

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 '**PWK35**' now produced and shown to PAUL WILLIAM KIRK at the time  
of swearing his affidavit on 22 December 2010.

Before me



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

**Exhibit 'PWK35'**

**Copy of IMA Extension  
Agreement dated 22 November  
2010**

22 November 2010

**AGREEMENT FOR EXTENSION OF INTERIM MANAGEMENT AGREEMENT – BELLA VISTA**

Reference is made to the Interim Management Agreement – Bella Vista, dated 21 December 2009, as amended by written agreement dated 27 January 2010, as further amended pursuant to the Amendment Deed dated 18 March 2010, as further amended by written agreement dated 22 July 2010 and as further amended pursuant to the Amendment Deed dated 23 July 2010 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 the 2005 Timbercorp Table Grape Project (ARSN 113 512 226) (*TSL*);
- Timbercorp Limited (In Liquidation) (ACN 055 185 067) (*Timbercorp*);
- 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) and Timbercorp Limited (In Liquidation) (ACN 055 185 067) (*Timbercorp*); and
- Michael Fung and Paul William Kirk in their capacity as joint and several receivers and managers of TOT RE.

Each of the following parties agree that the Extended Expiry Date (as that term is defined in clause 1.1 of the Interim Management Agreement) means 10 December 2010:

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

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

**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:

James T. Wagg  
Signature of witness

JAMES WAGG  
Name of witness (print)

M. Korda  
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:

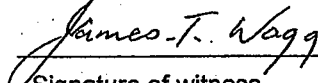
James T. Wagg  
Signature of witness

JAMES WAGG  
Name of witness (print)

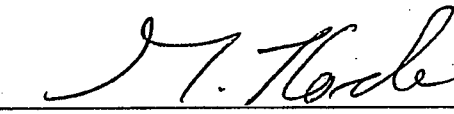
L Chesser  
Signature of Liquidator

LEANNE CHESSER  
Name of Liquidator (print)

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

JAMES WAGG  
\_\_\_\_\_  
Name of witness (print)

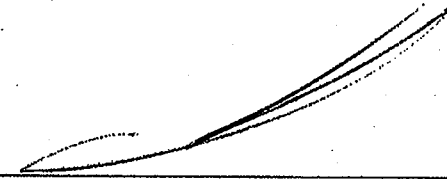
  
\_\_\_\_\_  
Signature of Liquidator

MARK KORDA  
\_\_\_\_\_  
Name of Liquidator (print)

Executed in accordance with section 127 of  
the *Corporations Act 2001* by **COSTA**  
**HOLDINGS INVESTMENTS PTY LTD**  
(ACN 140 921 053) in the presence of:

  
\_\_\_\_\_  
Signature of witness

*Daren Goldsmith*  
\_\_\_\_\_  
Name of witness (print)

  
\_\_\_\_\_  
Sole Director and Sole Secretary Signature

*Carmelo Costa*  
\_\_\_\_\_  
Name (print)

Executed by **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)** by  
being signed by **MICHAEL FUNG/PAUL**  
**WILLIAM KIRK** in his capacity as joint and  
several receiver and manager in the  
presence of:

\_\_\_\_\_  
Signature of witness

\_\_\_\_\_  
Name of witness (print)

\_\_\_\_\_  
Signature of Receiver

\_\_\_\_\_  
Name of Receiver

Executed in accordance with section 127 of  
the *Corporations Act 2001* by **COSTA**  
**HOLDINGS INVESTMENTS PTY LTD**  
(ACN 140 921 053) in the presence of:

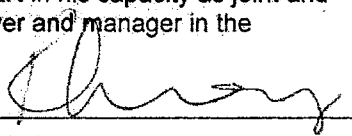
\_\_\_\_\_  
Signature of witness

\_\_\_\_\_  
Sole Director and Sole Secretary Signature

\_\_\_\_\_  
Name of witness (print)

\_\_\_\_\_  
Name (print)

Executed by **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**) by  
being signed by **MICHAEL FUNG/PAUL**  
**WILLIAM KIRK** in his capacity as joint and  
several receiver and manager in the  
presence of:

  
\_\_\_\_\_  
Signature of witness

Rebecca Long  
\_\_\_\_\_  
Name of witness (print)

  
\_\_\_\_\_  
Signature of Receiver

MICHAEL FUNG  
\_\_\_\_\_  
Name of Receiver