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24 July 2020

INITIAL INFORMATION FOR CREDITORS, EMPLOYEES, APPRENTICES AND SUPPLIERS ALL TRADES QUEENSLAND PTY LTD (ADMINISTRATORS APPOINTED) ACN 115 379 461 ("THE COMPANY")

The purpose of this document is to provide you with information about the Voluntary Administration of the Company and your rights as a creditor.

APPOINTMENT OF VOLUNTARY ADMINISTRATORS

John Park and I, Joanne Dunn, of this office were appointed as Joint and Several Administrators of the Company on 22 July 2020 by a resolution of the Company's director.

A copy of our Declaration of Independence, Relevant Relationships and Indemnities (**DIRRI**) is **attached**. The DIRRI assists you to understand any relevant relationships that we have, and any indemnities or upfront payments that have been provided to us. I have considered each relationship and it is my opinion that none of the relationships disclosed in the DIRRI result in a conflict of interest or duty or affect our independence.

VOLUNTARY ADMINISTRATION

Voluntary Administration is a process under the law which allows companies unable to pay their debts, or likely to become unable to pay their debts to appoint an independent, qualified person (called a Voluntary Administrator) to take control of the Company and its operations. This process allows breathing space to work out the best outcome for all stakeholders and involves the Voluntary Administrators calling creditors' meetings over the following 20 business days at which creditors decide the future of the Company. The creditors will determine if the Company:

- a) Be returned to the director(s);
- b) Be placed into liquidation; or
- c) Enter into a Deed of Company Arrangement.

According to the Company's records, you may be a creditor of the Company, being one of the following:

- A supplier or other creditor;
- An employee;
- An apprentice; or
- A party who has a potential claim for back pay, which is yet to be finalised.

WHAT HAPPENS TO YOUR DEBT?

All creditors of the Company are now creditors in the Voluntary Administration. As a creditor, you have certain rights, although your debt will be dealt with in the Voluntary Administration. Further information regarding your rights as a creditor is **enclosed** with this circular.

It is important to note that a Voluntary Administration creates restrictions on creditors being able to enforce their rights. You generally cannot enforce your claim, recover your property, enforce your security, commence an action to place the company into liquidation or act on a personal guarantee. Please refer to *Important statements for all creditors and suppliers* **attached.**

If you have leased the company property, have a retention of title claim or hold a Personal Property Security in relation to the company, please contact my staff as soon as possible. Further information is enclosed - please refer to *Requirements for parties with security interests and other claims* attached.

OPERATIONS AND TRADING

The Administrators have taken control of the operations of the Company and requested the directors to prepare a report on the Company's business, property, affairs and financial circumstances.

We are continuing to operate the Company's business on a "business as usual" basis with a view to achieving a going concern sale in the short term. It is our current view that this will provide an optimum return to all creditors of the Company. Your continued cooperation and support is essential to achieving a going concern sale and we thank you in advance for your support.

If you are a supplier or employee, we have issued separate communication on how this appointment impacts your ongoing dealings with the Company. Information is also available for download on our FTI Consulting Creditors Portal.



MEETINGS OF CREDITORS

As Voluntary Administrator, I am required to hold two meetings of creditors.

First Meeting of Creditors

When a Company enters into Voluntary Administration, the Administrators are required to convene a first meeting of creditors within eight (8) business days after the commencement of the Voluntary Administration.

The First Meeting of the Creditors will be held at 1:00PM (AEST) on Monday, 3 August 2020 via electronic facilities only.

Due to the threat of COVID-19, and consistent with government policy on gatherings, this meeting will be held by electronic means only and there will be no physical meeting place available. Further details regarding the meeting will be provided once a creditor has registered their attendance for the meeting.

In this regard, please find **attached** the following documents:

- a) Notice of First Meeting of Creditors of the Company under Administration;
- b) Meeting Registration Form;
- c) Appointment of Proxy Form; and
- d) Formal Proof of Debt or Claim Form.

Due to COVID-19 restrictions, all creditors are required to provide documentation via email to ATQ@fticonsulting.com by no later than 1:00pm (AEST) on Friday, 31 July 2020.

Please note, attendance at the meeting is not compulsory, however should you wish to attend and vote at the meeting, you **must** register your attendance at the meeting within the above timeframe, otherwise you may be considered an observer and you will not be able to vote.

Further explanation as to what you need to do to attend the meeting is contained overleaf.



PLEASE READ CAREFULLY

How to participate in the meeting

In order to attend the meeting, you must complete and return the below forms via email to ATQ@fticonsulting.com by no later than **1:00PM (AEST) on Friday, 31 July 2020**.



