

21 September 2023

CIRCULAR TO CREDITORS

JENNY CRAIG WEIGHT LOSS CENTRES PTY LIMITED (IN LIQUIDATION)

ACN 006 109 842 ("THE COMPANY")

I refer to my Statutory Report to Creditors dated 13 September 2023 ("Statutory Report") and note this circular should be read in conjunction with my Statutory Report.

1. Conduct of the Liquidation and Remuneration Approval Request

Please refer to my Statutory Report for details of my actions to date. I am now asking creditors by way of proposal without meeting to consider and if thought fit, approve the following remuneration and disbursements of the Voluntary Administrators and Liquidators:

For	Period	Amount \$ (excl GST)	Applicable rates	Timing of payment
Work already completed	1 June 2023 to 14 June 2023	101,243	As per the attached hourly rates	Immediately on receipt of creditor approval
Total Voluntary Administration		101,243		
Work already completed	5 July 2023 to 31 August 2023	239,636	As per the attached hourly rates	Immediately on receipt of creditor approval
Future Work	1 September 2023 to finalisation of Liquidation	110,364	As per the attached hourly rates	When funds are available, and billable time has been incurred
Total Liquidation		350,000		

Please find attached at **Appendix A** Remuneration Approval Report in support of my request.

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Liability limited by a scheme approved under Professional Standards Legislation.

2. Participating in the proposal

Under the Act, the Liquidator is able to obtain resolutions of creditors without holding a meeting of creditors, known as a proposal without meeting. An information sheet on “proposals without a meeting” is included at **Appendix B**. A resolution will be passed if more than 50% in number and 50% in value (of those creditors who did vote) voted in favour of the proposal, as long as not more than 25% in value objected to the proposal being resolved without a meeting.

To participate in the proposal, please complete and return the following by no later than Friday, 13 October 2023:

- The “proposal without a meeting” forms included at **Appendix C**.
- The “proof of debt” form included at **Appendix D** which provides information about what the Company owes you, along with supporting documents for your claim (only if you have not previously provided it).

The documents can be scanned and emailed or returned via post to my firm’s address. If you choose to return these documents via post, please ensure that you allow enough time for me to receive them by the due date.

3. Queries

If you have any queries in relation to the enclosed documents or the liquidation generally, please contact this office by email JennyCraigGroup@fticonsulting.com.

Yours faithfully



Vaughan Strawbridge
Liquidator

21 September 2023



Jenny Craig Weight Loss Centres Pty Limited

(In Liquidation)

ACN 006 109 842

Remuneration Approval Report

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1. Summary

This remuneration approval report provides you with the information that the Corporations Act 2001 (**Act**) and the Code of Professional Practice published by the Australian Restructuring Insolvency and Turnaround Association (**ARITA**) requires creditors to receive to make an informed decision regarding the approval of our remuneration for undertaking the Liquidation of Jenny Craig Weight Loss Centres Pty Ltd (In Liquidation) ACN 006 109 842 (**the Company**).

We are asking creditors to approve by proposal the following Voluntary Administrators' and Liquidators' remuneration and disbursements:

Appointment type	Period	Remuneration \$ (excl GST)	Disbursements \$ (excl GST)
Voluntary Administration	1 June 2023 to 14 June 2023	101,243	Nil
Liquidation	5 July 2023 to 31 August 2023	239,636	60
Liquidation	1 September 2023 to Finalisation of Liquidation	110,364	Nil
Total		451,243	60

At the second meeting of creditors held on 14 June 2023, creditors have approved the following remuneration:

Appointment type	Period	Remuneration \$ (excl GST)
Voluntary Administration	9 May 2023 to 31 May 2023	334,497
Voluntary Administration	1 June 2023 to 14 June 2023	75,000
Liquidation	Commencement to Finalisation of Liquidation	250,000
Total		659,497

We estimate that the total cost of the Voluntary Administration will be \$510,740 (excluding GST), being made up of the expected remuneration approved by the creditors at the second meeting of \$409,497 (excluding GST), and this additional remuneration request of \$101,243 (excluding GST).

We estimate that the total cost of this Liquidation will be \$600,000 (excluding GST), being made up of the expected remuneration approved by the creditors at the second meeting of \$250,000 (excluding GST), and this additional remuneration request of \$350,000 (excluding GST).

Although the work was necessarily incurred to ensure the completeness of all material matters in the voluntary administration and liquidation, we acknowledge the total costs incurred is over and above our initial expectation. The total cost of this Voluntary Administration and Liquidation has increased from our previous estimate because of:

- **Trade-on management:** The time costs incurred, and subject to this remuneration request included the additional works required to exit the 74 stores previously operated by the Company. Additional tasks in attending to the finalisation of trading matters, including:
 - Termination of staff;
 - settling and discharging of trading liabilities,
 - closing the trading accounts which had been opened during the period of the Voluntary Administration / Liquidation,

- finalising and exiting leases,
 - liaising with landlords regarding property on site,
 - terminating supply services and other utility provider arrangements established during the period of the Liquidation.
- Due to the widespread distribution of the branch network, the closure and exiting of branches required additional attention, resourcing and complexities which was unforeseen at the date of our last remuneration report. Further, in exiting the stores, the Liquidators were required to ensure that corporate and personal records held at each of the centres were collected and, where necessary, disposed of securely, all of which increased the time incurred beyond our original estimate of liquidators' costs.
- **Asset Realisations:** At each of the stores, frozen food and dry goods were required to be disposed of, due to the vast number of locations and relative low value of the stock at each of the centres, it was determined that there would be no commercial value in collecting the stock at each of the centres for realisation, and as such stock at each of the centres was donated to various charitable organisations. In relation to the bulk stock held at third party logistics providers premises, as the volume of this stock was of a commercial quantity, a disposal of these frozen foods and dry goods was managed by way of trade sale. Where suppliers had valid claims registered on the Personal Properties Securities Register, this stock was made available to the supplier for collection. The collection and realisation of freezers on site was completed by way of auction, or sold in situ to interested parties, where this was not possible, arrangements were made to donate this plant and equipment to various charitable organisations.
- **General Case Management:** Due to the complex nature of the Liquidation, the number and locations of stores a greater degree of oversight in relation to file strategy and controls was required to ensure progression of all material matters arising out of the Voluntary Administration and Liquidation.

