

Our Ref: WS\_500002.2901-3-11-2

31 March 2025

## CIRCULAR TO CREDITORS

**CENTREX LIMITED ACN 096 298 752 (Administrators Appointed)**  
**AGRIFLEX PTY LTD ACN 132 019 357 (Administrators Appointed)**  
**(“THE COMPANIES”)**

I refer to the appointment of John Park and I, Joanne Dunn, as Joint and Several Administrators of the Companies on 3 March 2025.

### Second meeting of creditors and Administrators’ report to creditors

The Administrators are required under the law to convene a second meeting of creditors, at which creditors will vote on the future of the Companies.

Details of the second meeting of creditors of the Companies are:

<b>Location:</b>	<b>Virtually via Microsoft Teams</b>
<b>Date:</b>	<b>Tuesday, 8 April 2025</b>
<b>Time:</b>	<b>2:00PM (AEST)</b>

If you wish to attend the meeting, you must register at the below link and return the below forms on or before **4:00PM (AEST) on Monday, 7 April 2025** to [Centrex@fticonsulting.com](mailto:Centrex@fticonsulting.com) or [Agriflex@fticonsulting.com.au](mailto:Agriflex@fticonsulting.com.au):

Meeting registration form: <https://forms.office.com/r/Sq6yq6QBA2>

- Proof of debt form; and
- Proxy form (if required).

Once you have registered, a link to view the meeting will be sent to you by email.

The following documents will be available for viewing and download from the FTI Consulting Creditor Portal by **11:00pm (AEST) on Monday, 31 March 2025**:

<https://www.fticonsulting.com/creditors/centrex-limited>

1. Administrators' Report pursuant to Section 75-225 of the *Insolvency Practice Rules (Corporations) 2016*;
2. Notice of Second Meeting of Creditors;
3. Appointment of Proxy Form – complete and return if you are an individual and have someone representing you, or you are a corporation; and
4. Formal Proof of Debt or Claim Form.

### Electronic notices

In accordance with Section 600G of the *Corporations Act 2001 (Cth)*, I have used one or more technologies to provide notice of the second meeting of creditors as follows:

- Sent a copy of this circular to creditors by using email addresses obtained from the Companies' books and records and returned Formal Proof of Debt or Claim Forms;
- Where no email address was obtained, I have sent a copy of this circular by post with a link to the [FTI Consulting Creditor Portal](#); and
- Published a copy of this circular and my report to creditors on the [FTI Consulting Creditor Portal](#).

Should you have any queries in relation to the second meeting of creditors, the enclosed documents or the voluntary administration generally, please contact this office on (07) 3225 4900 or via email at [Centrex@fticonsulting.com](mailto:Centrex@fticonsulting.com) or [Agriflex@fticonsulting.com.au](mailto:Agriflex@fticonsulting.com.au).

Yours faithfully



Joanne Dunn

Administrator

**CENTREX LTD (ADMINISTRATORS APPOINTED) ACN 096 298 752**  
**AGRIFLEX PTY LTD (ADMINISTRATORS APPOINTED) ACN 132 019 357**  
**(TOGETHER “THE COMPANIES”)**

## **NOTICE OF SECOND MEETING OF CREDITORS**

On 3 March 2025, the Companies, under Section 436A, appointed Joanne Dunn and John Park of FTI Consulting, Level 20, 345 Queen Street, Brisbane, Queensland, as Joint and Several Administrators of the Companies.

Notice is now given that the second meeting of creditors of the Companies will be held concurrently at **2:00PM (AEST) on Tuesday, 8 April 2025** via electronic facilities (Microsoft Teams).

The meeting is being held virtually and all creditors wanting to attend the meeting are required to attend via the link provided. Although there is no physical place where creditors are able to attend the meeting, I am required under law to nominate a notional place for the meeting for administrative purposes such as establishing the time of the meeting. The notional place for this meeting is: FTI Consulting, Level 20, 345 Queen Street, Brisbane, Queensland. **PLEASE DO NOT ATTEND AT THIS LOCATION.**

Further details regarding the meeting will be provided once a creditor has registered their attendance for the meeting.

If you wish to attend the meeting, you must register at the below link and return the below forms on, or before **4:00pm (AEST) on Monday, 7 April 2025** to:

[Centrex@fticonsulting.com](mailto:Centrex@fticonsulting.com) or [Agriflex@fticonsulting.com](mailto:Agriflex@fticonsulting.com)

- Meeting registration form: <https://forms.office.com/r/Sq6yq6QBA2>
- Proof of debt form; and
- Proxy form (if required).

Once you have registered, a link to view the meeting will subsequently be sent to you by email. Please note your name will be visible to other attendees of the meeting and in meeting documents we prepare and lodge with ASIC.

## AGENDA

1. To review the report of the Administrators and their recommendation in connection with the business, property, affairs and financial circumstances of the Companies; and
2. To consider any other business properly brought before the meeting; and
3. The Administrators will adjourn the Second Meeting of Creditors for up to 45 business days pursuant to section 75-140(1)(b) of the *Insolvency Practice Rules (Corporations) 2016*.

