



3 May 2010

Elph Notice of Status of Defeating Conditions

Elph Pty Ltd has attached a Notice of Status of Defeating Conditions in relation to its proportional off-market bid for up to 35% of Coote Industrial Limited. Elph's offer is scheduled to close on 13 May 2010 (unless further extended).

If shareholders have any questions regarding how to accept the Offer, they should call the Offer Information Line on 1300 733 145 for callers within Australia and +612 8256 3362 for callers outside Australia.

For further information please contact:

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Elph Pty Ltd ACN 070 012 252 (Elph)

Section 630(3) Corporations Act 2001 (Cth) (Corporations Act)

Notice of status of defeating conditions

To: Coote Industrial Limited (**Coote**)
ASX Limited (**ASX**)

For the purposes of subsection 630(3) of the Corporations Act, Elph gives notice that:

- (a) its proportional takeover offer dated 31 March 2010 for up to 35% of the ordinary shares in Coote (**Offer**) set out in its bidder's statement dated 17 March 2010 as supplemented (**Bidder's Statement**) and any contract arising from the acceptance of the Offer are free from all the defeating conditions in clause 6 of the Offer Terms in Annexure 1 of the Bidder's Statement; and
- (b) as at the date of this notice, Elph's voting power in Coote is 26.45%, with Elph having a relevant interest in 70,460,207 Coote shares.

Date: 3 May 2010

Signed for and on behalf of Elph by:



Dale Elphinstone
Executive Chairman