

Hoppers Crossing Pty Ltd
ACN 159 867 419
("Security Custodian")

AND

Tairy's Investments Pty Ltd
ACN 137 483 919
in its capacity as trustee of the Tairy's Sun Superannuation Fund
("Borrower")

CUSTODIAN TRUST DEED

THIS DEED is made this 20th day of August 2012

1. PARTIES

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- 1.1 **Hoppers Crossing Pty Ltd ACN 159 867 419 whose registered office is care of the offices of D. Baker & Associates of Unit 1, 4 Farrall Road, Midvale, Western Australia 6936 ("Security Custodian")**
- 1.2 **Tairy's Investments Pty Ltd ACN 137 483 919 in its capacity as trustee of the Tairy's Sun Superannuation Fund of 5 Nicholson Court, Canningvale, Western Australia 6155 ("Borrower")**
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RECITALS

The Borrower proposes to borrow funds under a loan agreement with St.George Bank Limited to fund the acquisition of a property (the "Property") by the Security Custodian on the Borrower's behalf and the Security Custodian proposes to mortgage the Property to St.George Bank Limited (the "Mortgage").

NOW IT IS AGREED as follows:

2. DECLARATION OF TRUST

The Security Custodian:

- 2.1 **HEREBY ACKNOWLEDGES AND AGREES** that it will acquire and hold the Property being the whole of the land in Certificate of Title Volume Folio situated at 5-7 HORN E STREET, HOPPERS CROSSING on trust for the Borrower subject to the Mortgage;

and

- 2.2 **HEREBY UNDERTAKES** after the Mortgage is discharged on being directed to do so by the Borrower to transfer legal title to the Property to the Borrower or as the Borrower otherwise directs.

3. TRANSFER OF PROPERTY

- 3.1 Subject to clause 3.2 the Security Custodian must deal with the Property as directed by the Borrower from time to time and the Security Custodian must immediately transfer legal title to the Property to the Borrower if so directed by the Borrower.
- 3.2 The Borrower **HEREBY AGREES** that it will not direct the Security Custodian to transfer legal title to the Property to the Borrower until such time as:
- (a) the Borrower has satisfied all of its obligations with respect to the repayment of the loan taken out by the Borrower in respect of the purchase of the Property; and
 - (b) the Property is not subject to any charge including a mortgage, lien or other encumbrance.

4. POWER OF APPOINTMENT

The power to appoint a new security custodian or remove an existing security custodian of these presents is vested in the Borrower.

5. MISCELLANEOUS

5.1 Further action

Each party must do all things necessary to give full effect to this deed and the transactions contemplated by this deed.

5.2 Governing Law and jurisdiction

- (a) This deed is governed by the laws of **Victoria**.
- (b) Each party irrevocably submits to the non-exclusive jurisdiction of **Victoria**.
- (c) Each party irrevocably waives any objection to the venue of any legal process on the basis that the process has been brought in an inconvenient forum.

5.3 Duties, costs and expenses

- (a) The Borrower must pay any stamp duty payable in respect of the execution, delivery and performance of this deed.
- (b) The Borrower must pay all costs, including those incurred by the Security Custodian in respect of the negotiation, preparation, execution, delivery and registration of this deed.

5.4 Successors

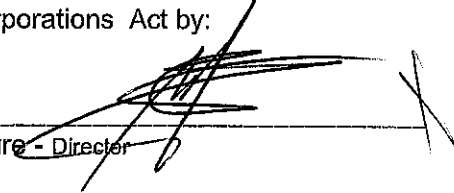
A reference to a party in this deed includes a reference to that party's executors, administrators, successors, legal personal representatives, substitutes and assigns.

5.5 Counterparts

This deed may be executed in any number of counterparts and all such counterparts taken together constitute one and the same instrument. An executed counterpart may be delivered by facsimile.

EXECUTED as a deed

EXECUTED by **Hoppers Crossing Pty Ltd**
ACN 159 867 419 in accordance with section 127 of
the Corporations Act by:



Signature - Director

MICHAEL TAIRY


Print Name

Signature – Director / Secretary (delete inapplicable)

Print Name

and if only one person has signed, that person states that he/she is the sole director and sole secretary of the company.

