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MR JOHN SAMPLE
FLAT 123
SAMPLE STREET
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SAMPLE STREET
SAMPLETOWN VIC 3030

24 March 2009

Dear Shareholder

Share Purchase Plan offer

On behalf of the Board of MaxiTRANS Industries Limited (**MaxiTRANS**), I am pleased to offer you the opportunity to participate in the Share Purchase Plan (**SPP**), under which you may apply for up to \$5,000 of new fully paid ordinary shares in MaxiTRANS without fees or brokerage.

SPP

Participation in the SPP is optional. If you wish to participate, you may apply for shares in the amount of \$500, \$1,000, \$2,500 or \$5,000. The price of the shares will be at a 5% discount to the volume weighted average price of MaxiTRANS shares traded in the ordinary course on ASX during the 5 trading days ending on and including the closing date of the SPP offer, rounded down to the nearest cent.

Shares issued under the SPP will not be eligible to participate in the 2009 interim dividend.

Full details of the SPP offer are set out in the enclosed terms and conditions.

How to participate

To participate in the SPP offer, you need to either:

- (a) pay directly via BPAY® on the internet or by telephone; or
- (b) complete, sign and return the enclosed SPP Application Form to our share registry at the address shown on the SPP Application Form, together with your cheque, bank draft or money order in Australian dollars,

in each case by no later than **5.00pm (Melbourne time) on 16 April 2009**.

I encourage you to read all of the information in relation to the SPP carefully before deciding whether to participate. MaxiTRANS is not providing investment advice or making any recommendation in relation to the SPP. Any decision to participate should be made after considering your own objectives, financial circumstances and needs, and obtaining independent advice if necessary.

Further information

If you require any further information or assistance, please contact Computershare Investor Services Pty Limited on 1300 753 730 (with Australia) or +61 3 9415 4161 (outside Australia), or visit the company website at www.maxitrans.com.au.

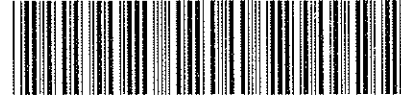
Yours sincerely



Ian Davis
Chairman

Please return completed form to:
Computershare Investor Services Pty Limited
GPO Box 505 Melbourne
Victoria 3001 Australia
Enquiries (within Australia) 1300 753 730
(outside Australia) 61 3 9415 4161

Securityholder Reference Number (SRN)



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For your security keep your SRN/HIN confidential.

Entitlement Number:
Record Date: 19 March 2009
Offer Closes: 5.00pm (Melbourne Time) 16 April 2009



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SAMPLE STREET
SAMPLETOWN VIC 3030

SHARE PURCHASE PLAN APPLICATION FORM

This personalised form can only be used in relation to the shareholding represented by the SRN or HIN printed above. This is an important document and requires your immediate attention. If you are in doubt about how to deal with this document, please consult your financial or other professional adviser.

Pursuant to the terms and conditions of the MaxiTRANS Industries Limited Share Purchase Plan (SPP) contained in the letter to MaxiTRANS Industries Limited shareholders dated 24 March 2009, MaxiTRANS Industries Limited is offering eligible shareholders the opportunity to purchase shares up to a maximum value of A\$5,000 per eligible shareholder, subject to a minimum application of A\$500.

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 MaxiTRANS Industries Limited and agree that the submission of this payment constitutes an irrevocable offer to you by MaxiTRANS Industries Limited to subscribe for MaxiTRANS Industries Limited shares on the terms of the SPP. In addition, by submitting the slip below you certify that the aggregate of the application price paid by you for:

- the shares the subject of the slip below; 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 the slip below, 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.

MaxiTRANS Industries 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 MaxiTRANS Industries Limited will be conclusive and binding on all eligible shareholders and other persons to whom the determination relates. MaxiTRANS Industries 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 shareholders even where MaxiTRANS Industries Limited does not notify you of that event.

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SPRB



▼ PLEASE DETACH HERE ▼

Please see overleaf for Payment Options



Paperclip
cheque(s)
here.
Do not
staple.

I/We wish to purchase:
 \$500 worth
of MaxiTRANS
shares

or

\$1,000 worth
of MaxiTRANS
shares

or

\$2,500 worth
of MaxiTRANS
shares

or

\$5,000 worth
of MaxiTRANS
shares

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

Payment Details – Please note that funds are unable to be directly debited from your bank account

Drawer	Cheque number	BSB number	Account number	Cheque amount
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	A\$ <input type="text"/>

Make your cheque, bank draft or money order payable to MaxiTRANS Industries Limited - Share Purchase Plan

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

0424567890

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 the slip below 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 Application Form.

Your cheque, bank draft or money order must be made payable to MaxiTRANS Industries Limited - Share Purchase Plan in Australian currency and crossed 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. **Please note that funds are unable to be directly debited from your bank account.**

If paying by cheque, bank draft or money order, please return with the slip below, 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 slip below 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 the slip below.

