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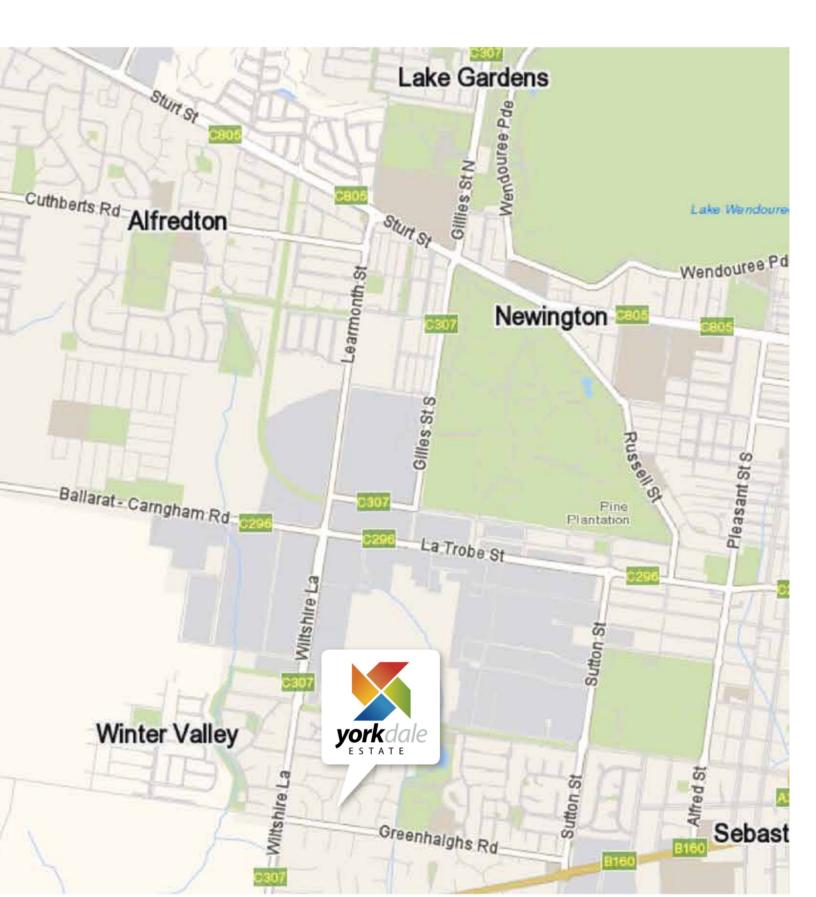
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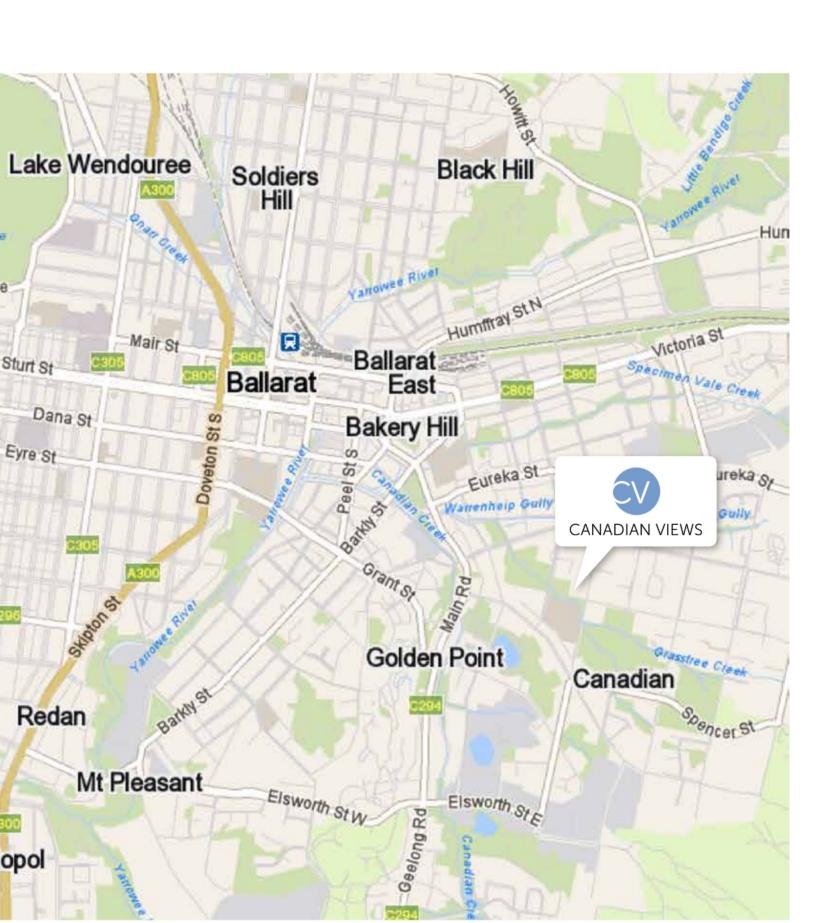
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BALLARAT ESTATE LOCATION MAP





