McPherson's Limited
ABN 98 004 068 419

5 Dunlop Road
PO Box 4490
Mulgrave. Vic. 3170
Australia

Telephone: (03) 9566 3300
Facsimile: (03) 9574 9075

4 June 2003

Dear Shareholder

SHARE PURCHASE PLAN

Directors of the Company announced on 28 May 2003 their intention to establish a Share Purchase Plan ("Plan"), whereby shareholders would have the opportunity to subscribe for a limited number of shares at the same price as institutional investors who participate in a $26 million share placement ("Placement"), similarly announced on 28 May 2003.

Proceeds from both the Placement and the Plan will be used to partly fund the acquisition of Cork Asia Pacific, announced on 28 May 2003.

Directors have determined that all registered holders of the Company's Ordinary Shares at the close of business on 28 May 2003, with a registered address in either Australia or New Zealand, are eligible to participate in the Plan.

Shares will be offered to eligible shareholders at a price of $2.50 per share. The Plan is fully underwritten by Burdett Buckeridge Young Limited.

Eligible shareholders will have the option of purchasing shares under the Plan at three levels:

LEVEL	SHARES	PRICE	TOTAL COST
1	500	$2.50	$1,250
2	1,000	$2.50	$2,500
3	2,000	$2.50	$5,000

The Company proposes to hold a General Meeting on 27 June 2003 at which shareholders will be asked to approve the issue of 10,400,000 new Ordinary Shares to placees in the Placement. The offer to shareholders under the Plan will be conditional on shareholders approving this placement of 10,400,000 new Ordinary Shares at $2.50 each.

If the total subscriptions received under the Plan exceed $5 million, the Company reserves the right to allocate to any applicant a lesser number of shares than those for which application has been made. Where an application is accepted only in part, the relevant portion of the application monies will be refunded.

Please find attached the Plan Application Form together with further details regarding the operation of the Plan.

Yours faithfully,

P.R. BENNETT
Company Secretary

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SHARE PURCHASE PLAN APPLICATION FORM

Computershare

All correspondence to:
Computershare Investor Services Pty Limited
GPO Box 52 Melbourne
Victoria 3001 Australia
Enquiries (within Australia) 1300 850 505
(outside Australia) 61 3 9615 5970
Facsimile 61 3 9611 5710
web.queries@computershare.com.au
www.computershare.com

Record Date: **28 May 2003**

Offer Closes: **24 June 2003 at 5.00pm**

Purchase Price: **A$2.50 per share**

McPherson's Limited Share Purchase Plan

This application form and the provisions on the reverse of this page explain the terms and conditions of the McPherson's Limited Share Purchase Plan ("Plan"). The Plan will be fully underwritten by Burdett Buckeridge Young Limited. By accepting the offer to purchase shares under the Plan, you agree to be bound by these terms and conditions and the constitution of McPherson's Limited ("Company").

The price at which shares are being offered to you under the Plan is less than the market price of the ordinary shares of the Company in the 30 days prior to the date of this offer. The market price of the Company's shares may rise or fall between the date of this offer and the date when the shares are allotted to you. This means that the price you pay per share under the Plan may exceed the price of the Company's shares at the time the shares are allotted to you. Accordingly, you should seek your own financial advice in relation to this offer and your participation in the Plan.

If you wish to apply for any shares under this offer, please complete and detach the application form set out below and forward it with your payment to the Company's Registry at the address shown below, so that it is received on or before **5.00pm on 24 June 2003**. Cheques should be made payable to **McPherson's Limited**. Application forms and/or payments received after 5.00pm on 24 June 2003 will not be accepted. If the exact amount of money is not tendered with your application form, the Company reserves the right to return your application form and cheque and not allot any shares to you under the Plan. **The implementation of the Plan and the issue of any shares to you under it are conditional on shareholders, at the meeting of shareholders to be held on 27 June 2003, approving for the purposes of ASX Listing Rule 7.1, the issue of 10,400,000 ordinary shares in the Company by way of institutional placement.** If that approval is not obtained the Plan will not be implemented and all application moneys will be returned to you (without interest).

