



Annexure 1A

BSX Listing Rules

Listing Application

References Issued 30/8/2000

Chapter 1, BSX Listing Rules

Application for Admission to the BSX Official List

Instructions

An entity seeking admission to the BSX official list must complete and return this annexure to BSX.

Please complete the sections of the application that are relevant to your entity. If there is not enough space attach extra sheets.

Please note that information and documents (including this annexure) given to BSX in support of an application become BSX's property and may be made public.

Name of entity ACN, ARBN or ARSN

Lakeside Pakenham Community Enterprise Limited	ACN 140 931 960
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We apply for admission to the BSX official list and for the quotation of securities.

General

1	Type of entity (<i>tick one</i>)	Company	Trust
		Yes	No
2	Main class of securities	Number Min Max	Class
		620,008 870,008	Ordinary
3	Additional securities to be quoted	Number to be quoted	Class
		Nil	Nil
4	Additional securities not to be quoted	Number not to be quoted	Class
		Nil	Nil
5	Postal address for all correspondence	P O Box 765 Pakenham Vic 3810	
6	Telephone number	0402 631 116	

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7	General fax number	TBA
8	Fax number for confirmation of release of information to the BSX market	TBA
9	Address of principal security registry for each class of security	AFS and Associates 61 – 65 Bull Street, Bendigo 3550
10	Annual balance date	30 th June

Companies Only

11	Name and title of chief executive officer/managing director.	TBA
12	Name and title of chairperson of directors.	David Andrew Impey, Chairman
13	Name of all directors	David Andrew Impey Marlene Lynne Jones Peter Neil McLaren Diane Lea Padgett Kerri Louise Parker Bernard Francis Wilson
14	Duration of appointment of directors and details of any entitlement to participate in profits.	3 years as set out in the Constitution
15	Name and title of company secretary	Alex Sy, Company Secretary
16	Place of incorporation	Melbourne Vic
17	Date of incorporation	3 rd December 2009
18	Legislation under which incorporated	The Corporations Act
19	Address of registered office	431 Riversdale Road Hawthorn Vic 3123

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20	Month in which annual general meeting is usually held	November
21	Months in which dividends are usually paid (or are intended to be paid)	December

About the Entity

Tick the information or documents you are providing

Indicate where the information or document can be found? (eg, prospectus cross reference)

34	<input type="checkbox"/> Evidence of compliance with 20 cent minimum issue price or sale price and spread requirements	Refer page TBA of the prospectus Current share register TBA
35	<input type="checkbox"/> Prospectus, offer information statement or information memorandum relevant to the application	Prospectus
36	<input type="checkbox"/> Cheque for listing and quotation fees	Attached
37	<input type="checkbox"/> Type of securities register the entity will operate	Certificated

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38	___ Copies of any contracts referred to in the prospectus, offer information statement or information memorandum (including any underwriting agreement)	Franchise Agreement with Bendigo Bank (copy enclosed – not for publication), Sponsorship and Donations Memorandum of Understanding and lease of premises (all referred to in the Prospectus)
39	___ A certified copy of any restriction agreement entered into in relation to restricted securities	Nil
40	___ Where there are restricted securities, any undertaking issued by a bank or recognised trustee	Not Applicable
41	___ Certificate of incorporation (in the case of a company)	Copy attached to company constitution
42	___ Certificate of registration (in the case of a trust)	Not Applicable
43	___ Copy of entity's constitution	Attached
43A	___ Brief history of entity, or if applicable, the group	Refer Section 3.1 Bendigo Bank and Section 3.7 Community Interest of the Prospectus

About the Securities to be Quoted

Tick the information or documents you are providing

Indicate where the information or document can be found? (eg, prospectus cross reference)

44	___ Confirmation that the securities to be quoted are eligible to be quoted under the listing rules	Prospectus
45	___ Voting rights of securities to be quoted	Voting clause of the Constitution
46	___ Specimen certificate/holding statement of each class of securities to be quoted	Enclosed

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47	____ Terms of securities to be quoted	Refer to relevant pages of the Prospectus
48	____ Statement setting out the names of the 20 largest holders in each class of securities to be quoted and the number and percentage of each class of securities held by those holders	To be provided at closure of the offer
49	____ Distribution schedule of each class of equity securities to be quoted, setting out the number of holders in the categories: 1 - 1,000 1,001 – 5,000 5,001 – 10,000 10,001 – 100,000 100,001 and over	To be provided at closure of the offer
50	____ The number of holders of a parcel of securities with a value of more than \$2,000, based on the issue/sale price	To be provided at closure of the offer
51	____ Terms of any debt securities and convertible debt securities	Not applicable
52	____ Trust deed for any debt securities and convertible debt securities	Not applicable
53	____ Trusts only – if the trust is not a registered managed investment scheme, ASIC exemption in relation to buy-back provisions	Not applicable

All Entities with Assets not Readily Valued

Any entity that has acquired, or entered into an agreement to acquire, an asset that is not readily valued provide BSX with the following information

Tick the information or documents you are providing

Indicate where the information or document can be found? (eg, prospectus cross reference)

