

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

LIST E

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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 2004 TIMBERCORP TABLE GRAPE
PROJECT (ARSN 108 648 086) AND THE 2005 TIMBERCORP TABLE GRAPE PROJECT
(ARSN 113 512 236) AND ORS ACCORDING TO THE SCHEDULE

CERTIFICATE IDENTIFYING EXHIBIT

Date of document: 22 December 2010

Filed on behalf of: The Plaintiffs

Prepared by:

Allens Arthur Robinson
Lawyers
530 Collins Street
Melbourne VIC 3000

Solicitor code: 21455
DX 30999 Melbourne
Tel 9614 1011 Fax 9614 4661
Ref (mkwm:cchm:306250099)
Matthew.Whittle@aar.com.au
Clint.Hinchen@aar.com.au

This is the exhibit marked '**PWK31**' now produced and shown to PAUL WILLIAM KIRK at the time
of swearing his affidavit on 22 December 2010.

Before me



DANIELLE RUTH NARUM
of 530 Collins Street, Melbourne
Victoria 3000
An Australian Legal Practitioner
within the meaning of the
Legal Profession Act 2004

Exhibit 'PWK31'

**Copy of IMA Extension
Agreement dated 27 January
2010**

AGREEMENT FOR EXTENSION OF INTERIM MANAGEMENT AGREEMENT – BELLA VISTA

Reference is made to the Interim Management Agreement – Bella Vista, dated 21 December 2009, between the following parties (the *Interim Management Agreement*):

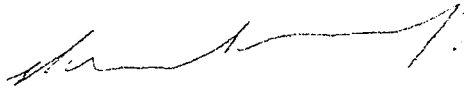
- Align Funds Management Limited (ACN 105 684 231) in its capacity as responsible entity for the Timbercorp Orchard Trust (ARSN 106 557 297) (Receivers and Managers appointed) (**TOT RE**);
- Timbercorp Securities Limited (In liquidation) (ACN 092 311 469) in its capacity as responsible entity for the 2004 Timbercorp Table Grape Project (ARSN 108 648 086) and 2005 Timbercorp Table Grape Project (ARSN 113 512 226) (**TSL**);
- Timbercorp Limited (In Liquidation) (ACN 055 185 067) (**Timbercorp**);
- Grapecorp Management Pty Ltd (In Liquidation) (ACN 105 995 195) (**Grapecorp**);
- Costa Holdings Investments Pty Ltd (ACN 140 921 053) (the **Purchaser**);
- Mark Anthony Korda and Leanne Kylie Chesser in their capacity as joint and several liquidators of Timbercorp Securities Limited (In Liquidation) (ACN 092 311 469), Timbercorp Limited (In Liquidation) (ACN 055 185 067) (**Timbercorp**) and Grapecorp Management Pty Ltd (In Liquidation) (ACN 105 995 195); and
- Stephen Graham Longley and Paul William Kirk in their capacity as joint and several Receivers and Managers of TOT RE.

Each of the following parties agrees to amend the definition of Expiry Date (as that term is defined in the Interim Management Agreement) by replacing the words "31 January 2010" with the words "28 February 2010":

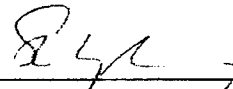
- TOT RE;
- TSL;
- Timbercorp;
- Grapecorp; and
- the Purchaser.

This Agreement may be executed in any number of counterparts. All counterparts together will be taken to constitute one instrument.

