

# SME Securities CONVERSION Form

**for conversion of SME Restricted Unquoted Securities in accordance with  
ASIC Class Order 00/192, and Australian OTC Bulletin Board Rules under the Corporations Law**

Market ID.....

1. FULL NAME of COMPANY (Issuer)		CAN/Reg No.
2. DESCRIPTION of Securities currently Held	Class	
3. VOLUME or Quantity	words	figures
The Holder ("Buyer") stated in item 6 hereby agrees with the Company ("Issuer") state in item 1 that the securities described in item 2 and 3 held by the Holder shall convert said securities from the class in item 5A into the class stated in item 5B at the consideration stated in item 4 upon the date in item 7 as evidenced by the Issuers and Holders endorsement in item 8 and 9 hereto, that the transaction be registered in the Company books and register		
4. CONSIDERATION	Price per share	Total \$ , .00
5. CONVERSION EXCHANGE, SWAP	A. From:	B. To:
6. FULL NAME of HOLDER (Buyer/Convertor/Shareholder)	Corp Name or ACN Surname Address City	
7. DATE of Conversion	/ /	
8. Issuer Signature & Seal	Director  Secretary	seal
9. Holder/Buyer Signature & Seal	Director  Secretary	seal

To: **Securo-O-Clear: Segistry Services**  
Chambers 206, 282 Collins St, Melbourne, 3000  
Australia. Tel: +(613) 9654 7460 Fax: +(613) 9654 7462

Office Use
------------

**RE: PAYMENT, CLEARANCE & SETTLEMENT and ISSUANCE of CERTIFICATES**

The HOLDER/BUYER tenders an amount of \$.....(a Cheque/Money Order/Cash in Full/Part Payment/Agreement) to be held in

ID.....BSB ..... Account ..... (the "Application Account"),

to the account of the ISSUER for the abovementioned securities (or to be invoiced/billed), furthermore the parties agrees to be bound to the Company Constitution and orders the company to register the TRANSFER [conversion] in the company's shareholders register. All monies paid become the title of the ISSUER who authorises Secur-O-Clear and the Company to register and process this TRANSFER [conversion] and debit the processing fees, charges, tax (if applicable).

The HOLDER acknowledges receiving a SME Offer & Disclosure Document (or similar) from the Company whereby the HOLDER has conducted its own inquiry into matters relating to this TRANSFER and that the HOLDER has sought/attained legal and or financial advice before entering into this agreement. The HOLDER states it meets approved status as an Authorised Investor under sec 708 of the Australian Corporations Law.

Certificate are normally generated within the 10 day period and endorsed by the Company for release after the 10<sup>th</sup> day from the transaction date.

**YOU WILL BE LEGALLY BOUND TO THIS DOCUMENT 10 DAYS FROM THE DATE HEREIN**

Investing in new business carries high risk and is speculative. Information listed on *the Australian Unlisted Capital Market* or provided via the company's market adviser is not intended to be the only information on which you make your investment decisions and is not an offer or invitation to subscribe for or buy securities. It is not a substitute for a prospectus or any other notice which may be required under the Corporations Law (Australia) or any other relevant law. This publication is subject to Class Order [CO 00/192] issued under the Law. You should conduct further enquiries to make sure you get all the detailed information you need to decide whether or not to invest. This may include getting further information such as accounts, a business plan, information about ownership of intellectual property, or expert opinions including valuations or auditor report and checking information which has already been provided to you before you decide to invest in an opportunity by subscribing for or buying securities. you are strongly advised to take appropriate professional advice. There is NO ESTABLISHED MARKET for the restricted securities and a 10 day cooling off period applies to any application forms or contractual agreements. The information provided has been prepared by, or on behalf of the business seeking capital. ASIC, CIR or General Credits has not reviewed or vetted this or any other information to ascertain whether it is reliable or accurate or complete. Additional information is available on subscription only from the company or its Market Adviser. No guarantees. All rights reserved. E. & O.E.