

## SUPPLEMENTARY PRODUCT DISCLOSURE STATEMENT

### TFS SANDALWOOD PROJECT 2009 (ARSN 135 373 938)

#### Important Information

This Supplementary Product Disclosure Statement should be read together with the Product Disclosure Statement dated 4 March 2009 (**Original Product Disclosure Statement**) issued by T.F.S. Properties Ltd (ABN 31 093 330 977) for interests in the TFS Sandalwood Project 2009 (**ARSN 135 373 938**) (the **Project**).

This Supplementary Product Disclosure Statement is dated 1 April 2009 being the date that its preparation was completed.

Unless otherwise indicated, defined terms used in this Supplementary Product Disclosure Statement have the same meaning as given to those terms in the Original Product Disclosure Statement. To the extent of any inconsistency between this Supplementary Product Disclosure Statement and the Original Product Disclosure Statement the provisions of this Supplementary Product Disclosure Statement will prevail.

This Supplementary Product Disclosure Statement may be viewed, together with the Original Product Disclosure Statement, at the Company's website address [www.fsltd.com.au](http://www.fsltd.com.au).

**This document is important and should be read in its entirety. If you do not understand its contents, you should consult your stock broker, accountant or other professional adviser without delay.**

#### Supplementary Information

##### 1. Preferred Financier

Page 27 of the Original Product Disclosure Statement under the heading "Availability of Finance" refers to the availability of finance on Establishment Fees from Arwon Finance Pty Ltd and MIS Funding No. 1 Pty Ltd.

Pursuant to this Supplementary Product Disclosure Statement, TFS Properties wishes to provide an additional financing option through Commonwealth Bank of Australia Ltd as a preferred financier which is to include interest only terms for up to three years.

Commonwealth Bank of Australia Ltd does not sanction, guarantee or recommend the Project in anyway and provides no assurance that the Project is commercially viable or that any forecast returns will be achieved or are reasonable based.

##### 2. Number of Interests

Page 76 of the Original Product Disclosure Statement states that the number of Sandalwood Lots available for subscription is 5,700.

Pursuant to this Supplementary Product Disclosure Statement, TFS Properties does not limit the number of Sandalwood Lots offered under the Project.

### 3. Product Rulings

Page 35 of the Original Product Disclosure Statement under the heading "Product Ruling" states:

*"The Responsible Entity has applied for, and been granted, a Product Ruling PR 2009/5 for this Project by the Commissioner of Taxation."*

Product Ruling PR2009/5 was issued in relation to the Project and relates to finance provided by Arwon Finance Pty Ltd and MIS Funding No. 1 Pty Ltd pursuant to the Original Product Disclosure Statement. Pursuant to this Supplementary Product Disclosure Statement the Responsible Entity has arranged for the provision of finance from Commonwealth Bank of Australia Ltd as a preferred financier. Furthermore, Product Ruling PR 2009/5 relates to the 5,700 Sandalwood Lots that were offered pursuant to the Original Product Disclosure Statement. Pursuant to this Second Supplementary Product Disclosure Statement, the Responsible Entity does not limit the number of Sandalwood Lots offered. However, PR 2009/5 does not extend to the additional Sandalwood Lots.

Accordingly, the Responsible Entity has applied for, and has been granted, an Addendum to its Product Ruling in respect of the preferred financier and the additional Sandalwood Lots.

The Addendum to the Product Ruling has been granted on the same basis as PR 2009/5. Accordingly, the information contained on page 35 of the Original Product Disclosure Statement applies to investors who obtain finance from Commonwealth Bank of Australia Ltd and for those investors who are allotted a Sandalwood Lot over and above the 5,700 Sandalwood Lots under the Original Product Disclosure Statement but the reference to a Product Ruling should include the addendum to the Product Ruling 2009/5.

### 4. Director's Authorisation and Responsibility Statement

Each Director of T.F.S. Properties Ltd has given and has not, as at the date of this Second Supplementary Product Disclosure Statement withdrawn their consent to the preparation and content of this Second Supplementary Product Disclosure Statement.

This Supplementary Product Disclosure Statement was completed on 1 April 2009 and signed on the same date by Frank Wilson, Director of T.F.S. Properties Limited.



**Frank Cullity Wilson**  
**For and on behalf of**  
**T.F.S. PROPERTIES LIMITED**