

e-business systems ltd

National Stock Exchange of Australia Limited
level 8
410 Collins Street
Melbourne
Victoria 3000

Dear Sirs

Director's declaration and undertaking

In connection with my proposed appointment as a director of e-Business Systems Ltd, with effect from 1 January 2010, please accept my declaration and undertaking below.

Declaration

In connection with this company's application for listing I declare as follows:

- 1. State your present surname and former surname(s), present first name(s) and any former first names(s), date of birth, residential address, nationality and former nationality, if any, and professional qualifications, if any.

Present surname:	Marshall
Former surname:	n/a
Present first name:	Geoff
Former first names:	n/a
Date of birth:	10 May 1964
Residential address:	402/14-16 Cordelia Street, South Brisbane, Queensland 4101
Present nationality:	Australian
Former nationality:	n/a
Professional qualifications:	British Institute of Management - Directors Governance Program Ashridge Management College - Finance for Managers Manchester Business School - High Value Manager Program Ashridge Management College - Certificate IV Project Management BSB 41504 MAICD

- 2. Are you a director or alternate director of any other corporation which is publicly listed or traded or a partner in any partnership? If so, state the name of any such corporation or partnership, the nature of business where this is not indicated in the title, and date you became a director or partner.

e-business systems ltd

ACN 107 353 695
P 1300 130 110 F 07 3009 0067

Registered office:
365 Montague Road
West End
Queensland 4101

Address for correspondence:
PO box 6106
Bundaberg
Queensland 4102

I have no such directorship, alternate directorship or partnership interest.

3. Have you at any time been adjudged bankrupt in any jurisdiction? If so, state the court by which you were adjudged bankrupt and, if discharged, the date and conditions on which you were granted your discharge.

I have never been adjudged bankrupt.

4. Have you at any time been a party to a scheme of arrangement or made any other form of composition with your creditors?

I have never been party to any such scheme or composition.

5. Are there any unsatisfied judgements outstanding against you? If so, give full particulars.

There are none.

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? 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? 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.

No such procedure has ever instituted in relation to any such corporation.

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'. If so, state the court by which you were or the corporation was convicted, the date of conviction and full particulars of the offence and the penalty imposed.

No such conviction applies either to me or to any corporation of which I was a director, shadow director or alternate director.

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? If so, give full particulars.

I have never been adjudged liable in any such circumstances.

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? If so, give full particulars.

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Tenentia QLD 4005

I have never been so disqualified.

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? If so, give full particulars.

No such action has ever been taken in relation to me.

- i. Geoff Marshall, confirm that I am proposing to take up office as a director of e-Business Systems Ltd and 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 hereby give my authority (except where expressly provided otherwise) to the National Stock Exchange of Australia Limited 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 National Stock Exchange of Australia Limited may, in its absolute discretion think fit.

Undertaking

I hereby undertake that, in the exercise of my powers and duties as a director of e-Business Systems Ltd, 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' 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.

Yours faithfully,


Geoff Marshall

Dated: December 2009

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