



13 June 2008

Dear Shareholder,

**Re: Share Purchase Plan**

I am pleased to advise that Buderim Ginger is, once again, offering shareholders the opportunity to increase their holdings in the Company by up to \$5,000 per shareholder, on favourable terms, through participation in its Share Purchase Plan ("SPP"). Consistent with discussions at our Annual General Meeting held on 30 April 2008, the SPP is being reinstated as part of the Company's capital management strategy. It offers an opportunity for shareholders to participate in the Company's funding options in priority order ahead of other equity instruments being sought to support on-going strategic initiatives. The SPP will also provide an opportunity for shareholders with less than marketable parcels (\$500 worth), to increase their holdings beyond this level.

The purpose of the SPP is to provide the Company with additional funds of up to \$4,000,000 to strengthen the debt to equity ratio in order to provide the funding flexibility necessary to support further acquisitions within the food industry in line with strategic objectives. An initial priority for the funds will be to facilitate the transition of the Superbee tourist attraction into The Ginger Factory tourist park. As advised at the Company's AGM, an option for Buderim Ginger to operate the renowned Superbee attraction, through co-location with the Ginger Factory site at Yandina, had been negotiated. The Company has now finalised plans for the re-launch of the Superbee at the Ginger Factory in late 2008. It is expected that this feature will complement the existing attraction and will drive both increased visitor numbers and duration of visit.

I can confirm that all Directors intend to participate fully in the SPP in respect of their individual shareholdings.

As an incentive for shareholders to participate in the SPP, all shares issued under this Plan are offered at a weighted average share price of Buderim Ginger shares of **\$0.4721**, less 5% discount. No brokerage, commissions, stamp duty or other transaction costs will be payable in respect of your application for, and allotment of shares under this Plan.

**BUDERIM GINGER LIMITED**

A.C.N. 010 978 800 A.B.N. 68 010 978 800  
50 Pioneer Road, P O Box 231, Yandina Queensland 4561 Australia  
Telephone 07 5446 7100 International +61 7 54467 100 Facsimile 07 54467 100  
e-mail: [buderimg@buderimginger.com](mailto:buderimg@buderimginger.com)

Please find enclosed the Terms & Conditions of the SPP and an Application Form. If you wish to participate, please complete the Application Form and post, along with your payment (make your cheque payable to Buderim Ginger Limited) in time to reach Computershare by the Closing Date of **18 July 2008**. Allotment of shares is anticipated to occur on 25 July 2008. Quotation of the new shares on ASX will be requested by 25 July 2008.

Yours faithfully,

A handwritten signature in black ink, appearing to read 'John M Ruscoe', written over a horizontal line.

**John M Ruscoe**  
**Chairman**

**BUDERIM GINGER LIMITED**  
A.C.N. 010 978 800 A.B.N. 68 010 978 800  
50 Pioneer Road, P O Box 231, Yandina Queensland 4561 Australia  
Telephone 07 5446 7100 International +61 7 54467 100 Facsimile 07 54467 100  
e-mail: [buderimg@buderimginger.com](mailto:buderimg@buderimginger.com)



## SHAREHOLDER SHARE PURCHASE PLAN

13 June 2008

This Shareholder Share Purchase Plan ("the Plan") entitles shareholders of Buderim Ginger Limited, irrespective of the size of their shareholding, to purchase up to \$5,000 worth of shares in Buderim Ginger Limited ("Shares"). The purchase price of the Shares will be calculated at a 5% discount to market, free of all brokerage, commission and stamp duty ("the Offer").

This Plan sets out the terms and conditions of the Offer. By agreeing to purchase Shares under the Plan, you will agree to be bound by the terms and conditions of the Plan.

### PURPOSE OF THE PLAN

The primary purpose of this Plan is to provide the company with additional funds to facilitate the transition of the Superbee tourist attraction into The Ginger Factory tourist park. As advised at the company's AGM on 30 April 2008, an option for Buderim Ginger to operate the renowned Superbee attraction, through co-location with the Ginger Factory site at Yandina, had been negotiated. The Company has now finalised plans for the re-launch of the Superbee at the Ginger Factory in late 2008. It is expected that this feature will complement the existing attraction and will drive both increased visitor numbers and duration of visit.

The Plan will also provide partial funding to strengthen the debt to equity ratio which will provide funding flexibility necessary to support further acquisitions within the food industry in line with the company's enunciated strategic objectives.

Directors recently confirmed that the Company is expecting increases in the Group's 2008 profit, before tax and outside equity interests, to be in the range of \$1m to \$2m. The half-year report for the six months ended 30 June 2008 will be released to the market at the end of August 2008. This, combined with the most recent annual report, can be found on the company's website [www.buderimginger.com](http://www.buderimginger.com), but should you require copies, please contact the company on 07 5447 8427. Consistent with discussions at the Company's AGM, the Plan provides an opportunity for the entire existing shareholder group to participate in the Company's funding options prior to the Company seeking other equity instruments to support its on-going strategic initiatives.

