

19 March 2009

Our Ref: PAL.S7/gd/dm/slm

Dear Member

**PWL – ACN 084 252 488 Ltd (formerly Palandri Wines Ltd) (in Liquidation) (PWL)**  
**The Margaret River Wine Business – ARSN 086 241 198**  
**The Palandri America Wine Business – ARSN 098 544 908**  
**Palandri Winegrape Project 2005/2006 – ARSN 114 193 234**  
**Palandri Global Supply Challenge 2007-2008 – ARSN 124 150 616**  
**Margaret River Wine Business Trust – ARSN 119 602 505**  
**Palandri Agricultural Property Trust ARSN 114 192 933**  
(together, the Schemes)

On 24 September 2008, the Supreme Court of Western Australia ordered that the Schemes would be wound up. We are in the process of winding up the Schemes, and in accordance with the court order we are terminating your lease and management agreement (LMA) with PWL. Please see the formal notice attached.


The termination of your LMA will ensure that you are not exposed to any losses incurred in the operation of the company's vineyards in the future.

This is an important step in the scheme's winding up and it will also enable us to complete the winding up of the companies within the Palandri Group.

We continue to investigate the failure of the companies and the schemes and we are working with the Australian Securities and Investments Commission (ASIC) in this regard. We will provide a fuller report on these investigations towards the end of May.

You are not required to take any action in response to this notice, however should you have any queries please contact Sarah Marshall on (08) 9365 7369.

Yours sincerely



Gary Doran  
Joint & Several Liquidator

**NOTICE OF TERMINATION OF LEASE AND MANAGEMENT AGREEMENTS**  
**THE MARGARET RIVER WINE BUSINESS ARSN 086 241 198 (MRW SCHEME)**

**TO:** Each member of the MRW Scheme (**MRW Member**)

**Background**

- A. PWL – ACN 084 252 488 Ltd (formerly Palandri Wines Ltd) (In Liquidation) ACN 084 252 488 (**Responsible Entity**) is the responsible entity of the MRW Scheme.
- B. The MRW Member has subscribed for one or more interests in the MRW Scheme.
- C. In subscribing for interests in the MRW Scheme, the MRW Member has agreed to be bound by, among other things, the constitution of the MRW Scheme as amended from time to time.
- D. Pursuant to various lease and management agreements entered into between the Responsible Entity, PWPL and the MRW Member:
  - (a) PWPL – ACN 085 042 879 Ltd (formerly Palandri Wine Production Ltd) (In Liquidation) ACN 085 042 879 purported to lease vineyard lots to members of the MRW Scheme on the vineyard known as Frankland River Vineyard 1; and
  - (b) the Responsible Entity agreed to manage those vineyard lots for the duration of the MRW Scheme.
- E. On 24 September 2008 the Supreme Court of Western Australia ordered that the MRW Scheme be wound up pursuant to section 601ND(1)(a) of the *Corporations Act 2001* (Cth).
- F. Under the MRW Scheme constitution, the Responsible Entity has the power to terminate any agreement or arrangement that the Responsible Entity has entered into with members of the MRW Scheme during the winding up of the MRW Scheme.

**TAKE NOTICE THAT:**

- 1. pursuant to clause 6.4 of the MRW Scheme constitution, the Responsible Entity of the MRW Scheme hereby terminates each and every lease and management agreement entered into between the MRW Member and the Responsible Entity including, without limitation, the following lease and management agreements (as amended), being:
  - (a) lease and management agreement dated 30 June 1999;
  - (b) lease and management agreement dated 8 June 2000 for post 11 November 1999 members;
  - (c) lease and management agreement dated 8 June 2000 for post 30 June 1999 and pre 11 November 1999 members;
  - (d) lease and management agreement dated 10 August 2001 for second year members;

- (e) lease and management agreement dated 10 August 2001 for second year members (2A); and
- (f) lease and management agreement dated 12 November 2001; and
2. this notice of termination does not affect any rights that may have accrued in favour of any of the parties prior to the termination taking effect.



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Gary Doran  
Joint and several liquidator of  
PWL – ACN 084 252 488 Ltd (In Liquidation)  
Responsible Entity of the MRW Scheme

Dated: March 2009