ABOUT BALLARAT

Ballarat is a city located on the Yarrowee River in the Central Highlands of Victoria, Australia. The city has a population of 101,588.

In terms of population Ballarat is the third largest inland city in Australia.

The city is home to nationally significant heritage structures. These include the Ballarat Botanical Gardens, the official Prime Ministers Avenue, the longest running lyric theatre building, the first municipal observatory and the earliest and longest war memorial avenue (the Avenue of Honour).

Ballarat is renowned for its cultural heritage and decorative arts, especially applied to the built environment, combined with the gold rush, this has created a picturesque urban landscape.

The City of Ballarat defines two Major Activity Centres within the urban area - the Central Business District (CBD) and Wendouree with a high concentration of business, retail and community function.

Wendouree is currently the only major suburban activity centre with a large indoor shopping mall - Stockland Shopping Centre and also has a number of surrounding retail parks including a strip shopping centre along Howitt Street. Elsewhere are small suburban hubs with supermarkets such as IGA and small stretches of shopfronts.

Ballarat has two universities, Federation University and a campus of the Australian Catholic University.

PROJECTED POPULATION IN 2036

MEDIAN HOUSEHOLD INCOME (\$/WEEK)

1,165

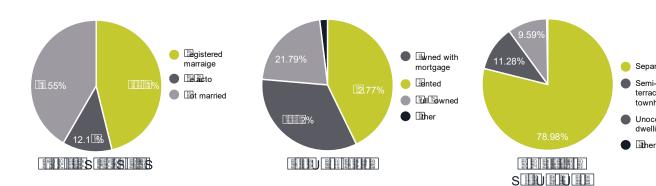
VACANCY RATE

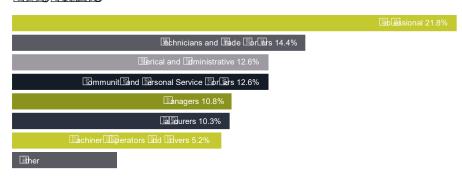
1.4%

Separate house

Semi-detached, row or terrace house,

Unoccupied private dwellings





LOCATION

Ballarat lies at the foothills of the Great Dividing Range in Central Western Victoria.

Along the Western Freeway the journey will be 110km by car.

Direct from Melbourne's Southern Cross Station it will take 90 minutes on the direct V/Line train o get to Ballarat Railway Station.

- · 2 minutes Ballarat Railway Station
- · 2 minutes to Ballarat Health Services
- 10 minutes to Stockland Wendouree Shopping Centre
- 15 minutes to Ballarat Airport
- · 40 minutes to Daylesford
- 50 minutes to Avoca
- · 60 minutes to Geelong
- 75 minutes to Melbourne
- 90 minutes to Grampians





BALLARAT INFRASTRUCTURE

Ballarat is a city with a distinct advantage - the infrastructure of a capital city with the lower cost base of a regional centre.