Information

You must complete and return this form if you wish to attend the meeting of creditors, and vote at the meeting.

Creditors will receive their individual meeting registration details and the link to register for the electronic meeting by email once they have submitted the required forms.

You must complete this form if you wish to appoint another person to attend the meeting on your behalf (corporate creditors must complete this form).

A proxy form is valid only for the meeting indicated (or any adjournment).

Non-individual creditors (corporate, trusts, etc.) who want to be represented must appoint an individual to act on its behalf by executing a proxy form.

Individuals may choose to appoint a proxy/representative to vote on their behalf by executing a proxy form. If an individual is attending in person a proxy form is not required.

You must complete this form in order to vote at the meeting.

This form is also required to register your claim against the Company. Documents to substantiate your claim (e.g. invoices) must also be provided.



Questions for the meeting

Creditors can use the question and answer function during the creditors meeting to submit questions to be answered by the Administrators. We encourage creditors to submit their questions prior to the meeting by emailing ATQ@fticonsulting.com.

General information regarding the conduct of meetings of creditors and the completion of proxy forms and proof of debt forms is enclosed and can also be found on our website at www.fticonsulting-asia.com/creditors/forms-information.

Statutory notices and advertisements about the Company will be published on ASIC's Published Notices website at www.insolvencynotices.asic.gov.au.

All creditors who wish to attend the meeting are responsible for their own internet connection and the Administrators' are unable to assist with any technical requirements for the electronic meeting.

Second Meeting of Creditors

A second meeting of creditors will be held, at which creditors will vote on the future of the Company. Details of that meeting and a Report to Creditors on the Company's business, property, affairs and financial circumstances will be sent to you in due course.

COSTS OF THE VOLUNTARY ADMINISTRATION PROCESS

Attached to this circular is my Initial Remuneration Notice, which provides you with information about how I propose to be paid for undertaking the Voluntary Administration.

I will seek approval of my remuneration at the second meeting of creditors. I will provide you with further information regarding my remuneration before that meeting, detailing the tasks that I have attended to will be required to attend to, and the costs of those tasks.

APPROVAL TO RECEIVE INFORMATION ELECTRONICALLY

The **attached** Proof of Debt form asks creditors if they wish to receive future notices and documents relating to the Administration via email.



Whilst the *Corporations (Coronavirus Economic Response) Determination (No. 1) 2020* presently allows notices to be provided using one or more technologies, we kindly request creditors to complete this section prior to lodging the Proof of Debt Form with this office for any future correspondence. This will significantly reduce the costs to the Administration (and therefore creditors) of postage, and reduce delay in creditors receiving information, particularly given the impact of COVID-19 on the delivery schedules with Australia Post.

If you have any information that you think may help with the Administration of the Company, the going concern sale, or help the Administrators with the investigations into the Company's affairs, please contact us. Our details are **attached** – please refer to *Administrators' background and contact details*.

Yours faithfully

⊮oanne Dunn

Administrator



NOTICES AND ATTACHMENTS INCLUDED IN THIS CIRCULAR

The administration will be conducted on the basis of the information contained in the following notices and attachments:

- A Administrators' background and contact details
- B Important statements for all creditors and suppliers
- C Requirements for parties with security interests and other claims
- D Details and notices for the first meeting of creditors
- Notice of First Meeting of Creditors of the Company under Administration;
- Meeting Registration Form;
- Form Appointment of Proxy;
- Formal Proof of Debt or Claim Form (for voting purposes);
- Guidance notes for completing proxy and proof of debt or claim forms.
- E Independence and remuneration disclosures
- Initial advice to creditors basis of remuneration;
- FTI Consulting Standard Rate schedule; and
- The Administrators' Declaration of Independence, Relevant Relationships and Indemnities.
- F Information sheets about your rights and the voluntary administration process
- Information regarding your rights as a creditor;
- Information sheet called "Insolvency information for directors, employees, creditors and shareholders";
- Additional information sheets on the administration process can be obtained at www.asic.gov.au (search for "insolvency information sheets") or <a href="https://www.asic.gov

ADMINISTRATORS' BACKGROUND AND CONTACT DETAILS

ABOUT US

Both I, Joanne Dunn, and John Park are Senior Managing Directors at FTI Consulting (Australia) Pty Ltd. We are both Registered Liquidators and also Professional Members of the Australian Restructuring Insolvency and Turnaround Association (ARITA).

FTI Consulting specialises in corporate finance and restructuring and is part of FTI Consulting, Inc. a global business advisory firm dedicated to helping organisations protect and enhance enterprise value. You can find out more at www.fticonsulting-asia.com.