Dated this 31<sup>st</sup> day of March 2025



Joanne Dunn

Administrator

C/- FTI Consulting

Level 20

345 Queen Street

BRISBANE QLD 4000

## **NOTE 1: ENTITLEMENT TO VOTE AND COMPLETING PROOFS**

### **IPR (Corp) 75-85 Entitlement to vote at meetings of creditors**

- 1) A person other than a creditor (or the creditor's proxy or attorney) is not entitled to vote at a meeting of creditors.
- 2) Subject to subsections (3), (4) and (5), each creditor is entitled to vote and has one vote.
- 3) A person is not entitled to vote as a creditor at a meeting of creditors unless:
  - a) his or her debt or claim has been admitted wholly or in part by the external administrator; or
  - b) he or she has lodged, with the person presiding at the meeting, or with the person named in the notice convening the meeting as the person who may receive particulars of the debt or claim:
    - i) those particulars; or
    - ii) if required—a formal proof of the debt or claim.
- 4) A creditor must not vote in respect of:
  - a) an unliquidated debt; or
  - b) a contingent debt; or
  - c) an unliquidated or a contingent claim; or
  - d) a debt the value of which is not established;unless a just estimate of its value has been made.
- 5) A creditor must not vote in respect of a debt or a claim on or secured by a bill of exchange, a promissory note or any other negotiable instrument or security held by the creditor unless he or she is willing to do the following:
  - a) treat the liability to him or her on the instrument or security of a person covered by subsection (6) as a security in his or her hands;
  - b) estimate its value;
  - c) for the purposes of voting (but not for the purposes of dividend), to deduct it from his or her debt or claim.
- 6) A person is covered by this subsection if:
  - a) the person's liability is a debt or a claim on, or secured by, a bill of exchange, a promissory note or any other negotiable instrument or security held by the creditor; and
  - b) the person is either liable to the Companies directly, or may be liable to the Companies on the default of another person with respect to the liability; and
  - c) the person is not an insolvent under administration or a person against whom a winding up order is in force.

### **IPR (Corp) 75-110 Voting on resolutions**

- 7) For the purposes of determining whether a resolution is passed at a meeting of creditors of a company, the value of a creditor of the Companies who:
  - a) is a related creditor (within the meaning of subsection 75-41(4) of the Insolvency Practice Schedule (Corporations), for the purposes of the vote, in relation to the Companies; and
  - b) has been assigned a debt; and
  - c) is present at the meeting personally, by telephone, by proxy or attorney; and
  - d) is voting on the resolution;

is to be worked out by taking the value of the assigned debt to be equal to the value of the consideration that the related creditor gave for the assignment of the debt.

**FORM - APPOINTMENT OF PROXY****CENTREX LTD (ADMINISTRATORS APPOINTED)****ACN 096 298 752 ("CENTREX")**

I/We \_\_\_\_\_ (name of signatory)

of \_\_\_\_\_ (creditor name)

a creditor of Centrex, appoint \_\_\_\_\_ (name of proxy)

of \_\_\_\_\_ (address of proxy)

or in his/her absence \_\_\_\_\_ (details of alternate proxy)

as my/our ☐ general proxy or ☐ special proxy to vote at the meeting of creditors to be held on **8 April 2025 at 2:00PM (AEST)** or at any adjournment of that meeting.

<b>Voting instructions - for special proxy only</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>
Resolution			

\*I/\*We authorise \*my/\*our proxy to vote as a general proxy on resolutions other than those specified above (delete if not required)

Dated: .....

.....  
Name and signature of authorised person

.....  
Name and signature of authorised person

**CERTIFICATE OF WITNESS** – only complete if the person given the proxy is blind or incapable of writing.

I, ..... of .....  
certify that the above instrument appointing a proxy was completed by me in the presence of and at the request of the person appointing the proxy and read to him before he attached his signature or mark to the instrument.

Dated: .....

Signature of witness: .....

Description: .....

Place of residence: .....

FORM 535 – FORMAL PROOF OF DEBT OR CLAIM

CENTREX LTD (ADMINISTRATORS APPOINTED)

ACN 096 298 752 ("CENTREX")

To the administrator of Centrex Ltd (Administrators Appointed) ACN 096 298 752 ("Centrex"):

1. This is to state that Centrex was on 3 March 2025, and still is, justly and truly indebted to:.....  
.....  
.....  
(full name, ABN and address of the creditor and, if applicable, the creditor's partners)  
for \$ ..... (dollars and cents)

Particulars of the debt are:

Date	Consideration	Amount (\$/c)	Remarks
(state how the debt arose)		(include details of voucher substantiating payment)	

2. To our knowledge or belief the creditor has not, nor has any person by the creditor's order, had or received any satisfaction or security for the sum or any part of it except for the following: .....  
.....  
(insert particulars of all securities held. If the securities are on the property of Centrex, assess the value of those securities. If any bills or other negotiable securities are held, show them in a schedule in the following form).

