

OFFICIUM SPECIAL SITUATIONS FUND

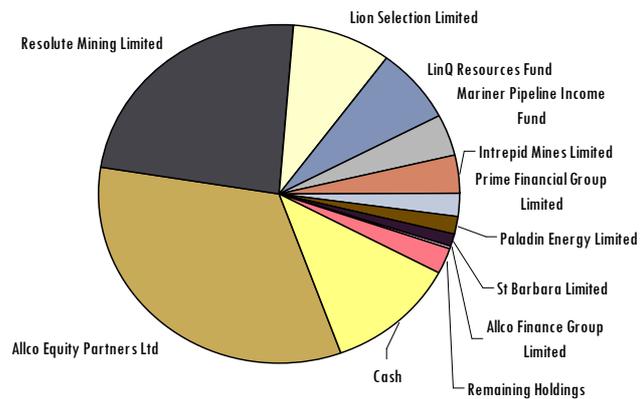
The Australian share market fell further in October, with the S&P/ASX 300 index recording a fall of -12.9% for the month. No sectors posted positive returns over the month, and resource stocks were particularly weak as the global economic picture continued to worsen and commodity prices slumped. The price of gold fell as the US Dollar strengthened, closing the month at US\$739 per ounce, its lowest monthly close since August 2007. Oil also ended the month down, falling 32.4%.

Following a 63% fall in the share price of Resolute Mining Limited, which was previously the largest holding of the Fund, the Officium Special Situations Fund fell significantly over October, posting a negative return of -35.41%. At the beginning of October Resolute Mining Limited announced its intention to raise further capital in order to complete the redevelopment and ramp-up of their gold mine at Syama, through a rights issue to shareholders at a price of 55 cents per share. However, following the announcement, the share price proceeded to fall substantially, from around \$1.30 per share on October 1, to 48 cents per share on October 22. The board of Resolute Mining Limited subsequently suspended trading of Resolute shares pending an alternative capital raising program, with a new structure and a re-pricing of the issue. Clearly, global market conditions are very difficult and Resolute is aiming to complete the capital raising process before opening the shares to trading again.

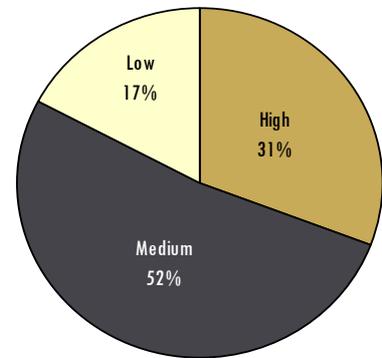
During October the Fund added to its investment in Allico Equity Partners Limited, increasing its weighting to 32.98% of the Fund's assets and making it the largest investment in the Fund. Allico Equity Partners Limited has performed relatively well in this volatile market, falling by just 6 cents over the month; investors also received a 6 cent dividend which was also paid in October. This listed investment trust continues to trade at a significant discount to value with a reported net assets per share of \$4.96 (marked to market value, as at 30 September 2008), thus the company is trading at over a 60% discount to value.

NOTE: Due to the high concentration of RSG and AEP in this Fund, any purchase of new units in the Officium Special Situations Fund is effectively equivalent to investing circa 57% (cumulative) of your funds in Resolute Mining Limited (RSG) and Allico Equity Partners Limited (AEP) at current share prices, i.e. as at 31 October 2008, \$0.48 and \$1.81, respectively. Please be mindful of this when considering a new investment into the Officium Special Situations Fund or purchasing additional units in the Fund.

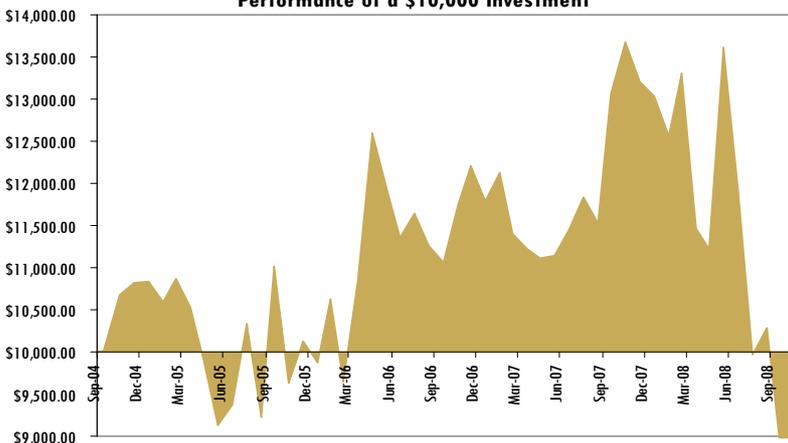
OFFICIUM SPECIAL SITUATIONS FUND PORTFOLIO



OFFICIUM SPECIAL SITUATIONS FUND PORTFOLIO VOLATILITY



Performance of a \$10,000 Investment



Performance Summary	Officium Special Situations Fund	UBS Bank Bill Index
Since Inception p.a. (6/9/04)	-10.67%	n/a
1 Year	-56.10%	1.98%
2 Years p.a.	-28.57%	7.80%
3 Years p.a.	-13.64%	7.21%
1 Month	-35.41%	0.71%
Profitable Months	48.00%	100.00%
Distribution for quarter	\$0.0000	n/a
Fund Assets (million)	\$27.08	n/a
Application Unit Price	0.5077	n/a
Withdrawal Unit Price	0.5049	n/a
Net Asset Value Unit Price	0.5063	n/a

OFFICIUM SPECIAL SITUATIONS FUND

With a concentrated investment portfolio seeking to maximise medium-term gains, the Officium Special Situations Fund focuses on investing in the most attractive opportunities rather than diversifying investments across asset classes. The Special Situations Fund offers investors a unique approach to investing in the Australian share market.

