

Division 7A Loan Agreement

Agreement for loan from a Company

CONTENTS

1	Definitions and interpretation	3
2	Advances	5
3	Term	6
4	Interest	7
5	Repayment	7
6	Guarantee	10
7	Event of Default	10
8	Continuing effect	11
9	Release of the Borrower from performance	11
10	Governing law	11
11	Jurisdiction	11
12	Miscellaneous	12
13	Schedule	12
14	Execution page	13

NEXT PAGE

LOAN AGREEMENT

Between

PTY LTD (ACN) of (Company)

AND

of (Borrower)

RECITALS

- A. The Company has resolved to provide a Loan to the Borrower in accordance with this agreement.
- B. The Company agrees to provide the Loan unsecured on the terms in this agreement.
- C. The Company agrees to provide the Loan secured by way of Mortgage and on the terms in this agreement and Mortgage provisions.
- D. The loan agreement is wholly contained in this document and the Mortgage between the parties to this agreement.

OPERATIVE PROVISIONS

1 Definitions and interpretation

1.1 Definitions

In this agreement:

"**Act**" means, as the context requires, the Income Tax Assessment Act 1936 (Cth) and/or the Income Tax Assessment Act 1997 (Cth), as applicable.

"**Advance**" means any Loan made at any time by the Company (but 2 or more Loans made on the same day will be considered together as one Advance) and includes any loan deemed to have been made if a payment is converted to a loan in circumstances within section 109D(4A) of the Act.

"**Amalgamated Loan**", with respect to one or more Advances made or deemed to have been made in a Year of Income has the meaning provided by section 109E (3) of the Act, and section 109E (3A) and (3B) of the Act if applicable, where the references in those sections to one or more "**loans**" termed "**constituent loans**" are taken to be references to one or more Advances ("constituent Advances") for the purposes of this Agreement.

"**Corporations Act**" means the Corporations Act 2001 (Cth).

"**Division 7A of the Act**" means Division 7A of Part III of the Income Tax Assessment Act 1936 (Cth).