With a combination of world class health and educational facilities, and as one of Victoria's largest inland cities, Ballarat offers a compelling combination of lifestyle and location.

Ballarat boasts all the artistic and cultural wealth that comes with its spectacular rise from humble mining settlement to a world famous city with elegant architecture, broad tree lined streetscapes and cultivated European gardens.

EDUCATION

The City of Ballarat also boasts some of the state's leading secondary colleges. There are nine secondary colleges, four government and five private, and over 50 primary schools to choose from.

Ballarat is fortunate to have two universities covering a broad range of programs from certificate level through to doctorates of research.

RECREATION

Ballarat boasts over 140 neighbourhood parks, 39 sporting grounds, over 40km of walking trails, 8 aquatic facilities and several exceptional golf courses, including two championship courses, featuring a Robert Allenby designed course at Forest Resort, and also a Peter Thompson designed course at the Ballarat Golf Club.

Cyclists are also well catered for in Ballarat, with many significant National cycling events, such as the Australian Open Road Cycling Championships and the Come to Life Classic. Additionally, Ballarat boasts in excess of 50 kilometres of off road cycling tracks to compliment the many kilometres of on road bicycle lanes.

Ballarat has the best of both worlds - a captivating history and a contemporary urban lifestyle, Ballarat is a city where you can enjoy a coffee or meal in a city café, then, minutes later be walking a bushland trail surrounded by the majesty of nature.

COMMUTER RAIL

Ballarat boasts an excellent commuter rail service to Melbourne, enabling residents easy access to metropolitan Melbourne, and visitors and tourists easy access to Ballarat.

Travel times are approximately one hour and ten minutes, and have been significantly reduced with the introduction of the Regional Fast Rail in 2006.

Currently there are 37 train services per day between Ballarat and Melbourne.

The Wendouree Train Station was built to compliment the current historical and centrally located station and will continue to support Ballarat's continued population growth.

Ballarat offers a modern, fast and efficient passenger transport system competitive with other regional centres and metropolitan areas.

THEATRE AND THE ARTS

Ballarat has a lively scene in both the visual and performing arts. There is a vigorous community of professional artists, including teachers and students from the University of Ballarat's Arts Academy.

As well as the commercial gallery spaces, there are regular exhibitions at the Arts Academy's Post Office Gallery and the Art Gallery of Ballarat, Australia's oldest and largest regional gallery.

There are a range of theatre shows regularly presented in Ballarat, from cabaret to drama. Focus for large-scale performances is the historic Her Majesty's Theatre, but there are also smaller performance venues, including the Arts Academy's theatres. Ballarat's student population also makes for a vigorous youth music scene.

FOOD

Ballarat offers some of the freshest and highest quality produce available. The Ballarat Farmers Market, operating on the shores of Lake Wendouree offers residents and visitors the opportunity to purchase from over 50 stall holders, featuring organic fruit, herbs and vegetables, delicatessen style foods such as smoked bacon, salamis and olive oil. Quality coffee and fine wine is available, as is free range poultry products, sweets and fresh liquorice, just to name a few.

Complimenting this is the myriad of choices available when it comes to dining out. With well-known chefs working at some of the finest restaurants in the region, Ballarat's close proximity to the markets and ocean enable local chefs to access some of the finest and freshest produce available.

COMMUNITY SPIRIT

The Ballarat community is connected and proud. Neighbours stop and chat, shop keepers show genuine interest in meeting your needs and the opportunities for children to develop are wide ranging and leading edge.

Ballarat is a community that has a strong sense of history and it will draw you in.

For new businesses, new residents or new investors Ballarat is a city of great promise and opportunity.

