

BLAKE DAWSON WALDRON
L A W Y E R S

CIF Investment Trust 1
ARSN 114 139 703
Third Supplemental Deed
Poll

Challenger Listed Investments Limited
ABN 94 055 293 644

Level 36
Grosvenor Place
225 George Street
Sydney NSW 2000
Telephone: + 61 2 9258 6000
Fax: + 61 2 9258 6999

18 August 2005
Ref: MTA.RZN.02 1382 6239

**CIF INVESTMENT TRUST 1
THIRD SUPPLEMENTAL DEED POLL**

DATE: 18 August 2005

DEED POLL by

Challenger Listed Investments Limited ABN 94 055 293 644 (**Responsible Entity**)

RECITALS

- A. CIF Investment Trust 1 ARSN 114 139 703 (**Scheme**) was established by deed poll dated 4 May 2005 amended on 11 July 2005 and on 14 July 2005 (**Constitution**).
- B. No units in the trust have issued and there are no members of the Scheme.
- C. Under section 601GC(1)(b) of the *Corporations Act 2001* (Cth), the Responsible Entity may amend the Constitution if it reasonably considers the amendment will not adversely affect members' rights.
- D. The Responsible Entity wishes to amend the Constitution in the manner set out in this deed poll and considers that the amendment will not adversely affect members' rights.

OPERATIVE PROVISIONS

1. INTERPRETATION

Unless defined in this deed, words defined in the Constitution or in the *Corporations Act 2001* (Cth) have the same meaning in this deed.

2. OPERATION OF THIS DEED

This deed takes effect as a supplemental deed to the Constitution on the day it is lodged with the Australian Securities and Investments Commission under section 601GC(2) of the *Corporations Act 2001* (Cth).

3. AMENDMENTS TO THE CONSTITUTION

The Constitution is amended by:

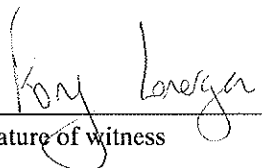
- (a) inserting after the word "Scheme" in line 1 of paragraph (g)(vii) in Part 2 of schedule 2 the word "including"; and
- (b) inserting after the word "Amounts)" in line 3 of paragraph (g)(vii) in Part 2 of schedule 2 the words " and any other amounts (including under paragraph (g)(i) above)".

4. GOVERNING LAW

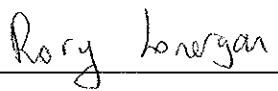
This deed is governed by the law in force in the State of New South Wales.

EXECUTED as a deed poll

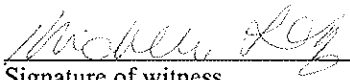
**SIGNED, SEALED and
DELIVERED** for
**CHALLENGER LISTED
INVESTMENTS LIMITED**
under power of attorney in the
presence of:




Signature of witness




Name



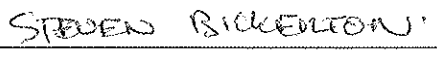
Signature of witness



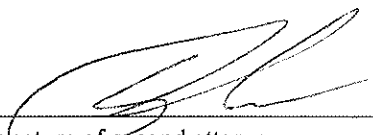
Name



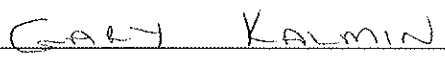
Signature of first attorney



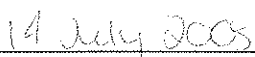
Name



Signature of second attorney



Name



Date of power of attorney