

STATUTORY DECLARATION

Name of Fund: THE HODGES FAMILY SUPER FUND (the "Fund")

I, ROBERT WADE HODGES do solemnly and sincerely declare that:

1. I am a Trustee or director of the corporate Trustee of the Fund;
2. the purpose of the deed is the amendment of provisions of the trust deed;
3. the transaction is not part of an arrangement involving a change in the rights or interest of a beneficiary of the Fund or terminating the Fund;
4. this is not part of an arrangement to avoid the imposition of duty;
5. transfer duty has been paid on all trust acquisitions for the Fund before the amendment;
6. notwithstanding anything to the contrary contained in the deed of amendment, it is not intended to:
 - (a) alter the objects of the Fund;
 - (b) reduce the benefits and entitlements payable to Members of the Fund;
 - (c) alter the rights and benefits of existing Members in a manner such that, on the whole, equity between Members is not maintained; or
 - (d) offend the provisions of the Superannuation Industry (Supervision) Act 1993 and its corresponding Regulations as they exist, from time to time, or any re-enactments or replacements of the Act and Regulations made after the Deed Date;
7. the Fund is or will be a complying superannuation fund within 1 year after the date of the amendment.

JURISDICTIONAL ATTESTATION

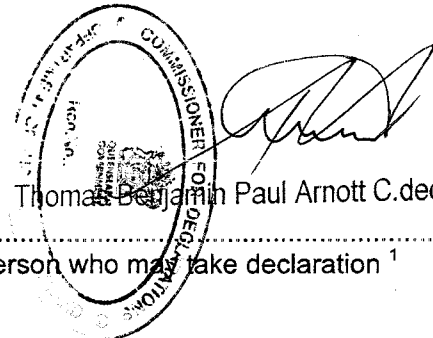
QLD - And I make this solemn declaration conscientiously believing the same to be true, and by virtue of the provisions of the *Oaths Act of 1867*.

Signature of person(s) making declaration



Taken and declared before me at BRISBANE

This 9th day of February Year 2012



Thomas Benjamin Paul Arnott C.dec 92634

Person who may take declaration ¹

¹ Declarations can be taken by:

- (a) a justice of the peace, commissioner for declarations or notary public under the law of the State, the Commonwealth or another state; or
- (b) a lawyer; or
- (c) another person authorized to administer an oath, under the law of the State, the Commonwealth or another state.

TRUSTEE/S RESOLUTION

THE HODGES FAMILY SUPER FUND

The persons named below being all of the Trustees or directors of the corporate Trustee of the Fund resolve in relation to the Fund in the following terms:

RESOLUTION: The trust deed and rules of the Fund require amendment in order to better comply with the Superannuation Industry (Supervision) Act 1993 and regulations passed under it.

RESOLUTION: A Deed of Amendment of the Trust Deed for the Fund (the "Deed") be considered for the purpose of amending the Trust Deed for the Fund by deleting the current Governing Rules and inserting the new Governing Rules contained in Rule 1 to Schedule 3 inclusive which are annexed to the Deed.

RESOLUTION: The Deed was also considered for the purpose of ratifying the appointment of a Trustee of the Fund and the resignation of a Trustee of the Fund.

RESOLUTION: The amendment of the Trust Deed would be for the benefit of the members of the Fund and would enable the Fund to better comply with the current legislative provisions applying to regulated superannuation funds.

RESOLUTION: To adopt the new Governing Rules as the governing rules for the Fund.

RESOLUTION: To execute the Deed and do all things required under it.


SIGNATURE:


ROBERT WADE HODGES

Dated / /


JOHN ERIC HODGES

Dated / /


CECILY HODGES

Dated / /

IMPORTANT NOTE: Each Trustee must sign this Resolution. As soon as possible thereafter, the Trustee/s must circulate a copy of this Resolution to each Member of the Fund.

MEMBER/S RESOLUTION

THE HODGES FAMILY SUPER FUND

The persons named below being all of the Members of the Fund resolve in relation to the Fund in the following terms:

RESOLUTION: The trust deed and rules of the Fund require amendment in order to better comply with the Superannuation Industry (Supervision) Act 1993 and regulations passed under it.

RESOLUTION: A Deed of Amendment of the Trust Deed for the Fund (the "Deed") be considered for the purpose of amending the Trust Deed for the Fund by deleting the current Governing Rules and inserting the new Governing Rules contained in Rule 1 to Schedule 3 inclusive which are annexed to the Deed.

RESOLUTION: The Deed was also considered for the purpose of ratifying the appointment of a Trustee of the Fund and the resignation of a Trustee of the Fund.

RESOLUTION: The amendment of the Trust Deed would be for the benefit of the members of the Fund and would enable the Fund to better comply with the current legislative provisions applying to regulated superannuation funds.

RESOLUTION: To adopt the new Governing Rules as the governing rules for the Fund.

RESOLUTION: To execute the Deed and do all things required under it.

SIGNATURE:


ROBERT WADE HODGES

Dated / /


JOHN ERIC HODGES

Dated / /


CECILY HODGES

Dated / /

NOTE: All Members must sign this Resolution.

NOTICE TO MEMBER/S

THE HODGES FAMILY SUPER FUND

From 1 July 1994, the Superannuation Industry (Supervision) Act 1993 and Regulations have governed the operation of superannuation funds in Australia. This scheme has been substantially amended during this time and is further amended from time to time. In order that the Fund's trust deed and governing rules better reflect the current provisions of the Act and Regulations, the Trustee has decided to amend the Fund's trust deed.

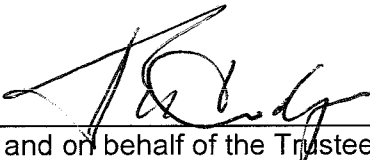
The variations to the trust deed and governing rules of the Fund do not affect the security of benefits or protection of your rights as a member of the Fund.

Please be assured that the changes which have been made are in your best interests and will enable the Fund to both retain its taxation concessions, and provide additional flexibility to the members. The benefits to which you are entitled have not been adversely affected by the changes.

Dated:

29, 6, 2000

SIGNATURE:



For and on behalf of the Trustee