WEATHER

The climate in Ballarat is very much a Mediterranean climate and considered temperate, with four very distinctive seasons:

- Ballarat has a summer temperature range from 25 degrees Celsius to 35 degrees Celsius. Summers in Ballarat are warm to hot during the day but usually cool at night
- Autumn is mild and pleasant with a temperature range of 15 26 degrees Celsius
- Winter is cold and often wet and it may snow lightly once or twice a year. Day time temperatures in winter may be between 8 and 15 degrees Celsius, while at night the temperature may fall below zero degrees
- Spring is mild and pleasant with a temperature range of 13 24 degrees Celsius.

REAL ESTATE: RESIDENTIAL

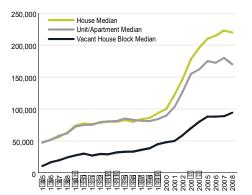
In Ballarat there are approximately 40,000 dwellings, of which the majority are stand alone houses. Semi-detached, terrace houses, units and apartments make up the remainder.

More than 42% are fully owned and approximately 30% are in the process of being purchased.

Recent statistics published by the Real Estate Institute of Victoria, indicate that during the 2009 March quarter, median house prices in Ballarat rose 8.2%, from \$227,500 to \$246,250.

This is significantly ahead of other major regional centres in Victoria, with Bendigo remaining stable, Geelong declining almost 4%, and ahead of the state average of a 15% decline. Yet, residential property in Ballarat remains consistently more affordable than residential properties in Melbourne, for both houses and units.

Ballarat City Residential Price (\$) Statistics



^{*} Statistics for 2008 are based on a small number of sales and are preliminary only Source: Valuer General (VIC)

THE ECONOMY

There are over 6,000 registered businesses in the Ballarat region, including major international companies such as IBM Global Services, McCain Foods and Mars, all of which reflect Ballarat's dynamic economic base.

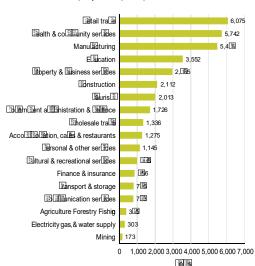
Regularly expanding on its vision to host multinational companies, Ballarat has attracted international investment from companies in Singapore, India, Japan and South Korea and is continuing to attract investment from additional businesses internationally.

According to the 2006 ABS Census data the Ballarat economy has an estimated Gross Regional Product of \$4,614.96 million. The total output estimate for the City of Ballarat is \$10,427.069 million and the total Value Added production is estimated at \$4,204.871 million (Remplan 2008).

The total regional export or the value of goods and services exported outside the City of Ballarat is estimated at \$3,929.121 million. While the total local expenditure by industry on goods and services sourced in the City of Ballarat is estimated at \$3,004.473 million (Remplan 2008).

The manufacturing, health and community services and retail trade sectors are major employers in the city.

Ballarat Employment (Jobs)



Source: REMPLAN, base data from ABS 2006 Census

LOW COST OF LAND

Ballarat offers all the benefits of metropolitan Melbourne without the cost. Operating a business in Ballarat is cheaper than operating in Melbourne. Added to the competitive price of land are lower labour costs, efficient transport links and the support of a dynamic growing community.

PUBLIC UTILITIES INFRASTRUCTURE

The attraction of business and industry to Ballarat is contingent on the provision of excellent public utilities infrastructure, particularly in new developmental areas and estates.

In this regard, Ballarat is exceptionally well serviced, by reticulated natural gas, three phase electricity and reticulated water.

Central Highlands Water supplies water to approximately 112,000 people within the region, with more than 56,000 connected household, and over 4,300 commercial connections.

WORKFORCE

According to the ABS 2006 census, there are 37,708 jobs in the Ballarat region. 24,994 or 66.3% are in the top five sectors of retail trade, health and community services, manufacturing, education, property and business services.