In addition, we make the general comment that at the time of seeking our previous prospective remuneration request, at the second meeting of creditors, the Company was in Voluntary Administration and accordingly, the full scope of work in the Liquidation was difficult to forecast at the time.

At this stage, we do not anticipate seeking further fees from creditors. However, should additional work beyond what is currently contemplated be necessary, further approval may be sought from creditors.

2. Declaration

We, Vaughan Strawbridge, Joseph Hansell and Kate Warwick, of FTI Consulting, have undertaken a proper assessment of the claims for remuneration for the appointment as Liquidators of the Company in accordance with the law and applicable professional standards. We are satisfied that the remuneration claimed is in respect of necessary work, properly performed, or to be properly performed, in the conduct of this appointment and further, that the disbursements that have been incurred in the conduct of the liquidation are necessary and proper.

3. Remuneration sought

The remuneration we are asking creditors to approve by way of proposal is summarised as follows:

For	Period	Amount \$ (excl GST)	Applicable rates	Timing of payment
Work Already Completed	1 June 2023 to 14 June 2023	101,243	As per the attached hourly rates	Immediately on receipt of creditor approval
Work already completed	5 July 2023 to 31 August 2023	239,636	As per the attached hourly rates	Immediately on receipt of creditor approval
Future Work	1 September 2023 to finalisation of Liquidation	110,364	As per the attached hourly rates	When funds are available, and billable time has been incurred
Total		451,243		

Details of the work already completed and future work that we intend to do are enclosed at **Schedule A** and **Schedule B**.

Schedule C and **Schedule D** includes a breakdown of time spent by staff members on each major task for work we have already completed.

Actual resolutions to be put to the proposal are included at **Schedule E** for your information.

Approval for the future remuneration sought is based on an estimate of the work necessary to complete the liquidation. Should additional work beyond what is contemplated be necessary, further approval may be sought from creditors. If a lesser amount is incurred, we will limit our remuneration to that lesser amount.

4. Disbursements

We are not required to seek creditor approval for costs paid to third parties or where we are recovering a cost incurred on behalf of the liquidation, but we must provide details to creditors. We are however required to obtain creditors' consent for the payment of a disbursement where we, or a related entity, may directly or indirectly obtain a profit. For more information about disbursements, please refer to the Initial Remuneration Notice dated 10 May 2023.

The disbursements we would like creditors to approve are as follows:

For	Period	Amount (\$) (excl GST)
Disbursements already incurred	14 June 2023 to 31 August 2023	60

Details of the disbursements incurred are included at **Schedule F**. Actual resolutions to be put to the proposal are also included at **Schedule E**. These resolutions also appear in the proposal form provided to you.

5. Previous remuneration approvals

The following remuneration approvals have previously been provided by creditors:

Appointment type	Period	Approving Body	Approved Amount (excl GST)	Amount Paid (\$) (excl GST)
Voluntary Administration	9 May 2023 to 31 May 2023	Creditors	334,497	334,497
Voluntary Administration	1 June 2023 to 14 June 2023	Creditors	75,000	75,000
Subtotal Voluntary Administration			409,497	409,497
Liquidation	14 June 2023 to finalisation of liquidation	Creditors	250,000	Nil
Subtotal Liquidation			250,000	Nil
Total			659,497	409,497

We are now seeking approval of a further \$101,243 (excluding GST) in remuneration for the voluntary administration which will bring total remuneration claimed in this Voluntary Administration to \$510,740 (excluding GST). We are now seeking approval of a further \$350,000 (excluding GST) in remuneration for the liquidation which will bring total remuneration claimed in this Liquidation to \$600,000 (excluding GST).

6. Report on progress of the liquidation

Please refer to the Statutory Report to creditors dated 13 September 2023.

7. Likely impact on dividends

The Act sets the order for payment of claims against the Company and it provides for remuneration of the Liquidator to be paid in priority to other claims. This ensures that when there are sufficient funds, the Liquidators receive payment for the work completed to recover assets, investigate the company's affairs, report to creditors and ASIC and distribute any available funds.

Based on:

- realisations to date
- estimated future realisations
- estimated remuneration to complete the Liquidation
- the estimated total of creditor claims based on the Company's records and claims lodged

We expect there to be sufficient funds to pay a partial dividend to priority creditors. There is not expected to be sufficient funds to pay a dividend to unsecured creditors. A summary of the estimated returns to creditors is detailed at Section 5 of the Report to Creditors.

8. Summary of receipts and payments

Please refer to the Statutory Report to creditors dated 13 September 2023.

9. Queries

Further supporting documentation for our remuneration claim can be provided to creditors on request.

You can also access information which may assist you on the following websites:

- ARITA at www.arita.com.au/creditors
- ASIC at www.asic.gov.au (search for INFO 85).

If you have any queries in relation to the information in this report, please contact this office on (02) 8247 8000 or by email at JennyCraigGroup@fticonsulting.com.

Yours faithfully



Vaughan Strawbridge
Joint and Several Liquidator

Schedule A – Details of work – Voluntary Administration

Task area/General description	Actual work in Voluntary Administration (approved by creditors on 14 June 2023 and billed)	Actual work in Voluntary Administration (incurred but unbilled)
Period	1 June 2023 to 14 June 2023	1 June 2023 to 14 June 2023
Total	\$75,000	\$101,243.70
Assets	\$20,088 (29.7 hours)	\$16,712 (24.2 hours)
Sale of business as a going concern	- Internal meetings to discuss/review offers received - Discussions, preparation and execution of relevant documentation with purchaser of assets	- Internal meetings to discuss/review offers received - Discussions, preparation and execution of relevant documentation with purchaser of assets - Negotiations with Eucalyptus in relation to the sale of the business / assets of the business - Negotiations with Jenny Craig Inc. in relation to the acquisition of the intellectual property for the brand
Plant & equipment	Reviewing asset listings	Reviewing asset listings
Assets subject to specific charges	Liaising with the PPSR creditors during trade	Liaising with the PPSR creditors during the sale process, and negotiating the release / settlement of the acquisition of stock
Stock	- Reviewing stock values - Liaising with Jenny Craig staff regarding existence and sale to existing customers	- Reviewing stock values - Liaising with Jenny Craig staff regarding existence and sale to existing customers - Negotiations with various parties in relation to the sale of the stock to interested parties - Facilitated the commencement of the sale/donation of plant/stock to charities where possible
Other assets	Tasks associated with realising other assets	Tasks associated with realising other assets
Leased assets	- Reviewing leasing documents for leased sites - Liaising with owners/lessors	- Reviewing leasing documents for leased sites - Liaising with owners/lessors

