

# SHARE PURCHASE PLAN

THE MARYBOROUGH SUGAR FACTORY LIMITED



**THE MARYBOROUGH  
SUGAR FACTORY LIMITED**

ABN 11 009 658 708

## KEY DATES\*

DATE (AND TIME IF RELEVANT)	EVENT
10 DECEMBER 2010 7.00PM (SYDNEY TIME)	<b>Record Date</b> The date and time on which the Company determines who is eligible to participate in the SPP.
23 DECEMBER 2010	<b>Opening Date</b> The date the offer opens and from when applications can be sent to the Share Registry.
17 JANUARY 2011 6.00PM (SYDNEY TIME)	<b>Closing Date</b> The offer closes at, and applications must be received by, this time and date.
21 JANUARY 2011	<b>Allotment Date</b> The date on which Shares are expected to be allotted.
24 JANUARY 2011	<b>Trading Date</b> The date on which Shares are expected to begin trading.
25 JANUARY 2011	<b>Despatch Date</b> Transaction Confirmation Statements are expected to be sent to shareholders on or around this date.

\* The Company may change any of the Key Dates at its discretion (even if the offer has opened or applications have been received).





# THE MARYBOROUGH SUGAR FACTORY LIMITED

ABN 11 009 658 708

Dear Shareholder

23 December 2010

## Offer to participate in the Share Purchase Plan

Further to the announcement of 13 December 2010, the Directors of The Maryborough Sugar Factory Limited ('MSF' or the 'Company') are pleased to offer you the opportunity to participate in a Share Purchase Plan ('SPP'), allowing you to contribute up to A\$15,000 in applying for fully paid ordinary Shares in the Company ('Shares').

The Company also recently conducted both an unconditional and conditional placement of Shares to institutional investors announced to the market on 14 December 2010, which raised approximately A\$25 million and A\$13 million respectively ('Placement'). The conditional placement is subject to shareholder approval (by ordinary resolution) at a general meeting scheduled to take place on 17 January 2011 (you should have received separate correspondence from the Company providing details of this general meeting).

These funds will be used to enter and exercise our option to acquire the remaining 50% of the Northern Milling Joint Venture which we believe is a significant and company transforming transaction. Your Board also values and recognises the importance and support of all our shareholders and therefore wishes to also offer this opportunity for you to purchase new Shares in the Company at the same issue price as the Placement.

Your Board recognises the potential negative unforeseen impacts of weather and commodity price volatility on your Company's operations. Therefore as a principle, your Board believes in maintaining low levels of debt and conservative ratios of financial gearing in the funding of the Company. The purpose of the funds received from this SPP will be used to further strengthen the balance sheet of the Company, to reduce debt levels after the acquisition of the remaining 50% of the Northern Milling Joint Venture and for the funding of ongoing business activities associated with it.

Participation in the SPP is optional and open to eligible shareholders who are holders on the Record Date of Shares in the Company and whose registered address is in Australia or New Zealand. For New Zealand shareholders, you must still be a shareholder on the date of this letter.

Key elements of the SPP include:

- no brokerage or participation costs payable;
- an Issue Price of A\$3.15 per Share which is the same price paid by sophisticated and professional investors under the Placement. The Issue Price represents a 9.5% discount to the closing price of MSF Shares on 10 December 2010 (being the last trading day prior to the announcement of the capital raising). It also represents a 10% discount to the volume weighted average sale price of MSF's ordinary Shares traded on the ASX during the period from 6 December 2010 to 10 December 2010 (rounded to the nearest cent); and
- if you are an eligible shareholder, you can apply for one of the following parcels:

APPLICATION AMOUNT	ROUNDING POLICY
A\$2,500	Because of the A\$3.15 Issue Price, the parcel you apply for may not equal a whole number of Shares.
A\$5,000	In this case, the number of Shares to be allotted to you will be rounded up to the nearest whole Share.
A\$10,000	<i>For example, if you contribute A\$15,000, based on the Issue Price of \$3.15 per Share, you would be entitled to 4,761.9 Shares. Accordingly, your entitlement will be rounded up and you will receive 4,762 Shares.</i>
A\$15,000	

Please note that the future market price of Shares is uncertain and may be below the Issue Price under the SPP.

To apply for a parcel of Shares, please follow the instructions on the enclosed Application Form and ensure your application is received no later than **6.00pm (Sydney time) on 17 January 2011**.