It is anticipated that the shares allotted to you under the Plan will be quoted on the Australian Stock Exchange on or about 7 July 2003. You should receive your holding statement or confirmation advice showing the issue of shares to you under the Plan shortly after that date.

The total cost of all shares purchased by an eligible member (including through joint and beneficial holdings) may not exceed $5,000.00.

All correspondence should be addressed to the Company's Share Registry: GPO Box 52 Melbourne Victoria 3001 Australia. Tel: 1300 850 505

Please detach here and return with your cheque in the envelope provided

Acceptance Slip

I/We wish to purchase shares @ A$2.50 per share:

BOX A	
Please tick Preference	✓
500 shares - $1,250.00	
1000 shares - $2,500.00	
2000 shares - $5,000.00	

Drawer	Bank	Branch (BSB)	Total Amount

(   ) Daytime Telephone Number

This offer is non-renounceable by you.
Return Application Form and cheque in the envelope provided.

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THE MCPHERSON'S LIMITED SHARE PURCHASE PLAN ("PLAN")

Members eligible to participate in the Plan are those who were registered holders of fully paid ordinary shares in the Company on 28 May 2003 with a registered address in either Australia or New Zealand.

The purchase price for each share under the plan is $2.50. The offer closes at **5pm on 24 June 2003.**

The offer is non-renounceable by you. This means that you cannot transfer your right to purchase shares under this offer to any other person. The Plan will be fully underwritten by Burdett Buckeridge Young Limited.

The implementation of the Plan and the issue of any shares to you under it are conditional on shareholders, at the meeting of shareholders to be held on 27 June 2003, approving for the purposes of ASX Listing Rule 7.1, the issue of 10,400,000 ordinary shares in the Company by way of institutional placement. If that approval is not obtained the Plan will not be implemented and all application moneys will be returned to you (without interest).

By law, the maximum any member is eligible to purchase under the Plan is **2,000** shares. This maximum will apply even if you receive more than one offer (for example, because you are a joint holder of shares or because you hold more than one shareholding under separate share accounts). The Company reserves the right to reject any application for shares which it believes does not comply with this rule. Accordingly, by lodging an application for shares under the Plan, you will be taken to have confirmed that the total cost of all shares purchased by you (including through joint and beneficial holdings) does not exceed $5,000.00, and further, to have certified that the aggregate of the price of all of the shares you have applied for under the Plan and any other ordinary shares in the Company you have applied for under any arrangement similar to the Plan in the 12 months prior to this application does not exceed $5,000.

The Company may settle, in any manner it thinks fit, any disputes or anomalies which may arise in connection with or by reason of the operation of the Plan, whether generally or in relation to any applicant or application of shares. The decision of the Company will be conclusive and binding on all persons to whom the determination relates. The Company reserves the right to waive compliance with any provision of the terms and conditions of the Plan.

All new shares issued under the Plan will rank equally with existing fully paid ordinary shares in the Company at the time of issue and will carry the same voting rights, dividend rights and other entitlements.

By forwarding a cheque and completing this application form, you acknowledge that you have read and understood the terms and conditions of the Plan, as set out in this application form and the covering letter.

Application and Payment

Your cheque should be crossed 'Not Negotiable' and made payable to 'McPherson's Limited'. Please ensure you submit the correct amount. Incorrect payments may result in your application being rejected. Please ensure that you write your entitlement number set out on the front of this from on the back of your cheque. Please do not staple the cheque to your application form.

Please note that payments must be made by cheque accompanying your application form. Cheques must be in Australian dollars and drawn on an Australian bank. Cash will not be accepted via the mail or at the share registry and payments cannot be made at any bank.

Application forms and cheques must be received by no later than **5pm 24 June 2003.** You should allow sufficient time for delivery to occur. A reply paid envelope is enclosed for shareholders in Australia. New Zealand holders will need to affix the appropriate postage. Your application form and cheque should be returned in the envelope provided or delivered to our registry at the address shown on the front page.