

NOTICE OF SECOND MEETING OF CREDITORS

ALL TRADES QUEENSLAND PTY LTD (ADMINISTRATORS APPOINTED) (“THE COMPANY”)

ACN 115 379 461

NOTICE IS HEREBY GIVEN that the second meeting of creditors of the Company will be held on **Thursday, 27 August 2020** by electronic means commencing at **1:00PM (AEST)**.

Due to government restrictions in place with COVID-19, this meeting will only be held by electronic means only and there will be no physical meeting place available.

If you wish to attend the meeting, you must return a Meeting Registration Form to our office on or before **1:00PM (AEST) on Wednesday, 26 August 2020**.

A link to register for the Zoom meeting will subsequently be sent to you by email.

In accordance with ASIC’s current directives, all voting will be conducted by a poll. Details regarding the polling process will be provided by email, upon receipt of the relevant forms.

Please note your name may be visible to other attendees of the meeting and in meeting documents we prepare and lodge with ASIC.

AGENDA

1. The purpose of the meeting is:
 - a) to review the report of the Administrators and their recommendation in connection with the business, property, affairs and financial circumstances of the Company; and
 - b) for the creditors of the Company to resolve:
 - i) that the Company execute a deed of company arrangement; or
 - ii) that the administration should end; or
 - iii) that the Company be wound up.
2. The Second Meeting of Creditors may be adjourned for a period not exceeding forty-five (45) business days.
3. Creditors will be requested to fix the remuneration to be paid to the Administrators, as calculated on a time basis for the period 22 July 2020 to 14 August 2020 (inclusive).

4. Creditors will be requested to fix the remuneration to be paid to the Administrators, as calculated on a time basis for the period 15 August 2020 to 26 August 2020 (inclusive).
5. If the Company enters into a Deed of Company Arrangement, the Deed Administrators will seek to have creditors resolve to fix the remuneration of the Deed Administrators.
6. If the Company is placed into liquidation, to consider the appointment of a Committee of Inspection and if required, to determine the members; and
7. Any other business properly brought before the meeting.

Creditors wishing to vote at the meeting:

- who will not be attending in person or are a company, must complete and return an Appointment of Proxy Form; and
- must complete and return a Formal Proof of Debt or Claim Form if not already done so, by no later than **1:00PM (AEST) on Wednesday 26 August 2020**.

If you would like to nominate to be a member of the proposed Committee of Inspection, please complete the **enclosed** Committee of Inspection Nomination Form.

Completed forms may be sent by one of the following methods:

Post: Attn: All Trades Queensland Pty Ltd (Administrators Appointed)
GPO Box 3127, BRISBANE QLD 4001

Facsimile: +61 7 3225 4999

Email: ATQ@fticonsulting.com

If you choose to post your forms, please ensure they are sent with sufficient time to arrive by the due date. We encourage creditors to send their forms by email where possible.

Dated this 19th day of August 2020



Joanne Dunn
Administrator

NOMINATION FOR PROPOSED COMMITTEE OF INSPECTION

ALL TRADES QUEENSLAND PTY LTD (ADMINISTRATORS APPOINTED) ("THE COMPANY")

ACN 115 379 461

At the second meeting of creditors to be held on **Thursday, 27 August 2020 at 1:00PM**, creditors will be asked to consider whether to form a committee of inspection (COI) to assist the Deed Administrators or Liquidators (if appointed) of the Company. Should the creditors decide to form a committee, and a COI is duly formed, the chairperson will call for nominations for three (3) to seven (7) creditors to be appointed as a member of the COI.

What is a Committee of Inspection?

Please read the **attached** information sheet prepared by the Australian Restructuring Insolvency & Turnaround Association (ARITA). This provides important information about the role and powers of a COI.

If you would like to nominate to be appointed to the COI, please complete the details below and return this form no later than **1:00PM (AEST) Wednesday, 26 August 2020** to

ATQ@fticonsulting.com.

Name of Creditor:

Name of representative:
(if applicable)

Amount Owed:

I am a creditor/ representative of a creditor of the Company and have duly lodged a Formal Proof of Debt claim in the administration.

I have read the information provided and wish to nominate to be a member on the Committee of Inspection. I understand the duties and obligations should I be appointed to the proposed committee.

Signature of Creditor (or person authorised by creditor)

Information Sheet: Committees of Inspection

You have been elected to be, or are considering standing for the role of, a member of a Committee of Inspection (COI) in either a liquidation, voluntary administration or deed of company arrangement of a company (collectively referred to as an external administration).

This information sheet is to assist you with understanding your rights and responsibilities as a member of a COI.

What is a COI?

A COI is a small group of creditors elected to represent the interests of creditors in the external administration. The COI advises and assists the external administrator and also has the power to approve and request certain things – this is discussed in more detail below.