Shares issued under the SPP will have the same entitlements as other Shares in the Company, including the right to receive any dividends for the half year ended 31 December 2010, and any dividends after that.

I encourage you to read the attached SPP Terms and Conditions carefully. If you are unsure about whether to participate, please contact your professional adviser. If you require further information, please contact our Share Registry (contact details are in the enclosed instructions).

On behalf of the Board, I invite you to consider this opportunity to further increase your investment in the Company and thank you for your continued support.

Yours Sincerely

**James A. Jackson**  
Chairman

THE MARYBOROUGH SUGAR FACTORY LIMITED ACN 009 658 708 (ABN 11 009 658 708)  
114-116 Kent Street, Maryborough Q 4650 Postal Address: PO Box 119, Maryborough Q 4650  
Telephone: (07) 4121 1100 Fax: (07) 4121 1139 Email: msf@marysug.com.au

## INSTRUCTIONS

TO PARTICIPATE IN THE SPP, PLEASE READ THE SPP TERMS AND CONDITIONS CAREFULLY AND FOLLOW THE STEP-BY-STEP INSTRUCTIONS ON THE APPLICATION FORM.

TO APPLY AND PAY, YOU HAVE TWO OPTIONS:

### OPTION 1: BPAY®\*

Provided you are not a Custodian (see paragraph (d) of 'Significance of applying for Shares' in the Terms and Conditions), you can make a payment by BPAY if you have an Australian bank account enabled for this purpose. **If paying by BPAY, you do not need to return your Application Form.**

To use BPAY, you must use the unique customer reference number found on the personalised Application Form accompanying this offer document as it identifies your holding.

**NOTE:** By using this BPAY facility to apply for Shares, you represent that the total of the application price for the following does not exceed A\$15,000 for:

- a the Shares you are applying for;
- b any other Shares you are applying for under this SPP, or Shares or interests in the class issued under a similar arrangement in the 12 months before this application;
- c any other Shares or interests in the class which you have instructed a Custodian to acquire on your behalf under this SPP; and
- d any other Shares or interests in the class issued under an arrangement similar to this SPP in the 12 months before this application as a result of you instructing the Custodian or another Custodian, which resulted in you holding a beneficial interest in the Shares or interests.

### OPTION 2: APPLICATION FORM AND CHEQUE OR MONEY ORDER

You can complete the Application Form and post or return it to the address below, together with a cheque or money order, in accordance with the instructions on the Application Form.

**The Maryborough Sugar Factory Limited  
c/- Link Market Services Limited  
Locked Bag 3415  
Brisbane QLD 4001**

Cheques and money orders must be made payable to 'The Maryborough Sugar Factory Limited' in Australian dollars and drawn on an Australian bank for the correct amount. The Company will not accept payment by cash.

## TIMING

All payments and applications must be received **before 6.00pm (Sydney time) on 17 January 2011**. You cannot withdraw or cancel your application or BPAY payment once you have sent it in.

Do not forward cash. Receipts for payments will not be issued.

No interest will be paid on any application money paid by you in any circumstances.

Please read the enclosed application for further details on how to apply for Shares under the SPP.

## ELIGIBILITY

Participation in the SPP is optional and open to eligible shareholders who are holders on the Record Date of Shares in the Company and whose registered address is in Australia or New Zealand. For New Zealand shareholders, you must still be a shareholder on the date of this letter.

## CUSTODIANS

If you are a Custodian as defined by ASIC Class Order [CO 09/425] as amended by ASIC Class Order [CO 10/105] and wish to apply on behalf of more than one beneficiary, you must provide the Company with a certificate in writing by which you certify to the Company the matters required by ASIC Class Order [CO 09/425].

Please contact the offer information line on 1300 733 154 (within Australia) or +61 2 8280 7207 (outside Australia) any time between 8.30am to 5.30pm (Sydney time) Monday to Friday to arrange receipt of a custodian certificate.

## QUESTIONS

If you have any questions, please contact the offer information line on 1300 733 154 (within Australia) or +61 2 8280 7207 (outside Australia) any time between 8.30am and 5.30pm (Sydney time) Monday to Friday.

