

IN THE SUPREME COURT OF WESTERN AUSTRALIA

COR 35 OF 2010

IN THE MATTER OF GREAT SOUTHERN MANAGERS AUSTRALIA LIMITED (ACN 083 825 405) (IN LIQUIDATION)

GREAT SOUTHERN MANAGERS AUSTRALIA LIMITED (ACN 083 825 405) (IN LIQUIDATION) IN ITS CAPACITY AS RESPONSIBLE ENTITY OF THE MANAGED INVESTMENT SCHEMES LISTED IN SCHEDULE 1 TO THE APPLICATION

First Plaintiff

GREAT SOUTHERN OLIVES COMPANY LIMITED (ACN 121 381 208) (IN LIQUIDATION)

Second Plaintiff

GREAT SOUTHERN OLIVE HOLDINGS PTY LIMITED (ACN 111 092 374) (IN LIQUIDATION)

Third Plaintiff

ANDREW JOHN SAKER

Fourth Plaintiff

MARTIN BRUCE JONES

Fifth Plaintiff

DARREN GORDON WEAVER

Sixth Plaintiff

JAMES HENRY STEWART

Seventh Plaintiff

JAMES THACKRAY

First Defendant

TONY MCGRATH

Second Defendant

COLIN NICOL

Third Defendant

THE GROWERS LISTED IN SCHEDULE 8 OF THE APPLICATION

Fourth Defendants

INTERLOCUTORY PROCESS

Date of Document:

19 April 2010

Date of Filing: 19 April 2010
Filed on behalf of: The plaintiffs

Prepared by
Middletons
Level 2
6 Kings Park Road
WEST PERTH WA 6005

Tel: (08) 9216 0900
Fax: (08) 9216 0901
Ref: JMH:20090355.351456
james.healy@middletons.com

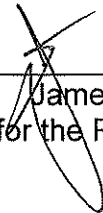
A. DETAILS OF APPLICATION

This application is made under *Supreme Court (Corporations) (WA) Rules 2004* (WA) Pt 1 r1.3(2) and the *Rules of the Supreme Court 1971* (WA) O 3 r 5 and O 21 r 10.

On the facts stated in the supporting affidavit, the applicant, applies for the following relief –

1. Leave be granted to the plaintiffs to discontinue against defendant Mr Guy Anthony Skillecorn who appears as Grower 2624 in Schedule 8 of the Application, without order as to costs.
2. Leave be granted to substitute RANC Superannuation Pty Ltd as defendant in place of Mr Skillecorn.
3. Leave be granted to add Jolly Jumps (QLD) Pty Ltd as defendant Grower 4065 in Schedule 8 of the Application.
4. Service of this interlocutory process upon the fourth defendants be effected by posting this interlocutory process, together with any orders made by the court arising from this application, to the websites of the Great Southern Group of companies and that of Ferrier Hodgson.
5. The time for compliance with orders made by Acting Master Chapman on 8 April 2010 be extended from 15 April 2010 to 20 April 2010.

Date: 19 April 2010



James Healy
Solicitor for the Plaintiffs

B. NOTICE TO DEFENDANTS

TO: THE FIRST TO THIRD DEFENDANTS

C/- Mr Nick Anson
Minter Ellison Lawyers
Rialto Towers
525 Collins Street
MELBOURNE VIC 3000

THE FOURTH DEFENDANTS

If you or your legal practitioner do not appear before the Court at the time shown above, the application may be dealt with and an order made, in your absence.

C. FILING

This interlocutory process is filed by James Healy for the plaintiff.

D. SERVICE

The applicants address for service is 6 Kings Park Road, West Perth, Western Australia.

It is intended to serve a copy of this interlocutory process on each defendant and any persons listed below –

AUSTRALIAN SECURITIES AND INVESTMENT COMMISSION

C/- Mr Andrew Tregear
Litigation Counsel, Chief Legal Office
Australian Securities and Investments Commission
Level 24, 120 Collins Street
Melbourne VIC 3000

BENDIGO AND ADELAIDE BANK LIMITED

C/- Ms Belinda Thompson and Mr Matthew McCarthy
Allens Arthur Robinson
Level 27
530 Collins Street
MELBOURNE VIC 3000

GP LEVVEY PTY LTD
MR PHILLIP CAPICCHIANO
C/- Mr Mark Bland
Clarendon Lawyers
Level 17
Rialto North Tower
525 Collins Street
MELBOURNE VIC 3000

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First Plaintiff

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Seventh Plaintiff

JAMES THACKRAY

First Defendant

TONY MCGRATH

Second Defendant

COLIN NICOL

Third Defendant

THE GROWERS LISTED IN SCHEDULE 8 OF THE APPLICATION

Fourth Defendants

**AFFIDAVIT OF ANDREW JOHN SAKER
IN SUPPORT OF INTERLOCUTORY PROCESS TO AMEND SCHEDULE 8
TOGETHER WITH ATTACHMENT "AJS - 86"
SWORN ON 19 APRIL 2010**

Date of Document: 19 April 2010
Date of Filing: 19 April 2010
Filed on behalf of: The plaintiffs

Prepared by
Middletons
Level 2
6 Kings Park Road
WEST PERTH WA 6005

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Documents

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Affidavit of **ANDREW JOHN SAKER**