Lodgement of Application

If you are applying for shares and your payment is being made by BPAY®, you do not need to return the slip below. Your payment must be received by no later than 5.00pm (Melbourne Time) on 16 April 2009. 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, the slip below must be received by Computershare Investor Services Pty Limited (CIS) Melbourne by no later than 5.00pm (Melbourne Time) on 16 April 2009. You should allow sufficient time for this to occur. A reply paid envelope is enclosed for shareholders in Australia. New Zealand holders will need to affix the appropriate postage. Return the slip below with a cheque, bank draft or money order attached.

Neither CIS nor the Company accepts any responsibility if you lodge the slip below 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 shareholders, 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

If you have any enquiries concerning this form or your entitlement, please contact CIS on 1300 753 730.

This form may not be used to notify your change of address. For information, please contact CIS on 1300 850 505 or visit www.computershare.com (Issuer sponsored holders only).

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

Payment Options:



Billers Code: 118133

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



By Mail
MaxiTRANS Industries Limited
Computershare Investor
Services Pty Limited
GPO Box 505
Melbourne, Victoria 3001
AUSTRALIA



Entitlement Number: <xxxxxxxxxx>

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

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MaxiTRANS Industries Limited Share Purchase Plan Terms & Conditions

1. Key Features

The MaxiTRANS Industries Limited (**MaxiTRANS**) Share Purchase Plan (**SPP**) is a convenient way for you to increase your holding of shares in MaxiTRANS by subscribing for up to \$5,000 of new fully paid ordinary shares in MaxiTRANS (**MaxiTRANS Shares**) without incurring brokerage costs or other transaction costs.

Event	Date
Record Date	Thursday 19 March 2009
SPP documents despatched and SPP opens	Tuesday 24 March 2009
SPP closes	Thursday 16 April 2009
Allotment date	Friday 24 April 2009
Despatch of holding statements	Tuesday 28 April 2009
Trading date	Wednesday 29 April 2009

2. Eligibility to Participate

You are eligible to participate in the SPP if you were a registered holder of MaxiTRANS Shares (**Shareholder**) at 7.00 pm (Melbourne time) on 19 March 2009 (**Record Date**) with a registered address in Australia and New Zealand. The Board has determined it is impractical for MaxiTRANS to make offers under the SPP to Shareholders whose registered address is in countries other than Australia and New Zealand due to the requirements of securities laws in those other countries. If you hold Shares on behalf of another person resident outside Australia or New Zealand, it is your responsibility to ensure that any acceptance complies with foreign securities laws.

Under the requirements of the Australian Securities and Investments Commission, the maximum value of Shares for which each eligible shareholder may subscribe under the SPP is \$5,000 in any consecutive 12 month period. This limit applies to each Shareholder even if you hold Shares in more than one capacity – for example, as a sole holder and as a first (or subsequent) named holder of two or more joint holders – and irrespective of the number of Shares held by you on the Record Date. A trustee or nominee expressly noted on the Share register of MaxiTRANS may apply for a maximum of \$5,000 worth of MaxiTRANS Shares for each different beneficiary named on the register.

3. Participation

Participation in the SPP by Shareholders is optional and is subject to these Terms and Conditions including the Application Form. MaxiTRANS is not providing investment advice or making any recommendation in relation to the SPP. Any decision to participate should be made after considering your own objectives, financial circumstances and needs, and obtaining independent advice if necessary.

4. Offer and price

The offer of Shares under the SPP is non-renounceable and Shares will be issued under the SPP only to the Shareholders to whom they are offered. This means that your right to purchase MaxiTRANS Shares under the SPP cannot be transferred to anyone else.

Each offer of Shares under this SPP is made on the same terms and conditions, and all eligible shareholders will receive the same offer, irrespective of the number of Shares held by them on the Record Date.

The offer price for each Share is at a 5% discount to the volume weighted average price of MaxiTRANS Shares traded in the ordinary course on ASX during the 5 trading days ending on and including the closing date of the SPP offer (expected to be 16 April 2009), rounded down to the nearest cent.

You should note that the MaxiTRANS Share price may rise or fall between the date of this offer and the date when MaxiTRANS Shares are allotted and issued to you under the SPP. This means that the price you pay per MaxiTRANS Share under this offer may be higher or lower than the MaxiTRANS Share price at the time of this offer or at the time the MaxiTRANS Shares are allotted and issued to you under the SPP.

5. Investment amounts

Under the SPP you may apply for a parcel of MaxiTRANS Shares valued at \$500, \$1,000, \$2,500 or \$5,000. As stated in the section titled Eligibility to Participate, the maximum amount that can be applied for is \$5,000.

The number of MaxiTRANS Shares to be issued to you will be calculated by dividing the value of MaxiTRANS Shares that you have applied for by the offer price, then rounding up to the nearest whole number of MaxiTRANS Shares. For example, in the absence of scale back, if you apply for \$5,000 worth of MaxiTRANS Shares and the offer price is \$0.25 per MaxiTRANS Share, you will be allotted 20,000 new MaxiTRANS Shares.