### No offer in the U.S. or to U.S. persons

*These materials do not constitute an offer of securities for sale in the United States or to, or for the account or benefit of, 'U.S. persons' (as defined in Regulation S under the U.S. Securities Act) and may not be sent or disseminated in, directly or indirectly, the United States or to any 'U.S. person' in any place. MSF's Shares have not been and will not be registered under the U.S. Securities Act or the securities laws of any state of the United States and may not be offered, sold or otherwise transferred in the United States or to, or for the account or benefit of, any 'U.S. person' except in compliance with the registration requirements of the U.S. Securities Act and any other applicable state securities laws or pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws.*

\*® Registered to Bpay Pty Ltd ABN 69 079 137 518

## TERMS AND CONDITIONS

**IMPORTANT NOTICE:** THE MARKET PRICE OF SHARES MAY RISE OR FALL FROM NOW TO WHEN THE SHARES ARE ALLOTTED TO YOU UNDER THE SPP. THEREFORE, IF YOU APPLY FOR AND WE ALLOT TO YOU SHARES UNDER THE SPP, THE ISSUE PRICE FOR THOSE SHARES MAY BE MORE THAN, OR LESS THAN, THE MARKET PRICE OF THE COMPANY'S SHARES YOU COULD BUY AT THAT TIME. BY COMPLETING AND RETURNING THE APPLICATION FORM OR MAKING A BPAY PAYMENT, YOU ACKNOWLEDGE THIS RISK. WE ENCOURAGE YOU TO CONTACT YOUR PROFESSIONAL ADVISOR REGARDING WHETHER TO PARTICIPATE IN THE SPP AND HOW MUCH TO CONTRIBUTE.

The following information sets out the terms and conditions of the SPP.

### Offer timetable

- a The offer timetable is set out in the Key Dates on page 1 and is included in these Terms and Conditions.
- b Payment by BPAY, Application Forms, cheques and money orders may not be processed and may not be valid if they have not been received by the Company by the time and date specified for the Closing Date. You must allow adequate time for Application Forms and cheques or money orders forwarded by post to be received by Link Market Services Limited.
- c The Company expects to send a transaction confirmation or holding statement to you on or around the Despatch Date.
- d The Company expects that the Shares will be allotted under the SPP on the Allotment Date and will commence trading on ASX on the Trading Date. You must confirm your holding before trading in any Shares you believe have been allotted to you under the SPP.
- e At any time, the Company can change the Closing Date, Allotment Date, Despatch Date and the Trading Date (even if the offer has opened, or BPAY payments and Application Forms have been received) by lodging a revised timetable with ASX.

### Eligible Shareholders

You are an Eligible Shareholder and may participate in the SPP if you were a registered holder of Shares at the time and date specified for the Record Date with an address in Australia or New Zealand. For New Zealand shareholders, you must still be a shareholder at the date of this offer (that is 23 December 2010). The Company has determined that it is not practical for holders of Shares with registered addresses in other countries to participate. You are not eligible if you are a 'U.S. person' (as defined in Regulation S under the *U.S. Securities Act of 1933*) ('U.S. Person') or acting for the account or benefit of a U.S. Person.

- **Holders receiving more than one offer:** If you are the only registered holder of a holding of Shares, but you receive more than one offer under the SPP (due to multiple registered holdings), you may only contribute a maximum of A\$15,000 in applying for Shares.

- **Joint Holders:** If 2 or more persons are recorded in the register as jointly holding Shares, they are considered to be a single registered holder for the purpose of the SPP and they are entitled to participate in the SPP in respect of that single holding only. If as joint holders you receive more than one offer under the SPP due to multiple identical holdings, you may still only contribute a maximum of A\$15,000 in applying for Shares.
- **Custodians, trustees and nominees:** If you are a Custodian, trustee or nominee within the definition of 'custodian' in ASIC Class Order [CO 09/425] ('Custodian'), you may contribute a maximum of A\$15,000 in applying for Shares for each participating beneficiary on whose behalf you or a downstream Custodian holds Shares (but joint holders are taken to be a single holder). This is subject to providing us with a certificate in accordance with paragraph (d) of 'Significance of applying for Shares' below and emailing it promptly to shelly.mahady@linkmarketservices.com.au. If you are not a Custodian, the rules for multiple single holdings apply and you may only contribute a maximum of A\$15,000 in applying for Shares. You are not eligible to participate on behalf of a person who resides outside Australia and New Zealand or any person who is, or is acting for the account or benefit of, a U.S. Person.