Creditors	\$18,285 (35.1 hours)	\$15,445 (31.3 hours)
Creditor Enquiries, Requests & Directions	■ Receive and respond to creditor enquiries ■ Maintaining creditor request log ■ Considering reasonableness of creditor requests ■ Compiling information requested by creditors	■ Receive and respond to creditor enquiries ■ Maintaining creditor request log ■ Considering reasonableness of creditor requests ■ Compiling information requested by creditors
Retention of Title Claims	■ Maintain retention of title file	■ Maintain retention of title file
Secured creditor reporting	■ Responding to secured creditor’s queries	■ Responding to secured creditor’s queries ■ Discussing with lawyers in relation to validity of ROT claims
Creditor reports	■ Preparing Voluntary Administrator’s report dated 5 June 2023, investigation, meeting and general reports to creditors	■ Preparing Voluntary Administrator’s report dated 5 June 2023, investigation, meeting and general reports to creditors
Dealing with proofs of debt	■ Receipting and filing POD when not related to a dividend	■ Receipting and filing POD when not related to a dividend
Meeting of Creditors	■ Preparation of meeting notices, proxies and advertisements ■ Forward notice of meeting to all known creditors ■ Preparation of meeting file, including agenda, certificate of postage, attendance register, list of creditors, reports to creditors, advertisement of meeting and draft minutes of meeting. ■ Preparation and lodgement of minutes of meetings with ASIC	■ Preparation of meeting notices, proxies and advertisements ■ Forward notice of meeting to all known creditors ■ Preparation of meeting file, including agenda, certificate of postage, attendance register, list of creditors, reports to creditors, advertisement of meeting and draft minutes of meeting. ■ Preparation and lodgement of minutes of meetings with ASIC
Employees	\$4,340 (7.6 hours)	\$8,147 (12.4 hours)
Employee enquiries	■ Receive and follow up employee enquiries via telephone ■ Review and prepare correspondence to creditors and their representatives via email and post ■ Receive and prepare correspondence in response to employee’s objections to leave entitlements	■ Meet with employees and facilitate termination of staff ■ Engage with staff in relation to employee entitlements ■ Receive and follow up employee enquiries via telephone ■ Review and prepare correspondence to employee creditors and their representatives via email and post ■ Receive and prepare correspondence in response to employee’s queries to leave entitlements
Calculation of entitlements	■ Reviewing employee files and company’s books and records	■ Reviewing employee files and company’s books and records

	■ Reconciling superannuation accounts ■ Reviewing awards / workplace agreements	■ Reconciling superannuation accounts ■ Reviewing awards / workplace agreements
Workers' compensation	■ Review insurance policies ■ Identification of potential issues requiring attention of insurance specialists ■ Correspondence with insurer regarding initial and ongoing workers compensation insurance requirements ■ Correspondence with previous brokers ■ Preparation of Workcover wage declarations ■ Preparation of documentation provided by insurer	■ Review insurance policies ■ Identification of potential issues requiring attention of insurance specialists ■ Correspondence with insurer regarding initial and ongoing workers compensation insurance requirements ■ Correspondence with previous brokers ■ Preparation of Workcover wage declarations ■ Preparation of documentation provided by insurer
Other employee issues	■ Correspondence with Child Support	■ Correspondence with Child Support
Trade On	\$25,027 (44.17 hours)	\$45,647 (82.5 hours)
Trade on management	■ Liaising with suppliers ■ Preparing and maintaining the Administration cashflow forecast ■ Negotiating commercial necessity payments with critical suppliers ■ Liaising with management and staff on an appropriate cadence ■ Attendance on site ■ Authorising purchase orders ■ Maintaining purchase order registry ■ Preparing and authorising receipt vouchers ■ Preparing and authorising payment vouchers ■ Liaising with superannuation funds regarding contributions, termination of employees' employment ■ Liaising with OSR regarding payroll tax issues ■ Internal discussions regarding suppliers and supply status	■ Liaised with landlords in relation to cessation of operations ■ Identified strategy for the realisation of stock on site ■ Identified strategy for the realisation of stock at third party providers ■ Liaising with suppliers ■ Preparing and maintaining the Administration cashflow forecast ■ Negotiating commercial necessity payments with critical suppliers ■ Attendance on site ■ Demobilisation of sites and shut down of operations ■ Authorising purchase orders ■ Maintaining purchase order registry ■ Preparing and authorising receipt vouchers ■ Preparing and authorising payment vouchers ■ Liaising with superannuation funds regarding contributions, termination of employees' employment

		■ Liaising with OSR regarding payroll tax issues ■ Internal discussions regarding suppliers and supply status
Budgeting and financial reporting	■ Prepare cash flow forecasts ■ Finalising trading profit or loss ■ Meetings to discuss trading position	■ Prepare cash flow forecasts ■ Finalising trading profit or loss ■ Meetings to discuss trading position and closure of trading accounts and operations
Investigations	Nil	Nil
Conducting investigation		
ASIC reporting		
Dividend	Nil	Nil
Processing proofs of debt (POD)		
Dividend procedures		
Administration	\$7,261(15.3 hours)	\$15,293 (30.4 hours)
Correspondence	■ General correspondence with various parties	■ General correspondence with various parties
Document maintenance/file review/checklist	■ Filing of documents ■ File reviews ■ Updating checklists	■ Filing of documents ■ File reviews ■ Updating checklists
Insurance	■ Identification of potential issues requiring attention of insurance specialists ■ Correspondence with insurer regarding initial and ongoing insurance requirements ■ Reviewing insurance policies ■ Correspondence with previous brokers	■ Identification of potential issues requiring attention of insurance specialists ■ Correspondence with insurer regarding initial and ongoing insurance requirements ■ Reviewing insurance policies ■ Correspondence with previous brokers
Funds handling	■ Preparing correspondence opening and closing accounts ■ Entering receipts and payments into accounting system ■ Requesting bank statements	■ Preparing correspondence opening and closing accounts ■ Entering receipts and payments into accounting system ■ Requesting bank statements

