

**DEED  
OF  
VARIATION**

THIS DEED is made on 8 October 1992

BY:

1. NEIL BRAMWELL ROBERTS of 132a Gold Creek Road, Brookfield,  
Brisbane in the State of Queensland

AND:

2. THE HONOURABLE MR JUSTICE CECIL WILLIAM PINCUS of 43  
Laurel Avenue, Chelmer, Brisbane in the State of Queensland.

RECITALS:

- A. The parties to this deed are the Trustees of THE C M & J A  
WHITEHOUSE FOUNDATION.
- B. The Trustees wish to amend the Deed of Trust.
- C. The Trustees have power, pursuant to the Deed of Trust to amend  
the Deed.

Accordingly, the Trustees covenant and agree as follows:

1. Definitions and Interpretation
- 1.1 Definitions

In this deed the following expressions have the following meanings:

"Deed of Trust" means the Deed of Trust dated 3 March 1989  
between Charles Macdonald Whitehouse (as Settlor) and Neil  
Bramwell Roberts and The Honourable Mr Justice Cecil William  
Pincus (as Trustees) pursuant to which THE C M & J A  
WHITEHOUSE FOUNDATION was established and includes any  
amendments or alterations made to that Deed from time to time.

"Trustees" means, jointly, the parties to this deed.

1.2 Interpretation

In this deed:

- (a) headings and underlinings are for convenience only and do not affect the interpretation of this Deed;
- (b) words importing the singular include the plural and vice versa;
- (c) words importing a gender include any gender.

2. Amendment of the Deed of Trust

2.1 The Deed of Trust is, by this deed, amended:

- (a) by inserting in Clause 3.1 after the words:  
 "shall have the power to appoint a new Trustee or Trustees";  
 the words:  
 "or to appoint an additional Trustee or additional Trustees";
- (b) by inserting in Clause 3.2, after the words "Sole Trustee" where the first appear, the words "or additional Trustee"; and
- (c) by the insertion of a new clause 3.2A in the following terms:  
 "Notwithstanding the provisions of clause 3.2, a body corporate authorised by the law of any State or Territory of the Commonwealth to take in its own name a grant of probate or of letters of administration of the estate of a deceased person may be appointed as sole Trustee or additional Trustee of the Trust (hereinafter included in the definition of "Corporate Trustee" for the purposes of this deed) and, in that event, there shall be no restriction upon the number of persons who may be

directors of that body corporate in the manner provided in clause 3.2."

3. Affirmation

3.1 The Trustees hereby affirm the covenants contained in the Deed of Trust as expressly modified and varied by this deed.

4. Governing law

4.1 This deed is governed by and constituted in accordance with the laws of the State of Queensland.

EXECUTED by the parties as a deed:

SIGNED SEALED AND DELIVERED

by NEIL BRAMWELL ROBERTS

in the presence of:

*Malcolm Macrossan*  
Witness

*Neil Bramwell Roberts*  
Neil Bramwell Roberts

SIGNED SEALED AND DELIVERED

by CECIL WILLIAM PINCUS

in the presence of:

*Malcolm Macrossan*  
Witness

*Cecil William Pincus*  
Cecil William Pincus