

Our ref: CJA:MJF:1100297

13 August 2012

Dear Grower

**2002 Timbercorp Almond Project ARSN 099 611 935,
2005 Timbercorp Almond Project ARSN 112 935 092,
2006 Timbercorp Almond Project ARSN 118 387 974,
2007 Timbercorp Almond Project ARSN 122 511 040,
2002 Timbercorp Almond Project (Private Offer No 1),
(collectively, the **Almond Projects**)**

You are receiving this letter in your capacity as a grower investor in one or more of the Almond Projects (**Grower**).

The Almond Projects are the subject of a dispute between Growers and other parties to Proceeding No APCI 2011 0103 in the Supreme Court of Victoria Court of Appeal (**Almond Land Rights Appeal Proceeding**) in relation to their respective entitlements to the net sale proceeds of the assets used in the Almond Projects. In that proceeding, the interests of all Growers are represented by representative Growers appointed by the Supreme Court of Victoria (**Representative Growers**). Clarendon Lawyers acts on behalf of the Representative Growers.

The parties to the Almond Land Rights Appeal Proceeding have now reached a compromise resolving the dispute between them (**Compromise**). Each Representative Grower, acting on our and our barristers' advice, considers that the Compromise is in the best interests of the Growers they represent. If approved by the Supreme Court of Victoria (or the Court of Appeal) and the compromises in respect of the other Timbercorp Almond Projects, the Timbercorp Olive Projects and the 2005 Timbercorp Citrus Project are also approved, the Compromise will bind all Growers and you will lose any right to seek a different outcome of the dispute.

We have prepared a notice to Growers explaining the Almond Land Rights Appeal Proceeding, the Compromise (including its effect on Growers' rights and entitlements) and the application to be made to the Supreme Court of Victoria (or the Court of Appeal) for approval of the Compromise (**First Notice to Growers**). The First Notice to Growers also provides details on how you can comment on or object to the Compromise or obtain further information.

It is important that you read the First Notice to Growers carefully as, if approved by the Supreme Court of Victoria (or the Court of Appeal), the Compromise will affect your rights and entitlements as a Grower.

You can view the First Notice to Growers on the following websites:

- www.clarendonlawyers.com.au
- www.kordamentha.com/creditor-information/Australia/51
- www.abl.com.au/timbercorp/compromises.htm

If you would like the First Notice to Growers to be sent to you, call the telephone hotline on (03) 8615 1200 or email investorqueries@timbercorp.com.au.

Yours faithfully

