

Deed of Variation

Inglis Road NSW Unit Trust

大成 DENTONS

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Ref ALR/40018418

Contents

1.	Defined meanings	1
2.	Variation to Trust Deed	2
3.	Confirmation and consent	2
4.	General provisions	2
5.	Governing Law	3

Deed of Variation

Dated

Parties

1. **Papis 2015 Pty Ltd** ACN 603 328 418 of 28 Dequetteville Terrace, Kent Town SA 5067 (**Trustee**).
2. **Each party named in Schedule 1** (each, a **Unit Holder**).

Background

1. Inglis Road NSW Unit Trust (**Trust**) was established by deed poll dated 8 May 2015 (**Trust Deed**) by the Trustee.
2. The Trustee has continuously held the office of trustee of the Trust on and from 8 May 2015.
3. Under clause 18.1 of the Trust Deed, the Trustee can, inter alia, amend the provisions of the Trust Deed, provided that any amendment is approved by a Special Resolution of the Unit Holders.
4. As at the date of this document the Trustee is the sole Trustee of the Trust.
5. As at the date of this document the Unit Holders are the sole unit holders under the Trust.
6. The Trustee has determined to vary the provisions of the Trust Deed in the manner set out in this document, with effect from the date of this document.
7. The Unit Holders have approved the amendment of the Trust Deed in accordance with clause 18.1 of the Trust Deed as evidenced by their execution of this document.

Operative provisions

1. Defined meanings

1.1 Definitions

In this document unless the context otherwise requires capitalised terms and expressions used in this document and not otherwise defined in this document have the respective meanings given to them in the Trust Deed.

1.2 Interpretation

In this document unless the context otherwise requires the provisions of clauses 22 and 23 of the Trust Deed are incorporated into this document by reference as if set out in this document in full, *mutatis mutandis*.

2. Variation to Trust Deed

The Trust Deed is amended with effect from the date of this document by deleting clause 16.2(b) in its entirety.

3. Confirmation and consent

3.1 Confirmation of Trust Deed

Subject to the provisions of this document, the Trust Deed is confirmed and remains in full force and effect. This document and the Trust Deed will be read and construed as one document.

3.2 Confirmation and consent of Unit Holder

Each Unit Holder:

- (a) acknowledges and agrees to the terms of this document; and
- (b) confirms it has approved the amendment to the Trust Deed contemplated in this document in accordance with clause 18.1 of the Trust Deed.

4. General provisions

4.1 No new trust or resettlement

Nothing contained in this document creates or will be deemed to create a new trust or constitutes or will be deemed to constitute a resettlement or redeclaration of the Trust.

4.2 Effect of document

This document is intended to be, and will take effect, as a deed notwithstanding any lack of formality in its form, execution or attestation.

4.3 Background forms part of the agreed terms

The Background forms part of the agreed terms of this document.

4.4 Partial Invalidity

If, at anytime, any provision of this document is or becomes illegal, invalid or unenforceable in any respect under any law of any jurisdiction, neither the legality, validity or enforceability of the remaining provisions nor the legality, validity or enforceability of such provision under the law of any other jurisdiction will in any way be affected or impaired.

4.5 Counterparts

This document may be executed in any number of counterparts, and this has the same effect as if the signatures of the counterparts were on a single copy of this document.

5. Governing Law

5.1 Governing law

This document is governed by the laws of South Australia.