EXECUTED by **Tairy's Investments Pty Ltd**
ACN 137 483 919 in accordance with section 127 of the
Corporations Act by:



Signature - Director

MICHAEL TAIRY

Print Name

Signature – Director / Secretary (delete inapplicable)

Print Name

and if only one person has signed, that person states that he/she is the sole director and sole secretary of the company.

STATUTORY DECLARATION

I, Michael Tairy of 5 Nicholson Court, Canningvale, Western Australia 6155 DO SOLEMNLY AND SINCERELY DECLARE as follows:

- 1. I am the Sole Director and Secretary of the Beneficial Owner Trustee, Tairy's Investments Pty Ltd ACN 137 483 919 and I am authorised to make this Statutory Declaration on behalf of that company.
- 2. The Trustee, Tairy's Investments Pty Ltd ACN 137 483 919, is the Trustee of the Beneficial Owner, Tairy's Sun Superannuation Fund referred to in a Deed of Trust made between the Trustees and Hoppers Crossing Pty Ltd ACN 159 867 419 as Trustee of the Hoppers Crossing Property Trust in respect of the property known as
5-7 HORNE STREET, HOPPERS CROSSING
- 3. ~~The whole of the deposit was paid and the whole of the balance of purchase moneys will be paid by the Beneficial Owner.~~
- OR
- 3. The whole of the deposit will be paid and the whole of the balance of purchase moneys will be paid by the Beneficial Owner.
- 4. It was/is the intention of all parties at all material times the Property/Bare Trustee will hold the property in trust for the Beneficial Owner absolutely.
- 5. The Trustee of the Beneficial Owner is a company incorporated prior to the date of the Deed of Trust.
- 6. Annexed and marked with the letter "A" is evidence of payment of the deposit made by the Beneficiaries of the Beneficial Owner. All other moneys required to complete the purchase will be provided by the beneficiaries in their respective shares.

AND I make this solemn declaration by virtue of section 106 of the Evidence Act 1906.

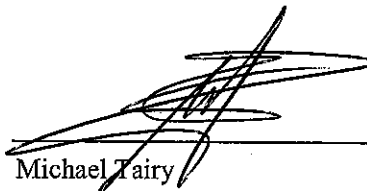
Subscribed and declared
at Midland
on 21-8-12 2012
before me:

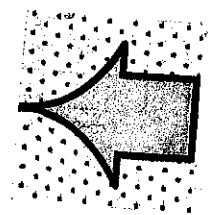
111 Menzies St 2467

Justice of the Peace

C/o Midland Court

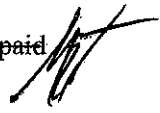
Address of witness


Michael Tairy



STATUTORY DECLARATION

I, **Michael Tairy** of 5 Nicholson Court, Canningvale, Western Australia 6155 **DO SOLEMNLY AND SINCERELY DECLARE** as follows:

1. I am the Sole Director and Sole Secretary of the Property Trustee, **Hoppers Crossing Pty Ltd ACN 159 867 419** and I am authorised to make this Statutory Declaration on behalf of that company.
2. The Trustee, **Hoppers Crossing Pty Ltd ACN 159 867 419**, is the Trustee of the **Hoppers Crossing Property Trust** referred to in a Deed of Trust made between the Trustee and **Tairy's Investments Pty Ltd ACN 137 483 919** as Trustee of the **Tairy's Sun Superannuation Fund** in respect of the property known as
5-7 HORNE STREET, HOPPERS CROSSING.....
3. ~~The whole of the deposit was paid and the whole of the balance purchase moneys will be paid by the Beneficial Owner.~~ 
- OR
3. The whole of the deposit will be paid and the whole of the balance purchase moneys will be paid by the Beneficial Owner.
4. It was/is the intention of all parties at all material times that I should hold the property in trust for the Beneficial Owner absolutely.
5. The Trustee of the Property Trust is a company incorporated prior to the date of the Deed of Trust.

AND I make this solemn declaration by virtue of section 106 of the *Evidence Act 1906*.

Subscribed and declared
at MIDLAND PERTH
on 20 August
before me:

2012



Michael Tairy



Solicitor/Accountant/Bank Manager

unit 1/4 Frank Rd, Mowle, WA

Address of witness