1


AJS-86 Signed transfer deed and agreement

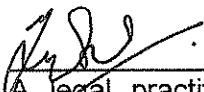
2 - 4

I, **ANDREW JOHN SAKER** of care of Ferrier Hodgson, Level 26, 108 St Georges Terrace, Perth in the State of Western Australia, Chartered Accountant and Official Liquidator, being duly sworn make oath and say as follows:

1. I am, with my partners Martin Bruce Jones, Darren Gordon Weaver and James Henry Stewart (**Liquidators**), the liquidator of the First Plaintiff Great Southern Managers Australia Limited ACN 083 825 405 (In Liquidation) (Receivers and Managers Appointed) (**GSMAL**), the Second Plaintiff Great Southern Olives Company Limited ACN 121 381 208 (In Liquidation) (**GSOC**) and the Third Plaintiff Great Southern Olive Holdings Pty Limited ACN 111 092 374 (In Liquidation) (**GSOH**).
2. Except where otherwise stated I swear this affidavit from my personal knowledge. I am authorised by Messrs Jones, Weaver and Stewart to make this affidavit on their behalf.
3. I make this affidavit in support of the interlocutory process seeking to amend schedule 8 of the application filed on 7 April 2010 (**Application**) dated 15 April 2010.
4. From my review of Schedule 8 to the Application, I am aware that reference to Jolly Jumps (QLD) Pty Ltd, which is listed on the register of growers maintained by GSMAL and I verily believe to be a grower, has been omitted.
5. Further, I am also aware that Mr Guy Anthony Skillecorn, who is listed as a grower in Schedule 8 to the Application transferred his interest in the managed investment scheme the subject of these proceedings to RANC Superannuation Pty Ltd on 1 July 2009.
6. Now produced and shown to me and marked "**AJS-86**" is a true copy of a signed transfer deed and agreement, transferring Mr Skillecorn's interest in the Managed Investment Scheme to RANC Superannuation Pty Ltd.

SWORN by **ANDREW JOHN SAKER**)
 at Perth in the State of Western)
 Australia this 19th day of April 2010)
 before me:)



 , Su SEE TING
 A legal practitioner who has held a
 practice certificate for at least 2 years
 and who holds a current practice
 certificate

GREAT SOUTHERN 2007 DIVERSIFIED OLIVES INCOME PROJECT
FORM OF TRANSFER & DEED OF AGREEMENT

This agreement is made between:

I/We Guy Anthony Skillecorn (Assignor)

(Full name of Assignor)

ABN/ACN Number *(if applicable)* : 96 237 276 931

of 8 Shangrila Crescent, Springfield Lakes, Qld, 4300

(Address, including State & postcode)

in consideration of the sum of \$ 6,500 paid to me by

RANC Superannuation Pty Ltd atf RANC Superannuation Fund (Assignee)

(Full name of Assignee)

ABN/ACN Number *(if applicable)* : 133 428 565

of PO Box 5092, Kenmore East, Qld 4069

(Address, including State & postcode)

(Telephone) X 07 38783280 Are the parties related? Yes No

and we, Great Southern Managers Australia Limited (ACN 083 825 405) as Manager/Responsible Entity and Lessor both of 16 Parliament Place West Perth WA 6005.

1. The Assignor hereby transfers to the Assignee from the date referred to in Schedule 3 all my/our right, title and interest noted in Schedule 2 in the Land & Management Agreement and Lease or Forest Right detailed in Schedule 1 and the Assignee hereby agrees to be bound by and accepts the terms of the said Agreement and the Constitution (as amended from time to time).
2. The Assignor hereby releases the Manager/Responsible Entity and Lessor from all claims against the Lessor in respect of, or in any way arising from the Land & Management Agreement and Lease or Forest Right Agreement.
3. The Manager/Responsible Entity and Lessor consents to this transfer.
4. The Assignee must arrange stamping of this Deed (if applicable) and attend to payment of any stamp duty thereon.

EXECUTED as a deed

X 

Signed by Guy Anthony Skillecorn
Assignor in the presence of:

X 

Signed by witness


X ANDREW AWAN FOEG C. DEC 33438
Full name of witness (please print)

Signed by: RANC Superannuation Pty Ltd Assignee
Atf RANC Superannuation Fund
Pursuant to Section 127 of the Corporations Act

X 

Director - Richard Smith

.....


Signature of Great Southern Managers
Australia Limited as lessor and
Manager/Responsible Entity by way of
acknowledgment & confirmation

- James Thackray (Receiver & Manager)
(Administrators Appointed)
(Receivers & Administrators Appointed)

GREAT SOUTHERN 2007 DIVERSIFIED OLIVES INCOME PROJECT
FORM OF TRANSFER & DEED OF AGREEMENT

SCHEDULE 1

Manager/Responsible Entity & Lessor:	Great Southern Managers Australia Limited
Lessee:	Guy Anthony Skillecorn
Date of Lease & Management Agreement:	15 June, 2007
Lease & Management No:	O02524
Certificate number:	O02524
Olive Grove name:	Twin Brooks & Waterville Organic Olive Groves
Olive Grove state:	WA
Area leased:	0.20 hectares
Number of Grovelot/s:	2
Grovelot number/s:	1274 & 1275
Allocation number:	O02524

SCHEDULE 2

Date of Transfer: x 1/7/2009
Please insert date forms signed

SCHEDULE 3 - GROVELOTS TRANSFERRED

Number of grovelots:	2
Grovelot numbers:	1274 & 1275

GSP Office use only.

New Allocation No 04715

New Certificate No

Transferred to G41750

Transfer date 20-8-09