

4 February 2025

CIRCULAR TO CREDITORS

GENETIC TECHNOLOGIES LIMITED (ADMINISTRATORS APPOINTED)

ACN 009 212 328 ("THE COMPANY")

I refer to the appointment of Ross Blakeley and I, Paul Harlond, as Joint and Several Voluntary Administrators ("**Administrators**") of the Company, and to our most recent communications to creditors, including our:

- Report to Creditors issued pursuant to Section 75-225 of the Insolvency Practice Rules (Corporations) 2016 ("**IPR**") dated 13 December 2024; and
- Circular to Creditors dated 23 December 2024 advising that the second meeting of creditors of the Company was adjourned for up to 45 business days.

SECOND MEETING OF 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 Company.

The second meeting of creditors convened on 20 December 2024 was adjourned by the Chairperson for a period of up to 45 business days pursuant to Section 75-140 of the IPR to allow the additional time necessary to:

- Determine and select a purchaser;
- Finalise negotiations including as to transaction value and relevant transaction documents;
- Determine the requirements for and effect the settlement and transfer of the business assets under any sale;
- Determine the possibility of separately pursuing a Deed of Company Arrangements ("**DOCA**") proposal that may enhance the return for creditors;
- Issue a supplementary report (setting out, amongst other things, details of any DOCA proposal and the Administrators' estimated outcome in an alternative liquidation scenario); and
- Provide a recommendation as to the future of the Company and what is in the creditors' best interests.

The reconvened second meeting of creditors ("**Reconvened Meeting**") of the Company will be held at 11:30 AM (AEDST) on Wednesday, 12 February 2025 using virtual meeting facilities.

FTI Consulting (Australia) Pty Limited

ABN 49 160 397 811 | ACN 160 397 811 | AFSL Authorised Representative # 001269325

Level 50, Bourke Place | 600 Bourke Street | Melbourne VIC 3000 | Australia

Postal Address | GPO Box 538 | Melbourne VIC 3001 | Australia

+61 3 9604 0600 telephone | fticonsulting.com

Liability limited by a scheme approved under Professional Standards Legislation.

Please find enclosed the following documents:

1. Notice of Meeting;
2. Meeting Registration Form;
3. Appointment of Proxy Form; and
4. Formal Proof of Debt or Claim Form.

The Administrators' supplementary report pursuant to Section 75-225 of the IPR is available online via the Creditors Portal at <https://www.fticonsulting.com/creditors/genetic-technologies-limited>.

If you or your appointed proxy wish to attend the Reconvened Meeting, you must complete and return the above documents by **5:00PM (AEDST) on Tuesday, 11 February 2025** as outlined below.

Creditor Class	Registration Form	Formal Proof of Debt	Appointment of Proxy
Employee	✓	Refer to Note 1	Refer to Note 2
Individual / Partnership	✓	✓	Refer to Note 2
Company	✓	✓	✓
Statutory	✓	✓	✓

Note 1: Employees are not required to provide a formal proof of debt and will be admitted to vote on the amounts set out in the Company's books and records. Employees may still lodge their own claim form if preferred.

Note 2: Only a company or statutory creditor is required to appoint a proxy. Individuals (including employees) and partnerships may appoint a proxy, but only if they want that proxy to attend the meeting on their behalf.

ELECTRONIC NOTICES

In accordance with section 600G of the *Corporations Act 2001* (Cth), one or more technologies to provide notice of the Reconvened Meeting have been used as follows:

- Sent a copy of this circular to creditors by using email addresses obtained from the Company's records;
- If no email address was obtained, a copy of this circular has been provided by post with a link to the FTI Consulting Creditor Portal; and
- Published a copy of this circular and the Administrators' Report on the FTI Consulting Creditor Portal.

Should you have any queries in relation to the Reconvened Meeting, the enclosed documents or the voluntary administration generally, please contact the Administrators' office on (03) 9604 0600 or by email at genetictechnologies@fticonsulting.com.

Yours faithfully



Paul Harlond

Administrator

DETAILS AND NOTICES FOR THE RECONVENED SECOND MEETING OF CREDITORS
GENETIC TECHNOLOGIES LIMITED (ADMINISTRATORS APPOINTED)
ACN 009 212 328 ("THE COMPANY")

NOTICE OF THE RECONVENED SECOND MEETING OF CREDITORS OF COMPANY UNDER ADMINISTRATION

The agenda for the Reconvened Meeting is set out in the attached notice.

