

DIRECTOR'S DECLARATION AND UNDERTAKING

TO: The National Stock Exchange Limited (the "Exchange")

DECLARATION

1. I, Ernest John James Pope, director, hereby declare that the following information is true and correct:

Surname	Pope
present first name(s) and any former first name(s)	Ernest John James
date of birth	22/12/46
residential address	36 The Scarp, Castlecrag, NSW 2068
nationality and former nationality (if any)	Australian
professional qualifications (if any)	Bachelor of Science.

2. Are you a director or alternate director of any other corporation which is publicly listed or traded or a partner in any partnership? Yes

Alesco Corporation Limited, Amcor Limited, Foodbank NSW Limited and Foodbank Australia Limited

3. Have you at any time been adjudged bankrupt in any jurisdiction? No

4. Have you at any time been a party to a scheme of arrangement or made any other form of composition with your creditors? No

5. Are there any unsatisfied judgements outstanding against you? No

6. Has any corporation been put into compulsory liquidation or had an administrator or an administrative or other receiver appointed during the period when you were (or within the preceding twelve months had been) one of its directors or alternate directors? No

Has any partnership been put into compulsory liquidation or been sequestrated during the period when you were (or within the preceding twelve months had been) one of its partners? No

If so, in each case state the name, nature of business, date of commencement of winding up, administration or receivership and the amount involved together with an indication of the outcome or current position.

7. Have you at any time or has a corporation of which you were a director, shadow director or alternate director at the time of the offence been convicted in any jurisdiction of any criminal offence or an offence under legislation relating to companies? All such convictions must be disclosed even though they may now be "spent convictions". No

8. Have you, in connection with the formation or management of any corporation, partnership or unincorporated institution been adjudged by a court in any jurisdiction civilly liable for any fraud, misfeasance or other misconduct by you towards it or towards any of its members? No

9. Have you ever been disqualified by a court from acting as a director of a corporation, or from acting in the management or conduct of the affairs of any corporation? No
10. Have you, in any jurisdiction, been refused admission to or renewal of membership of any professional body, trade society, institution or association, or stock exchange or been censured or disciplined or had membership withdrawn by any such body to which you belong or belonged or have you held a practising certificate subject to conditions? No

As a director of Golden Circle Limited (the "Issuer"), I declare that to the best of my knowledge and belief (having taken all reasonable care to ensure that such is the case) the answers to all the above questions are true and I hereby give my authority (save where expressly provided otherwise) to the Exchange to disclose any of the foregoing particulars given by me to the sponsor of any corporation of which I am director and/or such regulatory bodies as the Exchange may, in its absolute discretion think fit.

UNDERTAKING

I hereby undertake that in the exercise of my powers and duties as such a director, I shall:

- (1) comply to the best of my ability with the Listing Rules of the Exchange from time to time in force and disclose to the issuer all information which the issuer needs in order to comply with its obligations to disclose directors' share interests;
- (2) Use my best endeavours to procure that any alternate of mine shall so comply; and
- (3) Use my best endeavours to ensure that the issuer complies with such Listing Rules from time to time in force.

Dated this 31st day of January 2008.

Signature:

Full Name: 
Ernest John James Pope

DIRECTOR'S DECLARATION AND UNDERTAKING

TO: The National Stock Exchange Limited (the "Exchange")

DECLARATION

1. I, Christopher James Riordan, director, hereby declare that the following information is true and correct:

present surname and any former surname(s)	Riordan
present first name(s) and any former first name(s)	Christopher James
date of birth	13/11/46
residential address	4A Florence Street, Brighton East Vic 3187
nationality and former nationality (if any)	Australian
professional qualifications (if any)	Bachelor of Laws

2. Are you a director or alternate director of any other corporation which is publicly listed or traded or a partner in any partnership? Yes

CJ Riordan Pty Ltd
Ligon 211 Pty Ltd
Radio Rentals Limited
Riordan & Riordan Pty Ltd
Stockford Limited
Walker Stores Pty Ltd
Wingara Wine Group Pty Ltd
Future Capital Development Fund Ltd

3. Have you at any time been adjudged bankrupt in any jurisdiction? No
4. Have you at any time been a party to a scheme of arrangement or made any other form of composition with your creditors? No
5. Are there any unsatisfied judgements outstanding against you? No
6. Has any corporation been put into compulsory liquidation or had an administrator or an administrative or other receiver appointed during the period when you were (or within the preceding twelve months had been) one of its directors or alternate directors? Yes

Has any partnership been put into compulsory liquidation or been sequestrated during the period when you were (or within the preceding twelve months had been) one of its partners? No

If so, in each case state the name, nature of business, date of commencement of winding up, administration or receivership and the amount involved together with an indication of the outcome or current position.