Ballarat offers the opportunity for successful career development for employees and new residents. Our business community encourages life long learning and professional development which we see as vitally important to addressing skills issues in a positive and proactive manner.

EXPORT READINESS

The Ballarat region is home to one of the largest export communities in regional Australia. Ballarat's range of export companies operate in a diverse range of industries with manufacturing, food and beverage, agribusiness, tourism and education being some of the significant contributors to the export market.

Ballarat has a culture of encouraging export, export readiness and promoting the capabilities of the region. The City of Ballarat is committed to the cultivation and growth of international relationships which promise to deliver investment and export opportunities to the local and regional business communities.

Ballarat has formed significant partnerships with India, which have resulted in significant investment into the region.

Ballarat recognises that exporting is a profitable avenue for the expansion of business and reducing the dependence on the local market. Furthermore, via exposure to overseas business through trade relationships, Ballarat businesses are improving their ability to compete in the domestic marketplace. The Ballarat businesses that have exported have benefited through improved growth prospects, better skilled staff and enhanced training and career prospects.



ACCESS TO MARKETS

Ballarat is well connected to Victoria's extensive road network, enabling Ballarat businesses and industry ready access to Victorian, interstate and international markets.

Ballarat is a major regional city, located approximately 110km north-west of Melbourne along the Western Freeway. The Western Freeway is the principal road link between Melbourne and Adelaide, and is the first link of the transcontinental route between Melbourne and Perth.

Travel time to Melbourne has been reduced with the opening of the \$300 million Deer Park bypass. The bypass links the Western Freeway to the Western Ring Road and Sunshine West, providing direct access to Melbourne, Melbourne's International Ports, and to the city's extensive freeway framework.

The Western Freeway is the premier regional freeway in Victoria, offering Ballarat distinct road transport advantages.

Ballarat is also centrally located at the nexus of several major state Highways, the Midland, Glenelg and Sunraysia Highways, which provide direct highway access to the regional centres of Geelong, Bendigo, Hamilton and Horsham.

Upgrading Ballarat's freight terminal facilities and the establishment of an integrated, state of the art freight handling centre in the municipality are considered by Council to be an important factor in sustainability and growth of the region.

RAIL FREIGHT

Ballarat is ideally situated along the interstate rail transport corridor between Melbourne, Adelaide and Perth providing Ballarat businesses and industry with seamless access to Victoria's freight transport network.

Each year, approximately 6.4 metric tonne of freight is carried by road and rail - through Ballarat, from Melbourne to Victoria's western region. In addition, 5.7 metric tonne of freight is carried through Ballarat, from Western Victoria to Melbourne for interstate and international export.

INTERNATIONAL FREIGHT PORTS

Ballarat's road and rail networks provide easy access to international markets through the Port of Melbourne, which is Australia's largest container and general cargo port, handling 38% of the nation's container trade.

Approximately 42 container shipping lines, as well as a number of other general cargo carriers, make around 3,200 ship calls per annum to Melbourne, providing services to ports across the globe.

The Port of Melbourne handles approximately 29 metric tonne per annum. Ballarat's road and rail transport also provides easy access to the Port of Geelong and the Port of Portland in South Western Victoria.

Ballarat's transport infrastructure provides ready access to Melbourne's Tullamarine International Airport. The airport currently handles over 375,000 metric tonnes of freight per annum. Airfreight rates are very competitive, making Melbourne a high speed, low cost base to access global markets.



KEY INDUSTRY SECTORS

RETAIL

Ballarat's retail industry plays a very important role in the local economy and employs over 6,000 people.

The retail industry has experienced a long period of sustained growth of approximately 3.4% per annum. This growth is forecast to continue for at least the next ten years.

Ballarat is a regional retail hub, with a catchment of over 192,000 people and a trading area which includes neighbouring municipalities and extends into Western Victoria.

