494.

If you live outside Melbourne or Sydney and would like to find a licensed adviser, the Financial Planning Association (FPA) can refer you to one in your area. Call them on 1800 337 301 or visit the FPA's website at www.fpa.asn.au.

If you're unsure of what to look for in a financial adviser, here are some tips to help you find one:

- Deal only with professional financial advisers and planners who hold an Australian Financial Services Licence (AFSL), which is provided by ASIC, the Government regulator. You can check if an adviser is licensed, at no cost, by visiting ASIC's consumer website, FIDO (www.fido.asic.gov.au), or by phoning ASIC's Infoline on 1300 300 630.
- Speak to a few financial advisers from different firms and ask each one to send you their Financial Services Guide, which they must produce by law. Check if the services offered suit your needs.
- Ask about the financial adviser's experience and qualifications.
- Ask what the advice will cost. Do they charge a flat fee for service or rely on commissions from the products you invest in?
- Find out whether there are any restrictions on the products that the financial adviser can recommend.

Fees and other costs

Did you know?

Small differences in both investment performance and fees and costs can have a substantial impact on your long-term returns.

For example, total annual fees and costs of 2% of your fund balance rather than 1% could reduce your final return by up to 20% over a 30-year period (for example, reduce it from $100,000 to $80,000).

You should consider whether features such as superior investment performance or the provision of better member services justify higher fees and costs.

You may be able to negotiate to pay lower contribution fees and management costs where applicable. Ask the fund or your financial adviser.

To find out more

If you would like to find out more, or see the impact of the fees based on your own circumstances, the Australian Securities and Investments Commission (ASIC) website (www.fido.asic.gov.au) has a superannuation fee calculator to help you check out different fee options.

The above wording is required to be shown by law. The Plan does not negotiate in relation to the fees and costs it charges.

This section shows fees and other costs that you may be charged. These fees and costs may be deducted from your money, from the returns on your investment or from the Plan assets as a whole. Taxes and insurance costs are set out in the notes overleaf. The fees shown are effective from 1 November 2009.

You should read all of the information about fees and costs because it is important to understand their impact on your investment.

Type of fee or cost	Amount	How and when paid
Fees when your money moves in or out of the Plan		
Establishment fee: The fee to open your investment.	Nil	Not applicable.
Contribution fee: The fee on each amount contributed to your investment – either by you or your employer.	Nil	Not applicable.
Withdrawal fee: The fee on each amount you take out of your investment.	$121	By a deduction from each withdrawal or each contribution split with your spouse at the time of payment.
Termination fee: The fee to close your investment.	$121	By a deduction from the benefit payment amount at the time of payment.
Management costs		
The fees and costs for managing your investment.	**All active employee members**: Nil as the cost is met by Oracle. **Retained Benefit members:** Fee of 0.65% per year.	**All active employee members:** Not applicable. **Retained Benefit members:** Fees are deducted from investment earnings monthly before they are applied to the accounts of Retained Benefit members.
The amount you pay for specific investment options.	**Diversified Shares:** 0.25% - 0.45% per year ($2.50 - $4.50 per $1,000) **Growth:** 0.40% - 0.55% per year ($4.00 - $5.50 per $1,000) **Balanced:** 0.30% - 0.40% per year ($3.00 - $4.00 per $1,000) **Stable:** 0.30% - 0.40% per year ($3.00 - $4.00 per $1,000) **Cash:** 0.10% per year ($1.00 per $1,000)	Deducted from investment earnings monthly before they are applied to accounts
Service fees[1]		
Investment switching fee: The fee for changing investment options.	$54.80 excluding switches on 1 December each year.	Deducted from your account balances when the investment switch is made.

[1] Details of other service fees are described in the "Additional explanation of fees and costs" section on the following pages.

Additional explanation of fees and costs

1. Buy-sell spread

This is a fee charged by the Plan to reflect any costs charged by the investment managers when you change investment options.

It is deducted from your account balance when you change investment options (based on the option you transfer into) and is therefore an additional cost to you.

The fee for each of the Plan's investment options is a percentage of your account balance as set out below:

- Diversified Shares – 0.60% ($6.00 per $1,000)
- Growth – 0.50% ($5.00 per $1,000)
- Balanced – 0.51% ($5.10 per $1,000)
- Stable – 0.39% ($3.90 per $1,000)
- Cash – Nil

2. Management costs

These costs include administration, consulting, audit, legal and other fees incurred by the Plan.

The fees shown in the table on page 16 are gross of tax.

Any management costs not covered by deductions from your accounts (as set out in the table on page 16) are paid by Oracle directly.

If your total account balances are less than $1,000, the Plan will ensure that these expenses do not exceed the investment earnings applied to your accounts. This is designed to protect small account balances from erosion by fees. Please note that this protection does not apply to any other fees, taxes or insurance premiums deducted from your accounts.

