

DECLARATION OF INDEPENDENCE, RELEVANT RELATIONSHIPS, AND INDEMNITIES ("DIRRI")

ALL TRADES QUEENSLAND PTY LIMITED ACN 115 379 461 (ADMINISTRATORS APPOINTED) ("THE COMPANY" or "ATQ")

This declaration is made in respect of us, John Park and Joanne Dunn ("the Administrators"), our fellow Senior Managing Directors/Managing Directors, FTI Consulting (Australia) Pty Ltd ("FTI Consulting" or "Firm") and associated entities.

The purpose of this document is to assist creditors with understanding any relationships that the Administrators have and any indemnities or upfront payments that have been provided to the Administrators. None of the relationships disclosed in this document are such that the independence of the Administrators is affected.

This information is provided to you to enable you to make an informed assessment on any independence concerns, so you have trust and confidence in our independence and, if not, can act to remove and replace us if you wish.

A. INDEPENDENCE

We, John Park and Joanne Dunn of FTI Consulting have undertaken an assessment of the risks to our independence prior to accepting the appointment as Joint and Several Administrators of the Company in accordance with the law and applicable professional standards. This assessment identified no real or potential risks to our independence. We are not aware of any reasons that would prevent us from accepting this appointment.

B. DECLARATION OF RELATIONSHIPS

i. Circumstances of appointment

John Park and I, Joanne Dunn were approached directly by the Company director, Ian Johnson, regarding this appointment. We believe that this referral does not result in us having a conflict of interest or duty because of the following reasons:

- a) Ian Johnson has not to our knowledge previously referred insolvency-related or other work to FTI Consulting;
- b) FTI Consulting is not reliant upon referrals from Ian Johnson. He is one of a considerable number of firms, organisations and persons who refer work to, or seek advice from, FTI Consulting. This engagement is not financially significant to FTI Consulting and the receiving or otherwise of other referrals from Ian Johnson is not material to FTI Consulting;

- c) Work referrals arising from networks of business professionals, advisors and other persons are normal and accepted arrangements, and do not inherently impact on us discharging our statutory duties and obligations with independence and impartiality; and
- d) There is no expectation, agreement or understanding between the Administrators and the referrer about the conduct of this administration and we are free to act independently and in accordance with the laws and the requirements of the ARITA Code of Professional Practice;

We had eleven (11) meetings with the Company's Director, Ian Johnson and other staff of, or advisors to, the Company during the period 24 July 2019 and appointment. Further details concerning the meetings held is contained as **Appendix 1**.

The following was discussed at those meetings:

- Financial situation of the Company;
- The voluntary administration process and role of a Voluntary Administrator;
- Timing of the Company entering voluntary administration;
- Progress of potential business sale;
- How a business sale campaign would be run during a voluntary administration;
- How Voluntary Administrators would approach a sale which occurred prior to appointment;
- The Company's engagement of Vantage Performance to assist with cashflow forecasting, sale negotiations, liaison with Westpac Banking Corporation and the Australian Taxation Office;
- Progress with respect to the Government's payment for the Act of Grace to attend to back pay of employees;
- Application for, and receipt of, JobKeeper payments.

Between June and July 2020, the Company provided information to FTI Consulting to assist in preparing for a voluntary administration appointment. FTI Consulting staff also attended the Company's Shailer Park premises to meet with key personnel in the week commencing 13 July 2020 in preparation of the appointment.

No remuneration has been received for this advice.

In our opinion, these meetings do not affect our independence for the following reasons:

- (a) The Courts and relevant professional bodies recognise the need for practitioners to provide advice on the insolvency process and the options available and do not consider that such advice results in a conflict or is an impediment to accepting the appointment;
- (b) The nature of the advice provided to the Company is such that it would not be subject to review and challenge during the course of our appointment;
- (c) No advice has been given to the directors in their capacity as directors of the Company, or in relation to their personal circumstances; and
- (d) The pre-appointment advice will not influence our ability to be able to fully comply with the statutory and fiduciary obligations associated with the appointment as Joint and Several Administrators of the Company in an objective and impartial manner.

We have provided no other information or advice to the Company, its directors and advisors prior to our appointment beyond that outlined in this DIRRI.

ii. Relevant Relationships (excluding Professional Services to the Insolvent)

We, or a member of our Firm, have, or have had within the preceding 24 months, a relationship with:

Name	Nature of relationship	Reasons
Westpac Banking Corporation Limited (“WBC”)	WBC holds two (2) All Present and After Acquired Property security interest over substantially the whole of the property of the Company.	<p>We believe that this relationship does not result in a conflict of interest or duty because:</p> <ul style="list-style-type: none"> ▪ We have not undertaken any work for WBC in respect to the Company. ▪ Any previous engagements accepted for WBC are unrelated to this engagement. ▪ We are not paid any commissions, inducements or benefits by WBC to undertake engagements and are not bound or obligated to deliver a favourable outcome to any party.
Scottish Pacific Business Finance Pty Limited (Scot Pac)	Scot Pac holds an All Present and After Acquired Property security interest over the property of the Company.	<ul style="list-style-type: none"> • In our opinion, this relationship does not result in a conflict of interest or duty as FTI Consulting has not undertaken any work for Scot Pac with respect to the Company.
Deputy Commissioner of Taxation (Australian Taxation Office – ATO)	Certain Senior Managing Directors of FTI Consulting will, from time to time, act as Liquidators to unrelated companies which have been wound up in insolvency by the ATO.	<p>We believe that this relationship does not result in a conflict of interest or duty because:</p> <ul style="list-style-type: none"> ▪ In liquidations where the ATO is an unsecured creditor, we do not act directly on their behalf; rather there are duties to all creditors as a whole. <p>The work that FTI Consulting undertakes in these circumstances will not influence our ability to be able to fully comply with the statutory and</p>