I became a director of Stockford Ltd on 7 August 2002 to assist the company turn around its perilous financial situation. However, it quickly became apparent that the company's financial state could not be remedied and the Board agreed in early 2003 that given the company's financial state it was necessary to place the company into voluntary administration.

7. Have you at any time or has a corporation of which you were a director, shadow director or alternate director at the time of the offence been convicted in any jurisdiction of any criminal offence or an offence under legislation relating to companies? No

All such convictions must be disclosed even though they may now be "spent convictions".

8. Have you, in connection with the formation or management of any corporation, partnership or unincorporated institution been adjudged by a court in any jurisdiction civilly liable for any fraud, misfeasance or other misconduct by you towards it or towards any of its members? No
9. Have you ever been disqualified by a court from acting as a director of a corporation, or from acting in the management or conduct of the affairs of any corporation? No
10. Have you, in any jurisdiction, been refused admission to or renewal of membership of any professional body, trade society, institution or association, or stock exchange or been censured or disciplined or had membership withdrawn by any such body to which you belong or belonged or have you held a practising certificate subject to conditions? No

As a director of Golden Circle Limited (the "Issuer"), I declare that to the best of my knowledge and belief (having taken all reasonable care to ensure that such is the case) the answers to all the above questions are true and I hereby give my authority (save where expressly provided otherwise) to the Exchange to disclose any of the foregoing particulars given by me to the sponsor of any corporation of which I am director and/or such regulatory bodies as the Exchange may, in its absolute discretion think fit.

UNDERTAKING

I hereby undertake that in the exercise of my powers and duties as such a director, I shall:

- (1) comply to the best of my ability with the Listing Rules of the Exchange from time to time in force and disclose to the issuer all information which the issuer needs in order to comply with its obligations to disclose directors' share interests;
- (2) use my best endeavours to procure that any alternate of mine shall so comply; and
- (3) use my best endeavours to ensure that the issuer complies with such Listing Rules from time to time in force.

Dated this 7 day of February 2008.

Signature:



Full Name: Christopher James Riordan

DIRECTOR'S DECLARATION AND UNDERTAKING

TO: The National Stock Exchange Limited (the "Exchange")

DECLARATION

1. I, Lindsay Fullerton, director, hereby declare that the following information is true and correct:

present surname and any former surname(s)	Fullerton
present first name(s) and any former first name(s)	Lindsay
date of birth	19/9/47
residential address	12 Knowles Place, Glass House Mountains, Qld 4518
nationality and former nationality (if any)	Australian
professional qualifications (if any)	Diploma in Horticulture and a Bachelor of Agricultural Science.

2. Are you a director or alternate director of any other corporation which is publicly listed or traded or a partner in any partnership? Yes
Fullerton Farms Pty Ltd
R. Fullerton & Sons Pty Ltd
3. Have you at any time been adjudged bankrupt in any jurisdiction? No
4. Have you at any time been a party to a scheme of arrangement or made any other form of composition with your creditors? No
5. Are there any unsatisfied judgements outstanding against you? No
6. Has any corporation been put into compulsory liquidation or had an administrator or an administrative or other receiver appointed during the period when you were (or within the preceding twelve months had been) one of its directors or alternate directors? No
- Has any partnership been put into compulsory liquidation or been sequestrated during the period when you were (or within the preceding twelve months had been) one of its partners? No
- If so, in each case state the name, nature of business, date of commencement of winding up, administration or receivership and the amount involved together with an indication of the outcome or current position.
7. Have you at any time or has a corporation of which you were a director, shadow director or alternate director at the time of the offence been convicted in any jurisdiction of any criminal offence or an offence under legislation relating to companies? No All such convictions must be disclosed even though they may now be "spent convictions".
8. Have you, in connection with the formation or management of any corporation, partnership or unincorporated institution been adjudged by a court in any jurisdiction civilly liable for any fraud, misfeasance or other misconduct by you towards it or towards any of its members? No

9. Have you ever been disqualified by a court from acting as a director of a corporation, or from acting in the management or conduct of the affairs of any corporation? No
10. Have you, in any jurisdiction, been refused admission to or renewal of membership of any professional body, trade society, institution or association, or stock exchange or been censured or disciplined or had membership withdrawn by any such body to which you belong or belonged or have you held a practising certificate subject to conditions? No

As a director of Golden Circle Limited (the "Issuer"), I declare that to the best of my knowledge and belief (having taken all reasonable care to ensure that such is the case) the answers to all the above questions are true and I hereby give my authority (save where expressly provided otherwise) to the Exchange to disclose any of the foregoing particulars given by me to the sponsor of any corporation of which I am director and/or such regulatory bodies as the Exchange may, in its absolute discretion think fit.