CREDITOR ENQUIRIES – FIRST MEETING OF CREDITORS AND GENERAL MATTERS

For queries about the forthcoming meeting or the administration generally, please contact this office by one of the following methods:

Telephone: (07) 3225 4900

Email: <u>ATQ@fticonsulting.com</u>

Post: GPO Box 3127, Brisbane QLD 4001

Facsimile: (07) 3225 4999

IMPORTANT STATEMENTS FOR ALL CREDITORS AND SUPPLIERS

NO ADOPTION OF ANY CONTRACTS OR ASSUMPTION OF LIABILITIES OF THE COMPANY BY THE ADMINISTRATORS

The Administrators are not personally adopting, and will not adopt, any agreement or contract that you may have with the Company. The Administrators will not be liable for any liability of the Company under any agreement or contract with you.

Any payments made by the Administrators for any goods or services does not constitute, nor in any way imply, adoption of any contract or an assumption of any liability of the Company by the Administrators.

EXISTING DEBTS AND CLAIMS CANNOT BE PAID BY ADMINISTRATORS

The Administrators cannot pay any creditor's debts or claims that arise from circumstances or arrangements that were in place with the Company before the Administrators' appointment. Payment of these amounts will depend on the outcome of the administration.

NO SET-OFF AGAINST PRE-APPOINTMENT DEBTS OR CLAIMS

Any amounts due from you to the Company must not under any circumstances be set-off against amounts due from the Company to you.

PROTECTION OF COMPANY PROPERTY AND GENERAL RESTRICTIONS ON THIRD PARTY RIGHTS DURING THE ADMINISTRATION

Without leave of the Court, or the Administrators' written consent:

- A proceeding in a court against the Company or in relation to any of its property cannot be begun or proceeded with;
- Except for perishable property owners, lessors and creditors with security interests in the Company's property, cannot enforce their security interest, sell any such property they hold, and are not entitled to take possession or otherwise recover such property; and
- No enforcement process in relation to property of the Company can be begun or proceeded with.

See sections 440B to 440F of the Corporations Act 2001 for further details.

REQUIREMENTS FOR PARTIES WITH SECURITY INTERESTS AND OTHER CLAIMS PARTIES WHO ARE REQUIRED TO CONTACT US

Please contact this office on (07) 3225 4900 or via email to ATQ@fticonsulting.com as soon as possible if you:

- Have supplied any goods or collateral to the Company and you have registered a security interest in such property on the Personal Property Security Register ("PPSR");
- Are otherwise claiming security or proprietary rights in any asset or property owned by or in possession of the Company;
- Lease or hire goods or property to the Company;
- Are claiming a lien over property of the Company; and/or
- Have commenced legal proceedings against the Company.

We will be writing to all parties who have registered a security interest on the PPSR.

PARTIES WITH PMSI, RETENTION OF TITLE AND CONSIGNMENT CLAIMS OVER PROPERTY

Parties with these claims are requested as soon as possible to:

- 1. Give us details of the items supplied to the Company (including any features by which that property is able to be identified, for example serial number/s) and which remain unpaid for; and
- 2. Provide details of your registration on the PPSR with all relevant supporting documents.

GENERAL STATEMENT

The Administrators will consider the information and details provided to them in support of any claims. Where a claim is valid and not disputed, the Administrators will comply with their obligations at law. This should not be interpreted as, in any way, limiting or restricting the rights of the Administrators or the Company, whose rights are expressly reserved.

Please note the Administrators may require payment of their reasonable expenses and remuneration incurred in the identification, preservation and distribution of property to secured parties, purchasers and/or other persons that the property belongs to. This also includes circumstances where property (such as inventory, for example) is made available for collection.

Affected parties should seek their own advice as applicable and as they deem appropriate.

DETAILS AND NOTICES FOR THE FIRST MEETING OF CREDITORS

Notice of the First Meeting of Creditors of Company under Administration

The agenda for the meeting is set out in the **attached** notice.

Due to government restrictions in place with COVID-19, this meeting will only be held virtually and

there will be no physical meeting place available.

Attendance at the meeting is not compulsory.

Should you wish to attend the virtual meeting and you would like to vote, you must complete the relevant forms and provide them by email by 1:00PM (AEST) on Friday 31 July 2020 to

ATQ@fticonsulting.com.

Meeting Registration Form

Should you wish to attend the meeting, you are required to complete and return a completed Meeting Registration Form on or before **Friday**, **31 July 2020 at 1:00PM**. Otherwise, you may be considered

an observer and you will not be able to vote.

