Form 604

Corporations Law

Section 671B

Notice of change of interests of substantial holder

To	Company Name/Scheme	STRATEGIC POOLED DEVELOPMENT LIMITED		
ACN/ARSN		062 187 893		
1. Details of substantial holder (1)				
Nam	e	JOHN LAWSON WALKER		
ACN (if applicable)				
There was a change in the interests of the substantial holder on		s of the		
The previous notice was given to the company on		he company 26/09/2008		
The previous notice was dated		26/09/2008		

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
ORDINARY	10,015,359	29.03	11,015,359	31.93

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
22/9/2009	JOHN WALKER & IEAH PTY LTD <atf ieah="" superfund=""></atf>	ON-MARKET PURCHASE	13.5 CPS	ORD 300,000	300,000
22/9/2009	JOHN WALKER & FISHER GRAHAM GROUP PTY LTD	ON-MARKET PURCHASE	13.5 CPS	ORD 700,000	700,000

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of	Registered holder of	Person entitled to	Nature of	Class and	Person's votes
relevant	securities	be registered as	relevant	number of	
interest		holder (8)	interest (6)	securities	
JOHN	JOHN LAWSON	JOHN LAWSON	POWER TO	ORD	1,700,000
LAWSON	WALKER	WALKER	VOTE AND	1,700,000	
WALKER			DISPOSE OF		
			SHARES		
JOHN	IEAH PTY LTD	IEAH PTY LTD	MR. WALKER	ORD	2,865,359
LAWSON	ATF IEAH	ATF IEAH	IS THE SOLE	2,865,359	
WALKER	SUPERFUND	SUPERFUND	MEMBER OF		
			THE IEAH		
			SUPERFUND		

JOHN	FISHER GRAHAM	FISHER GRAHAM	MR. WALKER	ORD	6,450,000
LAWSON	GROUP PTY LTD	GROUP PTY LTD	IS THE	6,450,000	
WALKER			TRUSTEE OF		
			THE EUNSON		
			TRUST THE		
			ULTIMATE		
			BENEFICIAL		
			OWNER OF		
			FISHER		
			GRAHAM		
			GROUP PTY		
			LTD.		

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5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN (if applicable)	Nature of association
NO CHANGE	NO CHANGE

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
JOHN LAWSON WALKER	97 KERFERD ROAD ALBERT PARK VIC 3206
IEAH PTY LTD – ATF IEAH	C/O PATRIOT MANAGED ACCOUNTS PTY LTD, LVL 13,
SUPERFUND	FRESHWATER PLACE, 2 SOUTHBANK BOULEVARD VIC 3006
FISHER GRAHAM GROUP PTY	C/O DRAFFIN WALKER &CO, LVL 2, 395 COLLINS STREET
LTD	MELBOURNE VIC 3000

Signature print name JOHN LAWSON WALKER capacity BENEFICIAL OWNER & DIRECTOR sign here date 23 /09 /2009

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of 'associate' in section 9 of the Corporations Law.
- (3) See the definition of 'relevant interest' in sections 608 and 671B(7) of the Corporations Law.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of 'relevant agreement' in section 9 of the Corporations Law.

- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg if the relevant interest arises because of an option) write 'unknown'.
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.