UNDERTAKING

I hereby undertake that in the exercise of my powers and duties as such a director, I shall:

- (1) comply to the best of my ability with the Listing Rules of the Exchange from time to time in force and disclose to the issuer all information which the issuer needs in order to comply with its obligations to disclose directors' share interests;
- (2) use my best endeavours to procure that any alternate of mine shall so comply; and
- (3) use my best endeavours to ensure that the issuer complies with such Listing Rules from time to time in force.

Dated this 31st day of January 2008.

Signature: 
Full Name: Lindsay Fullerton

DIRECTOR'S DECLARATION AND UNDERTAKING

TO: The National Stock Exchange Limited (the "Exchange")

DECLARATION

1. I, Peter Robert Voight, director, hereby declare that the following information is true and correct:

present surname and any former surname(s)	Voight
present first name(s) and any former first name(s)	Peter Robert
date of birth	1/8/56
residential address	51 Patrick Road, Clarendon Qld 4311
nationality and former nationality (if any)	Australian
professional qualifications (if any)	

2. Are you a director or alternate director of any other corporation which is publicly listed or traded or a partner in any partnership? No
3. Have you at any time been adjudged bankrupt in any jurisdiction? No
4. Have you at any time been a party to a scheme of arrangement or made any other form of composition with your creditors? No
5. Are there any unsatisfied judgements outstanding against you? /No
6. Has any corporation been put into compulsory liquidation or had an administrator or an administrative or other receiver appointed during the period when you were (or within the preceding twelve months had been) one of its directors or alternate directors? No

Has any partnership been put into compulsory liquidation or been sequestrated during the period when you were (or within the preceding twelve months had been) one of its partners? No

If so, in each case state the name, nature of business, date of commencement of winding up, administration or receivership and the amount involved together with an indication of the outcome or current position.

7. Have you at any time or has a corporation of which you were a director, shadow director or alternate director at the time of the offence been convicted in any jurisdiction of any criminal offence or an offence under legislation relating to companies? No All such convictions must be disclosed even though they may now be "spent convictions".
8. Have you, in connection with the formation or management of any corporation, partnership or unincorporated institution been adjudged by a court in any jurisdiction civilly liable for any fraud, misfeasance or other misconduct by you towards it or towards any of its members? No
9. Have you ever been disqualified by a court from acting as a director of a corporation, or from acting in the management or conduct of the affairs of any corporation? No
10. Have you, in any jurisdiction, been refused admission to or renewal of membership of any professional body, trade society, institution or association, or stock exchange or been censured or disciplined or had membership withdrawn by any such body to which you belong or belonged or have you held a practising certificate subject to conditions? No

As a director of Golden Circle Limited (the "Issuer"), I declare that to the best of my knowledge and belief (having taken all reasonable care to ensure that such is the case) the answers to all the above questions are true and I hereby give my authority (save where expressly provided otherwise) to the Exchange to disclose any of the foregoing particulars given by me to the sponsor of any corporation of which I am director and/or such regulatory bodies as the Exchange may, in its absolute discretion think fit.

UNDERTAKING

I hereby undertake that in the exercise of my powers and duties as such a director, I shall:

- (1) comply to the best of my ability with the Listing Rules of the Exchange from time to time in force and disclose to the issuer all information which the issuer needs in order to comply with its obligations to disclose directors' share interests;
- (2) use my best endeavours to procure that any alternate of mine shall so comply; and
- (3) use my best endeavours to ensure that the issuer complies with such Listing Rules from time to time in force.

Dated this day of January 2008.

Signature:



Full Name: Peter Robert Voight

DIRECTOR'S DECLARATION AND UNDERTAKING

TO: The National Stock Exchange Limited (the "Exchange")

DECLARATION

1. I, Mr Eldo Nedo Di Pasquale, director, hereby declare that the following information is true and correct:

present surname and any former surname(s)	Di Pasquale
present first name(s) and any former first name(s)	Eldo Nedo
date of birth	5/1/56
residential address	2519 Old Gympie Road, Beerwah, Qld 4519
nationality and former nationality (if any)	Australian
professional qualifications (if any)	Legal qualifications gained through the Solicitors' Board.

