TO: IAN TEMBY AO QC

I, KENNETH MAXWELL BROWN, Director of Liquor and Gaming, hereby appoint you, a legal practitioner of at least 7 years standing, to preside over an inquiry pursuant to section 41X of the Registered Clubs Act 1976 for the purposes of investigating certain allegations about corrupt or improper conduct in relation to the Penrith Rugby League Club Limited ("the Club").

In conducting the inquiry you have the powers and authorities conferred on a commissioner by Division 1 of Part 2 of the Royal Commissions Act 1923 and by Division 2 of Part 2 of that Act (except for section 17(4) and (5)).

The matters to be the subject of the inquiry are allegations that:

(a) the board of the Club aborted the March 2002 board election because of an apprehension that the election, if carried through to conclusion, would or might lead to loss of power by the existing board;

(b) constitutional changes were then effected with a view to, or which had the effect (direct or indirect) of, enabling proxies to vote, enabling Club employees to vote, and precluding all Club ordinary members from directly voting in the board election held later in 2002, and subsequent elections;

(c) the Club, by its board and/or Mr Roger Cowan, misled members of the clubs with which the Club amalgamated between 1998 and 2003 as to the continuing voting rights of members of those clubs;

(d) Mr Cowan misled the board of the Club as to those voting rights;

(e) information as to the remuneration package of Mr Cowan, and the financial dealings between Phyro Holdings Pty Limited and the Club, and benefits flowing to Mr Cowan and that company whether directly or indirectly from the position he holds and from those financial dealings, have since at least 1 June 1994 been withheld from the Club's board and its members;

(f) *the Club is, and has since at least 1 June 1994 been, to a large extent run by and for the benefit of Mr Cowan and his close associates, including members of his family and Phyro Holdings Pty. Limited, and not in good faith for the benefit of all members of the Club;*

and that such allegations involve corrupt or improper conduct.

If in the course of your inquiry you become aware of any other matter concerning the Club which in your view could usefully be examined, you are required to advise me of such matter in writing, so that I can consider extending the terms of this Instrument of Appointment.

You are required to report to me on the findings of the Inquiry no later than 1 October 2004, or such later date as may be stipulated by me, and you may in your discretion provide me with one or more Interim Reports.

The procedures to be adopted at the Inquiry (in addition to those required by any Act or law) shall be as follows:

(a) *The inquiry is to be held in public unless you, if satisfied that it is desirable to do so by reason of the confidential nature of the evidence or for any other reason, direct that any part of the inquiry is held in private in which case you may give directions as to whom may be present;*

(b) *You may give directions as to the form in which evidence may be received, including, if satisfied that it is desirable to do so, the giving of evidence by any witness under a pseudonym;*

(c) *You may, if satisfied that a person or body is substantially and directly interested in the matters which are the subject of the inquiry, allow that person or body to appear before the inquiry and may allow the person or body to be represented by counsel or solicitor;*

(d) *Any such counsel or solicitor may with your leave, examine or cross-examine any witness on any matter which you deem relevant to the inquiry;*

(e) *If approved by you an allowance for travelling expenses and maintenance may be payable if approved by you to a witness summonsed to appear before the inquiry as if the witness were a witness in proceedings in the Supreme Court; and*

(f) *You may determine other matters of procedure to be adopted at the inquiry consistent with this instrument and Part 4A Division 6 of the Registered Clubs Act 1976.*

DATED: THIS 30th DAY OF APRIL 2004