



Telephone: (08) 8410 4343 Facsimile: (08) 8410 4355  
Level 14, 26 Flinders Street, ADELAIDE SA 5000

ANGAS SECURITIES LIMITED ABN 50 091 942 728

## ISSUER QUARTERLY REPORTING

Date: 7 October 2008

Issuer: ANGAS SECURITIES LIMITED ACN 091 942 728

Debenture: LISTED AND FIRST RANKING

Trustee: PERMANENT NOMINEES (AUST) LIMITED

Trust Deed: 19 JULY 2000 (AS AMENDED)

Period of Report: 1 JULY 2008 TO 30 SEPTEMBER 2008

(This Report includes Voluntary Disclosure of matters set out in RG69)

Item No	Item	Confirmed? Y/N	Comments
<b>Corporations Act 2001 – Chapter 2L</b>			
1.	The Issuer has complied at all times with the terms of the Debentures, the Trust Deed and Chapter 2L of the Corporations Act 2001 during the Period.	Yes	
2.	<p>No circumstances arose during the Period that has caused, or could cause, one or more of the following:</p> <p>(i) any amount deposited or lent under the Debentures to become immediately payable;</p> <p>(ii) the Debentures to become immediately enforceable;</p> <p>(iii) any other right or remedy under the terms of the Debenture or provisions of the Trust Deed to become immediately enforceable.</p>	No circumstances arose	
3.	<p>No circumstances arose during the Period that materially prejudice:</p> <p>(i) the Issuer, any of its subsidiaries, or any of the guarantors; or</p> <p>(ii) any security or charge included in or created by the Debentures or the Trust Deed.</p>	No circumstances arose	

Item No	Item	Confirmed? Y/N	Comments
4.	There has been no substantial change in the nature of the business of the Issuer, any of its subsidiaries, or any of the guarantors that has occurred during the Period.	No substantial change	
5.	<p>None of the following events happened during the Period:</p> <p>(i) the appointment of a guarantor;</p> <p>(ii) the cessation of liability of a guarantor body for the payment of the whole or part of the money for which it was liable under the guarantee; or</p> <p>(iii) a change of name of a guarantor (if this happens, the Issuer's quarterly report must also disclose the guarantor's new name).</p>	No event	
6.	<p>The net amount outstanding on any advances at the end of the Period if the Issuer has created a charge where:</p> <p>(i) the total amount to be advanced on the security of the charge is indeterminate; and</p> <p>(ii) the advances are merged in a current account with bankers, trade creditors or anyone else.</p>	Not applicable	
7.	The Issuer is not aware of any other matters that may materially prejudice any security or the interests of the Debenture holders.	Issuer is not aware	
8.	<p>[283BF(5)] If the Issuer has deposited any money with, or lent money to, a related body corporate during the quarter, the report must also include details of:</p> <p>(i) the totals of money deposited with, or lent to, a related body corporate during the quarter; and</p> <p>(ii) the total amount of money owing to the borrower at the end of the quarter in relation to those loans</p>	Not applicable	
9.	[283BF(6)] If the Issuer has assumed a liability of a related body corporate during the quarter, the report must include details of the liability assumed during the quarter and the extent of the liability as at the end of the quarter.	Not applicable	
10.	For the purposes of 283BF (5) & (6) above, the	Not applicable	

Item No	Item	Confirmed? Y/N	Comments
	report: (i) must distinguish between deposits, loans and assumptions of liability that are secured and those that are unsecured; and (ii) may exclude any deposit, loan or assumption of liability on behalf of the related body corporate if it has: (I) guaranteed the repayment of the debenture of the borrower; and (II) secured the guarantee by a charge over all of its property in favour of the trustee.		
<b>Corporations Act 2001 – Financial Reports and Audit</b>			
11.	The Issuer has complied in all respects with its obligations under Chapter 2M (dealing with financial reports and audit) of the Corporations Act 2001.	Yes	
12.	The Issuer has complied with all requirements and any recommendations in the Auditors benchmark report for RG 69 (PF223)	Not applicable	
<b>Corporations Act 2001 – Disclosure</b>			
13.	The Issuer has complied at all times with the requirements of Chapter 6CA (dealing with continuous disclosure) of the Corporations Act 2001 and no circumstances arose during the Period that required the Issuer to issue a supplementary prospectus, replacement prospectus or issue a continuous disclosure notice.  If so, advise what steps have been taken.	Yes	
<b>Regulatory Guide 69 – Not Applicable to Listed Debentures</b>			
14.	The Issuer has made all necessary disclosures against the benchmarks in its disclosure documents and all disclosures remain true and correct.	Not Applicable	Refer to Voluntary Disclosure made in Attachment A
15.	The Issuer continues to meet all benchmarks that the Issuer has stated in disclosure that it meets.	Not Applicable	Refer Attachment A
16.	Where the Issuer has disclosed that it does not meet the benchmarks on an "if not, why not"	Not Applicable	Refer Attachment