The investment team uses a screening model to identify attractive investment opportunities. It then assesses the opportunity using qualitative and quantitative analysis, with an overriding value-oriented and fundamentals-based research process. This is enhanced by research visits and interviews with potential companies and projects throughout Australia. Once the research process is complete, opinions on each nominated investment opportunity are formulated and debated by the team before any decisions are made on investment levels and position limits.

Officium Capital's real difference lies in its highly developed understanding and execution of its value investing approach: Preservation of capital and principled investment decisions that minimise risk to achieve positive gains for investors over the medium to long term.

In periods of exceptionally strong equity market returns, Officium funds can, and in fact likely will, under-perform against the more traditional equity funds. In such an environment many assets become overvalued and this is when the downside risk from a more traditional investment approach is greatest. Our value investing helps preserve investor's capital, through seeking to achieve positive returns in all market conditions.

During downturns and times of negative market sentiment, the value investing approach moves into its element. Value opportunities emerge throughout the investment landscape. It is in these times that the cash typically held in reserve while the market is over-heated becomes a ready resource to invest in well-managed companies with an underlying capital value worth far more than the share price reflects.

In times of recession, value investing remains a superior investment strategy although the funds adopt key defensive characteristics in order to preserve client capital. In such an environment, it is likely that other investment and asset classes will under perform, representing large-scale value opportunities from which the largest gains are made during the next growth phase in the market. Investment and asset classes will under-perform, representing large-scale value opportunities from which the largest gains are made during the next growth phase in the market.

ABOUT THE FUND

The Officium Special Situations Fund is a unique Fund that seeks to uncover value in securities not well understood by the mainstream investment community. To take advantage of these misunderstandings, the Fund invests in a concentrated portfolio of Australian securities and financial products that are undervalued at the time of acquisition.

Managed by Officium's Chief Investment Officer, David Guy, investments made by the 'Special Sits' Fund are uncovered through a methodical and comprehensive process of analysis. The Fund invests into areas of the market overlooked or disregarded by other investors, including "fallen angels" (formerly well-regarded companies which have fallen on hard times), complicated securities, and under-researched or unfashionable securities or sectors.

The objective of the Fund is to provide positive returns over the long term (five years plus) by realising the value of a stock once it is better understood by, or back in favour with, the market. Both the concentrated and misunderstood nature of the Fund's intended investments means it is likely that the Fund will be very volatile and produce its returns independent of broader asset markets.

FUND FACTS

Composition Australian shares and investments
Fund Start Date 6 September 2004
Investment Timeframe 5 years
Withdrawals Weekly
Distributions Quarterly
Minimum Investment \$10,000
APIR Code WPC003AU
ARSN 110 619 488
Unit Prices Weekly
Applications Weekly
MER 0.25625% p.a.
Buy-sell spread 0.275%/0.275%
Performance Fee 20.5% of positive returns with any negative returns recouped before the performance fee applies
Level of Risk High

Important Information

This report is provided for investors in the Funds. While all care has been taken in the preparation of this report (using sources believed to be reliable and accurate), Officium Capital Ltd, its officers, employees, agents and associated entities accept no responsibility for and will not be liable in respect of any loss or damage suffered by any person in connection with this other than under law which cannot be excluded. You should seek your own financial and taxation advice before dealing with your investment.

This report has been prepared without taking into account your investment objectives, financial situation or particular needs. Before investing, or retaining an investment, in any of the Funds you should read the relevant PDS and consider whether the Fund is appropriate having regard to those matters. A copy of the PDS is available at www.officiumcapital.com.au. Remember, past performance should not be taken as an indication of future performance.

TOP TEN LARGEST PORTFOLIO HOLDINGS

Top Ten Holdings	% of Portfolio	Volatility*
Alco Equity Partners Ltd	32.98%	Medium
Resolute Mining Limited	24.02%	High
Lion Selection Limited	8.82%	Medium
LinQ Resources Fund	7.27%	Medium
Mariner Pipeline Income Fund	3.82%	Low
Intrepid Mines Limited	3.58%	High
Prime Financial Group Limited	2.22%	Medium
Paladin Energy Limited	1.70%	Low
St Barbara Limited	1.23%	High
Alco Finance Group Limited	0.31%	High
Remaining Holdings	2.50%	Medium
Cash	11.54%	Low
TOTAL	100%	

Expected Capital Movement from Volatility*
 High: ± 15%+ p.a.
 Medium: ± 5 to 15% p.a.
 Low: ± 0 to 5% p.a.

MONTHLY PERFORMANCE RETURNS