	■ Bank account reconciliations ■ Correspondence with bank regarding specific transfers	■ Bank account reconciliations ■ Correspondence with bank regarding specific transfers
ASIC Forms and lodgements	■ Preparing and lodging ASIC forms ■ Correspondence with ASIC regarding statutory forms	■ Preparing and lodging ASIC forms ■ Correspondence with ASIC regarding statutory forms
ATO and other statutory reporting	■ Preparing BAS	■ Preparing BAS
Planning / Review	■ Discussions regarding status of administration	■ Discussions regarding status of administration
Books and records	■ Dealing with electronic records	■ Dealing with electronic records

Schedule B – Details of work – Liquidation

Task area/General description	Work already completed (approved by creditors on 14 June 2023 and billed)	Work already completed	Future Work
Period	14 June 2023 to 5 July 2023	5 July 2023 to 31 August 2023	1 September 2023 to the conclusion of liquidation
Total Assets	\$250,000 \$57,403 (89.7 hours)	\$239,636 \$36,191 (61.9 hours)	\$110,364 \$15,000 (25.7 hours)
Plant & equipment	■ Liaising with valuers, auctioneers and interested parties ■ Reviewing asset listings ■ Facilitating disposal of plant and equipment ■ Drafting asset disclaimers	■ Liaising with valuers, auctioneers and interested parties ■ Reviewing asset listings ■ Facilitating disposal of plant and equipment ■ Drafting asset disclaimers	■ Liaising with valuers, auctioneers and interested parties regarding realisation of any remaining plant and equipment, or other Company assets ■ Facilitating disposal of plant and equipment (where required) ■ Drafting asset disclaimers
Assets subject to specific charges	■ Liaising with the PPSR creditors during the asset realisation process	■ Liaising with the PPSR creditors during the asset realisation process	
Stock	■ Consider other realisation strategies ■ Facilitating of collection of plant and equipment and stock by various charities ■ Facilitating the disposal and donation of fresh and frozen food ■ Drafting asset disclaimers	■ Consider other realisation strategies ■ Facilitating of collection of plant and equipment and stock by various charities ■ Facilitating the disposal and donation of fresh and frozen food ■ Drafting asset disclaimers	■ Consider other realisation strategies for remaining stock on hand, including where stored with third party logistics providers ■ Drafting asset disclaimers
Other assets	■ Tasks associated with realising other assets ■ Review of bank guarantees and liaising with banks regarding their release ■ Drafting asset disclaimers	■ Tasks associated with realising other assets ■ Review of bank guarantees and liaising with banks regarding their release ■ Drafting asset disclaimers	■ Tasks associated with realising any remaining assets ■ Review of bank guarantees and liaising with banks regarding their release and/or finalisation ■ Drafting asset disclaimers

Task area/General description	Work already completed (approved by creditors on 14 June 2023 and billed)	Work already completed	Future Work
Period	14 June 2023 to 5 July 2023	5 July 2023 to 31 August 2023	1 September 2023 to the conclusion of liquidation
Leased assets	■ Liaising with owners/lessors of property and equipment ■ Liaising with landlords in relation to property exit and associated disposals of plant and equipment and stock ■ Tasks associated with disclaiming leases	■ Liaising with owners/lessors of property and equipment ■ Liaising with landlords in relation to property exit and associated disposals of plant and equipment and stock ■ Tasks associated with disclaiming leases	■ Liaising with owners/lessors ■ Tasks associated with disclaiming leases, including removal of company property and disconnection of utilities and settlement of Administrators/Liquidators account
Creditors	\$44,763 (89.5 hours)	\$61,403 (132.8 hours)	\$22,205 (48.0 hours)
Creditor Enquiries, Requests & Directions	■ Receive and respond to creditor enquiries ■ Maintaining creditor request log ■ Considering reasonableness of creditor requests and provision of information ■ Documenting reasons for complying or not complying with requests or directions ■ Compiling information requested by creditors ■ Circulate notice of appointment to creditors ■ Drafting minutes of second meeting of creditors	■ Receive and respond to creditor enquiries ■ Maintaining creditor request log ■ Considering reasonableness of creditor requests and provision of information ■ Documenting reasons for complying or not complying with requests or directions ■ Compiling information requested by creditors ■ Circulate notice of appointment to creditors ■ Drafting minutes of second meeting of creditors	■ Receive and respond to creditor enquiries ■ Maintaining creditor request log ■ Considering reasonableness of creditor requests and provision of information ■ Documenting reasons for complying or not complying with requests or directions ■ Compiling information requested by creditors
Retention of Title Claims	■ Maintain retention of title file ■ Meeting claimant on site to identify goods ■ Adjudicate retention of title claims ■ Liaised with PPSR secured creditor in relation to return of stock on site ■ Forward correspondence to claimant notifying outcome of adjudication	■ Maintain retention of title file ■ Meeting claimant on site to identify goods ■ Adjudicate retention of title claims ■ Liaised with PPSR secured creditor in relation to return of stock on site ■ Forward correspondence to claimant notifying outcome of adjudication	

