

BLAKE DAWSON WALDRON

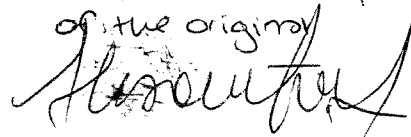
L A W Y E R S

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**CIF Investment Trust 2**  
ARSN 114 139 632  
**Second Supplemental Deed**  
**Poll**

**Challenger Listed Investments Limited**  
ABN 94 055 293 644

I hereby certify that this is, and  
the following 2 pages form, a  
true, correct and up to date copy  
of the original



ALISON TELFER  
SOLICITOR  
14 JULY 2005

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

14 July 2005

Ref: MTA.RZN.02 1382 6239

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**CIF INVESTMENT TRUST 2  
SECOND SUPPLEMENTAL DEED POLL**

**DATE:** 14 July 2005

**DEED POLL by**

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

**RECITALS**

- A. CIF Investment Trust 2 ARSN 114 139 632 (**Scheme**) was established by deed poll dated 4 May 2005 amended on 11 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**

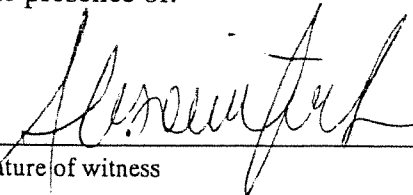
The Constitution is amended by replacing the word "Liabilities" at the start of clause 27 with "Unless the Responsible Entity determines otherwise, liabilities".

**4. GOVERNING LAW**

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

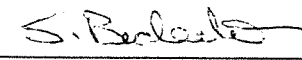
EXECUTED as a deed poll

**SIGNED, SEALED and DELIVERED** for  
**Challenger Listed Investments Limited**  
in its capacity as responsible entity of CIF  
Investment Trust 2 under power of attorney  
in the presence of:

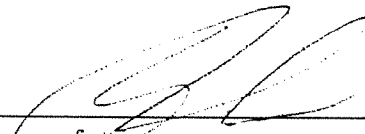
  
\_\_\_\_\_  
Signature of witness

ALISON TELFER  
\_\_\_\_\_  
Name

14 JULY 2005  
\_\_\_\_\_  
Date of power of attorney

  
\_\_\_\_\_  
Signature of attorney

STEVEN BUCKSTON  
\_\_\_\_\_  
Name

  
\_\_\_\_\_  
Signature of attorney

CAROL KALMID  
\_\_\_\_\_  
Name