Appointment of Proxy Form

This form should be completed if you intend to appoint another person to act on your behalf at

the meeting, or if you are a corporate creditor.

Formal Proof of Debt or Claim form

This form allows you to tell us what you are owed by the Company. You must send us a

completed form if you wish to vote at the meeting.

Return to:

Email: AT

ATQ@fticonsulting.com

Fax:

(07) 3225 4999

ALL TRADES QUEENSLAND PTY LTD (ADMINISTRATORS APPOINTED) ACN 115 379 461 ("THE COMPANY")

NOTICE OF FIRST MEETING OF CREDITORS OF THE COMPANY UNDER ADMINISTRATION

- 1. On 22 July 2020, the Company, under Section 436A, appointed Joanne Dunn and John Park of FTI Consulting, Level 20, 345 Queen Street, Brisbane QLD 4000, as Joint and Several Administrators of the Company.
- 2. Notice is now given that a first meeting of the creditors of the Company will be held by electronic means:

Date: Monday, 3 August 2020

Meeting Time: 1:00PM (AEST)

Electronic Facility: Details to be provided upon your registration to attend.

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

If you wish to attend the meeting, you must return the below forms on or before **Friday**, **31 July 2020 at 1:00PM** to <u>ATQ@fticonsulting.com</u>:

- 1. Meeting registration form;
- 2. Proxy form (in any); and
- 3. Proof of Debt form.

A link to the 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 above completed forms.

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

The purpose of the meeting is to determine:

- (a) Whether to appoint a committee of inspection; and
- (b) If so, who are to be the committee's members.

At the meeting, creditors may also, by resolution:

- (c) Remove the administrator(s) from office; and
- (d) Appoint someone else as administrator(s) of the Company.

Dated this 24th day of July 2020

Joanne Dunn

Administrator

MEETING REGISTRATION FORM

FIRST MEETING OF CREDITORS

ALL TRADES QUEENSLAND PTY LTD (ADMINISTRATORS APPOINTED) ACN 115 379 461 ("THE COMPANY")

Attendance at the meeting is not compulsory.

Should you wish to attend the meeting and you would like to vote, you <u>must</u> complete the following registration details and return to my office **by 1:00PM (AEST) Friday, 31 July 2020** to <u>ATQ@fticonsulting.com</u>.

Name of Creditor:		
Contact Name:		
Position:		
Email Address:		
Contact Number:		

Signature of Sunditor (or nowen outhorized by ore ditor)

Signature of Creditor (or person authorised by creditor)

Once you have returned this completed form, you will be provided by email with a link to register for the virtual meeting and your own unique identifier. Please ensure you have the unique identifier with you at the meeting as this is required in order to register your vote. You must have access to the internet in order to vote at the meeting.

Please also ensure you have lodged a Proof of Debt Form and Proxy Form (if applicable), otherwise you may only be an observer at the meeting and you will be unable to vote.

Nomination for proposed Committee of Inspection

Signature of Creditor (or person authorised by creditor)

At the meeting, creditors will also be asked to consider whether to form a committee of inspection (COI) to assist the Administrators 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) Friday, 31 July 2020 to ATQ@fticonsulting.com.

l,	, am a creditor/ representative of a creditor
of the Company in the amount of \$	and have duly lodged a Informal Proof of
Debt claim in the administration.	
I have read the information provided and wish to no Inspection. I understand the duties and obligations sho	



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.

Version: July 2017 22500 - INFO - COI INFORMATION SHEET V1_0.DOCX



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").

Version: July 2017 22500 - INFO - COI INFORMATION SHEET V1_0.DOCX

FORM - APPOINTMENT OF PROXY

ALL TRADES QUEENSLAND PTY LTD (ADMINISTRATORS APPOINTED) ACN 115 379 461 ("THE COMPANY")

I/We	(name)		
of (address)			
a creditor of the Company, appoint (add name and address of	^f proxy)		
or in his/her absence (add alternate proxy)	vote at the meeti	ng of creditors to	be held at 1:00PM
Voting instructions - for special proxy only	For	Against	Abstain
Resolution			
To appoint a committee of inspection.			
To remove the Administrators and appoint someone else as administrator(s) of the above company.			
Dated:			
Name and signature of authorised person	 Name and s	ignature of author	ised person
CERTIFICATE OF WITNESS – only complete if the person given the			
certify that the above instrument appointing a proxy was complet person appointing the proxy and read to him before he attached l	ed by me in the pres	ence of and at the re	
Dated: Signature of wit	ness:		

