

IN THE SUPREME COURT OF VICTORIA AT MELBOURNE  
COMMERCIAL AND EQUITY DIVISION  
COMMERCIAL COURT

S CI 2011

**IN THE MATTER OF WILLMOTT FORESTS LIMITED (RECEIVERS AND MANAGERS APPOINTED) (IN LIQUIDATION) (ACN 063 263 650)**

**WILLMOTT FORESTS LIMITED (RECEIVERS AND MANAGERS APPOINTED) (IN LIQUIDATION) (ACN 063 263 650) IN ITS CAPACITY AS RESPONSIBLE ENTITY OF THE MANAGED INVESTMENT SCHEMES LISTED IN SCHEDULE 2 AND IN ITS CAPACITY AS MANAGER OF THE UNREGISTERED SCHEMES LISTED IN SCHEDULES 3 AND 4 AND ORS ACCORDING TO SCHEDULE 1**

Plaintiffs

**CERTIFICATE IDENTIFYING EXHIBIT**

Date of document: 13 December 2011  
Filed on behalf of: the Plaintiffs

Prepared by:

**ARNOLD BLOCH LEIBLER**  
Lawyers and Advisers  
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333 Collins Street  
MELBOURNE 3000

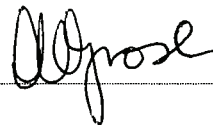
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(Kimberley MacKay: kmackay@abl.com.au)

This is the exhibit marked "CDC-3" now produced and shown to **CRAIG DAVID CROSBIE** at the time of swearing his affidavit on 13 December 2011.

**MEAGAN LOUISE GROSE**  
Arnold Bloch Leibler  
Level 21, 333 Collins Street  
Melbourne 3000

Before me: \_\_\_\_\_



An Australian Legal Practitioner within the  
meaning of the Legal Profession Act 2004

**Exhibit "CDC-3"**  
**Orders of the Honourable Justice Dodds-Streeton made on 29 June 2011 in Federal Court of Australia proceeding no VID 386 of 2011 (without exhibits)**

**IN THE FEDERAL COURT OF AUSTRALIA  
VICTORIA DISTRICT REGISTRY  
GENERAL DIVISION**

No: **(P)VID386/2011**

IN THE MATTER OF WILLMOTT FORESTS LIMITED (RECEIVERS AND MANAGERS  
APPOINTED) (IN LIQUIDATION)  
ACN 063 263 650

WILLMOTT FORESTS LIMITED (RECEIVERS AND MANAGERS APPOINTED)  
(IN LIQUIDATION) ACN 063 263 650  
IN ITS PERSONAL CAPACITY AND IN ITS CAPACITY AS RESPONSIBLE ENTITY OF  
EACH OF THE MANAGED INVESTMENTS SCHEMES LISTED IN SCHEDULE 1 AND  
IN ITS CAPACITY AS MANAGER OF THE UNREGISTERED MANAGED  
INVESTMENT SCHEME LISTED IN SCHEDULES 2 AND 3  
First Plaintiff

CRAIG DAVID CROSBIE  
Second Plaintiff

IAN MENZIES CARSON  
Third Plaintiff

**ORDER**

**JUDGE:** Justice Dodds-Streeton

**DATE OF ORDER:** 29 June 2011

**WHERE MADE:** Melbourne



**THE COURT ORDERS THAT:**

- 1 The Second and Third Plaintiffs are justified in procuring the First Plaintiff to amend the constitutions of the managed investment schemes listed in Schedule 1, pursuant to section 601GC(1)(b) of the Corporations Act by executing the proposed deeds in the form annexed to Schedule 1 of this order, on the basis that such amendments will not adversely affect members' rights.
- 2 The Second and Third Plaintiffs are justified in procuring the First Plaintiff to amend the investment deeds and constitutions of the Professional Investor Schemes listed in

Schedule 2 by executing the proposed deeds in the form annexed to Schedule 2 of this order, on the basis that such amendments will not adversely affect members' rights.

- 3 The Second and Third Plaintiffs are justified in disclaiming the Project Documents (referred to in paragraph 4(a) of the affidavit of Craig David Crosbie sworn 11 May 2011 (**Affidavit**)) of the Contractual and Partnership Schemes listed in Schedule 3 as onerous, pursuant to section 568(1) of the Corporations Act, on the condition that the Plaintiffs will seek the Court's consent before disclaiming the Project Documents.
- 4 Exhibits CDC-32 and CDC-33 to the Affidavit be kept confidential.
- 5 Costs be reserved.

Date that entry is stamped: 30 June 2011

  
(for) Deputy District Registrar

**Schedule 1 - Registered Managed Investment Schemes**

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- (a) Willmott Forests 1989 - 1991 Project (ARSN 092 516 651)
- (b) Willmott Forests 1995 - 1999 Project (ARSN 089 598 612)
- (c) Willmott Forests Project (ARSN 089 379 975)
- (d) BioForest Dual Income Project 2006 (ARSN 119 153 623)
- (e) BioForest Sustainable Timber and Biofuel Project 2007 (ARSN 124 135 535)
- (f) Willmott Forests Premium Forestry Blend Project (ARSN 131 549 589)
- (g) Willmott Forests Premium Forestry Blend Project - 2010 Project (ARSN 142 722 585)
- (h) Willmott Forests Premium Timberland Fund No. 1 (ARSN 136 768 520)