Task area/General description	Work already completed (approved by creditors on 14 June 2023 and billed)	Work already completed	Future Work
Period	14 June 2023 to 5 July 2023	5 July 2023 to 31 August 2023	1 September 2023 to the conclusion of liquidation
Creditor reports	■ Preparation of payment vouchers to satisfy retention of title claims	■ Preparation of payment vouchers to satisfy retention of title claims ■ Preparing Statutory Report, investigation, meeting and general reports to creditors	■ Preparing additional statutory reports as required by the Act
Dealing with proofs of debt	■ Receipting and filing POD when not related to a dividend ■ Corresponding with OSR in each jurisdiction and ATO regarding POD when not related to a dividend	■ Receipting and filing POD when not related to a dividend ■ Corresponding with OSR in each jurisdiction and ATO regarding POD when not related to a dividend	■ Receipting and filing POD when not related to a dividend ■ Corresponding with OSR and ATO regarding POD when not related to a dividend
Meeting of Creditors	■ Preparation and lodgement of minutes of meetings with ASIC regarding the second meeting of creditors ■ Responding to stakeholder queries and questions immediately following meeting	■ Preparation and lodgement of minutes of meetings with ASIC regarding the second meeting of creditors ■ Responding to stakeholder queries and questions immediately following meeting	■ Prepare and issue proposal form without a meeting of creditors, if required ■ Preparing for and convening meeting of creditors, if required
Employees	\$51,504 (120.9 hours)	\$23,568 (60.6 hours)	\$21,530 (55.36 hours)
Employee enquiries	■ Receive and follow up employee enquiries via telephone ■ Maintain employee enquiry register ■ Review and prepare correspondence to creditors and their representatives via email and post ■ Receive and prepare correspondence in response to employee's entitlement enquiries	■ Receive and follow up employee enquiries via telephone ■ Maintain employee enquiry register ■ Review and prepare correspondence to creditors and their representatives via email and post ■ Receive and prepare correspondence in response to employee's entitlement enquiries	■ Receive and follow up employee enquiries via telephone regarding FEG timing and payment ■ Maintain employee enquiry register ■ Review and prepare correspondence to priority creditors and their representatives via email and post ■ Receive and prepare correspondence in response to employee's entitlements
FEG	■ Correspondence with FEG	■ Correspondence with FEG	■ Correspondence with FEG

Task area/General description	Work already completed (approved by creditors on 14 June 2023 and billed)	Work already completed	Future Work
Period	14 June 2023 to 5 July 2023	5 July 2023 to 31 August 2023	1 September 2023 to the conclusion of liquidation
	■ Preparing notification spreadsheet ■ Preparing FEG quotations ■ Completing FEG questionnaires	■ Preparing notification spreadsheet ■ Preparing FEG quotations ■ Completing FEG questionnaires	■ Preparing notification spreadsheet ■ Preparing FEG quotations ■ Completing FEG questionnaires
Calculation of entitlements	■ Calculating employee entitlements ■ Reviewing employee files and company's books and records	■ Calculating employee entitlements ■ Reviewing employee files and company's books and records	■ Calculating employee entitlements ■ Reviewing employee files and company's books and records ■ Reviewing employee workplace agreements for entitlements
Workers' compensation	■ Review insurance policies and liaise with insurance broker regarding account reconciliation ■ Identification of potential issues requiring attention of insurance specialists ■ Correspondence with insurer regarding initial and ongoing workers compensation insurance requirements ■ Preparation of Workcover wage declarations ■ Preparation of documentation provided by insurer	■ Review insurance policies and liaise with insurance broker regarding account reconciliation ■ Identification of potential issues requiring attention of insurance specialists ■ Correspondence with insurer regarding initial and ongoing workers compensation insurance requirements ■ Preparation of Workcover wage declarations ■ Preparation of documentation provided by insurer	■ Attending to future claims, if required ■ Responding to claims which may have arisen during the appointment of Administrators/Liquidators
Other employee issues	■ Correspondence with Child Support ■ Correspondence with Centrelink	■ Correspondence with Child Support ■ Correspondence with Centrelink	■ Correspondence with Child Support ■ Correspondence with Centrelink
Trade On	\$77,840 (153.0 hours)	\$85,476 (183.4 hours)	\$22,039 (47.3 hours)
Trade on management	■ Liaising with suppliers	■ Liaising with suppliers	■ Liaising with suppliers regarding closure of accounts and payment of liabilities ■ Preparing and authorising receipt vouchers

Task area/General description	Work already completed (approved by creditors on 14 June 2023 and billed)	Work already completed	Future Work
Period	14 June 2023 to 5 July 2023	5 July 2023 to 31 August 2023	1 September 2023 to the conclusion of liquidation
	■ Attendance on site as required to decommission and demobilise assets and stock ■ Maintaining purchase order registry ■ Preparing and authorising receipt vouchers ■ Preparing and authorising payment vouchers ■ Liaising with superannuation funds regarding contributions, termination of employees' employment ■ Liaising with OSR regarding payroll tax issues ■ Facilitated the sale/donation of assorted stock and plant and equipment to various charitable organisations ■ Liaising with suppliers in relation to finalising outstanding liabilities for the period of the Voluntary Administration and Liquidation and closure of trading accounts	■ Attendance on site as required to decommission and demobilise assets and stock ■ Maintaining purchase order registry ■ Preparing and authorising receipt vouchers ■ Preparing and authorising payment vouchers ■ Liaising with superannuation funds regarding contributions, termination of employees' employment ■ Liaising with OSR regarding payroll tax issues ■ Facilitated the sale/donation of assorted stock and plant and equipment to various charitable organisations ■ Liaising with suppliers in relation to finalising outstanding liabilities for the period of the Voluntary Administration and Liquidation and closure of trading accounts	■ Preparing and authorising payment vouchers ■ Liaising with OSR regarding payroll tax issues
Budgeting and financial reporting	■ Reporting for wind down activities ■ Finalising trading accounts	■ Reporting for wind down activities ■ Finalising trading accounts	■ Reporting for wind down activities ■ Finalising trading accounts
Investigations	\$0 (0.0 Hours)	\$4,226 (7.2 hours)	\$5,510 (9.4 hours)
Conducting investigation		■ Reviewing company's books and records ■ Review and preparation of company nature and history	■ Reviewing company's books and records ■ Conducting and summarising statutory searches ■ Preparation of investigation file