FORM 535 – FORMAL PROOF OF DEBT OR CLAIM

subregulation 5.6.49(2)
Corporations Act 2001

ALL TRADES QUEENSLAND PTY LTD (ADMINISTRATORS APPOINTED) ACN 115 379 461 (THE "COMPANY")

To the Administrators of All Trades Queensland Pty Ltd (Administrators Appointed)

(full name, ABN	I and address of the credito	or and, if applicable, the credit	or's partners) for	dollars and	cents
Particulars	of the debt are:				
Date	Consideration (state how the debt are	Amount (\$/c) ose)	Remarks (include details of vou payment)	cher substantiat	ting
•			the creditor's order, had or receive	,	
		the securities are on the prope held, show them in a schedule	erty of the company, assess the va e in the following form).	lue of those secu	urities. If
Date	Drawer	Acceptor	Amount (\$/c)	Due Date	
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GUIDANCE NOTES FOR COMPLETING PROXY AND PROOF OF DEBT OR CLAIM FORMS - APPOINTMENT OF PROXY FORM

A person can appoint another person to attend the meeting on their behalf by completing the Form of proxy.

If the creditor is a company or a firm, a person needs to be appointed to represent the company.

This representative needs to be appointed by completing the Form of Proxy in accordance with section 127 of the Corporations Act 2001 ("the Act"). Alternatively, the appointed person must be authorised to act as a representative for the company per section 250D of the Act.

The Form of proxy is valid only for the meeting indicated (or any adjournment).

You may appoint either a general proxy (a person who may vote at their discretion on motions at the meeting) or a special proxy (who must vote according to your directions). If you appoint a special proxy, you should indicate on the form what directions you have given. In many instances, there will be a box or section on the proxy form where you can mark how you want your proxy to vote for you.

If you are unable to attend the meeting and you do not have a representative who can attend on your behalf, you may if you wish appoint the Chairperson of the Meeting as your proxy. The Chairperson can be appointed as a general proxy or a special proxy. This is entirely your choice.

FORMAL PROOF OF DEBT OR CLAIM FORM

The proof of debt submitted during an Administration is used for voting purposes at any meetings of creditors and also to help establish the overall level of creditor claims in the administration.

Admission of your proof for voting purposes does not mean that the Administrator has agreed with your proof for the purpose of making a dividend distribution.

You should include a description of how your debt/claim arose, whether you are claiming a security interest in property and if you have any guarantees and indemnities for the debt. If you need more space, you can attach any additional details you wish to include – just make sure that you mention this on the form so we know what you've attached and how many pages.

You should provide supporting documents that substantiate what you are owed by the Company. This may include things like account statements, unpaid invoices and their corresponding purchase orders, PPSR registration, agreements/terms of trade, contracts, lease or hire agreements, court order or judgment, guarantee or loan document, emails/other correspondence with the Company.

If you need help in completing the forms or if you are uncertain what information you should attach, please email or telephone the nominated FTI Consulting contact person.

INITIAL ADVICE TO CREDITORS – BASIS OF ADMINISTRATORS' REMUNERATION

REMUNERATION METHODS

There are four basic methods that can be used to calculate the remuneration charged by an insolvency practitioner. They are:

Time based / hourly rates

This is the most common method. The total fee charged is based on the hourly rate charged for each person who carried out the work multiplied by the number of hours spent by each person on each of the tasks performed.

Fixed fee

The total fee charged is normally quoted at the commencement of the voluntary administration and is the total cost for the voluntary administration. Sometimes a practitioner will finalise a voluntary administration for a fixed fee.

Percentage

The total fee charged is based on a percentage of a particular variable, such as the gross proceeds of assets realisations.

Contingency

The practitioner's fee is structured to be contingent on a particular outcome being achieved.

METHOD PROPOSED

We propose that our remuneration is calculated on a time basis. We believe this method is appropriate as it ensures that only the actual work performed is charged for. There are also various tasks required to be completed which do not involve the realisation of assets, such as reporting to ASIC, undertaking investigations, corresponding with creditors and answering their queries, and completing other statutory tasks required by law.

ESTIMATE OF REMUNERATION FOR THE VOLUNTARY ADMINISTRATION

We estimate our remuneration for undertaking the administration will be approximately \$500,000 (exclusive of GST), subject to the following variables which may have a significant effect on this estimate and that we are unable to determine until the voluntary administration has commenced:

The full scope and extent of necessary work (from experience, unforeseen matters typically arise and may require us to perform additional work beyond that currently anticipated).

Prior to my appointment, I provided an estimate of the cost of the administration to the directors. This estimate is consistent with the estimate provided to the directors prior to my appointment.

Approved remuneration may exceed the amount of this \$500,000 (exclusive of GST) and can be paid from the assets of the voluntary administration after approval by creditors or the Court.

