

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

LIST E

SCI 2009 10699

BETWEEN:

**BOSI SECURITY SERVICES LIMITED (ACN 009 413 852) as trustee for
AUSTRALIA AND NEW ZEALAND BANKING GROUP LIMITED
(ACN 005 357 522) and BOS INTERNATIONAL (AUSTRALIA) LIMITED
(ACN 066 601 250) and WESTPAC BANKING CORPORATION
(ACN 007 457 141)**

Plaintiff

and

**AUSTRALIA AND NEW ZEALAND BANKING GROUP LIMITED
(ACN 005 357 522) & ORS (according to the attached Schedule)**

Defendants

CERTIFICATE IDENTIFYING EXHIBIT

Date of document: 3 March 2010
Filed on behalf of: the Second, Third and Fourth Defendants

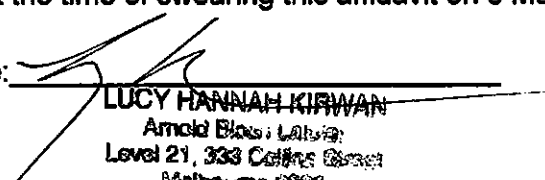
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(Leon Zwier lwier@abl.com.au)
Lucy Kirwan lkirwan@abl.com.au)

This is the exhibit marked 'MAK-59' now produced and shown to MARK ANTHONY KORDA at the time of swearing this affidavit on 3 March 2010.

Before me:


LUCY HANNAH KIRWAN
Arnold Bloch Leibler
Level 21, 333 Collins Street
Melbourne 3000

An Australian Legal Practitioner within the
meaning of the Legal Practitioners Act 2006

Exhibit 'MAK-59'

**Copy of table of voting results
of the Meetings**

Almond Grower Voting Analysis - 31 July 2009 Meeting

2001 Almond Scheme - 593 Lots																									
		Resolution 1 (Ordinary)			Resolution 2 (Special)			Resolution 3 (Ordinary)			Resolution 4 (Ordinary)			Resolution 5 (Ordinary)			Resolution 6 (Extraordinary)			Resolution 7 (Extraordinary)			Resolution 8 (Ordinary)		
		Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total
For		342	97%	36%	332	97%	37%	332	97%	37%	334	98%	37%	323	94%	36%	303	82%	34%	302	90%	34%	317	92%	36%
Against		10	3%	1%	10	3%	1%	10	3%	1%	8	2%	1%	18	5%	2%	18	5%	2%	22	7%	2%	20	6%	2%
Abstain		0	0%	0%	0	0%	0%	0	0%	0%	0	0%	0%	3	1%	0%	10	3%	1%	10	3%	1%	7	2%	1%
Did not vote		546	N/A	61%	558	N/A	62%	558	N/A	62%	558	N/A	62%	534	N/A	62%	554	N/A	63%	554	N/A	63%	554	N/A	62%
Resolution verdict		PASSED			PASSED			PASSED			PASSED			PASSED			FAILED			FAILED			PASSED		

2002 Almond Scheme - 3,008 Lots																										
		Resolution 1 (Ordinary)			Resolution 2 (Special)			Resolution 3 (Ordinary)			Resolution 4 (Ordinary)			Resolution 5 (Ordinary)			Resolution 6 (Extraordinary)			Resolution 7 (Extraordinary)			Resolution 8 (Ordinary)			
		Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	
For		1022	68%	34%	948	68%	32%	915	65%	30%	929	68%	31%	1253	85%	43%	838	55%	28%	823	53%	27%	901	60%	30%	
Against		476	32%	16%	476	33%	16%	420	34%	16%	471	34%	16%	185	11%	6%	23	2%	1%	48	3%	2%	482	32%	16%	
Abstain		2	0%	0%	14	1%	0%	10	1%	0%	5	0%	0%	47	3%	2%	623	42%	21%	618	42%	21%	115	8%	4%	
Did not vote		1,508	N/A	50%	1,571	N/A	52%	1,503	N/A	50%	1,503	N/A	50%	1,511	N/A	50%	1,519	N/A	50%	1,519	N/A	50%	1,510	N/A	50%	
Resolution verdict		PASSED			FAILED			PASSED			PASSED			PASSED			FAILED			FAILED			PASSED			

2003 Almond Scheme - 4,458 Lots																								
Resolution 1 (Ordinary)		Resolution 2 (Special)		Resolution 3 (Ordinary)		Resolution 4 (Ordinary)		Resolution 5 (Ordinary)		Resolution 6 (Extraordinary)		Resolution 7 (Extraordinary)		Resolution 8 (Ordinary)										
Lots	% meeting % total	Lots	% meeting % total	Lots	% meeting % total	Lots	% meeting % total	Lots	% meeting % total	Lots	% meeting % total	Lots	% meeting % total	Lots	% meeting % total									
For	1729 68% 39%	1711 68% 38%	1716 63% 33%	1732 67% 33%	1659 64% 33%	1503 65% 34%	1503 65% 34%	1915 61% 33%																
Against	71 4% 2%	67 4% 2%	69 4% 2%	58 3% 1%	85 5% 2%	53 3% 1%	53 3% 1%	85 5% 2%																
Abstain	0 0% 0%	11 1% 0%	1 0% 0%	1 0% 0%	14 1% 0%	205 12% 5%	205 12% 5%	72 4% 2%																
Did not vote	2,658 N/A 60%	2,687 N/A 60%	2,670 N/A 60%	2,687 N/A 60%	2,658 N/A 60%	2,655 N/A 60%	2,655 N/A 60%	2,574 N/A 58%																
Resolution verdict	PASSED	PASSED	PASSED	PASSED	PASSED	FAILED	FAILED	PASSED																