The total value of Ballarat's retail spend is approximately \$810.4 million per year. It is estimated that Ballarat residents account for 70% of the total retail spend (\$572.4 million), the wider Ballarat trading area accounts for 15% (\$119 million), and visitors account for the remaining 15% (\$119 million).

It is estimated that there is 208,000m² of occupied retail floor space in Ballarat, distributed across a range of different shopping precincts.

Over the next ten years it is anticipated that Ballarat will require an additional 69,300m² of retail floor space to accommodate increase in demand. In particular, it is estimated that a further 8,200m² will be required for food retailing, 47,300m² for bulky goods retailing, 9,300m² for non food retailing, and 4,500m² for retail services.

MANUFACTURING

Ballarat's manufacturing industry has been the mainstay of the local economy for over a century. Manufacturing is by far Ballarat's largest export sector with \$671 million exported annually. Manufacturing is the largest contributor to local expenditure with over \$800 million circulating in the Ballarat economy.

Ballarat's manufacturing industry has a strong future based on diversity of product and a strong export focus.

There are existing and emerging clusters in automotive, industrial machinery, food processing, furniture production, textile and clothing sectors. While there are a number of small-medium sized niche enterprises operating within the manufacturing sector, the majority of employment is generated by a group of major operators which include Masterfoods Australasia, Haymes Paints, Maxitrans (Australia's largest supplier of road transport trailing solutions) and McCain Foods (Aust) Pty Ltd among others.

Education for the manufacturing sector is about to enter into a new and exciting era with the establishment of a specifically designed manufacturing training facility at the University of Ballarat SMB campus.

Future opportunities identified for the manufacturing sector in Ballarat include a focus on value add production in emerging technology related sectors like agritech, biotech and envirotech

CONSTRUCTION AND PROPERTY

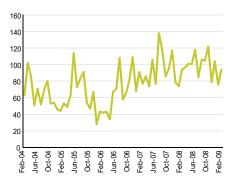
Ballarat continues to support a strong construction sector in both residential and commercial areas. Projected positive population growth will provide new opportunities to existing and new businesses and to investors. With new residential developments such as The Chase, Insignia and Sailors Gully, Ballarat's domestic construction industry remains a solid performer.

The City of Ballarat has identified the need for planning for sustainable and managed growth, and as a result has adopted the 'Ballarat West Growth Area Plan'. The plan will guide the growth within Ballarat West up to and beyond 2030. It will cater predominately for residential growth and has the capacity for over 14,000 new households, accommodating a population of 35,000 to 40,000 people.

The plan also provides for new town centres in Alfredton and Delacombe, community infrastructure, recreation and sports grounds, and direction for the development of a future residential community.

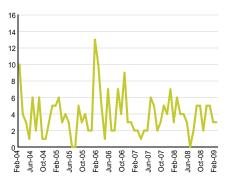
Applications and building approvals continue to increase in volume for Ballarat, indicating the regions strength in the domestic building sector.

Ballarat New Building Approvals, Residential – Number of Permits



Source: Building Commission of Victoria

Ballarat New Building Approvals, Commercial – Number of Permits



Source: Building Commission of Victoria

The commercial sector is enhanced by ongoing industrial estates in Ballarat West and major infrastructure developments within the health sector. Overall Ballarat's construction sector is one that continues to provide a significant boost to employment and ongoing investment.

The total output of the construction sector is \$847 million which represents 8% of total output of the Ballarat Economy. Total employment in this sector is 2,112 jobs. Key features of the sector include a diverse range of enterprises that seek out contracts locally, regionally and nationally. \$115.4 million is generated by this sector in regional exports.

HEALTH

Ballarat's health and community services sector is rapidly growing. It is the region's second largest employer, with approximately 5,800 people employed in the field. Health and community services contribute \$246 million in regional exports and \$455 million in value add products and services.

The city's health facilities are comprehensive and service the entire region. Ballarat Health Services is the largest regional hospital in the Grampians region, and as such, is the principal referral hospital for the entire region, which extends from Bacchus Marsh to the south Australian border, an area which spans 48,000 square kilometres.