### Participation is optional

Participation in the SPP is entirely optional. If you are an Eligible Shareholder, you can choose whether or not to participate. If you are a Custodian, you can choose whether to extend the offer to your beneficiaries.

### How much can you invest?

- a If you are an Eligible Shareholder, you may apply to buy the number of Shares you select on the Application Form by indicating a dollar amount.
- b This parcel may be subject to rounding.
- c Unless you are applying as a Custodian, the maximum amount of A\$15,000 applies even if you receive more than

one Application Form or if you hold Shares in the Company in more than one capacity (for example, if you are both a sole and joint holder of Shares in the Company – see 'Eligible Shareholders' adjacent) and irrespective of the number of Shares you hold on the Record Date. We can reject any application for Shares if we believe you have not complied with this condition.

### Rounding of Shares

- a If you apply for Shares under the SPP, you agree to contribute a certain amount to buy Shares rather than to apply for a certain number of Shares. The number of Shares you receive will be determined by dividing the amount you agree to contribute for Shares by the Issue Price.
- b If this calculation produces a fractional number, the number of Shares you will be allotted will be rounded up to the nearest whole number of Shares at the discretion of the Company.

### How to apply for Shares

If you would like to participate in the SPP, you have two options:

#### OPTION 1: BPAY

Provided you are not a Custodian (see paragraph (d) of 'Significance of applying for Shares' in the Terms and Conditions), you can make a payment by BPAY if you have an Australian bank account enabled for this purpose. BPAY customers must use the unique customer reference number shown on the instructions to the Application Form which is required to identify your holding. If paying by BPAY, you do not need to return your Application Form.

**NOTE:** By using the BPAY facility to apply for Shares, you represent that the total of the application price for the following does not exceed A\$15,000:

- the Shares you are applying for;
- any other Shares you are applying for under this SPP, or Shares or interests in the class issued under a similar arrangement in the 12 months before this application;

## TERMS AND CONDITIONS CONT.

- any other Shares or interests in the class which you have instructed a Custodian to acquire on your behalf under this SPP; and
- any other Shares or interests in the class issued to a Custodian under an arrangement similar to this SPP in the 12 months before this application as a result of you instructing the Custodian or another Custodian, which resulted in you holding a beneficial interest in the Shares or interests.

### OPTION 2: APPLICATION FORM AND CHEQUE OR MONEY ORDER

You must complete an Application Form and return it with a cheque or money order in accordance with the instructions on the Application Form.

Cheques and money orders must be payable to 'The Maryborough Sugar Factory Limited', in Australian dollars and drawn on an Australian bank for the correct amount. The Company will not accept payment by cash.

### The Company's discretion regarding applications

The Company may accept or reject applications for Shares under the SPP, including if:

- a an Application Form is incorrectly completed, incomplete or otherwise determined by the Company to be invalid;
  - b a cheque is dishonoured or has not been completed correctly;
  - c the correct amount corresponding to your application is not provided with the Application Form or BPAY payment;
  - d a BPAY payment is not received or is incomplete or invalid;
  - e unless you are applying as a Custodian, an applicant appears to be contributing more than A\$15,000 Shares under the SPP having regard to the conditions to ASIC Class Order [CO 09/425];
  - f if you are a Custodian, we are not satisfied with your certification for any reason;
  - g an application is received after the time and date specified as the Closing Date. The Company has a discretion whether or not to accept late BPAY payments, Application Forms and cheques or money orders; or
  - h the Company believes you are not an Eligible Shareholder,
- and the Company must reject applications if required to do so under ASIC Class Order [CO 09/425].

The Company reserves the right to return your cheque or money order or refund your BPAY payment and not allot you any Shares.

### Issue Price

The Issue Price is A\$3.15. The Issue Price represents a 9.5% discount to the closing price of MSF Shares on 10 December 2010 (being the last trading day prior to the announcement of the capital raising). It also represents a 10% discount to the VWAP of MSF's ordinary Shares traded on the ASX during the period from 6 December 2010 to 10 December 2010 (rounded to the nearest cent).

In these Terms and Conditions:

'VWAP' means the daily volume weighted average price of Shares sold on the ASX, excluding special crossings, crossings prior to commencement of normal trading, crossings during closing and after hours adjust phase and overseas trades or trades pursuant to the exercise of options over Shares and any other sales which the Company considers may not be fairly reflective of natural supply and demand.

### No other participation costs

No brokerage, commission or other participation costs are payable by you to acquire Shares under the SPP.

