

**DECLARATION AND CONSENT TO ACT AS DIRECTOR OF TRUSTEE COMPANY
UNDER SECTION 118 OF THE
SUPERANNUATION INDUSTRY (SUPERVISION) ACT 1993**

We, Stephen Mark Brookes and Madeleine Gemma Brookes of Unit 4, 28 Central Avenue, INDOOROPILLY, QLD 4068 as a directors of BROOKES TC PTY LTD - ACN 607 457 107 of Unit 4, 28 Central Avenue, INDOOROPILLY, QLD 4068 state as follows:

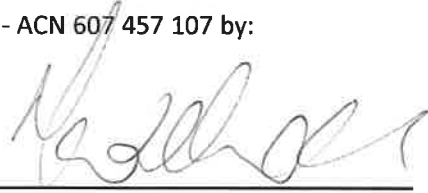
1. I am not a disqualified person as defined by the *Superannuation Industry (Supervision) Act 1993 (SIS Act)* and am not disqualified from acting as trustee or as a responsible officer of a trustee company under the SIS Act or related legislation;
2. I am aware of my role and responsibilities as a director of BROOKES TC PTY LTD - ACN 607 457 107 of Unit 4, 28 Central Avenue, INDOOROPILLY, QLD 4068 (**Trustee**), which acts or will acts as trustee for the BROOKES FAMILY SUPER FUND (**Fund**), including:
 - (a) my role and responsibilities under the trust deed and any governing rules of the Fund (**Trust Deed**), which I have read and understood; and
 - (b) my responsibilities under the SIS Act, the *Superannuation Industry (Supervision) Regulations 1994 (SIS Regs)* and related legislation;
3. I have had the opportunity to meet with legal, financial and accounting advisors, and am satisfied that membership in the Fund is appropriate to my circumstances and needs;
4. I consent to act as a director of the Trustee;
5. I agree to execute the Trust Deed, and to administer the Fund as a director of the Trustee in accordance with the terms and conditions set out in the Trust Deed (as amended from time to time) and all legislative requirements, including but not limited to those under the SIS Act and the SIS Regs;
6. I agree to notify any other directors of the Trustee in writing if I am for any reason disqualified from continuing to act as a trustee or director of a trustee company of a superannuation fund; and
7. I declare the information provided above is true and correct and it is my responsibility to inform any other directors of any error or changes regarding these matters.

The Trustee

Signed, Sealed and Delivered by BROOKES TC PTY LTD - ACN 607 457 107 by:



Stephen Mark Brookes
Director



Madeleine Gemma Brookes
Director

*** Note re Disqualified Person (section 120, SIS Act):**

A disqualified person who is an individual includes:

- 1. persons who have at any time been convicted of an offence in respect of dishonest conduct;**
- 2. persons against whom a civil penalty order was made; or**
- 3. a person who is an insolvent under administration (for example, an undischarged bankrupt).**

A disqualified person that is a body corporate includes:

- 1. a body corporate that knows, or has reasonable grounds to suspect, that a person who is, or is acting as, a responsible officer of the body corporate is a disqualified person;**
- 2. a body corporate where a receiver and manager has been appointed in respect of property beneficially owned by the body;**
- 3. body corporate where an official manager or deputy official manager has been appointed in respect of the body;**
- 4. a body corporate where a provisional liquidator has been appointed in respect of the body; or**
- 5. a body corporate that has begun to be wound up.**

Note - A director of a trustee company of a superannuation fund must not be a disqualified person as described above.