Date	Drawer	Acceptor	Amount (\$/c)	Due Date
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3. Signed by (select correct option):

- ☐ I am the creditor personally
- ☐ I am employed by the creditor and authorised in writing by the creditor to make this statement. I know that the debt was incurred for the consideration stated and that the debt, to the best of our knowledge and belief, remains unpaid and unsatisfied
- ☐ I am the creditor's agent authorised in writing to make this statement in writing. I know the debt was incurred for the consideration stated and that the debt, to the best of our knowledge and belief, remains unpaid and unsatisfied.

Signature: ..... Dated: .....

Name: ..... Occupation: .....

Address: .....

\* If prepared by an employee or agent of the creditor, also insert a description of the occupation of the creditor

RECEIVE REPORTS BY EMAIL	YES	NO
Do you wish to receive all future reports and correspondence from our office via email?	<input type="checkbox"/>	<input type="checkbox"/>
Email: .....		

If being used for the purpose of voting at a meeting:

- a) Is the debt you are claiming assigned to you? ☐ Yes ☐ No
- b) If yes, attach written evidence of the debt, the assignment and consideration given. ☐ Attached
- c) If yes, what value of consideration did you give for the assignment (eg, what amount did you pay for the debt?) \$ .....
- d) If yes, are you a related party creditor of Centrex?  
(If you are unsure contact the administrator) ☐ Yes ☐ No

**FORM 535 – FORMAL PROOF OF DEBT OR CLAIM**  
**AGRIFLEX PTY LTD (ADMINISTRATORS APPOINTED)**  
**ACN 132 019 357 ("AGRIFLEX")**

To the administrator of AgriFlex Pty Ltd (Administrators Appointed) ACN 132 019 357 ("AgriFlex"):

4. This is to state that AgriFlex was on 3 March 2025, and still is, justly and truly indebted to: .....
- .....
- .....
- (full name, ABN and address of the creditor and, if applicable, the creditor's partners)*
- for \$ ..... *(dollars and cents)*

Particulars of the debt are:

Date	Consideration	Amount (\$/c)	Remarks
<i>(state how the debt arose)</i>		<i>(include details of voucher substantiating payment)</i>	

5. To our knowledge or belief the creditor has not, nor has any person by the creditor's order, had or received any satisfaction or security for the sum or any part of it except for the following: .....
- .....
- (insert particulars of all securities held. If the securities are on the property of AgriFlex, assess the value of those securities. If any bills or other negotiable securities are held, show them in a schedule in the following form).*

Date	Drawer	Acceptor	Amount (\$/c)	Due Date
------	--------	----------	---------------	----------

6. Signed by *(select correct option)*:

- ☐ I am the creditor personally
- ☐ I am employed by the creditor and authorised in writing by the creditor to make this statement. I know that the debt was incurred for the consideration stated and that the debt, to the best of our knowledge and belief, remains unpaid and unsatisfied
- ☐ I am the creditor's agent authorised in writing to make this statement in writing. I know the debt was incurred for the consideration stated and that the debt, to the best of our knowledge and belief, remains unpaid and unsatisfied.

Signature: ..... Dated: .....

Name: ..... Occupation: .....

Address: .....

*\* If prepared by an employee or agent of the creditor, also insert a description of the occupation of the creditor*

<b>RECEIVE REPORTS BY EMAIL</b>	<b>YES</b>	<b>NO</b>
Do you wish to receive all future reports and correspondence from our office via email?	<input type="checkbox"/>	<input type="checkbox"/>
Email: .....		

If being used for the purpose of voting at a meeting:

- a) Is the debt you are claiming assigned to you? ☐ Yes ☐ No
- b) If yes, attach written evidence of the debt, the assignment and consideration given. ☐ Attached
- c) If yes, what value of consideration did you give for the assignment (eg, what amount did you pay for the debt?) \$ .....
- d) If yes, are you a related party creditor of AgriFlex?  
(If you are unsure contact the administrator) ☐ Yes ☐ No



**FORM - APPOINTMENT OF PROXY****AGRIFLEX PTY LTD (ADMINISTRATORS APPOINTED)  
ACN 132 019 357 ("AGRIFLEX")**

I/We \_\_\_\_\_ (name of signatory)

of \_\_\_\_\_ (creditor name)

a creditor of Centrex, appoint \_\_\_\_\_ (name of proxy)

of \_\_\_\_\_ (address of proxy)

or in his/her absence \_\_\_\_\_ (details of alternate proxy)

as my/our ☐ general proxy or ☐ special proxy to vote at the meeting of creditors to be held on **8 April 2025 at 2:00PM (AEST)** or at any adjournment of that meeting.

<b>Voting instructions - for special proxy only</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>
Resolution			

\*I/\*We authorise \*my/\*our proxy to vote as a general proxy on resolutions other than those specified above  
(delete if not required)

Dated: .....

 .....  
 Name and signature of authorised person

 .....  
 Name and signature of authorised person
**CERTIFICATE OF WITNESS** – only complete if the person given the proxy is blind or incapable of writing.

I, ..... of .....  
 certify that the above instrument appointing a proxy was completed by me in the presence of and at the  
 request of the person appointing the proxy and read to him before he attached his signature or mark to the  
 instrument.

Dated: .....

Signature of witness: .....

Description: .....

Place of residence: .....