EXPLANATION OF HOURLY RATES

The rates for our remuneration calculation are attached together with a general guide showing the qualifications and experience of staff that will be engaged in the voluntary administration and the role they take in the voluntary administration. The hourly rates charged encompass the total cost of providing professional services and should not be compared to an hourly wage.

DISBURSEMENTS

Disbursements are divided into three types:

- Externally provided professional services these are recovered at cost. An example of an externally provided professional service disbursement is legal fees.
- Externally provided non-professional costs such as travel, accommodation and search fees these are recovered at cost.
- Internal disbursements such as photocopying, printing and postage. These disbursements, if charged to the administration, would generally be charged at cost; though some expenses such as telephone calls, photocopying and printing may be charged at a rate which recoups both variable and fixed costs.

I am not required to seek creditor approval for disbursements paid to third parties, but must account to creditors. However, I must be satisfied that these disbursements are appropriate, justified and reasonable.

I am required to obtain creditors' approval for the payment of internal disbursements which were not charged at cost (and which may therefore have a profit or advantage attached to them), prior to these disbursements being paid from the administration. These disbursements typically would include internal photocopying, printing and facsimile costs. However, as we do not charge our external administrations for internally-generated FTI disbursements where they have not been charged at cost (such as photocopying and printing charges for the use of internal photocopiers, printers etc), creditor approval is not required.

Details of the basis of recovering internal and external disbursements in this administration are provided in the table below. Full details of any actual costs incurred will be provided with future reporting.

FTI Disbursements Schedule

Disbursement type	Charge Type	Charge Rate (excl GST)
Advertising	External, non-professional	At cost
ASIC Industry Funding Model Levy – metric events	External, non-professional	At cost (at prescribed ASIC rates)
Couriers and deliveries	External, non-professional	At cost
Data Room Charges	External, professional	At cost
Facsimile	Internal (FTI)	Not charged
Legal Fees	External, professional	At cost
Postage	External, non-professional	At cost
Photocopying – internal	Internal (FTI)	Not charged
Photocopying – outsourced	External, non-professional	At cost
Printing – internal	Internal (FTI)	Not charged
Printing – outsourced	External, non-professional	At cost
Records costs – storage, destruction, boxes	External, non-professional	At cost
Search fees	External, non-professional	At cost
Staff motor vehicle use - mileage	Cents per km	At prescribed ATO rates
Staff travel - accommodation, meals etc	External, non-professional	At cost
Stationery and other incidental disbursements	External, non-professional	At cost
Telephone	Internal (FTI)	Not charged
Valuation Fees	External, professional	At cost
Other externally provided professional services		At Cost
Other externally provided non-professional service	S	At Cost

Standard Rates effective 1 April 2020 (excluding GST) Typical **Standard Rates** General guide to classifications classification \$/hour Senior Managing 720 Registered Liquidator and/or Trustee, with specialist skills and extensive experience in Director/Appointee all forms of insolvency administrations. Alternatively, has proven leadership experience in business or industry, bringing specialist expertise and knowledge to the administration. 660 Managing Director Specialist skills brought to the administration. Extensive experience in managing large, complex engagements at a very senior level over many years. Can deputise for the appointee. May also be a Registered Liquidator and/or Trustee. Alternatively, has extensive leadership/senior management experience in business or industry. Senior Director 580 Extensive experience in managing large, complex engagements at a very senior level over many years. Can deputise for the appointee, where required. May also be a Registered Liquidator and/or Trustee or have experience sufficient to support an application to become registered. Alternatively, has significant senior management experience in business or industry, with specialist skills and/or qualifications. Director 520 Significant experience across all types of administrations. Strong technical and commercial skills. Has primary conduct of small to large administrations, controlling a team of professionals. Answerable to the appointee, but otherwise responsible for all aspects of the administration. Alternatively, has significant senior management experience in business or industry, with specialist skills and/or qualifications. Senior Consultant 2 470 Typically an Australian Restructuring Insolvency & Turnaround Association professional member. Well developed technical and commercial skills. Has experience in complex matters and has conduct of small to medium administrations, supervising a small team of professionals. Assists planning and control of medium to larger administrations. Senior Consultant 1 430 Assists with the planning and control of small to medium-sized administrations. May have the conduct of simpler administrations. Can supervise staff. Has experience performing more difficult tasks on larger administrations. Consultant 2 390 Typically Institute of Chartered Accountants in Australia qualified chartered accountant (or similar). Required to control the tasks on small administrations and is responsible for assisting with tasks on medium to large-sized administrations. Consultant 1 360 Qualified accountant with several years' experience. Required to assist with day-to-day tasks under the supervision of senior staff. Associate 2 335 Typically a qualified accountant. Required to assist with day-to-day tasks under the supervision of senior staff. Associate 1 300 Typically a university graduate. Required to assist with day-to-day tasks under the supervision of senior staff. 220 Undergraduate in the latter stage of their university degree. Junior Associate Administration 2 220 Well developed administrative skills with significant experience supporting professional staff, including superior knowledge of software packages, personal assistance work and/or office management. May also have appropriate bookkeeping, accounting support services or similar skills. Junior Accountant 170 Undergraduate in the early stage of their university degree. Administration 1 185 Has appropriate skills and experience to support professional staff in an administrative