Please access the virtual meeting facility at least 15 minutes before the scheduled commencement time in order to sign-in.

This meeting is being held virtually. If you or the person you have appointed is intending on accessing the meeting virtually, the meeting can be accessed by online video conference.

MEETING REGISTRATION FORM

This form should be completed if you intend to attend the Reconvened Meeting. The completed form must include the email address which you will use to access the Reconvened Meeting virtually.

Dial in details will be provided to creditors who have returned this completed form one day prior to the day of the reconvened meeting.

All parties attending the Reconvened Meeting are responsible for ensuring that they have the technology and internet connection to attend the Reconvened Meeting virtually. Unfortunately, the Administrators are unable to assist with any technical issues relating to accessing the Reconvened Meeting.

APPOINTMENT OF PROXY FORM

The appointment of proxy form allows you to appoint another person (known as a proxy) to attend the Reconvened Meeting on your behalf. It is mandatory for a company or statutory creditor to appoint a proxy (or an attorney as proxy) to attend the Reconvened Meeting on its behalf. If an individual is representing themselves at the Reconvened Meeting, a proxy form is not required.

FORMAL PROOF OF DEBT OR CLAIM FORM

The Formal Proof of Debt provides us with details of the debt owing by, or your claim against the Company. If available, please attach to the Formal Proof of Debt such documents (for example, invoices) that substantiate your claim. You must send us a completed form if you wish to vote at the meeting if you have not already provided one to us.

Employees are not required to provide a Formal Proof of Debt and will be admitted to vote on the amounts set out in the Company's books and records.

RETURNING THE COMPLETED DOCUMENTS

The required completed documents must be returned to us no later than **5:00PM (AEDST) on Tuesday, 11 February 2025**. Please return your documents via one of the following methods:

Email: genetictechnologies@fticonsulting.com

Post: FTI Consulting, GPO Box 538, Melbourne VIC 3001

Following receipt of your documents, the Administrators will email you or your elected proxy a confidential link to access the Reconvened Meeting.

NOTICE OF RECONVENED SECOND MEETING OF CREDITORS

**GENETIC TECHNOLOGIES LIMITED ACN 009 212 328 (ADMINISTRATORS APPOINTED)
("THE COMPANY")**

Notice is now given that the reconvened second meeting of creditors of the Company will be held at 11:30AM (AEDST) on Wednesday, 12 February 2025. The meeting is being held virtually and all creditors wanting to attend the meeting are required to register their attendance with the Administrators. Once registration is confirmed, virtual meeting details will be 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. The notional place for this meeting is FTI Consulting, Level 50, 600 Bourke Street, Melbourne VIC 3000. PLEASE DO NOT ATTEND AT THIS LOCATION.

AGENDA

1. The purpose of the meeting is:
 - a) To review the supplementary report by 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 consider and/or resolve that:
 - i. the Company should execute a Deed of Company Arrangement; or
 - ii. the Administration should end; or
 - iii. the Company be wound up.
2. Creditors will be requested to resolve to fix the remuneration to be paid to the Administrators for the period 20 November 2024 to 26 January 2025 (inclusive).
3. Creditors will be requested to resolve to fix the remuneration to be paid to the Administrators for the period 27 January 2025 to the conclusion of the reconvened second meeting of creditors (inclusive).
4. If the Company is placed into liquidation, Creditors will be requested to resolve to fix the future remuneration of the Liquidators.
5. If the company is placed into liquidation, Creditors will be requested to resolve that the Liquidators be authorised to destroy the books and records of the Company 12 months after its deregistration, subject to the consent of the Australian Securities and Investments Commission.
6. Any other business properly brought before the meeting.

Creditors wishing to vote at the meeting must complete and return a Formal Proof of Debt or Claim Form (**enclosed**) if not already done so.

Additionally, creditors who will not be attending the meeting or are a company, must complete and return an Appointment of Proxy Form (attached).

Formal Proof of Debt and Appointment of Proxy Forms must be returned by no later than 5:00PM (AEDST) Tuesday, 11 February 2025, by email to genetictechnologies@fticonsulting.com, or by post to C/- FTI Consulting, GPO Box 538, MELBOURNE VIC 3001.

Dated this 4th day of February 2025

A handwritten signature in blue ink, appearing to read 'Paul Harlond', with a stylized, flowing script.

