



23 April 2010

**Elph Offer Unconditional**

Elph Pty Ltd advises that it has freed its proportional takeover offer and any contract arising from the acceptance of its offer from its defeating conditions. Elph's offer is now unconditional.

Please see attached a formal notice in this regard.

If shareholders have any questions regarding how to accept the Offer, they should call the Offer Information Line on 1300 733 145 for callers within Australia and +612 8256 3362 for callers outside Australia.

For further information please contact:

**Elph:**

Dale Elphinstone  
Executive Chairman  
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**RBS Morgans:**

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Executive Director, Corporate Finance  
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Michael Johnston  
Director, Corporate Finance  
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Elph Pty Ltd ACN 070 012 252 (Elph)

**Section 650F(1) Corporations Act 2001 (Cth) (Corporations Act)**

**Notice freeing takeover bid from defeating conditions**

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To: Coote Industrial Limited (**Coote**)  
ASX Limited (**ASX**)

Elph gives notice under section 650F(1) and section 630(3) of the Corporations Act that:

- (a) its proportional takeover offer dated 31 March 2010 for up to 35% of the ordinary shares in Coote (**Offer**) set out in its bidder's statement dated 17 March 2010 as supplemented (**Bidder's Statement**) and any contract arising from the acceptance of the Offer are free from all the defeating conditions in clause 6 of the Offer Terms in Annexure 1 of the Bidder's Statement; and
- (b) as at the date of this notice, Elph's voting power in Coote is 26.00%, with Elph having a relevant interest in 69,267,759 Coote shares.

Date: 23 April 2010

Signed for and on behalf of Elph by:



**Dale Elphinstone**  
**Executive Chairman**