2. Are you a director or alternate director of any other corporation which is publicly listed or traded or a partner in any partnership? No
3. Have you at any time been adjudged bankrupt in any jurisdiction? No
4. Have you at any time been a party to a scheme of arrangement or made any other form of composition with your creditors? No
5. Are there any unsatisfied judgements outstanding against you? /No
6. Has any corporation been put into compulsory liquidation or had an administrator or an administrative or other receiver appointed during the period when you were (or within the preceding twelve months had been) one of its directors or alternate directors? No

Has any partnership been put into compulsory liquidation or been sequestrated during the period when you were (or within the preceding twelve months had been) one of its partners? No

If so, in each case state the name, nature of business, date of commencement of winding up, administration or receivership and the amount involved together with an indication of the outcome or current position.

7. Have you at any time or has a corporation of which you were a director, shadow director or alternate director at the time of the offence been convicted in any jurisdiction of any criminal offence or an offence under legislation relating to companies? No

All such convictions must be disclosed even though they may now be "spent convictions".

8. Have you, in connection with the formation or management of any corporation, partnership or unincorporated institution been adjudged by a court in any jurisdiction civilly liable for any fraud, misfeasance or other misconduct by you towards it or towards any of its members? No
9. Have you ever been disqualified by a court from acting as a director of a corporation, or

from acting in the management or conduct of the affairs of any corporation? No

10. Have you, in any jurisdiction, been refused admission to or renewal of membership of any professional body, trade society, institution or association, or stock exchange or been censured or disciplined or had membership withdrawn by any such body to which you belong or belonged or have you held a practising certificate subject to conditions? No

As a director of Golden Circle Limited (the "Issuer"), I declare that to the best of my knowledge and belief (having taken all reasonable care to ensure that such is the case) the answers to all the above questions are true and I hereby give my authority (save where expressly provided otherwise) to the Exchange to disclose any of the foregoing particulars given by me to the sponsor of any corporation of which I am director and/or such regulatory bodies as the Exchange may, in its absolute discretion think fit.

UNDERTAKING

I hereby undertake that in the exercise of my powers and duties as such a director, I shall:

- (1) comply to the best of my ability with the Listing Rules of the Exchange from time to time in force and disclose to the issuer all information which the issuer needs in order to comply with its obligations to disclose directors' share interests;
- (2) use my best endeavours to procure that any alternate of mine shall so comply; and
- (3) use my best endeavours to ensure that the issuer complies with such Listing Rules from time to time in force.

Dated this 31st day of January 2008.

Signature: 
Full Name: Eldo Nedo Di Pasquale

DIRECTOR'S DECLARATION AND UNDERTAKING

TO: The National Stock Exchange Limited (the "Exchange")

DECLARATION

1. I, Russell Gregory Brennan, director, hereby declare that the following information is true and correct:

present surname and any former surname(s)	Brennan
present first name(s) and any former first name(s)	Russell Gregory
date of birth	13/08/66
residential address	321/6 Cowper Wharf Road, Woolloomooloo NSW
nationality and former nationality (if any)	Australian
professional qualifications (if any)	Bachelor of Laws, Bachelor of Commerce and is an Associate Member of the ICAA.

2. Are you a director or alternate director of any other corporation which is publicly listed or traded or a partner in any partnership? Yes

Anchorage Capital Partners Pty Ltd
Anchorage Golden Circle Holdings Pty Ltd
Anchorage Golden Circle Pty Ltd
GC Investors Pty Ltd
RGBI Pty Ltd
Sun Peaks Investments Pty Ltd

3. Have you at any time been adjudged bankrupt in any jurisdiction? No
4. Have you at any time been a party to a scheme of arrangement or made any other form of composition with your creditors? No
5. Are there any unsatisfied judgements outstanding against you? No
6. Has any corporation been put into compulsory liquidation or had an administrator or an administrative or other receiver appointed during the period when you were (or within the preceding twelve months had been) one of its directors or alternate directors? No

Has any partnership been put into compulsory liquidation or been sequestrated during the period when you were (or within the preceding twelve months had been) one of its partners? No

If so, in each case state the name, nature of business, date of commencement of winding up, administration or receivership and the amount involved together with an indication of the outcome or current position.

7. Have you at any time or has a corporation of which you were a director, shadow director or alternate director at the time of the offence been convicted in any jurisdiction of any criminal offence or an offence under legislation relating to companies? No

All such convictions must be disclosed even though they may now be "spent"

convictions”.

