

Sandhurst Investment Common Fund

Investment Objective

The objective of the Fund is to provide a fixed term investment with capital stability and a choice of investment terms and interest rates by investment of the Fund in a selected portfolio of Australian first registered mortgages and other securities.

A complete list of our current rates is available on our website www.sandhursttrustees.com.au/commonfunds, at any Bendigo Bank branch or by contacting our Customer Service Centre on 1800 803 173.

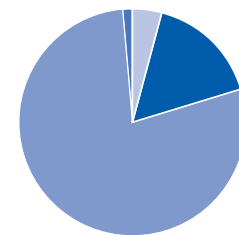
Fund Performance

Since its inception the Fund has always achieved the anticipated rate of return on investment, however Sandhurst does not guarantee the payment of the anticipated rate of return to investors in the future.

Assets and performance as at 31 March 2011

Investment profile as at 31 March 2011	
Cash at bank	\$6,496,538
Negotiable Certificates of Deposit	\$23,827,930
Mortgage backed securities	\$2,005,178
Mortgage loans	\$116,857,182
Total assets	\$149,186,828
Mortgage analysis	
Number of loans	253
Average loan size	\$461,886
Largest loan	\$8,918,797
Average loan to value ratio	52.6%
Number of investors	4,837
Fixed/variable loan interest rate split	
Fixed	\$92,060,265
Variable	\$24,796,917

Fund Investment Portfolio



Cash at Bank	4.4%
Negotiable Certificates of Deposit	16.0%
Australian First Registered Mortgages	78.3%
Mortgage Backed Securities	1.3%

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Quarterly disclosure update

The Australian Securities and Investment Commission (ASIC) Regulatory Guide 45 - "Mortgage schemes – improving disclosure for retail investors" sets out 8 benchmarks which ASIC has formulated to improve disclosure to retail investors participating in unlisted mortgage schemes. Issuers, like Sandhurst, are not required to meet the benchmarks provided that reasons for not meeting the benchmarks are disclosed on an "if not, why not" basis. Sandhurst addresses each of these benchmarks in the Update to Sandhurst Common Funds Product Disclosure Statement dated 10 August 2009. Sandhurst continually reviews its position with regards to the benchmarks, as some of the information disclosed will change over time.

The following information identifies changes to our previous disclosure under each benchmark and should be read in conjunction with the Sandhurst Common Fund Product Disclosure Statement dated 25 May 2007, the Update to the Sandhurst Common Fund Product Disclosure Statement dated 10 August 2009 and any other updates to the Product Disclosure Statement available on our website.

Benchmark 1 - Liquidity

Sandhurst complies with Benchmark 1

As at 31 March 2011, the Investment Common Fund had liquidity, as defined under the ASIC benchmark (i.e. cash or cash equivalents) of \$30,324,468 or 22.0% of total assets. The composition and level of liquidity may change over time.

The Investment Common Fund has a standby facility in place with Bendigo and Adelaide Bank (the Bank) to assist with the management of short term liquidity should the need arise. This facility is repayable on the 24 June 2011 or earlier if required by the Bank. As at 31 March 2011 no funds have been drawn down on this facility and the aggregate undrawn amount is \$50,000,000.

Investment Types	Amount (\$)	% of portfolio
Cash	6,496,538	4.4
Negotiable Certificates of Deposit	23,827,930	16.0

The maturity date of all such deposits and investments is not greater than 200 days.

Benchmark 2 - Scheme Borrowing

Sandhurst complies with Benchmark 2

Refer to Benchmark 1 for details of the standby facility.

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Benchmark 3 - Portfolio Diversification

Sandhurst complies with Benchmark 3

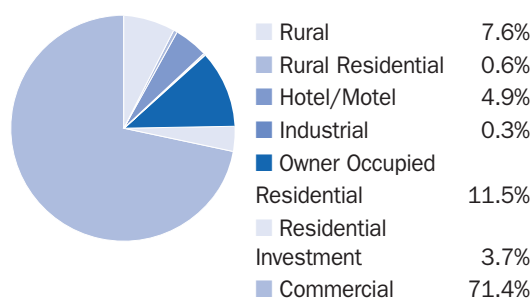
Number and value of loans

As at 31 March 2011 there were 253 mortgage loans totalling \$116,857,182.