The FTI Consulting Standard Rates above apply to the Corporate Finance & Restructuring practice and are subject to periodical review

similar skills.

capacity. May also have appropriate bookkeeping, accounting support services or

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.	We believe that this relationship does not result in a conflict of interest or duty because: 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.	 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	Certain Senior Managing Directors of FTI Consulting will, from time to time, act as Liquidators to	We believe that this relationship does not result in a conflict of interest or duty because:
Taxation Office – ATO)	unrelated companies which have been wound up in insolvency by the ATO.	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.
		The work that FTI Consulting undertakes in these circumstances will not influence our ability to be able to fully comply with the statutory and

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.

øanne Dunn

Dated: 23 July 2020

John Park

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	lan Johnson	Financial situation of ATQ and
	John Park	Jagdeep Olak	voluntary administration process if business sale unsuccessful
July - Sept 2019	Joanne Dunn	lan Johnson	Likely timing of voluntary
	John Park		administration appointment and progress of business sale.
6 September 2019	Joanne Dunn	lan Johnson	The role of a voluntary
	John Park	Interested Party	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	lan Johnson	 Progress of sale of business and
	Joanne Dunn	Jagdeep Olak	ATQ's current financial position.
			 The engagement of Vantage Performance to assist with cashflow forecasting and sale negotiations.
25 November 2019	John Park	lan Johnson	 Update on ATQ's financial position
	Joanne Dunn	Jagdeep Olak	and interested parties
20 December 2019	John Park	lan Johnson	Update on interested parties in sale
	Joanne Dunn	Jagdeep Olak	of business and no movement.
	Matthew Glennon		
13 January 2020	John Park	Ian Johnson	 Update on ATQ financial position
	Joanne Dunn	Jagdeep Olak	and progress of sale of business
	Matthew Glennon	Michael Fingland (Vantage Performance)	 Likely payment by the Government for Act of Grace to make back- payments to staff.

Meeting Date	FTI Attendees	External Attendees	Discussion Points
			 Timing of voluntary administration if Act of Grace funds not received.
22 January 2020	John Park Joanne Dunn Matthew Glennon	Ian Johnson Jagdeep Olak	 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	 Email updates regarding timing of voluntary administration and: Westpac Banking Corporation's position Act of Grace payment received Receipt of JobKeeper to assist in
20 May 2020	Joanne Dunn John Park	Dugald King Jagdeep Olak	 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	 Update by ATQ on negotiations with Westpac and ATO and JobKeeper payments.
June - July 2020			 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	lan Johnson Jagdeep Olak	 Timing of voluntary administration and preparation for voluntary administration.

Meeting Date	FTI Attendees	External Attendees	Discussion Points
14 July 2020	Joanne Dunn	lan Johnson	Update on interested parties to
	John Park	Jagdeep Olak	purchase business and preparation for voluntary administration
	Neil Dempster	Dugald King	appointment
14 July to 22 July 2020			FTI preparation for voluntary administration.

ATQ and external attendee details

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



Creditor Rights in Voluntary Administrations

As a creditor, you have rights to request meetings and information or take certain actions:



Right to request information

Information is communicated to creditors in a voluntary administration through reports and meetings.

In a voluntary administration, two meetings of creditors are automatically held. You should expect to receive reports and notice of these meetings:

- The first meeting is held within 8 business days of the voluntary administrator's appointment. A notice of meeting and other information for this meeting will be issued to all known creditors.
- The second, or decision, meeting is usually held within 6 weeks of the appointment, unless an extension is granted. At this meeting, creditors will get to make a decision about the company's future. Prior to this meeting the voluntary administrator will provide creditors with a notice of the meeting and a detailed report to assist in making your decision.

Important information will be communicated to creditors prior to and during these meetings. Creditors are unable to request additional meetings in a voluntary administration.