### No interest

No interest will be paid on any application money returned to you.

### You cannot transfer your rights under this SPP

Your rights under this offer are personal to you and non-renounceable. This means, if you are eligible, you cannot transfer your right to purchase Shares under this SPP to anyone else.

### Equal ranking and rights to dividends

Shares issued under the SPP will, at the time of issue, rank equally with existing Shares quoted on ASX, with the same voting rights, dividend rights and other entitlements. Shares issued under the SPP will fully participate in any dividend for the half year ending 31 December 2010 and any dividends after that.

### Significance of applying for Shares

If you apply to participate in the SPP:

- a you agree that once you have sent in your application or made your BPAY payment, you cannot withdraw or cancel your application and your application is unconditional;
- b you confirm that you are an Eligible Shareholder and that you are lawfully permitted to accept the offer under the SPP and participate in the SPP

in accordance with these Terms and Conditions and any applicable laws and specifically that you are not a 'U.S. Person' as defined in Regulation S under the U.S. Securities Act and are not acting for the account or benefit of a U.S. Person;

- c you certify that, even if you have received more than one offer under the SPP or received offers in more than one capacity, the aggregate application money paid by you in any capacity (except as a Custodian) for:
  - the Shares the subject of the Application Form or BPAY payment; and
  - any other Shares issued to you, or to a Custodian on your behalf and at your instruction, under the SPP or any similar arrangement operated by the Company in the 12 months before the date we received your application,is not more than A\$15,000;
- d if you are a Custodian and are applying for Shares with a total application price exceeding A\$15,000, you agree to certify to us in writing the matters required by ASIC [CO 09/425] condition 9 and in accordance with the Custodian certificate the form of which can be obtained from the Company's Share Registry;
- e you agree to these Terms and Conditions and you agree not to do anything which would be contrary to the spirit, intention or purpose of the SPP;
- f you authorise the Company (and its officers or agents) to correct any error or omission in your Application Form and to complete the Application Form by inserting missing details if we elect to do so;
- g you agree that the Company may determine that your Application Form is valid and in accordance with these Terms and Conditions, even if it is incomplete, contains errors or is otherwise defective;
- h you agree that your application is only effective when received by us and not when posted;
- i you accept the risk associated with any refund that may be sent to you by direct credit or cheque to your address shown on the Company's register;
- j you are responsible for any dishonour fees or other costs which the Company may incur if your cheque for payment is dishonoured;
- k you acknowledge that no interest will be paid on any application money held pending the allotment of Shares or subsequently refunded to you for any reason;

- l you agree that if you have previously provided the Company or its Share Registry with bank account details for the purpose of direct credit of dividends, any refund to be paid to you under these Terms and Conditions may be directed into that nominated account;
- m you agree that the Company and Share Registry named in the Directory below have not provided you with investment or financial product advice, and that they have no obligation to provide advice to you about your decision to apply for and buy Shares; and
- n you agree that the Company is not liable for any exercise of its discretions referred to in these Terms and Conditions.

### No U.S. offer

If you apply to participate in the SPP, you acknowledge and agree that:

- a the Shares have not, and will not be, registered under the *U.S. Securities Act of 1933* ('U.S. Securities Act') or the securities laws of any state or other jurisdictions in the United States, or in any other jurisdiction outside Australia and New Zealand;
- b the Shares may not be offered, sold or otherwise transferred except in accordance with an available exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and any other applicable securities laws;
- c you must not send copies of these Terms and Conditions or any other material relating to the SPP to any person in the United States or who is, or is acting for the account or benefit of, a U.S. Person;
- d you must not submit an Application Form or make payment by BPAY for any person resident in the United States or who is, or is acting for the account or benefit of, a U.S. person; and
- e if you do not comply with these restrictions, it may result in violations of applicable securities laws.

### Withdrawal, waiver, suspension and termination

The Company reserves the right to withdraw the offer at any time up to the Allotment Date.

The Company reserves the right at any time to:

- a waive compliance with any provision of these Terms and Conditions;
- b amend or vary these Terms and Conditions; and
- c suspend or terminate the SPP.

Any amendment, variation, suspension or termination is binding on all Eligible Shareholders even if the Company does not notify you of the event.

### Taxation

The Company makes no representations or warranties about, and accepts no responsibility for, the liability of Eligible Shareholders to pay income tax in respect of any allotment or issue of new Shares, payment or other transaction under this SPP.