6. Applications may be scaled back

MaxiTRANS reserves the right to scale back allocations under the SPP at its sole discretion. Any refunds will be paid by MaxiTRANS to shareholders shortly after the close of the SPP offer. No interest will be paid on any money refunded.

7. Costs of Participation

No brokerage, commissions, stamp duty or other transaction costs are payable by you in respect of the application for, and issue of, Shares under the SPP.

8. Ranking of Shares

All MaxiTRANS Shares issued under the SPP will rank equally with all other Shares on issue as of the date of issue and will carry the same voting rights, dividend rights and other entitlements as those Shares. They will not confer a right to be paid the 2009 interim dividend, being the dividend that is to be paid on 24 April 2009.

9. How to apply for Shares

You can either:

- (a) complete and return the enclosed Application Form, together with payment by cheque, bank draft or money order in Australian dollars drawn on an Australian bank and made payable to MaxiTRANS Industries Limited – Share Purchase Plan, in the enclosed reply-paid envelope (New Zealand holders will need to affix the appropriate postage stamp); or
- (b) pay directly via BPAY® on the internet or telephone, by using the personalised reference number shown on your Application Form, together with the biller code for MaxiTRANS also shown on the Application Form. **If you pay by BPAY® there is no requirement to return the Application Form,**

in each case by no later than **5.00pm (Melbourne time) on Thursday 16 April 2009**. Applications received after that time will not be accepted. Do not forward cash. Receipts for payment will not be issued.

Applications and payments under the SPP may not be withdrawn after they have been received by MaxiTRANS. Application money will not bear interest against MaxiTRANS in any circumstances.

The Board may, at its discretion, reject any acceptance which:

- (a) is incomplete or incorrectly filled out, or where the payment to which the acceptance relates is not paid in full on first presentation; or

- (b) the Board believes is completed by a person within, or a person acting for the account or benefit of a person within, another jurisdiction where, in the reasonable opinion of the Board, it would be unlawful or impractical for MaxiTRANS to issue Shares under the Plan.

10. Issue of Shares

MaxiTRANS expects to allot MaxiTRANS Shares under the SPP on 24 April 2009 and will apply for those Shares to be quoted on ASX.

MaxiTRANS will, within the period required by the ASX Listing Rules, send eligible shareholders whose application has been accepted by the Board a holding statement in respect of any Shares issued to them under the SPP. You should confirm your holding before trading in any MaxiTRANS Shares you believe have been allotted to you under the SPP.

11. Amendment, suspension and termination

The Board may, in its discretion, amend, suspend or terminate the SPP at any time and adopt any administrative procedures it thinks appropriate in relation to the SPP.

MaxiTRANS will notify ASX of any amendment, suspension or termination of the SPP, but failure to do so will not invalidate the amendment, suspension or termination.

MaxiTRANS may issue to any person fewer Shares than subscribed for under the SPP (or none at all) if MaxiTRANS believes that the issue of those Shares would contravene any law in any jurisdiction) the rules of any stock exchange on which Shares are quoted or the terms of the offer in respect of which the issue of Shares is to be made.

12. Dispute resolution

MaxiTRANS may settle, in any manner it thinks fit, any difficulties, anomalies or disputes which may arise under or in connection with the operation of the SPP, whether generally or in relation to any participant or class of participants, application for Shares or issue of Shares under the SPP, and the decision of MaxiTRANS shall be conclusive and binding on all participants and other persons to whom the determination relates.

MaxiTRANS reserves the right to waive compliance with any provision of these Terms and Conditions.

13. Terms binding

By accepting the offer to purchase MaxiTRANS Shares under the SPP, you agree to be bound by these terms and conditions (including the Application Form) and MaxiTRANS' constitution.

14. Privacy

Chapter 2C of the *Corporations Act 2001* (Cth) (the Act) requires information about Shareholders (including name, address and details of the Shares held) to be included in MaxiTRANS's public register. If a Shareholder ceases to be a Shareholder, Chapter 2C of the Act requires this information to be retained in MaxiTRANS's public register. These statutory obligations are not altered by the *Privacy Act 1988* (Cth) as amended. Information is collected to administer Shareholders' security holdings.

15. Ineligible Shareholders

Eligible Shareholders are not themselves eligible to participate in respect of an Offer where they act for the account or benefit of an Ineligible Shareholder, or a person acting for the account or benefit of an Ineligible Shareholder.

Trustees or nominees acting for the account or benefit of any person are prohibited from extending the Offer to a person where this does not comply with applicable foreign laws. The Shares offered under this Plan have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended, or the securities laws of any U.S.

state. It is the responsibility of the registered holder to ensure that any acceptance and application for Shares pursuant to an Offer complies with applicable foreign laws.

16. Governing law

This offer is governed by the laws in force in Victoria, Australia. By accepting this offer, you submit to the non exclusive jurisdiction of the courts of Victoria.