

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

SCI 2010 398

IN THE MATTER OF TIMBERCORP SECURITIES LIMITED
(IN LIQUIDATION) ACN 092 311 469

TIMBERCORP SECURITIES LIMITED (IN LIQUIDATION)
ACN 092 311 469 IN ITS CAPACITY AS RESPONSIBLE ENTITY OF THE
2005 TIMBERCORP CITRUS PROJECT (ARSN 114 091 299)
AND ORS

Plaintiffs

CERTIFICATE IDENTIFYING EXHIBIT

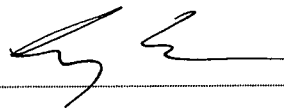
Date of document: 23 February 2010
Filed on behalf of: the Plaintiffs

Prepared by:
ARNOLD BLOCH LEIBLER
Lawyers and Advisers
Level 21
333 Collins Street
MELBOURNE 3000

Solicitor's Code: 54
DX 38455 Melbourne
Tel: 9229 9999
Fax: 9229 9900
Ref: 01-1499489
(L.Zwier@abl.com.au)

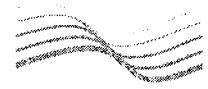
This is the exhibit marked "**MAK-16**" now produced and shown to **MARK ANTHONY KORDA** at the time of swearing his affidavit on 23 February 2010.

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 Profession Act 2004

Exhibit "MAK-16"
Circular to Creditors and Suppliers
dated 18 June 2009



KordaMentha

CIRCULAR TO CREDITORS AND SUPPLIERS

18 June 2009

Dear Sir/Madam

Timbercorp Securities Limited (Administrators Appointed) ACN 092 311 469 ("the Company")

I advise that Leanne Chesser and I were appointed Administrators of the Company on 23 April 2009 pursuant to Section 436A of the *Corporations Act 2001 (Cth)* ("the Act").

Report to Creditors

Pursuant to Section 439A of the Act, the Administrators of the Company are required to prepare a report on the Company's business, property, affairs and financial circumstances.

Please be advised that the report prepared for the Timbercorp Group of Companies (All Administrators Appointed) is available for download from the KordaMentha and Timbercorp websites, www.kordamentha.com and www.timbercorp.com.au respectively. Should you require a paper or electronic copy of this report, please send your request to info@kordamentha.com with 'Timbercorp: 439A Report' as the subject.

Meetings of Creditors

The Second Meeting of Creditors pursuant to Section 439A of the Act for the Company will be held as follows:

Date: 29 June 2009
Registration: 3.30pm
Meeting commences: 4:00pm
Location: Grand Ballroom
Level 1, Sofitel Melbourne on Collins
25 Collins Street
Melbourne, Victoria.

Please find enclosed a Form 529 notice being the "Notice of Second Meeting of Creditors of Company under Administration".

I note that the Form 532, Appointment of Proxy for the above meeting is also available for download from the aforementioned websites. If you intend to appoint another person to act on your behalf at the meeting, or you are a corporate creditor, you are required to complete and return the proxy form appointing your representative to KordaMentha, GPO Box 2985, Melbourne, Victoria 3001, by fax (03) 8623 3399, or by email pod@kordamentha.com **no later than 4:00pm on 26 June 2009**.

Should you intend to represent a number of creditors at the meeting, please provide a listing of these creditors at the meeting on 29 June 2009 to assist with the signing in process.

Corporate Recovery Services
Turnaround & Restructuring Services
Real Estate Advisory
Forensics

info@kordamentha.com
www.kordamentha.com

Liability limited by a scheme
approved under Professional
Standards Legislation

Melbourne

KordaMentha Pty Ltd
ACN 100 169 391
Level 24, 333 Collins Street
Melbourne VIC 3000
GPO Box 2985
Melbourne VIC 3001
Office: 03 8623 3333
Fax: 03 8623 3399

KordaMentha Offices

Adelaide Perth
Brisbane Singapore
Gold Coast Sydney
Melbourne Townsville
New Zealand

Cooperation with AlixPartners

Chicago Munich
Dallas New York
Detroit Paris
Düsseldorf San Francisco
London Shanghai
Los Angeles Tokyo
Milan

If you are representing a company at the meeting, please ensure that the proxy is executed pursuant to Section 127 of the Act or your representative is appointed pursuant to Section 250D of the Act, otherwise you will not be entitled to vote at the meeting.

Creditors are required to lodge proofs of debt **no later than 4:00pm on 26 June 2009**, failing which they may be excluded from voting at the meeting. A Form 535, Formal Proof of Debt or Claim is available for download from the websites for this purpose. Proofs of Debt may be sent to KordaMentha, GPO Box 2985, Melbourne, Victoria 3001, faxed to (03) 8623 3399, or by email pod@kordamentha.com.

Those creditors who have already lodged a Proof of Debt are not required to lodge a further proof (unless they wish to amend their claim).

This Circular is sent to you in accordance with the order of the Federal Court of Australia, made by Justice Finkelstein on 12 June 2009. A copy of the order can be viewed on the KordaMentha website, www.kordamentha.com.

Should you require any further information please contact the Timbercorp information hotline on 1800 628 188 or via email at investorqueries@timbercorp.com.au.

Yours faithfully

A handwritten signature in black ink, appearing to read 'M. Korda', with a stylized flourish at the end.

MARK KORDA
Administrator

Enc.

**Form 529
Corporations Act 2001**

**NOTICE OF SECOND MEETING OF CREDITORS
OF COMPANY UNDER ADMINISTRATION**

Timbercorp Securities Limited

**(Administrators Appointed)
("the Company")**


NOTICE IS HEREBY GIVEN that the second meeting of creditors of the Company will be held on 29 June 2009 at the Grand Ballroom, Level 1, Sofitel Melbourne on Collins, 25 Collins Street, Melbourne, Victoria. Registration for all creditors will open at 3:30pm with the meeting commencing at 4:00pm.

AGENDA

1. To consider the report of the Administrators pursuant to Section 439A(4) in relation to the Company's business, property, affairs and financial circumstances.
2. For creditors to resolve pursuant to Section 439C that:
 - i. the Company execute a deed of company arrangement; or
 - ii. the administration should end; or
 - iii. the Company be wound up.
3. To consider and if thought fit approve the remuneration of the Administrators in respect of the Company.
4. To consider any other business properly brought before the meeting.

Creditors wishing to vote at the meeting, who will not be attending in person or are a company, must complete and return a Proxy Form by no later than 4.00pm on the last business day prior to the meeting, by post to KordaMentha, Level 24, 333 Collins Street, Melbourne, Victoria, 3001, by facsimile (03) 8623 3399, or by email pod@kordamentha.com. A Proxy Form is available via the KordaMentha website.

Dated 18 June 2009



MARK KORDA
Administrator