

## FURTHER SUPPLEMENTARY PRODUCT DISCLOSURE STATEMENT

### TFS SANDALWOOD PROJECT 2005 (ARSN 113 492 890)

#### Important Information

This document is a Further Supplementary Product Disclosure Statement and should be read together with the Product Disclosure Statement dated 30 March 2005 (**Original Product Disclosure Statement**) and Supplementary Product Disclosure Statement (**Supplementary Product Disclosure Statement**), issued by TFS Properties Ltd (ABN 31 093 330 977) for interests in the TFS Sandalwood Project 2005 (ARSN 113 492 890) (the **Project**).

This Further Supplementary Product Disclosure Statement is dated 29 June 2005 being the date that its preparation was completed.

Unless otherwise indicated, defined terms used in this Further 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 Further Supplementary Product Disclosure Statement and the Original Product Disclosure Statement or Supplementary Product Disclosure Statement, the provisions of this Further Supplementary Product Disclosure Statement will prevail.

This Further Supplementary Product Disclosure Statement may be viewed, together with the Original Product Disclosure Statement and Supplementary Product Disclosure Statement at the Company's website address [www.tfsltd.com.au](http://www.tfsltd.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. Additional Sandalwood Lots – Section 1.1 and Section 7.1

Section 1.1 and Section 7.1 of the Original Product Disclosure Statement states that the Project consists of up to 300 Sandalwood Lots of one half (0.5) of a hectare each.

As at the date of this Further Supplementary Product Disclosure Statement, TFS Properties Ltd has received Applications for all of the 300 Sandalwood Lots.

Pursuant to this Further Supplementary Product Disclosure Statement, TFS Properties extends the number of Sandalwood Lots offered under the Project by 50. Accordingly, the Project now consists of up to 350 Sandalwood Lots of one half (0.5) of a hectare each.

It should be noted that all applications from the date of this Further Supplementary Product Disclosure Statement will fall within the ambit of the extra 50 Sandalwood Lots and will attract the taxation implications outlined below.

This is a Further Supplementary Product Disclosure Statement dated 29 June 2005, to be read in conjunction with the Original Product Disclosure Statement dated 30 March 2005 and the Supplementary Product Disclosure Statement dated 20 June 2005 as issued by TFS Properties Limited (ABN 31 093 330 977) in respect of the TFS Sandalwood Project 2005 (ARSN 113 492 890).

## 2. Product Rulings – Section 6.1

Section 6.1 of the Original Product Disclosure Statement states:

*“The Responsible Entity has been granted Product Rulings for this Project from the Australian Taxation Office (“ATO”), being PR2005/3 and PR2005/4.”*

Product Rulings PR2005/3 and PR2005/4 relate to the 300 Sandalwood Lots that were offered pursuant to the Original Product Disclosure Statement. Pursuant to this Further Supplementary Product Disclosure Statement, the Responsible Entity has extended the number of Sandalwood Lots offered by an additional 50 Sandalwood Lots. However, PR2005/3 and PR2005/4 do not extend to the additional 50 Sandalwood Lots.

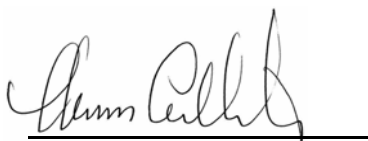
Accordingly, the Responsible Entity has applied for, and has been granted, an addendum to its Product Ruling in respect of the additional 50 Sandalwood Lots.

The addendum to the Product Rulings has been granted on the same basis as PR2005/3. Accordingly, the information contained in Section 6.1 of the Original Product Disclosure Statement applies to investors to the additional 50 Sandalwood Lots but the reference to PR2005/3 and PR2005/4 should include the addendum to the Product Ruling PR 2005/3.

## 3. Director’s Authorisation and Responsibility Statement

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

This Further Supplementary Product Disclosure Statement was completed on 29 June 2005 and signed on the same date by Frank Wilson, Director of TFS Properties Limited.



**Thomas Nash Cullity**  
For and on behalf of  
**TFS PROPERTIES LIMITED**

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