

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

S CI 2011 3155 LIST E

IN THE MATTER OF THE WILLMOTT FORESTS 1995-1999 PROJECT
ARSN 089 598 612

B E T W E E N

WILLMOTT FORESTS LIMITED (RECEIVERS AND MANAGERS APPOINTED)
(IN LIQUIDATION) ACN 063 263 650 (IN ITS CAPACITY AS A MEMBER OF
THE SCHEME) AND OTHERS

Plaintiffs

and

GRIMSEY FINANCIAL SERVICES PTY LTD ACN 113 911 247
AND OTHERS

Defendants

ORIGINATING PROCESS

Date of document: 21 June 2011

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 CCHM:120090098 (Clint Hinch)

A. DETAILS OF APPLICATION

This application is made under section 1324 of the *Corporations Act 2001* (Cth) (***Corporations Act***) and s 37 of the *Supreme Court Act 1986* (***Supreme Court Act***).

The First and Second Defendants have called a meeting of the members of the Willmott Forests 1995 – 1999 Project (the ***Scheme***) pursuant to s 252D of the *Corporations Act* by a notice dated 20 May 2011. The meeting is scheduled to be held at 10:00am on 23 June 2011 (the ***Meeting***).

The Plaintiffs seek injunctions to restrain the holding of the Meeting, on the grounds that the amendments to the Scheme's constitution proposed by resolution 2 would effect a fraud on a minority of members of the Scheme.

On the facts stated in the supporting affidavit(s), the Second, Third and Fourth Plaintiffs (in their capacity as receivers and managers of certain property of the First Plaintiff) claim:

1. Interim, interlocutory and/or final injunctions under subsections 1324(1) and (4) of the Corporations Act and/or section 37(1) of the Supreme Court Act:
 - (a) prohibiting any meeting being held pursuant to the notice of meeting issued by the 1st and 2nd Defendants on 20 May 2011;
 - (b) alternatively, prohibiting resolutions 1 and 2, alternatively resolution 2, as set out in the notice of meeting issued by the 1st and 2nd Defendants on 20 May 2011, or any resolutions to substantially the same effect, being put to the meeting called for 14 June 2011 or to any subsequent meeting of the members of the Scheme.
2. Further or alternatively, interim, interlocutory and/or final injunctions under subsections 1324(1) and (4) of the Corporations Act and/or section 37(1) of the Supreme Court Act prohibiting the defendants and each of them from procuring, causing or acquiescing in resolutions 1 and 2, alternatively resolution 2, as set out in the notice of meeting issued by the 1st and 2nd Defendants on 20 May 2011, or any resolutions to substantially the same effect, being put to the meeting called for 14 June 2011 or to any subsequent meeting of the members of the Scheme.
3. Such further or other orders as the Court deems appropriate.

Date: 21 June 2011



Allens Arthur Robinson

Solicitor for the plaintiffs

This application will be heard by Justice ^{Beach}~~Kyrou~~ at the Supreme Court of Victoria at ^{Court 8}~~Court 8~~
210 William St, Melbourne at 10:30am on 22 June 2011.

B. NOTICE TO DEFENDANTS

TO: The Defendants

GRIMSEY FINANCIAL SERVICES PTY LTD (ACN 113 911 247) of Level 2, 766 Elizabeth Street, Melbourne VIC 3000

REDISLAND AUSTRALIA LIMITED (ACN 104 555 455) of c/- Anthony Ho & Associates, 79 Broadway, Nedlands WA 6009

WILLMOTT GROWERS GROUP INC (VIC) (ABN 34 287 512 211) of Level 17, Rialto North Tower, 525 Collins St, Melbourne 3000

PAUL ROBERT CHALLIS of 46 Bamfield Street, Sandringham VIC 3191.

If you or your legal practitioner you do not appear before the Court at the time shown above the application may be dealt with, and an order made, in your absence. As soon after that time as the business of the Court allows, any of the following may happen:

- (a) the application may be heard and final relief given;
- (b) directions may be given for the future conduct of the proceeding;
- (c) any interlocutory application may be heard.

Before appearing before the Court, you must file a notice of appearance, in the prescribed form, in the Registry and serve a copy of it on the plaintiff.

Note: Unless the Court otherwise orders, a defendant that is a corporation must be represented at a hearing by a legal practitioner. It may be represented at a hearing by a director of the corporation only if the Court grants leave.

C. FILING

Date of filing:

Prothonotary

This originating process is filed by Allens Arthur Robinson for the plaintiffs.

D. SERVICE

The plaintiffs' address for service is: Allens Arthur Robinson
530 Collins Street
Melbourne VIC 3000
DX 30999 Melbourne
Telephone (03) 9614 1011
Facsimile (03) 9614 4661

It is intended to serve a copy of this originating process on each defendant and on any person listed below:

CRAIG DAVID CROSBIE and IAN MENZIES CARSON (in their capacity as joint and several liquidators of Willmott Forests Limited (Receivers and Managers Appointed) (In Liquidation)) by their solicitors Arnold Bloch Leibler

AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

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COMMERCIAL AND EQUITY DIVISION
COMMERCIAL COURT**

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SCHEDULE OF PARTIES

**WILLMOTT FORESTS LIMITED (RECEIVERS AND MANAGERS APPOINTED)
(IN LIQUIDATION) (IN ITS CAPACITY AS A MEMBER OF THE SCHEME)
ACN 063 263 650**

First Plaintiff

BRYAN WEBSTER

Second Plaintiff

MARK ANTHONY KORDA

Third Plaintiff

MARK FRANCIS XAVIER MENTHA

Fourth Plaintiff

and

**GRIMSEY FINANCIAL SERVICES PTY LTD
ACN 113 911 247**

First Defendant

**REDISLAND AUSTRALIA LIMITED
ACN 104 555 455**

Second Defendant

**WILLMOTT GROWERS GROUP INC (VIC)
ABN 34 287 512 211**

Third Defendant

PAUL ROBERT CHALLIS

Fourth Defendant