Situated adjacent to Ballarat Health Services is St John of God Hospital, both of these services have developed a collaborative alliance.

Ballarat Health Services has been providing health care for the Ballarat and Grampians region for over 150 years.

Established in 1915, St John of God Hospital is the largest private hospital in regional Victoria, and has 196 beds. As a private hospital, St John of God Hospital differs, in that it owns and operates its own emergency department, licensed pharmacy, obstetric services, imaging department and linen service over and above the range of other services typically provided by private hospitals.

eHealth has been identified as a sub-sector of the health industry that has significant potential to grow the local economy.

In 2009 Council completed an eHealth capability study to fully understand the strengths of the local eHealth sector. The study identified several key opportunities and activities that will assist in the continued development of this emerging sector.

EDUCATION

The education sector employs 3,554 people and contributes \$139 million to regional exports. An increasing demand for student places, a growing international market, along with some of the finest secondary and tertiary institutions in Victoria, indicates the health of the education and training sector in Ballarat.

With two internationally accredited Universities located within Ballarat (University of Ballarat and Australian Catholic University), the city is well served for all aspects of higher education.

The University of Ballarat is regional Victoria's largest institution with three campuses in Ballarat providing easy access to a multitude of programs including certificates, diplomas, advanced diplomas, undergraduate and postgraduate degrees including masters and doctorates by research.

1,500 staff assist 17,500 domestic students and 7,500 international students and businesses to provide fast paced, dynamic and innovative learning environments. The university is a dual sector (both higher education and TAFE) university which continues to provide relevant and best practice education.

Continuing growth in the education sector has resulted in increased investment activities in the development of purpose built student housing. The level of investment, along with the buoyant local economy has cemented Ballarat as a key study location and destination for regional Victoria. University of Ballarat also offers excellent research capability with four designated research centres this is a further asset to the Ballarat business community.

The Australian Catholic University ACU offers academic programs in education, theology and nursing. With over 600 students, the campus offers quality teaching in an environment that supports a highly valued university lifestyle.

ACU graduates enjoy one of the best rates of employment in Australia (Source: Graduate Careers Council of Australia). Many find jobs using their professional skills before they have graduated.

As the education sector continues to strengthen, the City of Ballarat attracts more students. It is a strategic objective of Council to grow the education sector. By increasing student numbers, the city can foster innovation, investment, harness knowledge and add vitality to Ballarat.

TOURISM

Tourism plays an important role in Ballarat's economy and is a growing industry. Tourism Research Australia data for the year ending December 2008, show that Ballarat, as a subregion of the Goldfields, attracted more than 518,000 domestic overnight visitors, 18,257 international visitors and more than 1.4 million day trippers. The average spend per visitor night is \$220 and the average length of stay is 2.4 nights.

The key high yield domestic markets include; Melbourne (54%), Regional Victoria (31%), interstate (16%). The key international markets include; Europe, New Zealand, United Kingdom, Asia and North America.

The key product strengths of Ballarat have been identified as History and Heritage, Art and Culture, Gardens and Major Events.

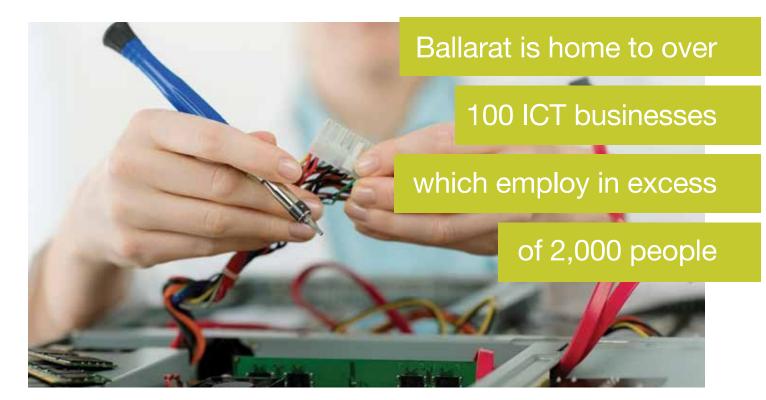
The identified investment opportunities for the City of Ballarat include the establishment of boutique accommodation associated with heritage, and the development of tourism infrastructure and product to capitalise on the Arts and Cultural Precinct and Lake Wendouree Precinct.