Paul Harlond

Joint and Several Voluntary Administrator

**NOTICE OF ATTENDANCE – MEETING REGISTRATION FORM
RECONVENED SECOND MEETING OF CREDITORS
GENETIC TECHNOLOGIES LIMITED (ADMINISTRATORS APPOINTED)
ACN 009 212 328 (“THE COMPANY”)**

ATTENDANCE

Attendance of this meeting is not compulsory.

Should you wish to attend the virtual meeting you **must** complete the following registration details and return to our offices by **5:00PM (AEDST) on Tuesday, 11 February 2025** to:

Email: genetictechnologies@fticonsulting.com

Post: FTI Consulting, GPO Box 538, MELBOURNE VIC 3001

Name of Creditor:	
Contact Name:	
Position:	
Email Address: <i>(That you will use to access the virtual meeting)</i>	
Contact Number:	

SIGNATURE OF CREDITOR (OR PERSON AUTHORISED BY CREDITOR)

Once you have returned this completed form, you will be provided by email with instructions and a link to the virtual meeting.

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

**APPOINTMENT OF PROXY
GENETIC TECHNOLOGIES LIMITED (ADMINISTRATORS APPOINTED)
ACN 009 212 328 ("THE COMPANY")**

I/We (name)

of (address)

a creditor of the Company, appoint (add name and address of proxy)

or in his/her absence (add alternate proxy)

as my / our proxy, to vote at the reconvened second meeting of creditors to be held at 11:30am (AEDST) on Wednesday, 13 February 2025.

☐ **Option 1:** If appointed as a general proxy, as he/she determines on my/our behalf.

OR

☐ **Option 2:** If appointed as a special proxy for some or all resolutions, specifically in the manner set out below.

Voting instructions - for special proxy only	For	Against	Abstain
Resolution			
1. That the Administration should end; or	☐	☐	☐
That the Company should execute a Deed of Company Arrangement; or	☐	☐	☐
That the Company should be wound up,	☐	☐	☐
2. <i>"That the remuneration of the Administrators of Genetic Technologies Limited (Administrators Appointed) ACN 009 212 328 and their staff, for the period from 20 November 2024 to 26 January 2025 (inclusive), calculated at the hours spent at the rates detailed in the FTI Consulting Schedule of Standard Rates effective 1 July 2024, is approved for payment in the amount of \$664,420.50, exclusive of GST, to be drawn from available funds immediately or as funds become available."</i>	☐	☐	☐
3. <i>"That the future remuneration of the Administrators of Genetic Technologies Limited (Administrators Appointed) ACN 009 212 328 and their staff, for the period from 27 January 2025 to the conclusion of the reconvened second meeting of creditors, calculated at the hours spent at the rates detailed in the FTI Consulting Schedule of Standard Rates effective 1 July 2024, is approved for payment in the amount of \$50,000.00, exclusive of GST, to be drawn from available funds immediately or as funds become available."</i>	☐	☐	☐

If creditors resolve to wind up the Company

Voting instructions - for special proxy only	For	Against	Abstain
4. <i>“That the future remuneration of the Liquidators of Genetic Technologies Limited (Administrators Appointed) ACN 009 212 328 and their staff, for the period from the conclusion of the reconvened meeting of creditors to the conclusion of the liquidation is determined and approved for payment at a sum equal to the cost of time spent by the Liquidators and their staff, calculated at the rates detailed in the FTI Consulting Schedule of Standard Rates effective 1 July 2024, up to a capped amount of \$120,000.00, exclusive of GST, and that the Liquidators may draw the remuneration from available funds as time is incurred on a monthly basis or as funds become available.”</i>	☐	☐	☐
5. <i>“That the books and records of Genetic Technologies Limited (Administrators Appointed) ACN 009 212 328 may be destroyed after 12 months followings its deregistration, subject to the consent of the Australian Securities & Investments Commission being obtained.”</i>	☐	☐	☐

I/We / my/our proxy to vote as a general proxy on resolutions other than those specified above.

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/her 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

subregulation 5.6.49(2)
Corporations Act 2001GENETIC TECHNOLOGIES LIMITED ACN 009 212 328 (ADMINISTRATORS APPOINTED)
("THE COMPANY")To the Voluntary Administrators of **Genetic Technologies Limited ACN 009 212 328 (In Administration) (the "Company")**

1. This is to state that the Company was on 20 November 2024, 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

GUIDANCE NOTES

APPOINTMENT OF PROXY FORM

A person can appoint another person to attend the Reconvened 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 any person, including the Chairperson of the Meeting, as either your general or special proxy.

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 the Administrators 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.