Schedule 1 – Unit Holders

Unit Holder	Address
Richard Shoemsmith in his capacity as trustee for Shoemsmith Superannuation Fund ABN 35 153 181 366	401 Nine Mile Road, Strathalbyn SA 5255
Shoemsmith Newcastle Pty Ltd ACN 632 079 924 in its capacity as trustee for Shoemsmith Newcastle Family Trust ABN 30 837 928 657	28 Dequetteville Terrace, Kent Town SA 5067
Koorlong Pty Ltd ACN 124 274 657 in its capacity as trustee for Koorlong Superannuation Fund ABN 96 984 636 921	28 Dequetteville Terrace, Kent Town SA 5067
Tabula Rasa Pty Ltd ACN 159 033 637 in its capacity as trustee for Tabula Rasa Superannuation Fund ABN 15 772 690 698	28 Dequetteville Terrace, Kent Town SA 5067
D & D Stockwell Super Pty Ltd ACN 165 869 518 in its capacity as trustee for D & D Stockwell Superannuation Fund ABN 61 964 995 527	C/- Kelly Partners (South West Sydney) Pty Ltd 'Suites 1 - 8 Kellicar Lane Macarthur Square' Gilchrist Drive, Campbelltown NSW 2560
Stockwell Logistics Pty Ltd ACN 001 774 063 in its capacity as trustee for Stockwell Logistics Investment Superannuation Fund ABN 34 601 397 600	3A Inglis Road, Ingleburn NSW 2565
O'Neill Family Super Pty Ltd ACN 603 025 305 in its capacity as trustee for O'Neill Family Superannuation Fund ABN 44 625 121 530	163 Carrolls Road, Menangle NSW 2568
Chandran Savarirayan and Seshambal Savarirayan in their capacity as trustees for C Savarirayan Superannuation Fund ABN 24 918 456 163	
Jon Nitschke in his capacity as trustee for Jon Nitschke Superannuation Fund	
DK Meiers Super Fund Pty Ltd ACN 166 899 878 in its capacity as trustee for DK Meiers Superannuation Fund ABN 47 221 724 176	9 Balfour Close, Point Cook VIC 3030

Matt Rowlands and Annette Paschke in their capacity as trustees for HHAMR Trust ABN 48 317 980 731	
TK Carr Pty Ltd ACN 600 635 854 in its capacity as trustee for TK Carr Superannuation Fund	28 Dequetteville Terrace, Kent Town SA 5067
Kenneth Carr and Margaret Carr in their capacity as trustees for KD & MM Carr Superannuation Fund	
Robert Burgess and Karen Burgess in their capacity as trustees for Philadelphia Superannuation Fund ABN 96 906 139 016	
Supereid Pty Ltd ACN 606 741 495 in its capacity as trustee for Supereid Superannuation Fund	28 Dequetteville Terrace, Kent Town SA 5067
K & A Superannuation Pty Ltd ACN 606 808 262 in its capacity as trustee for K & A Superannuation Fund	18 Mountford Avenue, Bridgewater SA 5155
Ren Benalds Pty Ltd ACN 144 949 548 in its capacity as trustee for Reynolds Superannuation Fund	28 Dequetteville Terrace, Kent Town SA 5067
Nicola Valenzisi and Caterina Valenzisi in their capacity as trustees for Nicola & Caterina Valenzisi Superannuation Fund ABN 97 118 771 711	
M & L Fowler Investments (Aust) Pty Ltd ACN 603 436 488 in its capacity as trustee for The Fowler Superannuation Fund	3 Love Place, Picton NSW 2571
Shannon Carlaw in their capacity as trustee for Wright Street Investment Trust ABN 84 608 619 250	
Garrath Holdstock and Sophie Holdstock in their capacity as trustees for S&G Holdstock Superannuation Fund ABN 37 564 771 903	
S & N McLean Pty Ltd ACN 606 463 254 in its capacity as trustee for S & N McLean Superannuation Fund ABN 85 959 180 802	C/- Kelly Partners (South West Sydney) Pty Ltd 'Suites 1 - 8 Kellicar Lane Macarthur Square' Gilchrist Drive, Campbelltown NSW 2560

D & D Stockwell Nominees Pty Ltd ACN 131
406 392 in its capacity as trustee for D&D
Stockwell Family Trust ABN 58 071 478 071

C/- BCP Group Services Pty Ltd 'Suites' 1 - 8
Kellicar Lane Macarthur Square Gilchrist Drive,
Campbelltown NSW 2560

Absolute Services (SA) Pty Ltd ACN 106 835
527 in its capacity as trustee for The SS
Superannuation Fund

C/- Iuliano Pannunzio & Co 100 Rundle Street,
Kent Town SA 5067

Adam Halphin and Valerie Antaki in their
capacity as trustees for A & V Halpin
Superannuation Fund ABN 68 809 647 494

Roger Farnworth Bridson

John McArdle

Vanessa Orsborn

Stockwell Family Investments Pty Ltd ACN
610 985 398 in its capacity as trustee for Jack
Stockwell Family Super Fund ABN 82 167 733
681

'Suites' 1 - 8 Kellicar Lane Macarthur Square
Gilchrist Drive, Campbelltown NSW 2560

Proactive Property Employees Pty Ltd ACN
166 260 797 in its capacity as trustee for
Proactive Property Employees Trust

28 Dequetteville Terrace, Kent Town SA 5067

Andrew Bridson

Executed as a deed.