Item No	Item	Confirmed? Y/N	Comments
	basis, the disclosure the Issuer has made continues to be correct and accurate in all material respects and in all material respects and is not misleading.		A
17.	The Issuer has provided full details to the Trustee in respect to related party dealings in compliance with RG69.102	Not Applicable	Refer to Voluntary Response set out in Attachment A
18.	The Issuer <i>attaches</i> a schedule of the promises it has made in disclosure documents it has issued and confirms that it has complied with each of the promises it has made in those disclosure documents.	Not Applicable	Refer to Voluntary Response set out in Attachment B
<b>Trust Deed</b>			
19.	The Issuer has provided the Trustee with copies of all material notifications to ASIC or investors during the Quarter including regarding changes in its officers and charges.	Yes	
20.	<p>The Issuer covenants or reports that:</p> <p>the amount stated of Debenture Stock was on issue as at the last date of the Period.</p> <p>All stock has been issued in the following State:</p> <p>borrowing limitations as set out under the Trust Deed have not been exceeded;</p> <p>No other matters exist which may materially prejudice any security or the interest of the debenture holders</p> <p>no changes have occurred in relation to accounting or valuation methods and policies and that no circumstances have occurred which would lead to existing methods of valuation to be misleading or inappropriate;</p> <p>assets held for resale in the relevant accounts appear at realisable value in the ordinary course of business;</p> <p>that Directors are not aware of any material</p>	<p>\$121,025,059.63</p> <p>Variously throughout Commonwealth of Australia Not exceeded</p> <p>No matters</p> <p>No changes</p> <p>Yes</p>	

Item No	Item	Confirmed? Y/N	Comments
	change in the laws of any place which might affect the enforceability of guarantees and charges given to or in favour of the Trustee;	Not aware	
21.	The Company has not deposited money or lent money or assumed liability of a Related Body Corporate	Yes	
22.	No material trading or a capital loss has been sustained by the company	Yes	
23.	There are no contingent liabilities which have been incurred by the company.	Yes	
24.	All Principal Moneys received by the Company for Issued Debenture Stock have been dealt with in accordance with clause 11.1 of the Trust Deed with all necessary approvals obtained by the Company.	Yes	
25.	That there are 4 development projects and 1 construction loan as at 30 September 2008.	Yes	
26.	There have been material changes in the personnel of the company.  <b>Retail Lending Manager</b>  David Johnston has been appointed as the WA Retail Lending Manager effective 1 September 2008. David's has been in the finance industry for over 20 years and is known by several Angas directors.	Yes	
27.	There were no construction loan increases and 1 development loan increase from July 2008 to September 2008.	Yes	
28.	The Company has its interest noted as mortgagee on policies taken out by mortgagors providing property insurance cover for the full replacement value of any improvements on the property in respect of loans for non-construction purposes for non-strata properties.	Yes	
29.	The Company has adequate insurance in place in accordance with clause 6.8(k) of the Trust Deed.	Yes	
<b>Anti Money Laundering</b>			

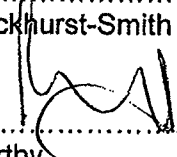
Permanent Nominees

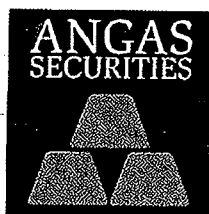
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Item No	Item	Confirmed? Y/N	Comments
30.	The Issuer has complied in all respects with its obligations under the <i>Anti-Money Laundering and Counter-Terrorism Financing Act 2006 (Cth)</i> .	Yes	

On the basis of the above, the undersigned certify that they are of the view that the financial position and performance of the Issuer is such that the property of the Issuer is or should be available will be sufficient to repay the amount of each Debenture when it becomes due and payable.