3. Investment fees

The investment fees shown in the table on page 16 are deducted from the investment returns earned by each option before they are applied to your accounts. This means that the returns shown on page 7 of this *Annual Report* have been reduced by these fees and taxes.

Tax is deducted from the Plan's investment earnings at the rate of 15%, less any applicable deductions and allowing for any imputation credits available to the investment managers or the Plan.

The investment costs include performance fees for the Mesirow Alternative Strategies Fund (via Warakirri Asset Management) which are calculated as 10% of returns above 8% per year. For example, if the investment return for the year was 12%, the performance fee would be 10% x 4% = 0.4% per year ($4 per $1,000).

4. Taxes and insurance premiums

The following taxes and premiums are deducted from your accounts in the Plan:

- **An insurance premium of $5 per month** for every additional unit of death and disablement insurance cover you have is deducted from your Company Account within the Plan. The premium is **$3 per unit per month for spouse members** (for death only cover). The amount of additional insurance cover for each unit of insurance depends on your age and the number of units you buy. A copy of the age-based scale is included in the booklet, *Your Super, Your Plan* which is available from the Plan Administrator, or on the *MySuper* website.
- **Contributions tax at the rate of 15%** from Company contributions and any salary sacrifice contributions (collectively known as concessional contributions) to your accounts. Any deductions available to the Plan, such as expenses and insurance premiums, reduce the amount of tax deducted.
- **Excess contributions tax** if your contributions exceed the concessional or non-concessional contributions caps and you request to have the excess tax deducted from your benefit.
- **Additional tax if you have not provided your TFN** to the Plan by the end of the Plan's financial year.
- **Any surcharge** assessed by the Australian Taxation Office as being applicable to you. This is deducted from your accounts when the assessment is received by the Plan. The surcharge was abolished with effect from 1 July 2005. However, assessments may still be received for you for previous years.

5. Other service fees

A rollover fee of $121 is deducted each time you roll over any super from other funds into the Plan during the year. This fee is deducted from your Rollover Account when your rollover is received.

A contribution splitting fee of $121 is deducted each time you split your super contributions with your spouse. This fee is deducted from your Company Account when your splitting application is approved by the Trustee.

If you, or your spouse, require information on your benefit in relation to a **Family Law matter**, a fee of **$304** will be charged for each date at which information is required. You, or your spouse, are required to pay this fee at the time of any request for information – it is not deducted from your accounts.

In addition, if your super is split under a Family Law agreement or Court Order, fees will apply for the splitting of your super and the payment of an amount to your former spouse. These fees are normally shared evenly between you and your former spouse. The fees may be paid by you and your spouse by cheque, or otherwise will be deducted from the applicable benefit. The fees are:

- **Establishment of a base amount** and payment to your spouse: **$245**; and
- **Annual maintenance fee** (non-member spouse): **$84**.

All fees include GST where applicable.

6. Fee changes

Some of the fees are dependent on the fees charged by the Plan's service providers. Some of these fees may be indexed annually (e.g. in line with increases in Average Weekly Ordinary Time Earnings); others depend on the services provided to the Plan each year. The Trustee reserves the right to increase the fees without your consent if necessary in order to manage the Plan. You will be given at least 30 days' notice of any fee increases.

The fees shown are effective from 1 November 2009.

Details of the fees that applied to you for the year ending 31 May 2009 are shown on your *Annual Benefit Statement* which accompanies this *Annual Report*.

The fees charged may depend on your employment status or category of membership in the Plan. If you change categories, you will be advised of any changes to the fees that apply to you.

Further details of the fees and taxes paid by the Plan can be found in the Plan's financial statements. A summary is included on page 22, or a copy can be obtained from the Plan Administrator (see the back cover for contact details).

Example of annual fees and costs for the default investment option

The table below gives an example of how the fees and costs in the default (Growth) investment option for this product can affect your superannuation investment over a one-year period. You should use this table to compare this product with other superannuation products. The default investment option for this product has an 85% weighting to return-seeking (growth) assets (shares and property). You should check other products' weighting to return-seeking assets when making comparisons. Please note, different fees apply to Retained Benefit members (see page 16).

Example – the Growth option		Balance of $50,000 with total contributions of $5,000 during year
Contribution fees	Nil	For every $5,000 you put in, you will be charged nil.
PLUS Management costs	0.40%-0.55% per year	**And**, for every $50,000 you have in the Plan you will be charged **$200-$275** each year plus nil in administration fees regardless of your balance.
EQUALS Cost of fund		If you put in $5,000 during a year and your balance was $50,000, then for that year you will be charged fees of **$200-$275***. **What it costs you will depend on the investment option you choose and the fees you negotiate with your fund or financial adviser.**

* Additional fees may apply:

Establishment fee – nil.