A further benefit of the Plan is that it also provides an opportunity for those Shareholders with less than a marketable parcel of shares (\$500 worth) to increase their shareholding to or above the marketable parcel level, thereby improving liquidity in the stock.

### PARTICIPATION

Participation in the Plan is open to all persons registered as holders of Shares at 7.00 pm Brisbane time on **13 June 2008** (the "Record Date") who have an address (as recorded in the Company's register of members) in Australia or New Zealand ("Eligible Members"). This letter will not constitute an offer in any jurisdiction in which it would not be lawful to make such an offer or to any person to whom it would not be lawful to make such an offer.

Participation in the Plan is entirely at the discretion of Eligible Members. An Eligible Member may apply for up to a maximum of five thousand dollars (\$5,000) worth of Shares and not less than a minimum of five hundred dollars (\$500) worth of Shares. Offers are non-renounceable, meaning that Eligible Members cannot transfer their entitlement to purchase Shares under the Offer to another person.

If you wish to participate in the Plan, you must complete and lodge the attached Application Form before 5pm (Brisbane time) on **18 July 2008** ("Closing Date"). Please refer to the lodgement instructions below, and the instructions on the Application Form.

Directors confirm that all Directors intend to participate fully in the Plan in respect of their individual shareholdings.

### PRICING

As an incentive to Shareholders, the Shares are being offered at a 5% discount to the volume weighted average market price for Shares sold in the ordinary course of trading on Australian Stock Exchange Limited (ASX) on each of the last 5 business days up to and including the record date of **13 June 2008**.

The market price of Shares may rise or fall between the date of the Offer and the date on which Shares are allocated to you. This means that the issue price you pay for the Shares may exceed the market price of the Shares at the date of allotment of the Shares under the Offer.

### LIMIT ON PARTICIPATION

In order to comply with ASIC requirements in respect of share purchase plans, an Eligible Member may not acquire more than \$5,000 worth of Shares under the Plan in any 12 month period, taking into account all applications including joint and other beneficial interests. This maximum subscription limitation will apply even if an Eligible Member has received more than one Offer (whether in respect of a joint holding or because the Eligible Shareholder has more than one holding under separate share accounts).

Buderim Ginger Limited reserves the right to reject any acceptance where there is non-compliance with this rule or any other term of the Plan.

### SHORTFALLS AND EXCESS SUBSCRIPTIONS

Buderim Ginger Limited will seek to raise \$4,000,000 under the Plan.

Buderim Ginger Limited may place, in accordance with section 708 of the Corporations Act, shares offered under the Plan but not taken up by Eligible Members in order to reach the target subscription necessary to raise \$4,000,000.

## ALLOTMENT OF SHARES

The proposed allotment of shares under this Share Purchase Plan will be less than 30% of the number of fully paid ordinary securities already on issue, and will be issued at a price greater than 80% of the average market price. As such, the issue of shares under this Plan are covered by Exception 15 to the ASX Listing Rule 7.1 and therefore, do not require shareholder approval. Relief to the related party provisions within the ASX Listing Rules is also provided by Exception 8 to ASX Listing Rule 10.11 giving Directors a right to participate in the issue of securities under the Plan. The allotment of shares is scheduled for **25 July 2008**.

If applications are received for more than the maximum subscription level, the applications will be allotted in the manner determined by the Board in its absolute discretion. The Company affirms that it will not make any allotment of shares which would cause it to breach the ASX Listing Rules or the Corporations Act 2001.

Shares allotted under the Plan will rank equally in all respects with all other fully paid ordinary shares in the Company on the date of their issue.

Buderim Ginger Limited will, promptly after allotment of Shares under the Plan, apply for the Shares to be quoted on the official list of ASX.

## COSTS OF PARTICIPATION

No brokerage, commissions, stamp duty or other transaction costs will be payable by Eligible Members in respect of their application for, and allotment of, shares under the Plan.

## LODGEMENT INSTRUCTIONS

If you would like to participate in the Plan, please return your completed Application Form, together with your cheque for the subscription amount, on or before the CLOSING DATE OF 5PM (BRISBANE TIME) ON **18 July 2008**.

Your completed form may be mailed or delivered to  
Computershare Investor Services Pty Limited:

MAILING ADDRESS	DELIVERY ADDRESS
Reply Paid 5240	Level 19
BRISBANE QLD 4001	307 Queen Street
	BRISBANE QLD 4000

You can also remit funds electronically using BPAY as indicated on the Application Form. Please be sure to type the reference number exactly as it appears on your application form. If you remit using BPAY, you are not required to mail the application form.

