

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

CORPORATIONS LIST  
S CI 2011 6762

IN THE MATTER OF WILLMOTT FORESTS LIMITED (RECEIVERS AND MANAGERS  
APPOINTED) (IN LIQUIDATION) ACN 063 263 650

WILLMOTT FORESTS LIMITED (RECEIVERS AND MANAGERS APPOINTED) (IN  
LIQUIDATION) ACN 063 263 650 IN ITS PERSONAL CAPACITY AND IN ITS CAPACITY AS  
RESPONSIBLE ENTITY OF EACH OF THE MANAGED INVESTMENT SCHEMES LISTED IN  
SCHEDULE 2 AND IN ITS CAPACITY AS MANAGER OF THE UNREGISTERED MANAGED  
INVESTMENT SCHEMES LISTED IN SCHEDULES 3 AND 4 AND ORS ACCORDING TO  
SCHEDULE 1

Plaintiffs

AFFIDAVIT OF PATRICK CHRISTOPHER SEE

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Date of documents: 9 January 2012  
Filed on behalf of: WILLMOTT ACTION GROUP INC (Reg No A0055149L) seeking leave  
under Order 2.13 Supreme Court (Corporations) Rules 2003

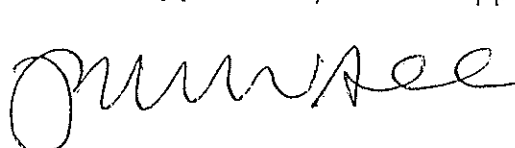
Prepared by:  
Lloyd & Lloyd Solicitors  
Level 6 131 Clarence Street  
SYDNEY NSW 2000

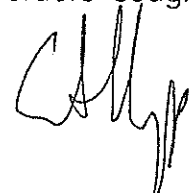
Tel: 02 801452245  
Facsimile: 02 9279 3792  
Ref: PS:KR:10500  
(Patrick See – psee@lloyd-lloyd.com)

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On 9 January 2012, I, Patrick Christopher See of Level 6, 131 Clarence Street,  
Sydney NSW, solicitor, make oath and say that:

1. I am a Principal of Lloyd & Lloyd Solicitors.
2. Lloyd & Lloyd Solicitors are the solicitors for the WILLMOTT ACTION GROUP  
INC (Reg No A0055149L) (WAG).
3. I make this affidavit in support of WAG's application for leave pursuant to  
Order 2.13 of the *Supreme Court (Corporations Rules) 2003* to be heard in this  
proceeding (WAG Application) and in opposition to orders sought by the





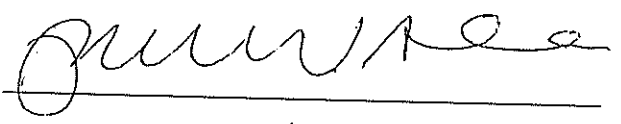
Second and Third Plaintiffs, to the extent those orders include or affect any of the schemes listed in Schedule 1, Schedule 2 and Schedule 3.

4. For the reasons set out below, WAG says that:
  - (a) its contributions will be useful and different from that of the other parties;
  - (b) the intervention will not unreasonably interfere with the ability of the parties to conduct the proceedings as they wish; and
  - (c) its contribution will assist in the resolution of the issues in the proceedings.
5. I make this affidavit from my own knowledge, except where otherwise stated, and after having made all due and proper enquiries. Where I depose to matters on the basis of information or belief, I believe those matters to be true.
6. On 13 December 2011, I was served with a copy of the Liquidators Originating Process dated 13 December 2011 (**Liquidators' Application**), along with the Crosbie Affidavit. I was not provided with a copy of the exhibits to the Crosbie Affidavit. Now produced and shown to me and marked "PCS-1" is an email from Meagan Grose of Arnold Bloch Leibler, solicitors for the Liquidators, dated 13 December 2011, serving the originating process for this proceeding.
7. The Plaintiffs have also commenced Supreme Court of Victoria Proceeding no. SCI 2001 6816 (**the 6816 Proceeding**). I believe that the 6816 Proceeding has been set down to be heard at the same time as this proceeding.




8. I refer to my affidavit in the 6816 Proceeding dated 9 January 2012 (6816 Affidavit). For the purpose of the WAG Application in this proceeding, I rely on the matters set out in my 6816 Affidavit.

Sworn at Sydney )  
In the State of New South Wales )  
by **PATRICK CHRISTOPHER SEE** )  
this 9<sup>th</sup> day of January 2012. )

  
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Before me:

  
\_\_\_\_\_

Craig Allsopp

Level 14, 25 Bligh Street, Sydney NSW 2000

An Australian Legal Practitioner within the meaning of the  
Legal Profession Act 2004

**SCHEDULE ONE**  
**REGISTERED MANAGED INVESTMENTS SCHEMES**

- (a) Willmott Forests 1989 – 1991 Project (ARSN 092 516 651)
- (b) Willmott Forests 1995 – 1999 Project (ARSN 089 598 612)
- (c) Willmott Forests Project (ARSN 089 379 975)
- (d) BioForest Dual Income Project 2006 (ARSN 1149 153 535)
- (e) BioForest Sustainable Timber and Biofuel Project 2007 (ARSN 124 135 535)
- (f) Willmott Forests Premium Forestry Blend Project (ARSN 131 549 589)
- (g) Willmott Forests Premium Forestry Blend Project – 2010 (ARSN 142 722 585)
- (h) Willmott Forests Premium Timberland Fund No. 1 (ARSN 136 768 520)

**SCHEDULE TWO**  
**UNREGISTERED MANAGED INVESTMENTS SCHEMES: PROFESSIONAL INVESTOR**  
**SCHEMES**

**Professional Investor Schemes**

- (a) Willmott Forests – Professional Investor – 2001 Project – 2001 Information Memorandum;
- (b) Willmott Forests – Professional Investor – 2002 Project – 2002 Information Memorandum;
- (c) Willmott Forests – Professional Investor – 2003 Project – 2003 Information Memorandum (2003) and 2003 Information Memorandum (2004);
- (d) Willmott Forests – Professional Investor – 2004 Project – 2004 Information Memorandum and 2004 Information Memorandum (2005);
- (e) 2005 BioForest Wholesale Project No. 2 – 2005 Wholesale Forestry Memorandum (BioForest);
- (f) Willmott Forests – Professional Investor – 2006 Project – 2006 Information Memorandum.

**SCHEDULE THREE**  
**UNREGISTERED MANAGED INVESTMENT SCHEMES: CONTRACTUAL SCHEMES AND**  
**PARTNERSHIP SCHEMES**

**Contractual Schemes**

- (a) 1983 (No project);
- (b) 1984 (No project);
- (c) 1985 (No project);
- (d) 1986 (No project);
- (e) 1987 (No project);
- (f) 1989 (No project);
- (g) 1990 (No project) Interest only offer;
- (h) 1991 (No project);
- (i) 1995 (No project) (Custom);
- (j) Sharp/Reed Plantation Project – 1998 Information Memorandum;
- (k) 2001 (No project).

**Partnership schemes**

- (a) McKenzie & Partners – Forestry Partnership No. 1 (1993);
- (b) Grimsey & Associates Pty Ltd Forestry Partnership No. 1 (1994);