

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
(See Annexure 4)	

7. Addresses

The addresses of persons named in this form are as follows:

Name	Address
(See Annexure 5)	

Signature

print name	Richard Harris	capacity	Share Holder
sign here		date	04 / 07 / 2006

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

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3. Details of Relevant interests – Annexure 1

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Richard Harris	Legal & Beneficial Owner	2,010,000
Jillian Harris	Legal & Beneficial Owner	510,000
Weasel Securities Pty Ltd (RM. Harris Super Fund)	Legal & Beneficial Owner	600,000

4. Details of present registered holders – Annexure 2

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Richard Harris	Richard Harris	Richard Harris	2,010,000
Jillian Harris	Jillian Harris	Jillian Harris	510,000
Weasel Securities Pty Ltd (RM. Harris Super Fund)	Weasel Securities Pty Ltd (RM. Harris Super Fund)	Weasel Securities Pty Ltd (RM. Harris Super Fund)	600,000

5. Consideration – Annexure 3

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-Cash	
Richard Harris	8 November 2005	\$20,000		2,000,000
Richard Harris	28 June 2006	\$2,000		10,000
Jillian Harris	22 November 2005	\$5,000		500,000
Jillian Harris	28 June 2006	\$2,000		10,000
Weasel Securities Pty Ltd (RM. Harris Super Fund)	1 February 2006	\$35,000		500,000
Weasel Securities Pty Ltd (RM. Harris Super Fund)	28 June 2006	\$20,000		100,000

Signature:  Date: 4 July, 2006

Name: Richard Harris

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6. Associates – Annexure 4

Name and ACN/ARSN (if applicable)	Nature of association
Jillian Harris	Spouse
Weasel Securities Pty Ltd (RM. Harris Super Fund)	Beneficiary of Superannuation Fund

7. Addresses – Annexure 5

Name	Address
Jillian Harris	53 Pearse St, Cottesloe WA 6011
Weasel Securities Pty Ltd (RM. Harris Super Fund)	53 Pearse St, Cottesloe WA 6011

Signature: _____



Date: _____

4 July, 2006

Name: _____

Richard Harris