Name	Nature of relationship	Reasons
		fiduciary obligations associated with our appointment as Voluntary Administrators of the Company in an objective and impartial manner.

iii. Prior Professional Services to the Insolvent

Neither we nor our Firm have provided any professional services to, or in relation to, the Company in the previous 24 months.

iv. No other relevant relationships to disclose

There are no other known relevant relationships, including personal, business and professional relationships, from the previous 24 months with the Company, an associate of the Company, a former insolvency practitioner appointed to the Company or any person or entity that is entitled to enforce a security interest in the whole or substantially the whole of the Company's property that should be disclosed.

C. INDEMNITIES AND UP-FRONT PAYMENTS

We have not been indemnified in relation to this administration, other than any indemnities that we may be entitled to under statute and we have not received any up-front payments in respect of our remuneration or disbursements.

Dated: 23 July 2020



John Park



Joanne Dunn

NOTE:

If circumstances change, or new information is identified, we are required under the Corporations Act 2001 and ARITA's Code of Professional Practice to update this Declaration and provide a copy to creditors with our next communication as well as table a copy of any replacement declaration at the next meeting of the Company's creditors. For Creditors' Voluntary Liquidations and Voluntary Administrations, this document and any updated versions of this document are required to be lodged with ASIC.

Appendix 1 – Meetings between FTI Consulting staff and ATQ representatives/other third parties

Meeting Date	FTI Attendees	External Attendees	Discussion Points
24 July 2019	Joanne Dunn John Park	Ian Johnson Jagdeep Olak	<ul style="list-style-type: none"> Financial situation of ATQ and voluntary administration process if business sale unsuccessful
July - Sept 2019	Joanne Dunn John Park	Ian Johnson	<ul style="list-style-type: none"> Likely timing of voluntary administration appointment and progress of business sale.
6 September 2019	Joanne Dunn John Park	Ian Johnson Interested Party	<ul style="list-style-type: none"> The role of a voluntary administrator, approach to a contract executed prior to appointment and requirement for an independent review of a sale contract if executed prior to appointment How a sale campaign would be run during a voluntary administration.
13 November 2019	John Park Joanne Dunn	Ian Johnson Jagdeep Olak	<ul style="list-style-type: none"> Progress of sale of business and ATQ's current financial position. The engagement of Vantage Performance to assist with cashflow forecasting and sale negotiations.
25 November 2019	John Park Joanne Dunn	Ian Johnson Jagdeep Olak	<ul style="list-style-type: none"> Update on ATQ's financial position and interested parties
20 December 2019	John Park Joanne Dunn Matthew Glennon	Ian Johnson Jagdeep Olak	<ul style="list-style-type: none"> Update on interested parties in sale of business and no movement.
13 January 2020	John Park Joanne Dunn Matthew Glennon	Ian Johnson Jagdeep Olak Michael Fingland (Vantage Performance)	<ul style="list-style-type: none"> Update on ATQ financial position and progress of sale of business Likely payment by the Government for Act of Grace to make back-payments to staff.

Meeting Date	FTI Attendees	External Attendees	Discussion Points
			<ul style="list-style-type: none"> Timing of voluntary administration if Act of Grace funds not received.
22 January 2020	John Park Joanne Dunn Matthew Glennon	Ian Johnson Jagdeep Olak	<ul style="list-style-type: none"> Act of Grace payment was to be received shortly Update regarding engagement of Vantage Performance to progress sale of business and liaise with Westpac Banking Corporation.
February to April 2020	Joanne Dunn John Park	Ian Johnson Jagdeep Olak	<p>Email updates regarding timing of voluntary administration and:</p> <ul style="list-style-type: none"> Westpac Banking Corporation's position Act of Grace payment received Receipt of JobKeeper to assist in cashflow.
20 May 2020	Joanne Dunn John Park	Dugald King Jagdeep Olak	<ul style="list-style-type: none"> Update regarding ATQ's financial position and JobKeeper payments Lack of interest in business for sale purposes.
9 June 2020	Joanne Dunn John Park	Ian Johnson Jagdeep Olak Michael Fingland Megan Stewart	<ul style="list-style-type: none"> Update by ATQ on negotiations with Westpac and ATO and JobKeeper payments.
June - July 2020			<ul style="list-style-type: none"> Various correspondence between ATQ, Vantage and FTI regarding timing for voluntary administration and FTI preparation for voluntary administration.
9 July 2020	John Park Joanne Dunn	Ian Johnson Jagdeep Olak	<ul style="list-style-type: none"> Timing of voluntary administration and preparation for voluntary administration.

Meeting Date	FTI Attendees	External Attendees	Discussion Points
14 July 2020	Joanne Dunn John Park Neil Dempster	Ian Johnson Jagdeep Olak Dugald King	<ul style="list-style-type: none"> Update on interested parties to purchase business and preparation for voluntary administration appointment
14 July to 22 July 2020			FTI preparation for voluntary administration.

ATQ and external attendee details

Name	Company	Role
Ian Johnson	ATQ	Director
Jagdeep Olak	ATQ	Chief Financial Officer
Dugald King	ATQ	General Manager Finance
Michael Fingland	Vantage Performance	
Megan Stewart	Vantage Performance	