54	_____ The name of the vendor and details of any relationship of the vendor with the applicant	Not applicable
55	_____ If the vendor was not the beneficial owner of the asset at the time of the acquisition, the name of the beneficial owner and the details of the relationship of the beneficial owners to the applicant	Not applicable
56	_____ The date the vendor acquired the asset	Not applicable
57	_____ The method by which the vendor acquired the asset, including whether by agreement, exercise of option or otherwise	Per Franchise Agreement
58	_____ The date the entity acquired the asset from the vendor, the consideration passing directly or indirectly to the vendor and whether the consideration has been provided in full by the applicant	Per Franchise Agreement
59	_____ Full details of the asset, including any title particulars	Per Franchise Agreement

About the Entity's Capital Structure

Tick the information or documents you are providing

Indicate where the information or document can be found? (eg, prospectus cross reference)

60	_____ A copy of the entity's register of members, if required by BSX	To be provided
61	_____ A copy of any court orders in relation to a reorganisation of the entity's capital in the last three years	Not applicable

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62	___ The terms of any employee incentive scheme	Not applicable
63	___ The terms of any dividend or distribution plan	Not Applicable
64	___ The terms of any securities that will not be quoted	Not applicable
65	___ The entity's issued capital (interests), showing separately each class of security, the amount paid up on each class, the issue price, the dividend (or distribution) and voting rights attaching to each class and the conversion terms (if applicable)	See Information Memorandum, Constitution, share register and franchise agreement.
66	___ The number of the entity's debentures, except to bankers, showing the amount outstanding, nominal value and issue price, rate of interest, dates of payment of interest, date and terms of redemption of each class and conversion terms (if applicable)	Not applicable
67	___ The number of the entity's unsecured notes, showing the amount outstanding, nominal value and issue price, rate of interest, dates of payment of interest, date and terms of redemption of each class and conversion terms (if applicable)	Not applicable
68	___ The number of the entity's options to acquire unissued securities, showing the number outstanding	Not applicable
69	___ Details of any rights granted to any person, or to any class of persons, to participate in any issue of the entity's securities	Not applicable
70	___ If the entity has any child entities, a list of all child entities stating in each case the name, the nature of its business and the	Not applicable

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entity's holding in it.

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About the Entity's Financial Position

Applicants relying on the profit test should complete items 71 to 76. Applicants relying on the assets test should complete items 77 to 82.

Tick the information or documents you are providing

Indicate where the information or document can be found? (eg, prospectus cross reference)

Profits Test

71	<input type="checkbox"/> Evidence that the applicant is a going concern or the successor of a going concern	
72	<input type="checkbox"/> Evidence that the applicant has been in the same main business activity for the last 3 full financial years or details of how its business has changed and its aggregated profit for the last 3 full financial years	
73	<input type="checkbox"/> Audited financial statements for the last 3 full financial years and audit reports	
74	<input type="checkbox"/> Last half yearly financial statement (if required) and audit report or review	
75	<input type="checkbox"/> Pro forma balance sheet and review	
76	<input type="checkbox"/> Statement from all directors or all directors of the responsible entity or management company confirming profit from continuing operations	

Assets Test

77	<input type="checkbox"/> Evidence of net tangible assets of at least \$500,000 after	Refer to Section 4.7 Pro Forma Accounts in the Prospectus
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	deducting the costs of fundraising or likely market capitalisation of at least \$1million at the time of admission	
78	___ Evidence that there are commitments to spend at least half of the entity's cash (if half or more of the entity's total tangible assets (after raising any funds) is cash or in a form readily convertible to cash)	See Prospectus – purpose of raising funds.
79	___ A statement that there is enough working capital to carry out the entity's stated objectives (and a statement by an independent expert, if required by BSX)	See Franchise Agreement
80	___ A statement that entity's business is developed to the point it is reasonably likely it will generate revenue from ordinary activities within 3 years of admission (and a statement by an independent expert, if required by BSX)	See Prospectus – Section 4
81	___ Financial statements for the last 3 full financial years and audit report or review or a statement that not audited or not reviewed	Not applicable
82	___ Pro forma balance sheet and review	Refer to Section 4.7 Pro Forma Balance Sheet in the Prospectus

Entity's Business Plan and Level of Operations

Tick the information or documents you are providing

Indicate where the information or document can be found? (eg, prospectus cross reference)

83	___ Details of the entity's existing and proposed activities and level of operations. State the main business	Refer Section 3.4 Activities of Company in the Prospectus
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84 _____ Details of any issues of the entity's securities (in all classes) in the last three financial years. Indicate issues for consideration other than cash.

Only per current Prospectus and initial subscriber shares – see Section 7.7 of the Prospectus

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Other Information

Tick the information or documents you are providing

Indicate where the information or document can be found? (eg, prospectus cross reference)

98	___ Details of any contracts entered into between the applicant and any of its directors (if a trust, the directors of the responsible entity or management company)	Not Applicable
99	___ A copy of every prospectus issued, and every information memorandum circulated, in the last five years	Attached
100	___ Information not covered elsewhere and which, in terms of BSX listing rule 3.1, is likely to materially affect the price or value of the applicant's securities	Refer Prohibited Shareholder provision in the Constitution and mentioned in the Prospectus.

Signed:

(Director/Company Secretary)

(Director/Company Secretary)

Print name:

David Impey

ALEXANDER SY.

Dated:

1 March 2000