2004 Almond Scheme - 4,676 Lots																									
		Resolution 1 (Ordinary)			Resolution 2 (Special)			Resolution 3 (Ordinary)			Resolution 4 (Ordinary)			Resolution 5 (Ordinary)			Resolution 6 (Extraordinary)			Resolution 7 (Extraordinary)			Resolution 8 (Ordinary)		
		Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total
For		2079	94%	43%	2031	92%	42%	2020	92%	41%	2043	93%	42%	2031	92%	42%	1708	77%	35%	1835	74%	34%	1368	75%	34%
Against		139	6%	3%	159	6%	3%	159	6%	3%	151	6%	3%	159	6%	3%	159	7%	3%	231	10%	6%	238	11%	5%
Abstain		1	0%	0%	33	1%	1%	43	2%	1%	33	1%	1%	50	2%	1%	354	16%	7%	354	16%	7%	308	14%	6%
Did not vote		2,658	N/A	55%	2,673	N/A	55%	2,671	N/A	55%	2,669	N/A	55%	2,659	N/A	55%	2,658	N/A	55%	2,653	N/A	54%	2,684	N/A	55%
Resolution verdict		PASSED			PASSED			PASSED			PASSED			PASSED			FAILED			FAILED			PASSED		

2005 Almond Scheme - 6,703 Lots																									
		Resolution 1 (Ordinary)			Resolution 2 (Special)			Resolution 3 (Ordinary)			Resolution 4 (Ordinary)			Resolution 5 (Ordinary)			Resolution 6 (Extraordinary)			Resolution 7 (Extraordinary)			Resolution 8 (Ordinary)		
		Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total
For		3214	88%	58%	3142	87%	55%	3125	87%	55%	3122	88%	59%	3143	87%	55%	2259	71%	40%	2250	70%	39%	2645	91%	52%
Against		27	1%	0%	27	1%	0%	27	1%	0%	25	1%	0%	63	3%	2%	33	1%	1%	33	1%	1%	40	1%	1%
Abstain		0	0%	0%	62	2%	1%	78	2%	1%	18	1%	0%	2	0%	0%	838	28%	15%	835	28%	15%	253	8%	4%
Did not vote		2,462	N/A	43%	2,472	N/A	43%	2,473	N/A	43%	2,466	N/A	43%	2,465	N/A	43%	2,458	N/A	44%	2,465	N/A	44%	2,465	N/A	43%
Resolution verdict		PASSED			PASSED			PASSED			PASSED			PASSED			FAILED			FAILED			PASSED		

2008 Almond Scheme - 10,688 Lots																								
	Resolution 1 (Ordinary)			Resolution 2 (Special)			Resolution 3 (Ordinary)			Resolution 4 (Ordinary)			Resolution 5 (Ordinary)			Resolution 6 (Extraordinary)			Resolution 7 (Extraordinary)			Resolution 8 (Ordinary)		
	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total
For	4830	96%	43%	4405	97%	41%	4458	97%	41%	4515	97%	42%	4562	88%	42%	3540	75%	33%	3544	75%	33%	4143	88%	38%
Against	108	2%	1%	65	1%	1%	85	1%	1%	82	2%	1%	137	3%	1%	238	5%	2%	234	5%	2%	198	4%	2%
Abstain	2	0%	0%	82	2%	1%	80	2%	1%	48	1%	0%	53	1%	0%	660	20%	0%	658	20%	0%	379	6%	3%
Did not vote	6,128	N/A	56%	6,223	N/A	57%	6,228	N/A	57%	6,222	N/A	57%	6,098	N/A	56%	6,132	N/A	56%	6,132	N/A	56%	6,147	N/A	57%
Resolution verdict	PASSED			PASSED			PASSED			PASSED			PASSED			FAILED			FAILED			PASSED		

2007 Almond Scheme - 18,311 Lots

	Resolution 1 (Ordinary)			Resolution 2 (Special)			Resolution 3 (Ordinary)			Resolution 4 (Ordinary)			Resolution 5 (Ordinary)			Resolution 6 (Extraordinary)			Resolution 7 (Extraordinary)			Resolution 8 (Ordinary)		
	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total	Lots	% meeting	% total
For	7032	97%	43%	8931	97%	43%	6980	97%	43%	7022	98%	43%	6826	65%	42%	6992	84%	37%	6963	63%	37%	6686	93%	41%
Against	170	2%	1%	178	2%	1%	155	2%	1%	133	2%	1%	263	4%	2%	435	6%	3%	388	6%	2%	252	4%	2%
Abstain	25	0%	0%	35	0%	0%	53	1%	0%	39	1%	0%	60	1%	1%	718	10%	4%	808	11%	5%	281	4%	2%
Did not vote	9,084	N/A	56%	9,105	N/A	56%	9,113	N/A	56%	9,117	N/A	56%	9,132	N/A	56%	9,146	N/A	56%	9,142	N/A	56%	9,112	N/A	56%
Resolution verdict	PASSED			PASSED			PASSED			PASSED			PASSED			FAILED			FAILED			PASSED		

Types of resolutions:

Ordinary Required a simple majority of those voting to vote in favour of the resolution if it was to be adopted.

Special Required 75% of those voting to vote in favour of the resolution if it was to be adopted

Extraordinary Required growers representing more than 50% of all almond lots to vote in favour of the resolution if it was to be adopted