

NEXUS3 NOTES QUARTERLY REPORT PERIOD ENDED 31 December 2008


This quarterly report has been prepared in accordance with and for the purposes of the Note Trust Deed dated 3 November 2004 between Permanent Nominees (Aust.) Ltd (ACN 000 154 441) and Nexus Bonds Limited (ACN 101 744 389) (“**Company**”) (“**Note Trust Deed**”) and section 283BF of the Corporations Act 2001 (Cwlth) (“**Corporations Act**”). In respect of the quarter ended 31 December 2008, the Directors of the Company report that:

- (a) the Company does not have any subsidiaries;
- (b) the obligations of the Company in respect of the Nexus3 Notes (“**Notes**”) are not guaranteed by any person;
- (c) there has been no failure by the Company to comply with the terms of the Notes or the provisions of the Note Trust Deed or Chapter 2L of the Corporations Act during the quarter;
- (d) no event has happened during the quarter that has caused, or could cause, one or more of the following:
 - (i) any amount deposited or lent under the Notes to become immediately payable;
 - (ii) the Notes to become immediately enforceable; or
 - (iii) any other right or remedy under the terms of the Notes or provisions of the Note Trust Deed to become immediately enforceable;
- (e) no circumstance has occurred during the quarter that materially prejudices:
 - (i) the Company; or
 - (ii) any security or charge included in or created by the Notes or the Note Trust Deed;
- (f) there has been no substantial change in the nature of the business of the Company during the quarter;
- (g) the Company has not created a charge where:
 - (i) the total amount to be advanced on the security of the charge is indeterminate; and
 - (ii) the advances are merged in a current account with bankers, trade creditors or anyone else;

- (h) the Company has not deposited money with, or lent money to, or assumed any liability of, a related body corporate during the quarter;
- (i) no Company Event (as described in the Prospectus for the Notes dated 3 November 2004) has been notified to the Company by Deutsche Bank AG (ABN 13 064 165 162) pursuant to the Portfolio Agreement dated 3 November 2004 between the Company and Deutsche Bank AG; and
- (j) there are no other matters that may materially prejudice any security or the interests of the Note holders.

Dated at Sydney 8 day of January 2009

IN ACCORDANCE WITH A RESOLUTION OF THE BOARD


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Director E. J. NETTLETON