

Director's Declaration and Undertaking

To: The National Stock Exchange of Australia Limited

Declaration

1. Surname: Fisher
First name: Alan
Birth Date: 15/5/66
Address: 22 Howitt Street, South Yarra VIC 3141
Nationality: Australian
2. Directorship of publicly listed companies: Bidgee Finance Ltd (appointed 26/5/08)
Partnerships: Piranha Developments Pty. Ltd (appointed 1990)
3. I have not at any time been adjudged bankrupt in any jurisdiction.
4. I have not at any time been a party to a Scheme of arrangement or made any other form of composition with creditors.
5. There are no unsatisfied judgements outstanding against me.
6. No corporations have been put into compulsory liquidation or have had an administrator or receiver appointed of which I was a Director.
7. At no time has a corporation of which I was Director been convicted in any jurisdiction of any criminal offence or an offence under legislation relating to companies.
8. At no time have I, 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 me towards it or towards any of its members.
9. At no time have I 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 a corporation.
10. At no time have I, 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body, trade society, institution or association, or stock Exchange or been censured or disciplined or had membership withdrawn by any such body to which I belong or have belonged or held a practising certificate subject to conditions.

I Alan Fisher Director of Bidgee Finance Ltd 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 *director*, I shall:-

- (1) comply to the best of my ability with the *Listing Rules* of the National Stock Exchange of Australia Limited from time to time on force and disclose to the *Issuer* all information which the issuer needs in order to comply with the 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 29th day of May 2008

Signature: _____



Name: _____

ALAN FISHER