Tourism is worth approximately \$335 million per annum to the local economy, underlining the continuing importance of the sector to Ballarat. Tourism is also an important employer in Ballarat, with a local workforce of 2,013 people employed in the accommodation, cafes and restaurants servicing the sector.

Some of the key attractions in the Ballarat region include:

- The Art Gallery of Ballarat
- Ballarat Bird World
- Ballarat Tramway Museum
- Ballarat Wildlife Park
- The Eureka Centre
- Her Majesty's Theatre
- Kirrit Barreet Aboriginal Art & Cultural Centre
- Krval Castle
- The Lake Precinct including the Ballarat Botanical Gardens
- Sovereign Hill
- Wineries

Ballarat is readily accessible from all parts of Victoria via an excellent highway network and is just over one hours drive from Victoria's two major airports. Many visitors find Ballarat is the perfect base to explore other regions such as a journey around the Great Southern Touring Route (taking in the Great Ocean Road, Geelong and the Grampians National Park) or to discover historic townships in the Goldfields region.



INFORMATION AND COMMUNICATIONS TECHNOLOGY (ICT)

Ballarat is home to over 100 ICT businesses which employ in excess of 2,000 people, with the industry continuing to grow. Businesses range in size from multinationals to medium size international and Australian firms, right down to small and micro businesses.

At the core of the ICT industry is the University of Ballarat Technology Park (UBTP), located on a 29 hectare site, 10km from the centre of Ballarat.

Adjacent to the University of Ballarat's Mt Helen Campus, the UBTP is ideally situated to take advantage of the applied, academic and research knowledge available at its doorstep, with opportunities to broker strategic alliances and commercial relationships.

The UBTP is a well developed technology precinct and is characterised by the following:

- Employs approximately 1400 people across 30 enterprises
- \$350 million per annum in outputs (direct/flow on)
- \$165 million per annum in value added (direct/flow on)
- \$106 million per annum in household income (direct/flow on) n \$50 million in capital assets

To ensure a planned and coherent approach to the development of ICT throughout the region, the City of Ballarat has established Ballarat ICT Limited. Ballarat ICT Limited is a joint body of the City of Ballarat, the University of Ballarat and industry leaders.

Ballarat ICT Limited is an independent body that plays an important role in implementing the directions and programs articulated in Ballarat ICT 2030.

Ballarat ICT 2030, outlines where Ballarat intends to be in the future, and implements a course of action to ensure that we continue to remain at the forefront of the ICT industry.

Ballarat represents an important investment destination for any ICT enterprise that is keen to grow and compete in the global economy. Ballarat's strengths include:

- Well established and successful Technology Park supported by a young, progressive and innovative university
- Low cost environment
- Strong leadership from the City of Ballarat and Ballarat ICT Limited, providing a proactive development approach

AGRIBUSINESS

The agricultural sector, while small in employment numbers, is an important sector given the fertile land and natural attributes of the region.

The sector generates large multipliers for the broader region, with the total value of agricultural production in the Central Highlands region being in excess of \$260 million per year. With increased land values, new farming techniques and water supply constraints, a trend is developing towards more boutique sectors such as canola, Chinese vegetables, grapes, organic wheat and berries.

Agricultural resources generate substantial downstream opportunities in the food manufacturing sector, this is evident with major investment in Ballarat by Masterfoods, McCains, Hakubaku and others.