8. Have you, in connection with the formation or management of any corporation, partnership or unincorporated institution been adjudged by a court in any jurisdiction civilly liable for any fraud, misfeasance or other misconduct by you towards it or towards any of its members? No
9. Have you ever been disqualified by a court from acting as a director of a corporation, or from acting in the management or conduct of the affairs of any corporation? No
10. Have you, in any jurisdiction, been refused admission to or renewal of membership of any professional body, trade society, institution or association, or stock exchange or been censured or disciplined or had membership withdrawn by any such body to which you belong or belonged or have you held a practising certificate subject to conditions? No

As a director of Golden Circle Limited (the “Issuer”), I declare that to the best of my knowledge and belief (having taken all reasonable care to ensure that such is the case) the answers to all the above questions are true and I hereby give my authority (save where expressly provided otherwise) to the Exchange to disclose any of the foregoing particulars given by me to the sponsor of any corporation of which I am director and/or such regulatory bodies as the Exchange may, in its absolute discretion think fit.

UNDERTAKING

I hereby undertake that in the exercise of my powers and duties as such a director, I shall:

- (1) comply to the best of my ability with the Listing Rules of the Exchange from time to time in force and disclose to the issuer all information which the issuer needs in order to comply with its obligations to disclose directors’ share interests;
- (2) use my best endeavours to procure that any alternate of mine shall so comply; and
- (3) use my best endeavours to ensure that the issuer complies with such Listing Rules from time to time in force.

Dated this 31st day of January 2008.

Signature: 
Full Name: Russell Gregory Brennan

DIRECTOR'S DECLARATION AND UNDERTAKING

TO: The National Stock Exchange Limited (the "Exchange")

DECLARATION

1. I, Phillip John Cave, director, hereby declare that the following information is true and correct:

present surname and any former surname(s)	Cave
present first name(s) and any former first name(s)	Phillip John
date of birth	05/08/49
residential address	501/30 Glen Street, Milsons Point NSW
nationality and former nationality (if any)	Australian
professional qualifications (if any)	Bachelor of Business and CPA Fellow.

2. Are you a director or alternate director of any other corporation which is publicly listed or traded or a partner in any partnership? Yes

Interbank Capital Partners Pty Ltd
The Northcott Society
Ability First – Australia Ltd
Anchorage Capital Partners Pty Ltd
Anchorage Golden Circle Holdings Pty Ltd
Anchorage Golden Circle Pty Ltd
Atlas Group Holding Ltd
GC Investors Pty Ltd
Inter C Pty Ltd
Interb Investments Pty Ltd
Joshua Foundation Pty Ltd

3. Have you at any time been adjudged bankrupt in any jurisdiction? No
4. Have you at any time been a party to a scheme of arrangement or made any other form of composition with your creditors? No
5. Are there any unsatisfied judgements outstanding against you? No
6. Has any corporation been put into compulsory liquidation or had an administrator or an administrative or other receiver appointed during the period when you were (or within the preceding twelve months had been) one of its directors or alternate directors? No

Has any partnership been put into compulsory liquidation or been sequestrated during the period when you were (or within the preceding twelve months had been) one of its partners? No

If so, in each case state the name, nature of business, date of commencement of winding up, administration or receivership and the amount involved together with an indication of the outcome or current position.

7. Have you at any time or has a corporation of which you were a director, shadow director or alternate director at the time of the offence been convicted in any jurisdiction of any criminal offence or an offence under legislation relating to companies? No All such convictions must be disclosed even though they may now be "spent convictions".
8. Have you, in connection with the formation or management of any corporation, partnership or unincorporated institution been adjudged by a court in any jurisdiction civilly liable for any fraud, misfeasance or other misconduct by you towards it or towards any of its members? No
9. Have you ever been disqualified by a court from acting as a director of a corporation, or from acting in the management or conduct of the affairs of any corporation? No
10. Have you, in any jurisdiction, been refused admission to or renewal of membership of any professional body, trade society, institution or association, or stock exchange or been censured or disciplined or had membership withdrawn by any such body to which you belong or belonged or have you held a practising certificate subject to conditions? No

As a director of Golden Circle Limited (the "Issuer"), I declare that to the best of my knowledge and belief (having taken all reasonable care to ensure that such is the case) the answers to all the above questions are true and I hereby give my authority (save where expressly provided otherwise) to the Exchange to disclose any of the foregoing particulars given by me to the sponsor of any corporation of which I am director and/or such regulatory bodies as the Exchange may, in its absolute discretion think fit.

UNDERTAKING

I hereby undertake that in the exercise of my powers and duties as such a director, I shall:

- (1) comply to the best of my ability with the Listing Rules of the Exchange from time to time in force and disclose to the issuer all information which the issuer needs in order to comply with its obligations to disclose directors' share interests;
- (2) use my best endeavours to procure that any alternate of mine shall so comply; and
- (3) use my best endeavours to ensure that the issuer complies with such Listing Rules from time to time in force.

Dated this day of January 2008.

Signature: 
Full Name: Phillip John Cave