  
.....  
Andrew Luckhurst-Smith8th October 2008  
.....  
Date  
.....  
Paul McCarthypm October 2008  
.....  
Date



**Angas Securities Limited**

**ABN 50 091 942 728**

**AFS Licence No. 232479**

**ATTACHMENT A TO QUARTERLY REPORT 1 JULY 2008 TO 30 SEPTEMBER 2008  
APPLICATION OF REGULATORY GUIDE 69 (UNLISTED AND UNRATED  
DEBENTURES) TO ANGAS SECURITIES LIMITED ("The Company")**

- A. The Company's current disclosure documents are:-
1. Prospectus Number 8 dated and lodged with ASIC on 4 October 2007
  2. Supplementary Prospectus dated and lodged with ASIC on 11 March 2008.
- B. All debentures issued by the Company since 1 March 2008 are listed on the National Stock Exchange of Australia Limited. The Company does not issue unlisted debentures.
- C. Companies which list their debentures are not required to make disclosures in accordance with RG69.
- D. ASIC Report 127 Paragraph 7 Appendix 1 sets out 82 unlisted debenture issuers which must comply with RG69. The Company is not identified by ASIC in that Schedule.
- E. It follows that the disclosures made in the Company's current disclosure documents do not address RG69.

Despite Regulatory Guide 69 having no applicability to the Company, in response to a request by the Trustee, the Company makes the following voluntary disclosures:

	Benchmark	Confirmed?	Comments
1.	Equity capital	No – but note comments concerning Liquidity Reserve	<p>As at 30 September 2008 the Company's equity ratio was less than 8% being 5.03%. The Company considers this level of equity capital sufficient having regard to its relatively low lending LVR's (maximum 70% with a weighted average less than 60%), its record of sound credit management, its limited exposure to construction loans (no more than 5% of the loan book), its prohibition on related party loans and its policy of insisting on "as is" valuations from licensed valuers.</p> <p>Under the Trust Deed, the Company notes it is required to hold in cash a Liquidity Reserve of 5% of all debenture funds. At 30 September 2008 the Liquidity Reserve was \$6,051,252.98. Accordingly the ratio of available funds to liabilities (including the Liquidity Reserve) as at 30 September 2008 was 17.17% being well in excess of ASIC's 8% equity ratio.</p>

	Benchmark	Confirmed?	Comments
2.	Liquidity	Yes	As an AFS licence holder the Company prepares cash flow projections (every month) based on reasonable estimates in accordance with the terms of its licence.
3.	Rollovers	Yes	The Company does not utilize automatic rollovers. The Company notifies investors approximately 1 month before maturity and seeks their instructions.
4.	Credit ratings	Yes	The Company is rated by Standard & Poor's.
5.	Loan portfolio	No	The Company lends for a term typically not exceeding 1 year – sometimes much less. There is therefore a practical difficulty in disclosing the number of loans other than on a nominated balance date. Further there is commercial sensitivity in disclosing detailed information about loan particulars. The Company does provide details of its total loan book on nominated balance dates and does provide details of past due loans (90 days past their expiry date) on those dates together with a comparison for a preceding period. The Company's stated policy is that a maximum single loan transaction will not exceed 10% of the total debenture funds held by the Company.
6.	Related party transactions	Yes	The Company does not lend to related parties and is precluded from doing so by the terms of the Trust Deed.
7.	Valuations	No	The Company's prime activity is first mortgage lending. The Company has established a panel of approved valuers. The Company confirms periodically (at least every year) that approved individual valuers continue to hold a current licence to value, that no matters have arisen which would affect the currency of the licence and the level of professional indemnity cover held by them. All instructions to value are on an "as is" basis. The Company does not seek the consent of the Trustee in appointing valuers. This is not a requirement of the Trust Deed. It would be inappropriate for

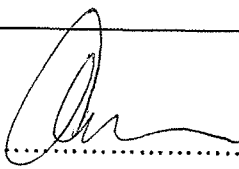


Attachment A

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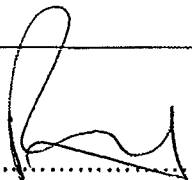
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	Benchmark	Confirmed?	Comments
			the Trustee to transgress in such a role. The Company does not disclose information about particular property valuations for reasons of commercial sensitivity.
8.	Lending principles - LVRs	Yes	The Company's maximum lending ratio is 70%



.....  
Andrew Luckhurst-Smith  
Director

..... 8th October 2008 .....  
Date:



.....  
Paul McCarthy  
Director

..... 8th October 2008 .....  
Date:



Angas Securities Limited

ABN 50 091 942 728

AFS Licence No. 232479

**ATTACHMENT B TO QUARTERLY REPORT 1 JULY 2008 TO 30 SEPTEMBER 2008  
SCHEDULE OF PROMISES CONTAINED IN DISCLOSURE DOCUMENT**