Creditors have the right to request information at any time. A voluntary administrator must provide a creditor with the requested information if their request is 'reasonable', the information is relevant to the voluntary administration, and the provision of the information would not cause the voluntary administrator to breach their duties.

A voluntary administrator must provide this information to a creditor within 5 business days of receiving the request, unless a longer period is agreed. If, due to the nature of the information requested, the voluntary administrator requires more time to comply with the request, they can extend the period by notifying the creditor in writing.

Requests must be reasonable.

They are not reasonable if:

- (a) complying with the request would prejudice the interests of one or more creditors or a third party
- (b) the information requested would be privileged from production in legal proceedings
- (c) disclosure would found an action for breach of confidence
- (d) there is not sufficient available property to comply with the request
- (e) the information has already been provided
- (f) the information is required to be provided under law within 20 business days of the request
- (g) the request is vexatious

If a request is not reasonable due to (d), (e) or (f) above, the voluntary administrator must comply if the creditor meets the cost of complying with the request.

Otherwise, a voluntary administrator must inform a creditor if their information request is not reasonable and the reason why.



Right to give directions to voluntary administrator

Creditors, by resolution, may give a voluntary administrator directions in relation to a voluntary administration. A voluntary administrator must have regard to these directions, but they are not required to comply with the directions.

If a voluntary administrator chooses not to comply with a direction given by a resolution of the creditors, they must document their reasons for not complying.

An individual creditor cannot provide a direction to a voluntary administrator.

Right to appoint a reviewing liquidator

Creditors, by resolution, may appoint a reviewing liquidator to review a voluntary administrator's remuneration or a cost or expense incurred in a voluntary administration. The review is limited to:

- remuneration approved within the six months prior to the appointment of the reviewing liquidator, and
- expenses incurred in the 12 months prior to the appointment of the reviewing liquidator.

The cost of the reviewing liquidator is paid from the assets of the voluntary administration, in priority to creditor claims.

An individual creditor can appoint a reviewing liquidator with the voluntary administrator's consent, however the cost of this reviewing liquidator must be met personally by the creditor making the appointment.

Right to replace voluntary administrator

At the first meeting, creditors have the right to remove a voluntary administrator and appoint another registered liquidator to act as voluntary administrator.

A creditor must ensure that they have a consent from another registered liquidator prior to the first meeting if they wish to seek the removal and replacement of a voluntary administrator.

Creditors also have the opportunity to replace a voluntary administrator at the second meeting of creditors:

- If creditors vote to accept a proposed deed of company arrangement, they can appoint a different registered liquidator as the deed administrator.
- If creditors vote to place the company into liquidation, they can appoint a different registered liquidator as the liquidator.

It is however usual for the voluntary administrator to act as deed administrator or liquidator. It would be expected that additional costs would be incurred by an alternate deed administrator or liquidator to gain the level of knowledge of the voluntary administrator.

Like with the first meeting, a creditor must ensure that they have a consent from another registered liquidator prior to the second meeting if they wish to seek to appoint an alternative registered liquidator as deed administrator or liquidator.

For more information, go to www.arita.com.au/creditors

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- > Insolvency information for directors, employees, creditors and shareholders

Insolvency information for directors, employees, creditors and shareholders

This information sheet (INFO 39) lists ASIC's information sheets for directors, employees, creditors and shareholders affected by a company's insolvency.

We have produced these with endorsement from the Australian Restructuring Insolvency & Turnaround Association (ARITA).

The information sheets give a basic understanding of the three most common company insolvency procedures – liquidation, voluntary administration and receivership – as well as the independence requirements for external administrators and approving external administrator remuneration. There is also a glossary of commonly used insolvency terms.

List of information sheets

- INFO 41 Insolvency: A glossary of terms
- . INFO 42 Insolvency: A guide for directors
- INFO 43 Insolvency: A guide for shareholders
- · INFO 45 Liquidation: A guide for creditors
- INFO 46 Liquidation: A guide for employees
- INFO 54 Receivership: A guide for creditors
- INFO 55 Receivership: A guide for employees
- INFO 74 Voluntary administration: A guide for creditors
- INFO 75 Voluntary administration: A guide for employees
- INFO 84 Independence of external administrators: A guide for creditors
- INFO 85 Approving fees: A guide for creditors

Where can I get more information?

Further information is available from the <u>ARITA website</u>. The ARITA website also contains the <u>ARITA Code of Professional Practice for</u> Insolvency Practitioners.

This is **Information Sheet 39** (**INFO 39**) updated on 1 September 2017. Information sheets provide concise guidance on a specific process or compliance issue or an overview of detailed guidance.

Last updated: 01/09/2017 10:57