**Executed by ALIGN FUNDS
MANAGEMENT LIMITED**
(ACN 105 684 231) in its capacity as
responsible entity of the Timbercorp
Orchard Trust (ARSN 106 557 297)
**(Receivers and Managers
Appointed)** by being signed by
STEPHEN GRAHAM LONGLEY
and **PAUL WILLIAM KIRK** in their
capacity as joint and several
receivers:



Signature of Paul William Kirk



Signature of Stephen Graham Longley

**Executed by COSTA HOLDINGS
INVESTMENTS PTY LTD**
(ACN 140 921 053) by a director:

Witness Signature

Print name

Signature of sole director and sole
secretary

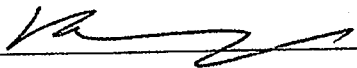
Print name

Executed by **ALIGN FUNDS
MANAGEMENT LIMITED**
(ACN 105 684 231) in its capacity as
responsible entity of the Timbercorp
Orchard Trust (ARSN 106 557 297)
**(Receivers and Managers
Appointed)** by being signed by
STEPHEN GRAHAM LONGLEY
and **PAUL WILLIAM KIRK** in their
capacity as joint and several
receivers:

Signature of Paul William Kirk

Signature of Stephen Graham Longley

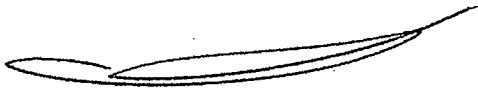
Executed by **COSTA HOLDINGS
INVESTMENTS PTY LTD**
(ACN 140 921 053) by a director:



Witness Signature

DARREN GOLDSMITH

Print name



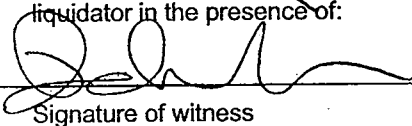
Signature of sole director and sole
secretary

CHARLE COSTA

Print name



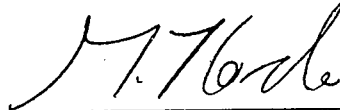
Executed by **TIMBERCORP
LIMITED (IN LIQUIDATION)**
(ACN 055 185 067) by being signed
by **MARK ANTHONY
KORDA/LEANNE KYLIE CHESSER**
in his/her capacity as joint and several
liquidator in the presence of:



Signature of witness

JOANNE ZAFIRAKOS

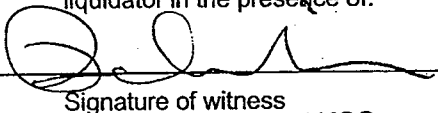
Name of witness (print)



Signature of liquidator

MARK KORDA
Name of liquidator (print)

Executed by **TIMBERCORP
SECURITIES LIMITED (IN
LIQUIDATION)** (ACN 092 311 469) in
its capacity as responsible entity for
the 2004 Timbercorp Table Grape
Project (ARSN 108 648 086) by being
signed by **MARK ANTHONY
KORDA/LEANNE KYLIE CHESSER**
in his/her capacity as joint and several
liquidator in the presence of:



Signature of witness

JOANNE ZAFIRAKOS

Name of witness (print)

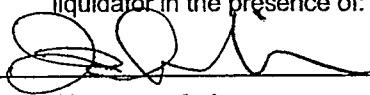


Signature of liquidator

MARK KORDA

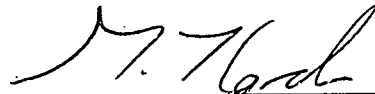
Name of liquidator (print)

Executed by **TIMBERCORP
SECURITIES LIMITED (IN
LIQUIDATION)** (ACN 092 311 469) in
its capacity as responsible entity for
the 2005 Timbercorp Table Grape
Project (ARSN 113 512 226) by being
signed by **MARK ANTHONY
KORDA/LEANNE KYLIE CHESSER**
in his/her capacity as joint and several
liquidator in the presence of:



Signature of witness
JOANNE ZAFIRAKOS

Name of witness (print)

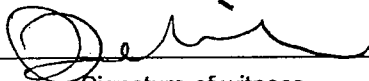


Signature of liquidator

MARK KORDA

Name of liquidator (print)

Executed by **GRAPECORP
MANAGEMENT PTY LTD (IN
LIQUIDATION)** (ACN 105 995 195)
by being signed by **MARK ANTHONY
KORDA/LEANNE KYLIE CHESSER**
in his/her capacity as joint and several
liquidator in the presence of:



Signature of witness

JOANNE ZAFIRAKOS

Name of witness (print)



Signature of liquidator

MARK KORDA

Name of liquidator (print)