Task area/General description	Work already completed (approved by creditors on 14 June 2023 and billed)	Work already completed	Future Work
Period	14 June 2023 to 5 July 2023	5 July 2023 to 31 August 2023	1 September 2023 to the conclusion of liquidation
		■ Conducting and summarising statutory searches ■ Preparation of comparative financial statements ■ Preparation of deficiency statement ■ Review of specific transactions and liaising with directors regarding certain transactions ■ Preparation of investigation file ■ Preparation and lodgement of supplementary report	
ASIC reporting		■ Lodgement of Liquidators' investigation with the ASIC (Section 533 Report) ■ Preparation and lodgement of various ASIC forms ■ Preparation, distribution, and lodgement of Liquidators' Statutory Report ■ Liaising with ASIC	■ Liaising with ASIC regarding deregistration of Company ■ Preparation, distribution, and lodgement of Liquidators' Statutory Report
Dividend	\$0 (0.0 Hours)	\$0 (0.0 Hours)	\$15,000 (33.3 hours)
Employee dividend			■ Correspondence with employees regarding dividend process, where required ■ Correspondence with ATO regarding SGC proof of debt ■ Calculating dividend rate ■ Preparing dividend file

Task area/General description	Work already completed (approved by creditors on 14 June 2023 and billed)	Work already completed	Future Work
Period	14 June 2023 to 5 July 2023	5 July 2023 to 31 August 2023	1 September 2023 to the conclusion of liquidation
			■ Advertising dividend notice ■ Preparing distribution ■ Receipting POD ■ Adjudicating POD ■ Ensuring PAYG is remitted to ATO
Administration	\$18,492 (54.9 hours)	\$28,774 (85.3 hours)	\$9,080 (26.9 hours)
Correspondence	■ General correspondence with various parties	■ General correspondence with various parties	■ General correspondence with various parties
Document maintenance/file review/checklist	■ Filing of documents ■ File reviews ■ Updating checklists	■ Filing of documents ■ File reviews ■ Updating checklists	■ Filing of documents ■ File reviews ■ Updating checklists
Insurance	■ Reviewing insurance policies ■ Correspondence with previous brokers	■ Reviewing insurance policies ■ Correspondence with previous brokers	■ Reviewing insurance policies ■ Correspondence with previous brokers
Funds handling	■ Preparing correspondence opening and closing appointment bank accounts in accordance with the act ■ Entering receipts and payments into accounting system ■ Requesting bank statements ■ Bank account reconciliations ■ Correspondence with bank regarding specific transfers	■ Preparing correspondence opening and closing appointment bank accounts in accordance with the act ■ Entering receipts and payments into accounting system ■ Requesting bank statements ■ Bank account reconciliations ■ Correspondence with bank regarding specific transfers	■ Preparing correspondence closing accounts ■ Entering receipts and payments into accounting system ■ Requesting bank statements ■ Bank account reconciliations ■ Correspondence with bank regarding specific transfers
ASIC Forms and lodgements	■ Preparing and lodging ASIC forms ■ Correspondence with ASIC regarding statutory forms	■ Preparing and lodging ASIC forms ■ Correspondence with ASIC regarding statutory forms	■ Preparing and lodging ASIC forms ■ Correspondence with ASIC regarding statutory forms

Task area/General description	Work already completed (approved by creditors on 14 June 2023 and billed)	Work already completed	Future Work
Period	14 June 2023 to 5 July 2023	5 July 2023 to 31 August 2023	1 September 2023 to the conclusion of liquidation
ATO and other statutory reporting	■ Notification of appointment ■ Preparing and lodging BAS	■ Notification of appointment ■ Preparing and lodging BAS	■ Preparing and lodging BAS
Finalisation	■ Notifying ATO of finalisation regarding voluntary administration period ■ Cancelling GST / PAYG registration regarding voluntary administration period ■ Completing checklists		■ Notifying ATO of finalisation ■ Cancelling ABN / GST / PAYG registration ■ Cancelling registration with the OSR in all jurisdictions ■ Completing checklists ■ Finalising WIP
Planning / Review	■ Discussions regarding status of liquidation	■ Discussions regarding status of liquidation	■ Discussions regarding status of liquidation
Books and records	■ Collection and recovery of Company records ■ Securing and dealing with the electronic records of the Company ■ Dealing with electronic records ■ Ensuring physical and electronic records that were stored at each of the premises were securely destroyed	■ Collection and recovery of Company records ■ Securing and dealing with the electronic records of the Company ■ Dealing with electronic records ■ Ensuring physical and electronic records that were stored at each of the premises were securely destroyed	■ Dealing with electronic records ■ Destruction of electronic and physical records subject to ASIC and creditor approval

Schedule C – Time spent by staff on each major task (Voluntary Administration work already done)

The below table sets out work performed by other professional services provided by the firm for the period 1 June 2023 to 14 June 2023:

Employee	Position	\$ /hour	Total Hours	Total \$	Task Area											
					Assets		Creditors		Employees		Trade on		Investigation		Admin	
					Hrs	\$	Hrs	\$	Hrs	\$	Hrs	\$	Hrs	\$	Hrs	\$
Joseph Hansell	Senior Managing Director	740	1.8	1,332	0.5	370	-	-	-	-	1.3	962	-	-	-	-
Vaughan Strawbridge	Senior Managing Director	740	22.9	16,968	11.8	8,732	2.1	1,554	3.3	2,442	3.2	2,390	-	-	2.5	1,850
Patrick O'Brien	Managing Director	680	23.4	15,912	8.5	5,780	-	-	-	-	14.9	10,132	-	-	-	-
Stuart Carson	Managing Director	680	7.0	4,760	-	-	-	-	7.0	4,760	-	-	-	-	-	-
Jan Haubruck	Senior Director	620	2.2	1,364	-	-	1.2	744	-	-	1.0	620	-	-	-	-
Neil Dempster	Senior Director	620	35.0	21,700	-	-	-	-	-	-	35.0	21,700	-	-	-	-
Catherine Jaques	Director	550	15.9	8,745	-	-	10.6	5,830	-	-	0.3	165	-	-	5	2,750
Harrison Bailey	Director	550	19.4	10,670	3.0	1,650	-	-	-	-	1.3	715	-	-	15.1	8,305
Matthew Timmons	Senior Consultant I	450	13.1	5,895	-	-	13.1	5,895	-	-	-	-	-	-	-	-
Jaymee Greenway	Senior Consultant I	450	6.7	3,015	0.4	180	0.5	225	2.1	945	3.7	1,665	-	-	-	-
Isabella Jansen	Associate II	350	12.6	4,410	-	-	-	-	-	-	12.3	4,305	-	-	0.3	105
Henry Banton	Associate I	315	15.1	4,757	-	-	3.8	1,197	-	-	9.5	2,993	-	-	1.8	567
Kristine Davis	Associate I	315	0.4	126	-	-	-	-	-	-	-	-	-	-	0.4	126
Janine Wigham	Treasury	300	1.3	390	-	-	-	-	-	-	-	-	-	-	1.3	390
Chelsea Fisk	Treasury	300	4.0	1,200	-	-	-	-	-	-	-	-	-	-	4.0	1,200
Total (ex GST)			180.8	101,243	24.2	16,712	31.3	15,445	12.4	8,147	82.5	45,647	-	-	30.4	15,293
GST				10,124												
Total (Incl GST)				111,368												
Avg hourly rate (ex GST)				560		691		493		657		553				503

Schedule D – Time spent by staff on each major task (Liquidation work already done)

The below table sets out work performed by other professional services provided by the firm for the period 5 July 2023 to 31 August 2023:

Employee	Position	\$ /hour	Total Hours	Total \$	Assets		Creditors		Employees		Trade on		Investigation		Admin	
					Hrs	\$	Hrs	\$	Hrs	\$	Hrs	\$	Hrs	\$	Hrs	\$
Joseph Hansell	Senior Managing Director	740	5.3	3,922	2.4	1,776	-	-	-	-	2.6	1,924	-	-	0.3	222
Vaughan Strawbridge	Senior Managing Director	740	10.0	7,400	10.0	7,400	-	-	-	-	-	-	-	-	-	-
Patrick O'Brien	Managing Director	680	27.7	18,836	15.3	10,404	3.9	2,652	-	-	8.5	5,780	-	-	-	-
Neil Dempster	Senior Director	620	77.8	48,236	0.3	186	4.6	2,852	7.9	4,898	61.1	37,882	3.8	2,356	0.1	62
Catherine Jaques	Director	550	54.0	29,700	-	-	23.7	13,035	-	-	16.8	9,240	3.4	1,870	10.1	5,555
Harrison Bailey	Director	550	62.8	34,540	24.2	13,310	33.9	18,645	-	-	4.2	2,310	-	-	0.5	275
Matthew Timmons	Senior Consultant I	450	22.7	10,215	-	-	22.7	10,215	-	-	-	-	-	-	-	-
Jaymee Greenway	Senior Consultant I	450	6.2	2,790	-	-	0.7	315	3.4	1,530	-	-	-	-	2.1	945
Isabella Jansen	Associate II	350	59.2	20,720	2.3	805	1.4	490	46.0	16,100	7.6	2,660	-	-	1.9	665
Anmol Arora	Associate II	350	11.2	3,920	-	-	-	-	-	-	5.6	1,960	-	-	5.6	1,960
Matthew van der Vlugt	Associate II	350	3.5	1,225	-	-	-	-	-	-	-	-	-	-	3.5	1,225
Henry Banton	Associate I	315	84.0	26,460	0.2	63	20.9	6,584	3.3	1,040	47.2	14,868	-	-	12.4	3,906
Cassandra Friedman	Associate I	315	52.7	16,601	7.0	2,205	21.0	6,615	-	-	24.7	7,781	-	-	-	-
Anisa Jaffar	Associate I	315	0.3	95	-	-	-	-	-	-	-	-	-	-	0.3	95
Robyn Hardeman	Treasury	300	15.3	4,590	-	-	-	-	-	-	-	-	-	-	15.3	4,590
Janine Wigham	Treasury	300	11.6	3,480	-	-	-	-	-	-	-	-	-	-	11.6	3,480
Chelsea Fisk	Treasury	300	9.8	2,940	-	-	-	-	-	-	-	-	-	-	9.8	2,940
Yuet Yeng Yee	Treasury	300	3.8	1,140	-	-	-	-	-	-	-	-	-	-	3.8	1,140
Selina Naylor	Treasury	300	0.2	60	-	-	-	-	-	-	-	-	-	-	0.2	60
Ashleigh Ubank	Administration II	250	0.4	100	-	-	-	-	-	-	-	-	-	-	0.4	100
Samuel Parry	Junior Accountant	210	6.6	1,386	0.2	42	-	-	-	-	-	-	-	-	6.4	1,344
Alexander Phillis	Junior Accountant	210	5.5	1,155	-	-	-	-	-	-	5.1	1,071	-	-	0.4	84
Jennifer Doran	Junior Accountant	210	0.6	126	-	-	-	-	-	-	-	-	-	-	0.6	126
Total (ex GST)			531.2	239,636	61.9	36,191	132.8	61,403	60.6	23,568	183.4	85,476	7.2	4,226	85.3	28,774
GST				23,964												
Total (Incl GST)				263,600												
Avg hourly rate (ex GST)				451		585		462		389		466		587		337

Schedule E – Resolutions

Resolution 1 – Administrators past remuneration

1 June 2023 to 14 June 2023

“That the past remuneration of the former Administrators of Jenny Craig Weight loss Centres Pty Ltd (In Liquidation) ACN 006 109 842 and their staff, for the period from 1 June 2023 to 14 June 2023, calculated at the hours spent at the rates detailed in the Initial Remuneration Notice dated 10 May 2023 provided to creditors, is approved for payment in the amount of \$101,243 exclusive of GST, to be drawn from available funds immediately or as funds become available.”