And, if you withdraw an amount before leaving the Plan, you will also be charged a **withdrawal fee of $121** for every withdrawal, regardless of the amount.

And, when you finally leave the Plan, you will also be charged a **termination fee of $121**, regardless of the amount.

Your Trustee directors

The Trustee of the Plan is Watson Wyatt Superannuation Pty Ltd (ABN 56 098 527 256, AFSL 236049), a company that has been approved and licensed to act as a trustee of superannuation funds by the principal regulator of super funds in Australia, the Australian Prudential Regulation Authority (APRA). Directors of the Trustee Company as at 31 May 2009 were Andrew Boal, Pauline Durant, Brad Jeffrey and David McNeice.

Watson Wyatt Superannuation Pty Ltd is a subsidiary of Watson Wyatt Australia Pty Ltd (ABN 45 002 415 349, AFSL 229921), a company that also acts as administrator (via an outsourced arrangement), consultant and secretary to the Plan – see the "Specialist advisers" section to the right for more information).

Your Policy Committee

A Policy Committee is responsible for ensuring that the interests of members and the Company are represented in the management of the Plan. The Committee comprises eight members, with half appointed by the Company and half elected periodically by members.

The next Policy Committee election will be held in February 2010.

At 31 May 2009, members of the Policy Committee were:

Company-appointed	Member-elected
Gareth Hunt	Paul Davidson
Robyn Merchant	Peter Iredale
Brett Reeves	Wesley Kowalski
Ian White	Wayne Parry

There were no changes to the Policy Committe during the year.

Indemnity insurance

The Trustee is currently covered by a Trustee Professional Indemnity insurance policy that protects the Plan's assets from a legal liability to the extent permitted by law and the policy conditions.

The Trust Deed

The Plan is managed and administered in accordance with its Trust Deed. The Trust Deed is the legal document that sets out details of members' benefits and the rules and operating requirements of the Plan.

During the year, the Trust Deed was amended to:

- Allow members to make binding death benefit nominations; and
- Reflect a change to legislation which acknowledges same-sex partners. See page 3 for more information on this change.

A complying fund

The Plan is a complying superannuation fund for tax purposes.

The Trustee has lodged all necessary returns and certificates with the Australian Prudential Regulation Authority (APRA). The returns for the year ending 31 May 2009 will be lodged after the audit of the Plan's financial statements has been completed.

Specialist advisers

The following organisations have been retained by the Trustee to provide specialist services to the Plan:

Consultant

Watson Wyatt Australia Pty Ltd

Administrator

Watson Wyatt Australia Pty Ltd (outsourced to IBM SuperLife Services Pty Limited, ABN 31 116 067 602, AFSL 296317).

Investment consultant

Watson Wyatt Australia Pty Ltd

Auditor

Deloitte Touche Tohmatsu

Insurer

ING Life Limited. With effect from 1 September 2009, the Trustee appointed National Mutual Life Association of Australasia Limited (AXA).

The Trustee does not receive commissions or other similar payments from any of its specialist advisers.

Enquiries and complaints

Initial enquiries and complaints, including privacy-related enquiries, should be directed to the Plan Administrator (see the back cover for contact details).

If you are not satisfied with the response you receive, there is a formal process through which the Trustee reviews enquiries and complaints. To make a formal enquiry or complaint, please obtain an *Enquiry or Complaint form* from Human Resources. The Trustee will respond within 90 days.

If you are not happy with the Trustee's handling of your enquiry or complaint, you may then contact the Superannuation Complaints Tribunal. The Tribunal is an independent body set up by the Federal Government to deal with certain enquiries or complaints that the Trustee has not dealt with to your satisfaction. You can contact the Tribunal on **1300 780 808** or by email to **info@sct.gov.au**.

There are some complaints that the Tribunal cannot consider, such as those relating to the management of the Plan as a whole. In addition, time limits apply to certain complaints relating to total and permanent disability claims and to complaints about objections to the payment of death benefits. If your complaint is in relation to one of these areas, please contact the Plan Administrator or refer to the Tribunal's website at www.sct.gov.au as soon as possible for further information.

For privacy-related matters, the Federal Privacy Commissioner may review your complaint. You can contact the Privacy Commissioner on **1300 363 992**.

When you leave the Plan

When you leave Oracle or if you choose another fund, your super will be transferred to the Retained Benefit section of the Plan and remain invested in the same investment option(s) for up to 180 days. Fees apply in the Retained Benefit section (see page 16). During this period, you will be contacted by the Plan Administrator and asked how you want to receive your benefit.

