

**NOTICE TO SCHEME MEMBERS OF FEA PLANTATIONS SCHEMES**  
**COURT PROCEEDINGS AFFECTING GROWERS' INTERESTS**

1. This Notice concerns court proceedings which could potentially affect the interests of Grower-members (**Growers**) in FEA Plantations Schemes for each of the years 1994 to 2009 inclusive (**Schemes**). If you are a Grower in one of the Schemes, you should read this notice carefully.

**What are the proceedings?**

2. The court proceedings have been commenced in the Supreme Court of Victoria proceeding No S CI 5202 of 2011 (**Proceedings**) by:
  - (a) Tasmanian Plantation Pty Ltd (ACN 009 560 463) (subject to deed of company arrangement) (controllers acting) (**Tasmanian Plantation**);
  - (b) Forest Enterprises Australia Ltd (ACN 009 553 548) (subject to deed of company arrangement) (receivers and managers appointed) (**FEA**);
  - (c) FEA Carbon Pty Ltd (ACN 009 505 195) (subject to deed of company arrangement) (receivers and managers appointed) (**FEA Carbon**); and
  - (d) Timothy Bryce Norman and Salvatore Algeri in their capacity as joint and several receivers and managers of FEA and of FEA Carbon and as controllers of Tasmanian Plantation (**Receivers**),  
  
(together **Plaintiffs**).
3. The First Defendant, FEA Plantations Ltd (ACN 055 969 429) (subject to deed of company arrangement) (receivers appointed) (**FEAP**), is the responsible entity of the Schemes and is in the hands of its deed administrators.
4. Tasmanian Plantation, FEA, FEA Carbon and FEAP form the FEA Group (collectively, **FEA Group**).
5. Tasmanian Plantation, FEA and FEA Carbon (**Land Owning Companies**) are companies in the FEA Group that own some of the land on which the plantations are located.

6. The Proceedings concern the land used for Scheme plantations that is owned by the Land Owning Companies (**Internal Land**). It does not concern land used for Scheme plantations that is owned by any parties that are external to the FEA Group.
7. The Land Owning Companies granted rights over some of the Internal Land to FEA and/or FEAP and the Growers were granted further rights over some of that land (together, **Disputed Rights**).
8. Growers with woodlots on the Internal Land (**Relevant Growers**) may be affected by the Proceedings.
9. The Plaintiffs seek, among other things:
  - (a) declarations that the Disputed Rights have to come to an end; and
  - (b) directions that the Receivers are justified in selling the Internal Land, clear of the Disputed Rights.

#### **How do the proceedings relate to Growers' interests?**

10. The Scheme documents (for all Schemes except the 2009 Scheme) contemplate that Growers would have property rights on the land on which the Schemes were conducted.
11. The Receivers believe that if:
  - (a) the Disputed Rights are at an end; and
  - (b) you are a Relevant Grower;then your rights in relation to woodlots on the Internal Land have been extinguished, including your right to harvest and sell the trees on that land.
12. If the Receivers are correct, the Relevant Growers will lose their woodlots on the Internal Land.

### **Do you have to participate in the proceedings?**

13. If you are a Relevant Grower affected by the proceeding, you do not have to participate in the proceeding.
14. **Importantly, Relevant Growers will be bound by the outcome of the proceeding, whether good or bad from their perspective, even if they do not participate.**
15. The Court has appointed two representative defendants in the Proceedings, Richard Ian Latham and Patricia Anne Bennett (**Representative Defendants**), who have been joined as the Second and Third Defendants.
16. The Representative Defendants are themselves Relevant Growers. They are appointed to represent the interests of all Relevant Growers in the proceeding and are required to act in the best interests of all Relevant Growers. The Representative Defendants have agreed to be appointed to represent Relevant Growers to facilitate the Proceedings being conducted in the most efficient manner possible. The Receivers make no criticism of the Representative Defendants or their conduct and no adverse inference should be drawn from their appointment as representative defendants.
17. Both representative defendants have retained the firm Mills Oakley Lawyers, whose contact details are set out below.
18. The Relevant Growers who are represented by a representative defendant will not be liable for any legal costs.
19. If you are a Relevant Grower and you do not wish for the relevant Representative Defendant to represent you in the proceedings you will need to apply to be heard by the Court (see paragraph 22 below).

### **What are you required to do?**

20. If you are content for your interests to be represented by the relevant Representative Defendant, then:
  - (a) you may raise with the Representative Defendants via their solicitors Mills Oakley Lawyers any issue that you wish to have raised in the Proceedings, including for example any issue specific to a termination

notice that may have been issued in relation to your own Grower lease;  
and

(b) **otherwise you do not need to do anything.**

21. As stated above, you will be bound by the result of the case notwithstanding that you have played no active role.
22. If you do not want to be represented by the relevant Representative Defendants, you will need to apply to be heard by the Court. In order to do so you **must** contact the Associate to Justice Robson no later than **4.00pm on 14 December 2012** on the following details:

Telephone: 03 9603 6669

Fax: 03 9603 6056

Email: daniel.kinsey@supremecourt.vic.gov.au

Post: Att: The Associate to the Honourable Justice Robson

Supreme Court of Victoria

210 William Street

Melbourne VIC 3000

#### **How to contact the Representative Defendants' solicitors?**

23. If you wish to make contact with your representative defendant, you may contact the representative defendants' solicitors, Mills Oakley Lawyers, by telephone or email:

Attn: Vanessa Lowe

ph.: 03 9605 0938

email: feagrowers@millsoakley.com.au

24. If you raise an issue by email please:

(a) provide your full name, investor number and property identifiers; and

(b) indicate which of the Schemes the issue relates to and how you elected to pay rent in relation to your investment in that scheme/s.

25. For access to Court documents filed in the proceeding, refer to the following websites:

(a) [http://www.deloitte.com/view/en\\_AU/au/services/restructuringservices/insolvency-matters/forestenterprises/index.htm](http://www.deloitte.com/view/en_AU/au/services/restructuringservices/insolvency-matters/forestenterprises/index.htm)

(b) <http://www.fealtd.com/>