Loans by class of activity

Activity	Amount (\$)	No. of Loans	% by No.
Rural	8,905,343	35	13.8
Rural Residential	652,975	5	2.0
Hotel/Motel	5,782,753	16	6.3
Industrial	342,522	1	0.4
Owner Occupied Residential	13,442,525	56	22.1
Residential Investment	4,375,730	23	9.1
Commercial	83,355,334	117	46.3
Total	116,857,182	253	100.0

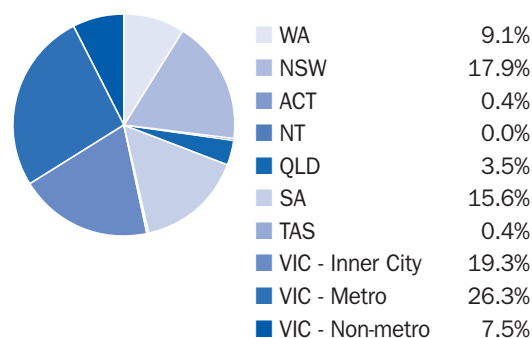
Loans by class of activity (% by \$)



Loans by geographic region

Geographical profile	Amount (\$)	No. of Loans	% by No.
Victoria			
Inner City	22,529,149	12	4.7
Metro	30,866,601	36	14.3
Non-metro	8,764,346	57	22.5
Other States			
Australian Capital Territory	477,097	3	1.2
New South Wales	20,910,638	76	30.0
Northern Territory	0	0	0
Queensland	4,040,308	19	7.5
South Australia	18,243,499	28	11.1
Tasmania	417,067	2	0.8
Western Australia	10,608,477	20	7.9
Total	116,857,182	253	100.0

Loans by geographic region (% by \$)



Loans in arrears

As at 31 March 2011 there were 2 loans totalling \$967,456 in arrears greater than 30 days. This represents 0.8% of the total loan portfolio by dollar value.

Days in Arrears	Principal (\$)	Payments in Arrears (\$)	No. of Loans
30 - 60 days	175,321	4,017	1
60 - 90 days	0	0	0
90 days and over	792,135	85,719	1

All the above payments in arrears are considered to be recoverable.

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Benchmark 3 - Portfolio Diversification continued

Security type

As at 31 March 2011, all of the 253 loans were secured by way of first registered mortgage over Australian property. No loans were unsecured.

Largest borrower(s)

As at 31 March 2011, the total loan monies lent to the 10 largest borrowers was \$44,053,974. This represents 4.0% of the number of loans of the portfolio and 37.7% of the value of the portfolio.

The largest borrower had 1 loan of \$8,918,797 representing 7.6% of the value of the Portfolio.

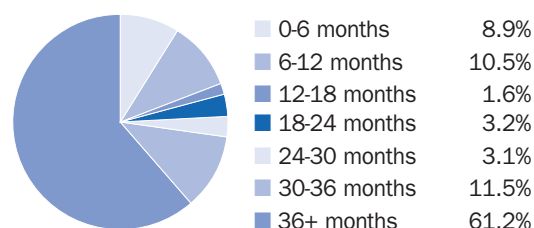
Undrawn loan commitments

As at 31 March 2011, the Investment Common Fund had 1 loan totalling \$198,250 that was approved, but not yet advanced.

Loans by maturity profile

Maturity Profile	Amount (\$)	No. of Loans	% by No.
0-6 months	10,445,646	20	7.9
6-12 months	12,281,031	17	6.7
12-18 months	1,876,215	8	3.2
18-24 months	3,768,138	7	2.8
24-30 months	3,601,239	11	4.3
30-36 months	13,457,135	14	5.5
36+ months	71,427,778	176	69.6
Total	116,857,182	253	100.0

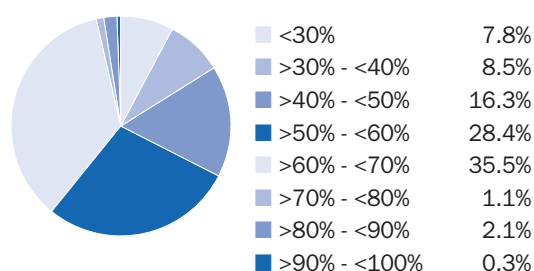
Loans by maturity profile (% by \$)