### Settling disputes

The Company may settle in any manner it sees fit, any difficulties, anomalies or disputes which may arise in connection with the operation of the SPP whether generally or in relation to any participant or any application for Shares. The Company's decision is conclusive and binding on all participants and other persons to whom the determination relates. These rights may be exercised by the Company's Board or any delegate of the Board.

### Governing Law

These Terms and Conditions are governed by the laws in force in Queensland.

### No underwriting

The SPP will not be underwritten.

### Interpretation

The term 'these Terms and Conditions' includes terms and conditions in the covering letter, Application Form, Instructions and Key Dates.

## DIRECTORY

### Registered Office

**The Maryborough Sugar Factory Limited**  
114-116 Kent Street  
Maryborough QLD 4650

### Joint Lead Managers

#### **RBS Morgans Corporate Limited**

Level 29  
Riverside Centre  
123 Eagle Street  
Brisbane QLD 4000  
ABN 49 010 669 726 AFSL 235410  
Toll Free: 1800 777 946

#### **E.L. & C. Baillieu Stockbroking Limited**

Level 26  
360 Collins Street  
Melbourne VIC 3000  
ABN 74 006 519 393 AFSL 245421  
Toll Free: 1800 339 521

### Share Registry

#### **Link Market Services Limited**

Level 15  
324 Queen Street  
Brisbane QLD 4000

### Legal Advisers

#### **Mallesons Stephen Jaques**

Level 30  
Waterfront Place  
1 Eagle Street  
Brisbane QLD 4000



**THE MARYBOROUGH  
SUGAR FACTORY LIMITED**





THE MARYBOROUGH SUGAR FACTORY LIMITED

ABN 11 009 658 708

All Registry communications to:
Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235 Australia
Telephone: 1300 554 474
From outside Australia: +61 2 8280 7454
ASX Code: MSF
Website: www.linkmarketservices.com.au

SRN/HIN:
Entitlement Number:
Record Date: 7:00pm (Sydney Time)
10 December 2010
Offer Opens: 23 December 2010
Issue Price per Share: A\$3.15

Offer Closes
6:00pm (Sydney Time): 17 January 2011

SHARE PURCHASE PLAN ("SPP") APPLICATION FORM

How do I apply for Shares under this offer?

- Carefully read the SPP Terms and Conditions accompanying this form.
Decide on the amount you wish to apply for.
Pay for the Shares in accordance with the instructions outlined in the SPP Terms and Conditions and further important instructions on the reverse of this form.
Option 1: Paying by BPAY®.
Option 2: Paying by Cheque, Bank Draft or Money Order.
Payments must be in Australian dollars.

PAYMENT OPTIONS

Option 1: Paying by BPAY®

If paying by BPAY®, you do NOT need to complete or return the Acceptance Slip attached to this Application Form below. Payment must be received by the Registry by BPAY® by 6:00pm (Sydney Time) on 17 January 2011. By paying by BPAY®, you will be deemed to have completed an Application Form for the number of Shares the subject of your Application Payment.

If you make a payment by BPAY® and The Maryborough Sugar Factory Limited receives an amount which is not equal to A\$2,500, A\$5,000, A\$10,000 or A\$15,000 The Maryborough Sugar Factory Limited may round down the dollar amount that you are applying for to the next lowest parcel at its discretion. Your payment must be for a minimum of A\$2,500.

BPAY logo and Biller Code: 707976, Ref: field

Telephone & Internet Banking – BPAY®

Contact your bank or financial institution to make this payment from your cheque, savings, debit or transaction account.
More info: www.bpay.com.au
© Registered to BPAY Pty Ltd ABN 69 079 137 518

Option 2: Paying by Cheque, Bank Draft or Money Order

If paying by cheque, bank draft or money order, complete and return the Acceptance Slip attached to this Application Form with your Application Payment.

- A. Tick the box beside the amount you wish to apply for, either A\$2,500, A\$5,000, A\$10,000 or A\$15,000.
B. Enter your cheque, bank draft or money order details. The amount of your Application Payment should be equal to the amount applied for in the Acceptance Slip. Cheques, bank drafts or money orders must be drawn on an Australian branch of a financial institution in Australian currency, made payable to "The Maryborough Sugar Factory Limited" and crossed "Not Negotiable". Please ensure sufficient cleared funds are held in your account, as your cheque will be banked as soon as it is received. If you provide a cheque, bank draft or money order for an amount that is not equal to A\$2,500, A\$5,000, A\$10,000 or A\$15,000, The Maryborough Sugar Factory Limited may round down the dollar amount that you are applying for to the next lowest parcel at its discretion. Your payment must be for a minimum of A\$2,500.
C. Enter your contact telephone number at which we may contact you regarding your application for Shares, if necessary.