The return of the Application Form with the application monies, or the remittance of funds via BPAY will constitute the Eligible Shareholder's offer to subscribe for shares on the terms and conditions of this SPP. Once an application has been made, it cannot be revoked. No notice of acceptance of the application will be provided.

Subject to any scale back, valid applications will be taken to have been accepted on the Closing Date.

## DECLARATION AND ACKNOWLEDGEMENTS

By forwarding a cheque and completing the Application Form, or by submitting your payment via BPAY you:

- \* acknowledge that you have read, understood and agree to be bound by the terms and conditions of the Plan;
- \* agree to accept any lesser number of Shares than the number of Shares applied for;
- \* confirm that the total cost of all Shares purchased by you (including through joint and beneficial holdings) does not exceed \$5,000; and
- \* agree to be bound by the constitution of Buderim Ginger Limited in respect of the Shares issued to you.

## ADDITIONAL INFORMATION

The Plan will be administered by the Buderim Ginger Limited Board and the Board will have an absolute discretion to:

- \* determine appropriate procedures for administration of the Plan; and
- \* resolve conclusively any difficulties, anomalies or disputes which may arise in connection with or by reason of the operation of the Plan whether generally or in relation to any participating Eligible Member, or application for Shares, and any such resolution will be binding on all participants and other persons to whom the resolution relates.

The Plan and these terms and conditions of the Plan may be suspended, terminated or amended at any time by the Board.

The Board reserves the right to refuse an application if it considers that the applicant is not an Eligible Member or has not otherwise complied with the terms of the Plan or for any other reason. If an application is refused, then application monies received will be refunded without interest.

## ANY QUERIES?

If you have any queries concerning the Offer, contact:  
Computershare Investor Services Pty Limited on 1300 552 270.

## BY ORDER OF THE BOARD OF BUDERIM GINGER LIMITED

Karon Rogers, Company Secretary



ABN 68 010 978 800

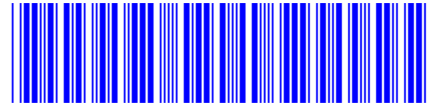
Computershare

Please return completed form to:
Computershare Investor Services Pty Limited
GPO Box 5240 Brisbane
Queensland 4001 Australia
Enquiries (within Australia) 1300 552 270
(outside Australia) 61 3 9415 4000
Facsimile 61 7 3237 2152
web.queries@computershare.com.au
www.computershare.com



000001
000
SAM
MR JOHN SAMPLE
FLAT 123
SAMPLE STREET
SAMPLE STREET
SAMPLE STREET
SAMPLETOWN VIC 3030

Securityholder Reference Number (SRN)



I 1234567890 I N D

Entitlement Number:
Record Date: 13th June 2008
Offer Closes: 5pm (AEST) 18th July 2008
Price per Security: A\$0.4721

SHARE PURCHASE PLAN APPLICATION FORM

IMPORTANT:

This is an important document which requires your immediate attention. If you are in any doubt as to how to deal with this form please consult a professional adviser.

Pursuant to the terms and conditions of the Buderim Ginger Limited Share Purchase Plan (SPP) contained in the letter to Buderim Ginger Limited securityholders dated 13th June 2008, Buderim Ginger Limited is offering eligible securityholders the opportunity to purchase Shares up to a maximum value of A\$5000.00 per eligible securityholder, subject to a minimum application of A\$500.00.

If you do not wish to purchase additional shares under this offer there is no need to take action.

By making your payment, you agree to be bound by the Constitution of Buderim Ginger Limited and agree that the submission of this payment constitutes an irrevocable offer to you by Buderim Ginger Limited to subscribe for Buderim Ginger Limited Shares on the terms of the SPP. In addition, by submitting this Application Slip you certify that the aggregate of the application price paid by you for:

- the Shares the subject of this Application Slip; and
any other shares and interests in the class applied for by you under the Share Purchase Plan or any similar arrangement in the 12 months prior to the date of submission of this Application Slip, does not exceed \$5,000.00.

METHOD OF ACCEPTANCE

You can apply for shares and make your payment utilising one of the payment options detailed overleaf.

Buderim Ginger Limited may make determinations in any manner it thinks fit, in relation to any difficulties, anomalies or disputes which may arise in connection with or by reason of the operation of the SPP whether generally or in relation to any participant or application. Any determinations by Buderim Ginger Limited will be conclusive and binding on all eligible securityholders and other persons to whom the determination relates. Buderim Ginger Limited reserves the right to waive strict compliance with any provision of the terms and conditions of the SPP, to amend or vary those terms and conditions and to suspend or terminate the SPP at any time. Any such amendment, variation, suspension or termination will be binding on all eligible securityholders even where Buderim Ginger Limited does not notify you of that event.