Membership of the COI is a voluntary, unpaid position.

Who can be elected to a COI?

To be eligible to be appointed as a member of a COI, a person must be:

- A creditor
- A person holding the power of attorney of a creditor
- A person authorised in writing by a creditor; or
- A representative of the Commonwealth where a claim for financial assistance has, or is likely to be, made in relation to unpaid employee entitlements.

If a member of the COI is a company, it can be represented by an individual authorised in writing to act on that creditor's behalf. It also allows the creditor to maintain its representation if a change in the individual is required

A COI usually has between 5 and 7 members, though it can have more, or less, depending on the size of the external administration.

A member of a COI can be appointed by:

- resolution at a meeting of creditors
- an employee or a group of employees owed at least 50% of the entitlements owed to employees of the company
- a large creditor or group of creditors that are owed at least 10% of the value of the creditors' claims,

If an employee or group of employees, or a large creditor or group of creditors, appoints a member to the COI, they cannot vote on the general resolution of creditors to appoint members to the COI. Each of these groups also have the power to remove their appointed member of the COI and appoint someone else.

If you are absent from 5 consecutive meetings of the COI without leave of the COI or you become an insolvent under administration, you are removed from the COI.

What are the roles and powers of a COI?

A COI has the following roles:

- to advise and assist the liquidator, voluntary administrator or deed administrator (collectively referred to as the external administrator)
- to give directions to the external administrator
- to monitor the conduct of the external administration.

In respect of directions, the external administrator is only required to have regard to those directions. If there is a conflict between the directions of the COI and the creditors, the directions of the creditors prevail. If the external administrator chooses not to comply with the directions of the COI, the external administrator must document why.

A COI also has the power to:

- approve remuneration of the external administrator after the external administrator has provided the COI with a Remuneration Approval Report (a detailed report setting out the remuneration for undertaking the external administration)
- approve the use of some of the external administrator's powers in a liquidation (compromise of debts over \$100,000 and entering into contracts over 3 months)
- require the external administrator to convene a meeting of the company's creditors
- request information from the external administrator
- approve the destruction of the books and records of the external administration on the conclusion of the external administration
- with the approval of the external administrator, obtain specialist advice or assistance in relation to the conduct of the external administration
- apply to the Court for the Court to enquire into the external administration.

An external administrator is not required to convene a meeting of creditors if the request by the COI is unreasonable, or provide requested information if the request is unreasonable, not relevant to the administration or would cause the external administrator to breach their duties.

A request to convene a meeting of creditors is unreasonable if:

- it would substantially prejudice the interests of a creditor or third party
- there are insufficient funds in the external administration to cover the cost of the request
- a meeting of creditors dealing with the same matters has already been held or will be held within 15 business days, or
- the request is vexatious.

If a request for a meeting is reasonable, the external administrator must hold a meeting of creditors as soon as reasonably practicable.

A request for information is unreasonable if:

- it would substantially prejudice the interests of a creditor or third party
- the information would be subject to legal professional privilege
- disclosure of the information would be a breach of confidence
- there are insufficient funds in the external administration to cover the cost of the request
- the information has already been provided or is required to be provided within 20 business days, or
- the request is vexatious.

If the request for information is not unreasonable, the external administrator must provide the requested information within 5 business days, but the law provides for further time in certain circumstances.

An external administrator must inform the COI if their meeting or information request is not reasonable and the reason why.

How does the COI exercise its powers?

A COI exercises its powers by passing resolutions at meetings of the COI. To pass a resolution, a meeting must be convened and a majority of the members of the COI must be in attendance.

A meeting is convened by the external administrator by giving notice of the meeting to the members of the COI. Meetings of the COI can be convened at short notice.

The external administrator must keep minutes of the meeting and lodge them with ASIC within one month of the end of the meeting.

ASIC is entitled to attend any meeting of a COI.

What restrictions are there on COI members?

A member of a COI must not directly or indirectly derive any profit or advantage from the external administration. This includes by purchasing assets of the company or by entering into a transaction with the company or a creditor of the company. This prohibition extends to related entities of the member of the COI and a large creditor(s) that appoints a member to the COI.

Creditors, by resolution at a meeting of creditors, can resolve to allow the transaction. The member of the COI or the large creditor(s) that appoints a member to the COI is not allowed to vote on the resolution.

Where can you get more information?

The Australian Restructuring Insolvency and Turnaround Association (ARITA) provides information to assist creditors with understanding external administrations and insolvency.

This information is available from ARITA's website at www.arita.com.au/creditors.

ASIC provides information sheets on a range of insolvency topics. These information sheets can be accessed on ASIC's website at www.asic.gov.au (search "insolvency information sheets").