

14 July 2020

Our Ref: JZ_474633.0001-9-c1

CIRCULAR TO CREDITORS

**A.C.N. 109 656 233 Pty Ltd (Formerly known as Evolution Traffic Control Pty Ltd)
(Subject to Deed of Company Arrangement)
ACN 109 656 233 (the Company)**

I refer to the appointment of Kelly-Anne Trenfield and I, John Park, as Administrators of the Company on 2 June 2020 and to the second meeting of creditors held on 6 July 2020 where creditors of the Company resolved that the Company execute a Deed of Company Arrangement ("**DOCA**").

Execution of Deed of Company Arrangement

The DOCA was executed on 10 July 2020. ***Attached** is a Form 509E, being a notice to creditors of execution of the DOCA.

A copy of the DOCA has been lodged with the Australian Securities and Investments Commission ("**ASIC**") and is available for inspection upon request.

Process and Timeframe

The terms of the DOCA require:

- Kelly-Anne Trenfield and I, John Park be the Administrators of the Deed;
- Payment of \$650,000 by Evolution Group Holdings Limited (the Proponent) to the Deed Administrators on the Commencement Date;
- Payment of \$520,000 by the Proponent to the Deed Administrators on 7 August 2020;
- The Proponent continue to pursue the collection of the award of damages in relation to the Skerratt Claim.
- Subject to pre-approval by the Deed Administrators, any funds expended by the Proponent in relation to the Skerratt Claim are only to be repaid from proceeds of the award of damages, if funds are collected.
- The Proponent continue to collect outstanding Trade Debts at no cost to the Company.
- The Deed Administrators will distribute the funds in the following order of priority:
 - First, in payment of the remuneration and costs payable to the Voluntary Administrators and Deed Administrators;

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- Second, in payment of the Priority Claims of Participating Creditors of the Company;
- Third, in payment of the Claims (other than Priority Claims and Subordinate Claims) of Participating Creditors of the Company proportionately; and
- Fourth, the balance in payment of the Subordinate Claims of Participating Creditors of the Company proportionately.

The Deed Administrators may make interim distributions of funds at such times and in such amounts as they consider appropriate in their absolute discretion.

Creditors will be required to lodge a Formal Proof of Debt in order to participate in any dividend distributions. In this regard, please find ***attached** a Form 535, Formal Proof of Debt or Claim, which should be completed and returned to this office at your earliest convenience, along with all supporting documentation.

Please note, if you have already submitted a Form 535 to this office, you are not required to submit a further claim unless the quantum of your claim has changed.

Creditors that have not yet lodged a claim in the Administration should do so by completing the form, providing supporting documentation and sending them to FTI Consulting GPO Box 3127, Brisbane QLD 4001 or via email to Alexa Sutherland of this office.

For queries about the Deed or the Administration generally, please contact this office by one of the following methods:

Telephone: (07) 3225 4951
Email: Alexa.Sutherland@fticonsulting.com
Post: GPO Box 3127, BRISBANE QLD 4001

Yours faithfully
FTI Consulting



John Park
Deed Administrator

***Attach.**

FORM 509E

*Subsection 450B(a)
Corporations Act 2001 (Cth)*

NOTICE TO CREDITORS OF EXECUTION OF A DEED OF COMPANY ARRANGEMENT

**A.C.N. 109 656 233 PTY LTD (FORMERLY KNOWN AS EVOLUTION TRAFFIC CONTROL PTY LTD)
(Subject to Deed of Company Arrangement)
ACN 109 656 233 ("the Company")**

To the creditors of the Company

1. Notice is given under Section 450B(a) of the *Corporations Act 2001 (Cth)* that the Company executed a Deed of Company Arrangement on 10 July 2020.
2. A copy of the Deed of Company Arrangement is available for inspection upon request.

Dated this 14th of July 2020

A handwritten signature in black ink, appearing to read 'John Park', with a stylized flourish at the end.

**John Park
Deed Administrator**

FORM 535 – FORMAL PROOF OF DEBT OR CLAIM

subregulation 5.6.49(2)

A.C.N. 109 656 233 PTY LTD (FORMERLY KNOWN AS EVOLUTION TRAFFIC CONTROL PTY LTD)

(SUBJECT TO DEED OF COMPANY ARRANGEMENT) ACN 109 656 233

To the Deed Administrators of A.C.N. 109 656 233 (Formerly known as Evolution Traffic Control Pty Ltd) ACN 109 656 233 (the "Company")

1. This is to state that the Company was on 2 June 2020, 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 (state how the debt arose)	Amount (\$/c)	Remarks (include details of voucher substantiating payment)
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2. To my 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 the company, 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 my 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 my 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?	☐	☐
Email:.....		

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

- a) Is the debt you are claiming assigned to you? ☐ No ☐ Yes
- 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 the Company?
(f you are unsure contact the Administrators) ☐ No ☐ Yes