



Toll RPS – Holder Exchange Notice given under clause 6.3(a)(i) of the RPS Terms

Use this notice if you wish to request Toll Holdings Limited (**Toll**) to Exchange² all or some of your Toll RPS.

This notice must be delivered by mail or received by facsimile to Toll no later than **5.00 pm (Melbourne time) on Friday, 19 September 2008.**

Name of RPS Holder:

Post Address:

SRN*/HIN**
of your RPS Holding

- * Attach Holding Statement
- ** Please note that if you supply a CHESSE HIN but the name and address details do not correspond exactly with the registration details held at CHESSE this form will be deemed to be invalid unless stamped by your Controlling Participant.

Total No. of RPS:

No. of RPS sought
to be Exchanged*

- * this number must be a minimum of the lesser of 20 RPS and the total number of RPS of which you are registered as the holder

I / we, the registered holder of the total number of RPS hereby request the Exchange of the number of RPS sought to be exchanged as specified above and acknowledge the effect of clause 6.16(j) of the Terms on those RPS. This notice is given under clause 6.3(a)(i) of the Terms.

Signature(s)

Individuals:

Bodies Corporate:

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Completed Holder Exchange Notices must be posted or delivered to Toll Holdings Limited, c/- its share registry, Computershare Investor Services Pty Limited, GPO Box 52, Melbourne, Victoria 8060.

OR

Facsimiles of the Holder Exchange Notice to **03 9473 2014** will be accepted on the condition that the facsimile is received no later than 5pm (Melbourne time) on Friday 19 September 2008, and the original Holder Exchange Notice is forwarded to the above address with a post mark date of no later than 19 September 2008.

² Note: Capitalised terms have the meanings given in the terms of the Toll Reset Preference Shares forming Appendix A to the Toll RPS prospectus dated 2 October 2003 (**Terms**).