Trustee

Signed sealed and delivered on behalf of **Papis
2015 Pty Ltd** by:

Secretary/Director

Director

Print name

Print name

Unit Holders

Signed sealed and delivered by **Richard Shoesmith** in his capacity as trustee for **Shoesmith Superannuation Fund** in the presence of:

Witness

Richard Shoesmith

Print name

Print address

Signed sealed and delivered on behalf of **Shoesmith Newcastle Pty Ltd** in its capacity as trustee for **Shoesmith Newcastle Family Trust** by:

Sole director and sole secretary

Richard Francis Shoesmith
Print name

Signed sealed and delivered on behalf of **Koorlong Pty Ltd** in its capacity as trustee for **Koorlong Superannuation Fund** by:

Secretary/Director

Secretary/Director

Michael Francis Petrucco
Print name

Rebecca Petrucco
Print name

Signed sealed and delivered on behalf of **Tabula Rasa Pty Ltd in its capacity as trustee for Tabula Rasa Superannuation Fund** by:

Sole director and sole secretary

Jarrad Scott Dunn
Print name

Signed sealed and delivered on behalf of **D & D Stockwell Super Pty Ltd in its capacity as trustee for D & D Stockwell Superannuation Fund** by:

Secretary/Director

David Anthony Stockwell
Print name

Director

Danielle Stockwell
Print name

Signed sealed and delivered on behalf of **Stockwell Logistics Pty Ltd in its capacity as trustee for Stockwell Logistics Investment Superannuation Fund** by:

Secretary/Director

Print name

Director

Print name

Signed sealed and delivered on behalf of **O'Neill Family Super Pty Ltd in its capacity as trustee for O'Neill Family Superannuation Fund** by:

Secretary/Director

James Edward O'Neill
Print name

Director

Donna Marie Elizabeth O'Neill
Print name

Signed sealed and delivered by **Chandran Savarirayan in their capacity as trustee for C Savarirayan Superannuation Fund** in the presence of:

Witness

Chandran Savarirayan

Print name

Print address

Signed sealed and delivered by **Seshambal Savarirayan in their capacity as trustee for C Savarirayan Superannuation Fund** in the presence of:

Witness

Seshambal Savarirayan

Print name

Print address

Signed sealed and delivered by **Jon Nitscke in his capacity as trustee for Jon Nitschke Superannuation Fund** in the presence of:

Witness

Jon Nitscke

Print name

Print address

Signed sealed and delivered on behalf of **DK Meiers Super Fund Pty Ltd in its capacity as trustee for DK Meiers Superannuation Fund** by:

Secretary/Director

Kylie Maree Meiers
Print name

Director

David Peter Meiers
Print name

Signed sealed and delivered by **Matt Rowlands in his capacity as trustee for HHAMR Trust** in the presence of:

Witness

Print name

Print address

Matt Rowlands

Signed sealed and delivered by **Annette Paschke in her capacity as trustee for HHAMR Trust** in the presence of:

Witness

Print name

Print address

Annette Paschke

Signed sealed and delivered on behalf of **TK Carr Pty Ltd in its capacity as trustee for TK Carr Superannuation Fund** by:

Secretary/Director

Tom Kenneth Carr
Print name

Director

Corrina Grossi
Print name

Signed sealed and delivered by Kenneth Carr in his capacity as trustee for KD & MM Carr Superannuation Fund in the presence of:

Witness

Kenneth Carr

Print name

Print address

Signed sealed and delivered by Margaret Carr in her capacity as trustee for KD & MM Carr Superannuation Fund in the presence of:

Witness

Margaret Carr

Print name

Print address

Signed sealed and delivered by Robert Burgess in his capacity as trustee for Philadelphia Superannuation Fund in the presence of:

Witness

Robert Burgess

Print name

Print address

Signed sealed and delivered by Karen Burgess in her capacity as trustee for Philadelphia Superannuation Fund in the presence of:

Witness

Karen Burgess

Print name

Print address

Signed sealed and delivered on behalf of Supereid Pty Ltd in its capacity as trustee for Supereid Superannuation Fund by:

Sole director and sole secretary

David James Reid

Print name

Signed sealed and delivered on behalf of K & A Superannuation Pty Ltd in its capacity as trustee for K & A Superannuation Fund by:

Secretary/Director

Director

Kelly Jayne Kiernan

Print name

Alexander Thomas Lawrie

Print name

Signed sealed and delivered on behalf of Ren Benalds in its capacity as trustee for Reynolds Superannuation Form by:

Secretary/Director

Director

Benjamin Phillip Reynolds

Print name

Anna Louise Sangster

Print name

Signed sealed and delivered by Nicola Valenzisi in her capacity as trustee for Nicola & Caterina Valenzisi Superannuation Fund in the presence of:



Witness

Nicola Valenzisi

Print name

Print address

Signed sealed and delivered by Caterina Valenzisi in her capacity as trustee for Nicola & Caterina Valenzisi Superannuation Fund in the presence of:

Witness

Caterina Valenzisi

Print name

Print address

Signed sealed and delivered on behalf of M & L Fowler Investments (Aust) Pty Ltd in its capacity as trustee for The Fowler Superannuation Fund by:

Director

Director

Lisa Marie Fowler
Print name

Michael Dennis Fowler
Print name

Signed sealed and delivered by Shannon Carlaw in their capacity as trustee for Wright Street Investment Trust in the presence of:

Witness

Shannon Carlaw

Print name

Print address

Signed sealed and delivered by Garrath Holdstock in his capacity as trustee for S&G Holdstock Superannuation Fund in the presence of:

Witness

Garrath Holdstock

Print name

Print address

Signed sealed and delivered by Sophie Holdstock in her capacity as trustee for S&G Holdstock Superannuation Fund in the presence of:

Witness

Sophie Holdstock

Print name

Print address

Signed sealed and delivered on behalf of **S & N McLean Pty Ltd in its capacity as trustee for S & N McLean Superannuation Fund** by:

Secretary/Director

Nicole McLean

Print name

Director

Stuart McLean

Print name

Signed sealed and delivered on behalf of **D & D Stockwell Nominees Pty Ltd in its capacity as trustee for D&D Stockwell Family Trust** by:

Secretary/Director

David Anthony Stockwell

Print name

Director

Danielle Stockwell

Print name

Signed sealed and delivered on behalf of **Absolute Services (SA) Pty Ltd in its capacity as trustee for The SS Superannuation Fund** by:

Sole director and sole secretary

Stavros Pandelis

Print name

Signed sealed and delivered by **Adam Halphin in his capacity as trustee for A & V Halpin Superannuation Fund** in the presence of:

Witness

Print name

Print address

Adam Halphin

**Signed sealed and delivered by Valerie Antaki
in her capacity as trustee for A & V Halpin
Superannuation Fund** in the presence of:

Witness

Valerie Antaki

Print name

Print address

**Signed sealed and delivered by Roger
Farmworth Bridson** in the presence of:

Witness

Roger Farmworth Bridson

Print name

Print address

**Signed sealed and delivered by John McArdle
in the presence of:**

Witness

John McArdle

Print name

Print address

Signed sealed and delivered by Vanessa Orsborn in the presence of:

Witness

Vanessa Orsborn

Print name

Print address

Signed sealed and delivered on behalf of **Stockwell Family Investments Pty Ltd in its capacity as trustee for Jack Stockwell Family Super Fund** by:

Secretary/Director

Director

Jack Stockwell
Print name

Tayla Maree Stockwell
Print name

Signed sealed and delivered on behalf of **Proactive Property Employees Pty Ltd in its capacity as trustee for Proactive Property Employees Trust** by:

Sole director and sole secretary

Richard Francis Shoesmith
Print name

Signed sealed and delivered by Andrew Bridson in the presence of:

Witness

Andrew Bridson

Print name

Print address