This offer is Non-Renounceable - no Signature is required
Applications can only be accepted in the name printed on this form

BUG

SPRB

022154\_V4



ABN 68 010 978 800

Please see overleaf for Payment Options



Billor Code: 413013
Ref No: 123412341234123412

Paperclip cheque(s) here. Do not staple.

I/We wish to purchase:

Form with checkboxes for share amounts: A\$500, A\$1000, A\$2000, A\$3000, A\$4000, A\$5000

\* These share amounts may be subject to scale-back in accordance with the terms of the SPP.

Payment Details

Form for payment details: Drawer, Cheque number, BSB number, Account number, Cheque amount

Make your cheque or bank draft payable to Buderim Ginger Limited - SPP

Contact Details

Please provide your contact details in case we need to speak to you about this slip

Name of contact person

Contact person's daytime telephone number

1234567890123456+1234567890-1234+12

# How to accept the Share Purchase Plan

## Payment Details

You can apply for shares by utilising the payment options detailed below. There is no requirement to return this slip if you are paying by electronic means.

By making your payment using either electronic means or by cheque, bank draft or money order, you confirm that you:

- agree to all of the terms and conditions of the Share Purchase Plan as enclosed with this form;

Your cheque, bank draft or money order payable to Buderim Ginger Limited – SPP in Australian currency and cross it Not Negotiable. Your cheque or bank draft must be drawn on an Australian branch of a financial institution. Please ensure you submit the correct amount. Incorrect payments may result in your application being rejected. Complete cheque details in the boxes provided.

**If paying by cheque, return the Application Slip and Cheque, Bank Draft or money order in the envelope provided.**

**Cheques will be processed on the day of receipt and as such, sufficient cleared funds must be held in your account as cheques returned unpaid may not be re-presented and may result in your Application being rejected. Paperclip (do not staple) your cheque(s) to the Share Purchase Plan Application Slip where indicated. Cash will not be accepted. A receipt for payment will not be forwarded.**

## Contact Details

Enter the name of a contact person and telephone number. These details will only be used in the event that the registry has a query regarding this form.

## Lodgement of Application

If you are applying for shares and your payment is being made either by BPay, you do not need to return this form. Your payment must be received by no later than 5pm (AEST) on 18th June 2008. Applicants should be aware that their own financial institution may implement earlier cut off times with regards to electronic payment, and should therefore take this into consideration when making payment. It is the responsibility of the applicant to ensure that funds submitted through BPay are received by this time.

If you are paying by cheque, bank draft or money order, your Application Slip must be received by Computershare Investor Services Pty Limited (CIS) Brisbane by no later than 5pm (AEST) on 18th July 2008. You should allow sufficient time for this to occur. A reply paid envelope is enclosed for securityholders in Australia. Return your Application Slip with cheque, bank draft or money order attached.

Neither CIS nor the Company accepts any responsibility if you lodge the Application Form at any other address or by any other means.

## Privacy Statement

Personal information is collected on this form by CIS, as registrar for securities issuers ("the issuer"), for the purpose of maintaining registers of securityholders, facilitating distribution payments and other corporate actions and communications. Your personal information may be disclosed to our related bodies corporate, to external service companies such as print or mail service providers, or as otherwise required or permitted by law. If you would like details of your personal information held by CIS, or you would like to correct information that is inaccurate, incorrect or out of date, please contact CIS. In accordance with the Corporations Act 2001, you may be sent material (including marketing material) approved by the issuer in addition to general corporate communications. You may elect not to receive marketing material by contacting CIS. You can contact CIS using the details provided on the front of this form or e-mail [privacy@computershare.com.au](mailto:privacy@computershare.com.au)

**If you have any enquiries concerning this form or your entitlement, please contact CIS on 1300 552 270.**

This form may not be used to notify your change of address. For information, please contact CIS on 1300 552 270 or visit [www.computershare.com](http://www.computershare.com) (certificated/ issuer sponsored holders only).

**CHES holders must contact their Controlling Participant to notify a change of address**

022154\_V2

## Payment Options:



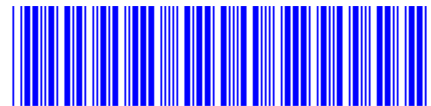
**Billers Code:** 413013  
**Ref No:** 123412341234123412

Telephone & Internet Banking – BPay

Call your bank, credit union or building society to make this payment from your cheque or savings account. More info: [www.bpay.com.au](http://www.bpay.com.au)



**By Mail**  
**Buderim Ginger Limited**  
**Computershare Investor**  
**Services Pty Limited**  
**GPO Box 5240**  
**Brisbane, Queensland 4001**  
**AUSTRALIA**



Entitlement Number: <xxxxxxxxxx>

SAMPLE CUSTOMER  
SAMPLE STREET  
SAMPLE STREET  
SAMPLE STREET  
SAMPLE STREET  
SAMPLETOWN TAS 7000

S P R B

B U G

