

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

LIST B
SCI 2011 6777

BETWEEN:

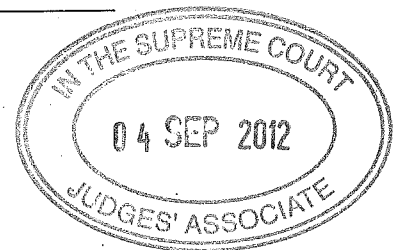
FENCEPORT PROPRIETARY LIMITED (ACN 139 604 Plaintiffs
121)& ORS (according to the attached Schedule)
- and -

CON MOSHOPOLOUS & ORS (according to the attached Defendants
Schedule)



ORDER

JUDGE OF THE COURT:	The Honourable Justice Judd
DATE MADE:	31 August 2012
ORIGINATING PROCESS:	Originating Motion
HOW OBTAINED:	Return of summons
ATTENDANCE:	O. Bigos for the Plaintiffs and Timbercorp Securities Limited (in liquidation) G. Bigmore, one of Her Majesty's Counsel for the First to Fifth Defendants



OTHER MATTERS:

The Court notes the following matters:

1. On 25 July 2012, in each of the following proceedings, a compromise of the proceeding was reached (each, a *Compromise* and together, the *Compromises*), the terms of which were contained in a deed of compromise executed by the parties and Timbercorp Securities Limited (in liquidation) ACN 092 311 469 (*TSL*):
 - (i) this proceeding (*Fenceport Rights Proceeding*);
 - (ii) Supreme Court of Victoria Proceeding No. S CI 2011 6604 (*Liparoo and Yungera Rights Proceeding*);
 - (iii) Supreme Court of Victoria Court of

Appeal Proceeding No. S APCI 2011
0103 (*Almond Land Rights Appeal
Proceeding*);

(iv) Supreme Court of Victoria Proceeding No.
S CI 2011 6606 (*Solara Rights
Proceeding*);

(v) Supreme Court of Victoria Proceeding
No. S CI 2010 1354 (*BB Olives Rights
Proceeding*)

(together, the *Timbercorp Apportionment
Proceedings*).

2. Each Compromise is expressed to be conditional
on (among other things):

(i) the Court approving the Compromise and
ordering that it shall be binding on the
absent persons represented by the
representative parties appointed in the
relevant proceeding pursuant to rule
16.01(2) of the Supreme Court (General
Civil Procedure) Rules 2005 (*Rules*); and

(ii) the Court approving the Compromise in
each of the other Timbercorp
Apportionment Proceedings and ordering
that each such Compromise shall be
binding on the absent persons represented
by the representative parties appointed in
the relevant proceeding pursuant to rule
16.01(2) of the Rules.

3. On 27 August 2012, by summons issued by the
plaintiff (or, in the case of the Almond Land
Rights Appeal Proceeding, the first respondent) in
each of the Timbercorp Apportionment
Proceedings, application was made for (among
other things) approval of the relevant
Compromise pursuant to rule 16.01(4) of the
Rules (each, an *Approval Application* and,
together, the *Approval Applications*).



4. These orders will be posted at each of:
- (i) www.clarendonlawyers.com.au;
 - (ii) www.kordamentha.com/creditor-information/Australia/51; and
 - (iii) www.abl.com.au/timbercorp/compromises.htm,

as soon as practicable after the making of these orders.



THE COURT ORDERS BY CONSENT THAT:

1. The Approval Application made in the Fenceport Rights Proceeding be set down for hearing before the Honourable Justice Judd on 3, 4 and, to the extent required and subject to the availability of the Court, 5 October 2012, on an estimate of two days.
2. On or before 19 September 2012:
 - (a) each party to the Fenceport Rights Proceeding;
 - (b) TSL; and
 - (c) any absent person represented in the Fenceport Rights Proceeding who proposes to raise an objection to the Compromise in respect of the Fenceport Rights Proceeding,

is to file and serve any affidavit material upon which it intends to rely at the hearing.

3. On or before 25 September 2012:
 - (a) each party to the Fenceport Rights Proceeding;
 - (b) TSL; and
 - (c) any absent person represented in the Fenceport Rights Proceeding who proposes to raise an objection to the Compromise in respect of the Fenceport Rights Proceeding,

is to file and serve any affidavit material in reply upon which it intends to rely at the hearing.

4. On or before 28 September 2012:
 - (a) each party to the Fenceport Rights Proceeding;

- (b) TSL; and
- (c) any absent person represented in the Fenceport Rights Proceeding who proposes to raise an objection to the Compromise in respect of the Fenceport Rights Proceeding,

is to file and serve an outline of its submissions upon which it intends to rely at the hearing.

5. On or before 1 October 2012:

- (a) each party to the Fenceport Rights Proceeding;
- (b) TSL; and
- (c) any absent person represented in the Fenceport Rights Proceeding who proposes to raise an objection to the Compromise in respect of the Fenceport Rights Proceeding,

is to file and serve any outline of its submissions in reply upon which it intends to rely at the hearing.

- 6. The Approval Application made in the Fenceport Rights proceeding is to be heard and determined concurrently with the Approval Applications made in each of the other Timbercorp Apportionment Proceedings.
- 7. Exhibits CJA-1, CJA-2 and CJA-3 to the affidavit of Celia Jane Armstrong dated 30 August 2012 and filed in the Fenceport Rights Proceeding be kept confidential.
- 8. There be no order as to costs.

DATE AUTHENTICATED: 4 September 2012




The Hon. Justice Judd

SCHEDULE OF PARTIES

BETWEEN

FENCEPORT PROPRIETARY LIMITED (ACN 139 604 121)

First Plaintiff

OLIVECORP LAND PTY LTD (IN LIQUIDATION) (ACN 090 141 512)

Second Plaintiff

MARK ANTHONY KORDA

(in his capacity as liquidator of Olivecorp Land Pty Ltd (in liquidation))

Third Plaintiff

MARK FRANCIS XAVIER MENTHA

(in his capacity as liquidator of Olivecorp Land Pty Ltd (in liquidation))

Fourth Plaintiff

- and -

CON MOSHOPOLOUS

(in his capacity as a Grower in the 2000 Timbercorp Olive Project (Private Offer)
(Unregistered))

First Defendant

PAULINE EMMA HAMMER

(in her capacity as a Grower in the 2001 Timbercorp Olive Project (ARSN 094 382 082))

Second Defendant

DAVID SYDNEY BUTTERFIELD

(in his capacity as a Grower in the 2002 Timbercorp Olive Project (ARSN 098 233 455))

Third Defendant

GRAHAM GOLDENBERG

(in his capacity as a Grower in the 2003 Timbercorp Olive Project (ARSN 104 648 473))

Fourth Defendant

SHUN KING LI

(in his capacity as a Grower in the 2004 Timbercorp Olive Project (ARSN 108 744 378))

Fifth Defendant