

Disclosure Statement – Andrew Watters (Advisor)

This document was prepared as at 29 July 2010

DISCLOSURE INFORMATION

The Adviser is a Director of MyFarm Ltd (the “Company”).

The Adviser and the Company (in respect of themselves and the principal officers of the Company) make the following investment adviser disclosure to you as required by section 41A of the Securities Markets Act 1988.

The Company (in respect of themselves and the principal officers of the Company) makes the following investment broker disclosure to you as required by section 41G of the Securities Markets Act 1988.

Qualifications, experience and professional standing

Relevant qualifications

The Adviser has the following qualifications that are relevant to giving investment advice:

Qualification	Date
Massey Scholar	1986
Bachelor of Agriculture	1987
Diploma of Business Studies	1993
Diploma of Business Administration	2003
New Zealand Sharemilker of the Year	2003
Nuffield Farming Scholar	2004

The Adviser keeps the knowledge obtained from those qualifications up to date by reading relevant industry publications and attending both internal and external seminars and workshops.

Experience

The Adviser has been a Director of the Company since 1 November 2002 and has been providing advice on some or all of the equity partnerships listed below since that date.

- Arohena Pastoral Ltd
- Avondale Pastoral Ltd Partnership
- Birchwood Dairies Ltd
- Brigadoon Pastoral Ltd
- Browns Pastoral Ltd Partnership
- Cascade Pastoral Ltd Partnership
- Drummond Dairy Ltd
- Eastern Bush Pastoral Ltd
- Edendale Pastoral Ltd
- Hamua Pastoral Ltd
- Hedgehope Pastoral Ltd
- Hines Limited Partnership
- Hurunui Ltd Partnership
- Kaiangaroa Ltd Partnership
- Kamahi Farms Ltd Partnership
- Kinloch Limited Partnership
- Koromiko Grazing Ltd
- Mead Pastoral Ltd Partnership
- Menzies Ferry Pastoral Ltd
- Okaihau Pastoral Ltd
- Orauea Ltd Partnership
- Poplar Limited Partnership
- Pukemutu Pastoral Ltd
- Roslyn Bush Limited Partnership
- Scenic Dairy Ltd

- Tarawai Grazing Ltd
- Waianiwa Pastoral Ltd
- Waihopai Pastoral Limited Partnership
- Waipa Dairy Ltd
- Westerfield Pastoral Ltd
- Woodlands Pastoral Ltd
- Yanakie Limited Partnership

The Company, through its staff, is experienced in providing advice about its own equity partnership and investment opportunities and, where appropriate, those of other Company's. The Company has been promoting equity partnership and investment opportunities and providing advice on those equity partnership and investment opportunities to customers as a core part of its business for many years, drawing on the extensive research undertaken by the Company and its related Company's and the skills of the Directors and specialist staff employed by the Company. The Company subscribes to relevant industry publications and, where appropriate, its advisers will monitor the relevant markets.

Relevant professional body

Neither the Adviser nor the Company are members of a professional body relevant to the provision of investment advice.

Professional indemnity insurance

The Adviser has the benefit of the Company's professional indemnity insurance discussed below.

The Company (and its subsidiaries), has professional indemnity insurance which covers its activities including those of the Directors and its employees. This insurance covers issues (including 'prior acts') including but not limited to: intellectual property, loss of documents, JV liability, defamation and breach of contract. The level of cover is of an amount commensurate with the size and scale of the Company. The insurer is QBE Insurance International.

Dispute resolution facilities

The Company has a process in place for resolving disputes. Should a problem arise, you should contact your Adviser who will be able to give you more information on the Company' procedures.

Criminal convictions

In the five years before the relevant investment advice is given neither the Adviser, the Company (in its capacity as an investment adviser) or any principal of the Company has been:

- convicted of an offence under the Securities Markets Act 1988, or the Securities Act 1978 or of a crime involving dishonesty (as defined in section 2(1) of the Crimes act 1961);
- a principal officer of a body corporate when that body corporate committed an offence or crime involving dishonesty as described above;
- adjudicated bankrupt;
- prohibited by an Act or by a court from taking part in the management of a company or a business;

- subject of an adverse finding by a court in any proceeding that has been taken against them in their professional capacity;
- expelled from or has been prohibited from being a member of a professional body; or
- placed in statutory management or receivership.

- Equity securities such as unlisted shares;
- New Zealand private and unit trusts;
- Limited partnerships.

Other interests and relationships

Adviser

Other than the Adviser's employment/Directorship with the Company and the remuneration received by the Adviser from the Company, neither the Adviser nor an associated person of the Adviser has, or will or may have, any interest or relationship that a reasonable person would find reasonably likely to influence the Adviser in providing the investment advice.

The Company

When an equity partnership or investment opportunity is sold by the Adviser the Company will receive a fee from the issuer of the same given security. That fee depends on the security sold but is within the range of 2% and 4% of the value of the investment made. At the time of providing this disclosure statement it is not practicable to provide a detailed list of each security advised upon, the name of the issuer of that security and the rate of the commission received by the Company. However, this information will be disclosed to you in the form of a memorandum of information or business plan when the Adviser advises you on a specific investment. The Company also pays acknowledged third parties a fee within the range of 1% and 2% of the value of the investment made for referrals upon investment in a security. Full details of this fee are made available in the Referral Fees Policy Document and on the Company websites.

Securities about which investment advice is given

The Adviser and the Company may provide investment advice on the following types of securities:

Procedures for dealing with investment money or investment property

No investor moneys will be held by the Company at any time. The Company will keep adequate records of the investment moneys held in trust by the Company' lawyer Logan Gold Walsh Lawyers Limited, and all dealings with such money prior to the settlement of the security.

Payment of moneys to be held in trust by Logan Gold Walsh Lawyers Limited for a security can be done so in several ways:

- providing cash;
- providing a cheque; or
- making an automatic payment.

Any investment money accepted by the Company on trust will be so held until settlement of the intended security.

DISCLAIMER

Neither the Adviser nor the Company provides investment advice tailored to an investor's personal circumstances. It is the investor's responsibility to understand the nature of the security subscribed for, and the risks associated with that security. To the maximum extent permitted by law, the Advisor and the Company excludes liability for, and shall not be responsible for, any loss suffered by the investor resulting from the Company or the Adviser's investment advice. Each security (including the principal, interest or other returns of any security) the subject of investment advice given to the investor by the Adviser or the Company or otherwise, is not guaranteed, secured or underwritten in any way by the Adviser, the Company or any associated or related party except to the extent expressly agreed in the terms of the relevant security.