

**RESOLUTIONS OF DIRECTORS OF
PAYNE PRINT PTY LTD
AS TRUSTEE FOR THE PAYNE FAMILY TRUST
ACN 010 479 311**

We, the undersigned, being all of the Directors of PAYNE PRINT PTY LTD AS TRUSTEE FOR THE PAYNE FAMILY TRUST at the date hereof, pursuant to the Articles of Association of the Company, **RESOLVE:**

**ESTABLISHMENT
OF THE PAYNE
FAMILY
SUPERANNUATION
FUND:**

For the purposes of establishing an indefinitely continuing superannuation fund to provide retirement and other benefits for certain of the employees of the Company and to be known as The Payne Family Superannuation Fund:

1. That the Company accept the role of Principal Employer to The Payne Family Superannuation Fund pursuant to the terms and conditions of the Trust Deed establishing The Payne Family Superannuation Fund which Trust Deed we have perused.
2. That the 3 copies of the Trust Deed establishing the Fund be executed by the Company as Principal Employer under its Common Seal.
3. That Lynette Grace Lawton be authorised to affix the Common Seal of the Company to each copy and to sign each copy as Director and that Karen Joy Clein be authorised to counter-sign each copy as Director.

**VESTING
SCHEDULE:**

For the purposes of determining the vesting schedule to apply to the Deed and after each of us perusing the 3 options for adoption as a vesting scale for employer contributions in excess of the minimum required for "superannuation guarantee" purposes as detailed in the Second Schedule to the Rules annexed to the Trust Deed:

4. That, until subsequently altered by agreement with the Trustee, all employer contributions to the Fund vest in the Members only upon the Member reaching age 55 or upon the death of the Member.
5. That the Company seek the agreement of the Trustee of the Fund to the proposed vesting scale described above and that Lynette Grace Lawton be authorised to sign on behalf of the Company and deliver to the Trustee a formal notice of the desired vesting scale.
6. That the form of Vesting Schedules be completed by indicating that Vesting Schedule No. 3, which nominates a Vesting Scale as the Trustee and the Employer may agree to from time to time, is to be adopted on establishment of the Fund.

Dated this 21st day of June, 1995



Lynette Grace Lawton



Karen Joy Clein



John Thomas Payne

*This is an annexure to the Resolution of Directors
of Payne Print Pty Ltd
dated the 21st day of June, 1995*

SECOND SCHEDULE

VESTING SCHEDULE

100% Vesting or

Number of Years Percentage
Completed as a Member
of the Fund

0	%
1	%
2	%
3	%
4	%
5	%
6	%
7	%
8	%
9	%
10 and over	%

Such other Vesting Scale as the Trustee and the Employer may agree to from time to time.

Indicate Vesting Schedule 1, 2 or 3.

If Vesting Schedule 2 is adopted please complete.