

Company or Trust in which Investment is Held

Stockland Direct Office Trust No.3

Full name(s)
of registered
holder(s)

Registered
address

Postcode

Direct Tel. no.

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You must complete the Limited Liquidity Transfer Form for the correct quarter.

Liquid paper is not to be used on Transfer Forms.

If an error is made please correct and initial any changes.

Transfer Forms that are incorrectly completed will be Rejected.

How to complete this form

The Limited Liquidity Facility Transfer Form is on the reverse of this note. Please read the following instructions carefully before completing the form.

A separate Transfer Form is required for each class of unit and each registered holding.

1. Details of Issuer

Full Name of Trust in which Units are held - The full name of the company or trust in which the units being transferred or sold are held.

State or Territory of Registration - The State in which the trust is registered.

2. This is the price per unit under the Limited Liquidity Facility (excluding transaction costs) for the quarter stated. Transaction costs include stamp duty, (if any) and processing fees including a one-off flat fee charged by Australian and New Zealand Banking Group Limited of \$110.

3. Quantity of Units

The number of units being transferred (in both words and figures).

4. Consideration - value of transfer

The price per unit under the Limited Liquidity Facility (as provided in Box 2) is calculated in accordance with a pre determined formula with reference to the NTA disclosure in the last quarterly distribution statement to investors. The price per unit is the NTA less a 2.5% discount less transaction costs (including stamp duty, if any). Total Consideration to be entered in Box 4 is calculated by multiplying the quantity of units (box 3) by the price per unit under the Limited Liquidity Facility for the quarter at the time of transfer (Box 2). If the application for the Limited Liquidity Facility is successful, the investor will receive this amount less transaction costs.

Date of Transfer - Enter the date of transfer of the units. This is the date the transfer has been effected between the Seller and Buyer. Limited Liquidity Facility Transfer Forms that have been received 15 business days before the end of the calendar quarter (31 March, 30 June, 30 September, 31 December) and that are approved by Stockland Capital Partners Limited (the Responsible Entity) will be effective on the first day of the quarter immediately following the quarter in which the form was received. The Transferee will not receive a distribution for the quarter in which the Limited Liquidity Facility Transfer Form was received.

5. Full registered name(s) of Seller(s)/Transferor(s)

Please enter the names of all unitholders as shown on related unitholder documentation such as a holding or distribution statement.

6. Seller(s) Unitholder Number (UN)

The transfer cannot be processed without the UN. This can be found on the existing Unitholder holding statement.

Note that the Buyers details will be completed by Computershare Investor Services Pty Limited.

7. Signature(s)

Please sign and date this form in the spaces provided, by the Seller(s) as follows:

Individual:

where the holding is in one name, the unitholder must sign.

Joint Holding:

where the holding is in more than one name, all of the unitholders must sign.

Power of Attorney:

to sign under Power of Attorney, you must have already lodged this document with the registry. If you have not previously lodged this document for notation, please attach an originally certified copy of the Power of Attorney to this form when you return it.

Companies:

either 2 Directors or a Director and a Company Secretary must sign this form. If the company has a Sole Director who is also the Company Secretary (in accordance with the Corporations Act), that Director may sign alone. If the company has a Sole Director and there is no Company Secretary, that Director may sign alone and is required to complete the warranty confirming there is no Company Secretary by completing their name in full. Please delete titles as applicable.

Deceased Estates:

all executors must sign and, if not already noted by the registry, an originally certified copy of Probate or Letters of Administration must accompany this form.

8. The Buyer under the Limited Liquidity Facility will sign this section subject to approval of the transfer by Stockland Capital Partners Limited (the Responsible Entity).

Limited Liquidity Facility Transfer Form - Quarter ended 30 September 2010

Please use block letters and complete all sections of this form.

1. Details of Issuer	Full Name of Trust in which Units are held Stockland Direct Office Trust No.3	State or Territory of Registration Victoria	
3. Quantity of Units	Words [This must be for the whole amount of your holdings]	2. Price per unit under the Limited Liquidity Facility (excluding transaction costs) \$0.4658	
4. Consideration - value of transfer	(Box 2 x Box 3) \$ _____ (Note: this amount excludes transaction costs)	Date of Transfer ____/____/____	
5. Full registered name(s) of Seller(s)/ Transferor(s)	Title Given name(s)/Company name Surname ----- ----- -----		
6. Seller(s) Unitholder Number	UN 		
Full name(s) of Buyer(s)/ Transferee(s)	Title Given name(s)/Company name TRUST COMPANY LIMITED <CUSTODIAN FOR STOCKLAND A/C>		
Full postal address of Buyer(s)	Level 25, 133 Castlereagh Street ----- Sydney, NSW Postcode 2000 Country _____		
<p>I/We the registered holder(s) and undersigned seller(s) for the above consideration do hereby transfer to the above named hereinafter called the buyer(s) the units as specified above standing in my/our name(s) in the books of the above trust as per the terms of the Limited Liquidity Facility ("Facility Terms"), subject to the several condition on which I/we held the same at the time of signing hereof and I/we the buyer(s) do hereby agree to accept the said securities to the same conditions.</p> <p>I/We have not received any notice of revocation of the Power of Attorney by death of the grantor or otherwise, under which this transfer is signed (if applicable).</p> <p>I/We acknowledge that:</p> <p>(a) an application under the Limited Liquidity is an irrevocable offer by me/us and cannot be withdrawn, unless the Responsible Entity otherwise agrees in writing;</p> <p>(b) duly completed Limited Liquidity Facility Form will be accepted in the "order of receipt"; and</p> <p>(c) the Facility Provider or the Responsible Entity is not liable for any applications that are found to be incomplete in any respect and will be returned to the seller.</p> <p>The seller(s) consents to the facility Provider or Responsible Entity amending or varying the form from time to time.</p>			
7. All Seller(s) must sign here	Individual or Unitholder 1	Unitholder 2	Unitholder 3
	<div style="border: 1px solid black; height: 25px; width: 100%;"></div> Director/Sole Director and Sole Company Secretary Day Month Year <div style="border: 1px solid black; padding: 2px;"> / / </div>	<div style="border: 1px solid black; height: 25px; width: 100%;"></div> Director/Company Secretary * By signing here I, (Name in full)	<div style="border: 1px solid black; height: 25px; width: 100%;"></div> Sole Director (No Company Secretary) * (Name in full)
8. All Buyer(s) must sign here	Individual or Unitholder 1	Unitholder 2	Unitholder 3
	<div style="border: 1px solid black; height: 25px; width: 100%;"></div> Director/Sole Director and Sole Company Secretary Day Month Year <div style="border: 1px solid black; padding: 2px;"> / / </div>	<div style="border: 1px solid black; height: 25px; width: 100%;"></div> Director/Company Secretary * By signing here I, (Name in full)	<div style="border: 1px solid black; height: 25px; width: 100%;"></div> Sole Director (No Company Secretary) * (Name in full)