	<b>Promise</b>	<b>Confirmed?</b>	<b>Comments</b>
1.	Repayment of all investments and accrued interest is secured by a first ranking floating charge over the whole of the assets and undertakings of the Company.	Yes	Redeemable preference share issue will rank after debentures
2.	The securities are issued pursuant to a Trust Deed which provides for the issue of debt securities comprising debentures.	Yes	
3.	Permanent Nominees (Australia) Limited ("Permanent") is Trustee of the Trust established by the Trust Deed.	Yes	
4.	As Trustee, Permanent holds on Trust: <ul style="list-style-type: none"> <li>i. the benefit of the Trust Deed for the debenture holders;</li> <li>ii. the charge securing repayment of the debentures; and</li> <li>iii. all other monies payable from time to time to or at the direction of the Trustee.</li> </ul>	Yes	
5.	The interest rate is fixed for the term of the debenture.	Yes	
6.	Interest is paid at the end of the month in arrears (as adjusted by reference to the date of investment and redemption – unless investor has elected to reinvest monthly interest at the reinvestment rate).	Yes	
7.	There are no entry fees deducted from funds when invested.	Yes	
8.	There are no exit fees deducted from funds which remain invested for the full term of the debenture.	Yes	
9.	No management fees are charged.	Yes	
10.	The company will notify investors approximately one month prior to maturity.	Yes	

	<b>Promise</b>	<b>Confirmed?</b>	<b>Comments</b>
11.	The proceeds of the debenture issue will primarily be invested in a range of first mortgages.	Yes	No second mortgage lending. Limited investments in chattels finance and real property is permitted
12.	Angas Securities cannot depart from the lending criteria set out in the Prospectus.	Yes	
13.	The primary security for any real property loan must be a registered first mortgage over freehold or leasehold property.	Yes	
14.	First mortgage advances must not exceed the maximum loan to valuation ratio set out in the Prospectus.	Yes	
15.	The company must obtain a current valuation from a licensed valuer to determine the maximum loan amount which can be advanced.	Yes	
16.	All loans are advanced on a fixed term, fixed interest rate basis.	Yes	
17.	The company does not lend to related parties and is precluded from doing so by the terms of the Trust Deed.	Yes	
18.	A maximum single loan transaction will not exceed 10% of the total debenture funds held by the Company. The Company may make more than one advance to a borrower or to parties related to a borrower and these will not constitute a single transaction for the purposes of the 10% limitation unless all of the supporting security held is precisely the same for the multiple advances.	Yes	
19.	Construction loans will comprise no more than 5% of the Loan Book.	Yes	
20.	Construction or development loans are funded up to 70% of the "as is" value of the development. The loan amounts may increase as construction carried out leads to an increase in the value of the property.	Yes	
21.	The Company must retain a Liquidity Reserve which comprises 5% of all debenture funds to be held in cash.	Yes	
22.	The proceeds from the issue of debentures will be invested by the	Yes	

Attachment B

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	<b>Promise</b>	<b>Confirmed?</b>	<b>Comments</b>
	Company in accordance with the Trust Deed.		
23.	The Company is currently rated long term B+ with stable outlook by international ratings agency Standard & Poor's.	Yes	
24.	All debentures that are now issued by the company are listed on the National Stock Exchange of Australia Limited.	Yes	

**ANGAS SECURITIES LIMITED****A.C.N. 091 942 728**

**TO: PERMANENT NOMINEES**  
P O Box 361  
MELBOURNE  
COLLINS STREET WEST VIC 8007

**QUARTERLY REPORT – September 2008**

Pursuant to Clause 11.5 of Schedule 7 of the Trust Deed for First Ranking Debenture Stock:-

(i) a Directors' Certificate certifying:

(A) full particulars of the total Issued Debenture Stock as at the last day of that quarter:-

**ONE HUNDRED AND TWENTY ONE MILLION, AND TWENTY FIVE THOUSAND, AND FIFTY NINE DOLLARS AND SIXTY THREE CENTS (\$121,025,059.63)**

(B) whether all Principal Moneys and interest which has become due and payable on or prior to the last day of that quarter has been duly paid in respect of all Debenture Stock:-

The following payments were duly paid in respect of all Debenture Stock:-

Interest due and payable:-	\$ 2,657,124.64
Redemptions due and payable:	\$ 6,162,500.00

(C) whether all principal and interest payable which has become due and payable on or prior to the last day of that quarter has been duly paid in respect of all encumbrances; and


The following amount was duly received in respect of all encumbrances being interest paid to the company:-

Principal Received	\$ 8,525,475.72
Interest received / payable	\$ 3,609,449.89

(ii) a quarterly report that sets out the information referred to in paragraph 11.6 and lodge a copy of the report with the ASIC

Report annexed hereto.

**CERTIFIED CORRECT** for and on behalf of the Board

  
.....  
**ANDREW LUCKHURST-SMITH**

  
.....  
**DATE**

  
.....  
**PAUL MCCARTHY**

  
.....  
**DATE**