THIS IS A PERSONALISED FORM FOR THE SOLE USE OF THE SHAREHOLDER AND HOLDING RECORDED ABOVE.

Please detach and enclose with payment



THE MARYBOROUGH SUGAR FACTORY LIMITED

ABN 11 009 658 708

SRN/HIN:
Entitlement Number:



A I/we wish to purchase a parcel of Shares to the dollar amount of (tick one box only):

Form with checkboxes for A\$2,500, A\$5,000, A\$10,000, A\$15,000

B Make your cheque, bank draft or money order payable to "The Maryborough Sugar Factory Limited" and crossed "Not Negotiable"

Form for cheque details: Drawer, Cheque Number, BSB Number, Account Number, Amount of Cheque (A\$ .00)

C Telephone Number – Business Hours Telephone Number – After Hours Contact Name

Form with input fields for telephone numbers and contact name

## IMPORTANT INFORMATION

1. This is an important document which requires your immediate attention. If you are in any doubt as to how to deal with this Application Form, please consult a professional adviser.
2. If you do not wish to purchase additional Shares under this SPP, there is no need to take action.
3. Please ensure you have read and understood the SPP Terms and Conditions and this Important Information, before you make the Application Payment by BPAY® or you submit your Acceptance Slip with your Application Payment.
4. This SPP is non-renounceable. Applications can only be accepted in the name printed on the Application Form.
5. If you are a custodian, trustee or nominee within the definition of "custodian" in ASIC Class Order [CO 09/425] you must complete and submit an additional Schedule that contains additional certifications and details that must be provided ("the Schedule") before your Application will be received. The Schedule can be obtained by contacting the The Maryborough Sugar Factory Limited SPP Offer Information Line. Applications received by custodians that are not accompanied by the Schedule will be rejected.
6. For applicants that are not required to complete the Schedule, by submitting the Acceptance Slip (with a cheque, bank draft or money order) or making payment by BPAY®, you certify that the aggregate of the Application Payment paid by you for:
  - the parcel of new Shares indicated on this Application Form or BPAY® payment; and
  - any other Shares applied for by you, or which you have instructed a Custodian to acquire on your behalf under the SPP or any other similar arrangement in the 12 months prior to the date of submission of the Acceptance Slip or payment by BPAY®;does not exceed A\$15,000.
7. The Maryborough Sugar Factory Limited reserves the right to make amendments to this Application Form where appropriate.

### How to Lodge your Acceptance Slip and Application Payment

A reply paid envelope is enclosed for you to return your Acceptance Slip and Application Payment. No postage stamp is required if it is posted in Australia.

Acceptance Slip and the payment for Shares must be received by the Registry no later than the closing date shown overleaf. If paying by BPAY® you do not need to complete or return the Application Form. You should check the processing cut off-time for BPAY® transactions with your bank, credit union or building society to ensure your payment will be received by the Registry by the close of the offer.

#### **Mailing Address**

The Maryborough Sugar Factory Limited  
C/- Link Market Services Limited  
Locked Bay 3415  
Brisbane QLD 4001

or

#### **Hand Delivery**

The Maryborough Sugar Factory Limited  
C/- Link Market Services Limited  
Level 15, 324 Queen Street  
Brisbane QLD 4000 *(Please do not use this address for mailing purposes)*

Make sure you send your Acceptance Slip and Application Payment allowing enough time for mail delivery, so Link Market Services Limited receives them no later than 6:00pm (Sydney Time) on 17 January 2011. Please ensure sufficient cleared funds are held in your account, as your cheque will be banked as soon as it is received. The Maryborough Sugar Factory Limited reserves the right not to process any Acceptance Slips and Application Payments received after the Closing Date.

**If you require information on how to complete this Acceptance Slip please contact the The Maryborough Sugar Factory Limited SPP Offer Information Line on 1300 733 154 if calling within Australia or +61 2 8280 7207 if calling from outside of Australia.**