Loans by loan to valuation ratios

Loan to valuation ratio (LVR)	Amount (\$)	No. of Loans	% by No.
<30%	9,162,453	48	19.0
30-40%	9,941,100	33	13.0
40-50%	19,032,158	42	16.6
50-60%	33,222,689	44	17.4
60-70%	41,428,097	70	27.6
70-80%	1,251,462	5	2.0
80-90%	2,438,709	9	3.6
90-100%	380,514	2	0.8
Total	116,857,182	253	100.0

Loans by loan to valuation ratios (% by \$)



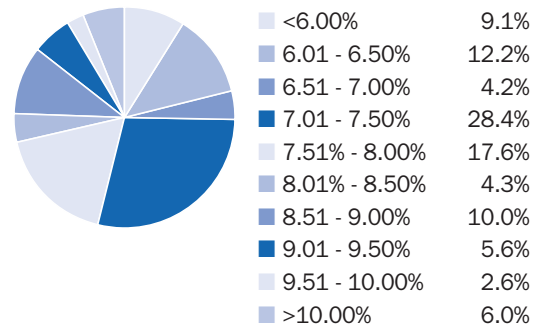
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Benchmark 3 - Portfolio Diversification continued

Loans by interest rates

Mortgage Split by Interest Rate	Amount (\$)	No. of Loans	% by No.
<6.00%	10,684,111	4	1.6
6.01-6.50%	14,231,463	68	26.9
6.51-7.00%	4,935,111	5	2.0
7.01-7.50%	33,200,317	29	11.5
7.51-8.00%	20,527,061	19	7.5
8.01-8.50%	5,061,934	14	5.5
8.51-9.00%	11,654,345	67	26.5
9.01-9.50%	6,564,964	15	5.9
9.51-10.00%	2,985,459	11	4.3
>10.00%	7,012,417	21	8.3
Total	116,857,182	253	100.0

Loans by interest rate (% by \$)



Benchmark 4 - Related Party Transactions

Sandhurst complies with Benchmark 4

The Fund has a standby facility in place with the Bank. As at 31 March 2011, no funds have been drawn on this facility.

Benchmark 5 - Valuation Policy

Sandhurst complies with Benchmark 5

The Investment Common Fund has 1 loan that accounts for 7.6% of the loan book as at 31 March 2011. The LVR of this loan is 65.3%. The valuation of the secured property is on an "as is" basis and is dated 26 March 2009.

Benchmark 6 - Lending Principles - loan to valuation ratios (LVR)

Sandhurst complies with Benchmark 6(a)

Sandhurst does not comply with Benchmark 6(b)

Sandhurst has elected to continue to hold residential mortgages with LVR's up to 95%, where lender's mortgage insurance is in place. Sandhurst is satisfied in these cases that the loans are adequately insured against loss.

Benchmark 7 - Distribution Practices

Sandhurst complies with Benchmark 7

There has been no change to our response in the Update to Sandhurst Common Funds Product Disclosure Statement dated 10 August 2009 for Benchmark 5 to Benchmark 7.

Benchmark 8 - Withdrawal Arrangements

Sandhurst complies with Benchmark 8

Refer to Benchmark 1 for details of the standby facility.

For further information, contact our Customer Service Centre on 1800 803 173

or visit our website: www.sandhursttrustees.com.au/commonfunds

The information contained in this update is current as at 31 March 2011 and is provided by Sandhurst Trustees Limited (Sandhurst), ABN 16 004 030 737 AFSL 237906, a subsidiary of Bendigo and Adelaide Bank Limited (the Bank) ABN 11 068 049 179. Investments in this Fund are not deposits with, guaranteed by, or liabilities of the Bank, or any of its subsidiaries. There is a risk that investors may lose some or all of their principal investment, that the Fund may achieve lower than expected returns and that withdrawal proceeds may not be paid within a reasonable period after the end of the fixed term. Please consider your situation and read the Product Disclosure Statement, available from any Bendigo Bank branch or by phoning 1800 803 173, before making an investment decision. (S34337) (04/11)