

DIRECTOR'S DECLARATION AND UNDERTAKING

TO: **The National Stock Exchange of Australia Limited**
(**'Exchange'**)

FROM: **Sydney Robert Pitt of 17 Jamieson Place, Brookfield, Queensland** in my capacity as
a director of Octaviar Investment Management Limited ACN 101 634 146
(**'Director'**)

DECLARATION

1. I declare as follows:
 - (a) My full name is Sydney Robert Pitt.
 - (b) I have no former names.
 - (c) My date of birth is 3 December 1943.
 - (d) My residential address is 17 Jamieson Place, Brookfield, Queensland 4069.
 - (e) My nationality is Australian.
 - (f) I am a certified practising accountant.
2. I am not a director, alternate director or compliance committee member of any other corporation which is publicly listed or traded or a partner in any partnership.
3. I have not been adjudged bankrupt in any jurisdiction.
4. At no time have I been a party to a scheme of arrangement or made any form of composition with my creditors.
5. There are no unsatisfied judgments against me.
6. No corporation has been put into compulsory liquidation or had an administrator or receiver appointed during the period when I was (or within the preceding twelve months had been) one of its *directors*, alternate *directors* or compliance committee members. Nor has any partnership been put into compulsory liquidation or been sequestrated during the period when I was (or within the preceding twelve months had been) one of its partners.
7. At no time have I or has any corporation of which I was a director, shadow director, alternate director or compliance committee member at the time of an offence, been convicted in any jurisdiction of any criminal offence or an offence under legislation relating to companies.
8. I have not, in connection with the formation or management of any corporation, managed investment scheme, 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 security holders.
9. I have never been disqualified by a court from acting as a director of a corporation, as a compliance committee member or from acting in the management or conduct of the affairs of any corporation.

10. I have not, 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body, trade society, institution or association, or stock exchange or been censured or disciplined or had membership withdrawn by any such body to which I belong or belonged and I have never held a practising certificate which was subject to conditions.


I, Sydney Robert Pitt, director of Octaviar Investment Management Limited (the “*Issuer*”) 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 National Stock Exchange of Australia Limited 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' and compliance committee members' security 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 30th day of May 2008.


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Signed by Sydney Robert Pitt