If you do not give the Plan Administrator instructions within 180 days of receiving details of your benefit, or if your chosen fund does not accept your benefit, the Trustee may roll over your benefit to an Eligible Rollover Plan (ERF). The Trustee has nominated:

The Administrator
Colonial SuperTrace
Approved Eligible Rollover Fund
Locked Bag 5429
Parramatta NSW 2124
Phone: 1300 788 750

If your benefit is transferred to the ERF, you will no longer be a member of, or have any rights under, the Plan and you will need to contact the ERF directly in relation to your benefit. You can also obtain a Product Disclosure Statement from the ERF using the contact details above.

You should note that the investment and crediting rate policy of the ERF may be different to those that applied in the Plan. In addition, the ERF does not offer any insurance cover. You should seek advice from a licensed financial adviser as to whether the ERF is a suitable investment vehicle for your purposes.

Providing proof of your identity

The Trustee may be required to verify the identity of members and any other benefit recipients before any superannuation benefit is withdrawn from the Plan. This "identity check" (e.g. a certified copy of a driver's licence or passport) helps ensure that the Plan is not being used for criminal activities.

Withdrawals cannot be processed until you (or your nominated representatives) have supplied the required proof of identity to the Plan Administrator.

The Trustee may need to obtain additional identification information and to verify your identity from time to time. In some circumstances the Trustee may have to disclose information about you to the regulator of this legislation, the Australian Transactions Reports and Analysis Centre (AUSTRAC). If this happens, the Trustee is not permitted to inform you due to the sensitive nature of this information.

Summary of financial statements

This summary has been prepared from the unaudited financial accounts of the Plan for the year to 31 May 2009. The final audit is expected to be completed by the end of September 2009. The audited financial accounts and auditor's report will then be available on request from the Plan Administrator on (02) 9004 2600.

Change in net assets during the year

		$
Net assets at the beginning of the year		**84,600,820**
Plus income	Contributions	20,794,710
	Rollovers	2,677,062
	Net investment income	(19,319,334)
	Other	1,261,966
Less outgoings	Benefit payments	9,244,533
	Insurance premiums	639,490
	Tax due	1,837,979
	Superannuation surcharge	14,597
	Expenses and charges	152,637
Net assets at the end of the year		**78,125,988**

Net assets at the end of the year		**2008 $**	**2009 $**
Investments	GMO Australia Limited (Australian Equities Unit Trust)	14,199,726	11,117,394
	Schroder Investment Management Australia Ltd (Australian Equities PST)	14,478,665	12,115,481
	Alliance Bernstein Australia Ltd (Global Style Blend Trust)	11,914,940	-
	Deutsche Australia Asset Management (Global Listed Property)	5,528,521	4,920,740
	State Street Global Advisors (Australian Cash Trust)	1,341,874	1,686,549
	State Street Global Advisors (Australian Fixed Interest Trust)	9,040,634	6,665,520
	State Street Global Advisors (International Fixed Interest [Hedged] Trust)	9,045,505	6,534,486
	State Street Global Advisors (International Equities Index [Hedged] Trust)	14,788,200	12,557,355
	State Street Global Advisors (International Equities Index [Unhedged] Trust)	2,683,992	-
	Warakirri Asset Management Pty Ltd (Fund of Hedge Funds)	5,326,115	4,754,329
	Barclays Global Investors (Fission International Equity Index Fund)	-	9,962,376
	Barclays Global Investors (World ex-Australia Equity Index Fund)	-	1,250,991
	Bridgewater (All Weather Fund)	-	6,444,694
Current assets		2,336,643	4,082,712
Current liabilities	Benefits payable	(4,568,558)	(3,393,678)
	Taxation payable	(781,468)	(514,808)
	Other	(733,969)	(58,153)
Net assets at the end of the year		**84,600,820**	**78,125,988**

Current assets include amounts in the Plan's bank account. All contributions due at 31 May 2009 have now been paid to the Plan.

Who to contact

For more information about your benefits in the Plan, including your choices for contributions, investments and insurance, refer to your member booklet, *Your Super, Your Plan*.

Copies of the Trust Deed, Risk Management Plan and audited accounts may also be requested by current and former members and their dependants.

If you have questions about the Plan or this *Annual Report*, please contact:

The Plan Administrator
Oracle Superannuation Plan
GPO Box 4346
Sydney NSW 2001
Phone: (02) 9004 2600
Fax: (02) 9081 0236
Website: **http://mysuper.watsonwyatt.com/oracle**

You can also contact:

Human Resources
Oracle Corporation Australia Pty Ltd
4 Julius Avenue
North Ryde NSW 2113
Phone: (02) 9491 1188

OR

The Plan Trustee
Oracle Superannuation Plan
Watson Wyatt Superannuation Pty Ltd
GPO Box 468
Sydney NSW 2001
Phone: (02) 9253 3333
Fax: (02) 9253 3199

Issued by Watson Wyatt Superannuation Pty Ltd (ABN 56 098 527 256, AFSL 236049), as Trustee of the Oracle Superannuation Plan (ABN 17 608 890 083) on 15 September 2009.