Resolution 2 – Liquidators past remuneration

5 July 2023 to 31 August 2023

“That the past remuneration of the Liquidators of Jenny Craig Weight loss Centres Pty Ltd (In Liquidation) ACN 006 109 842 and their staff, for the period from 5 July 2023 to 31 August 2023, calculated at the hours spent at the rates detailed in the Initial Remuneration Notice dated 10 May 2023 provided to creditors, is approved for payment in the amount of \$239,636.00 exclusive of GST, to be drawn from available funds immediately or as funds become available.”

Resolution 3 – Liquidators future remuneration

1 September 2023 to finalisation of the Liquidation

“That the future remuneration of the Liquidators of Jenny Craig Weight Loss Centres Pty Ltd (In Liquidation) ACN 006 109 842 and their staff, for the period from 1 September 2023 to the finalisation of the Liquidation, is determined at a sum equal to the cost of time spent by the Liquidators and their staff, calculated at the hourly rates as detailed in the Initial Remuneration Notice dated 10 May 2023 provided to creditors, up to a capped amount of \$110,364.00 exclusive of GST, and that the Liquidators can draw the remuneration from available funds as time is incurred on a monthly basis or as funds become available.”

Resolution 4 – Liquidators internal disbursements

14 June 2023 to 31 August 2023

“That the internal disbursements claimed by the firm for the period 14 June 2023 to 31 August 2023 calculated at the rates detailed in the Initial Remuneration Notice dated 10 May 2023 provided to creditors, are approved for payment in the amount of \$60.00 exclusive of GST, to be drawn from available funds immediately or as funds become available.”

Schedule F - Disbursements

Task area/General description	Disbursements already incurred
Period	14 June 2023 to 31 August 2023
Total Amount \$ (excl GST)	\$60
Mail out	20 cents per email

Schedule G – Explanation where remuneration previously approved (Voluntary Administration)

At the second meeting of creditors, on 14 June 2023, creditors approved our prospective remuneration of \$ 75,000 (excluding GST). Our remuneration has exceeded this remuneration approval and in this report we are now seeking approval of past remunerations in the amount of \$101,243 (excluding GST).

Task	Remuneration approved 1 June 2023 to 14 June 2023 drawn (Actuals) (\$)	Approval sought for work already completed 1 June 2023 to 14 June 2023 (\$)	Total fees sought per task (\$)
Assets	20,088	16,712	36,800
Creditors	18,285	15,445	33,730
Employees	4,340	8,147	12,487
Trade on	25,027	45,647	70,674
Investigation	-	-	-
Dividend	-	-	-
Administration	7,261	15,293	22,554
Total (\$) (excl GST)	75,000	101,243	176,244

In the below table we compare, on a task basis, the difference between our previous remuneration report and this report, together with explanations for the difference.

Task	Remuneration approved 1 June 2023 to 14 June 2023 drawn (Actuals) (\$)	Total fees sought per task (\$) excl GST	Difference	Reason for difference
Assets	20,088	36,800	16,712	Our estimate of costs was greater than forecast due to additional works involved in engaging with interested parties to sell the business as a going concern in the period 1/6/2023-6/6/2023, in addition to negotiations with Jenny Craig Inc. (US) regarding a possible acquisition by the Voluntary Administrator of the intellectual property of Jenny Craig. The ultimate sale of the Company as a going concern was not able to be achieved and operations ceased on 7 June 2023.
Creditors	18,285	33,730	15,445	Our estimate of costs was greater than forecast due to the circumstances surrounding suppliers and stock movements / stock in transit, the calculation of outstanding employee

				entitlements should a sale not be agreed and operations be ceased, the surrender of the properties and liaising with PPSR secured creditors in relation to stock on hand and review of the associated registrations.
Employees	4,340	12,487	8,147	Our original estimate did not account for the additional work associated with the cessation of operations on 7 June 2023, and the associated termination of staff. Additional time was greater than forecast in attending to staff during the closure of the each of the centres and head office.
Trade on	25,027	70,674	45,647	The trade on category was greater than our earlier estimate, which was attributable the failure to complete a sale of the business as a going concern and the requirement of the Administrators to cease operations, engage with landlords / agents in relation the exit of properties, commence the closure of trading accounts for the Voluntary Administrators' period and provide notifications to suppliers, landlords and creditors commencing with the store closures on 7 June 2023.
Investigation	-	-	-	
Dividend	-	-	-	
Administration	7,261	22,554	15,293	The Administration category was greater than forecast, due the additional level of support required to be provided to the Trade On category, specifically in relation to the cessation of operations and the closure of the stores.
Total (\$) (excl GST)	75,000	176,244	101,243	

Schedule H – Explanation where remuneration previously approved (Liquidation)

At the second meeting of creditors, on 14 June 2023, creditors approved our prospective remuneration of \$ 250,000 (excluding GST). Our remuneration has exceeded this remuneration approval and in this report we are now seeking approval past and future remunerations in the amount of \$350,000 (excluding GST).

Task	Remuneration approved 14 June 2023 to 5 July 2023 drawn (Actuals) (\$)	Approval sought for work already completed from 5 July to 31 August 2023 (\$)	Approval sought for future work from 1 September to Finalisation of Liquidation (\$)	Total fees sought per task (\$)
Assets	57,403	36,191	15,000	108,594
Creditors	44,763	61,403	22,205	128,371
Employees	51,504	23,568	21,530	96,602
Trade on	77,840	85,476	22,039	185,355
Investigation	-	4,226	5,510	9,736
Dividend	-	-	15,000	15,000
Administration	18,492	28,774	9,080	56,346
Total (\$) (excl GST)	250,000	239,636	110,364	600,000

In the below table we compare, on a task basis, the difference between our previous remuneration report and this report, together with explanations for the difference.

Task	Remuneration approved 14 June 2023 to 5 July 2023 not yet drawn (Actuals) (\$)	Total fees sought per task (\$) excl GST	Difference	Reason for difference
Assets	57,403	108,594	51,191	Additional works were required in relation to the realisation of assets across 74 premises, including collecting and realising assets of commercial value, and making arrangements for disposal of uncommercial assets, frozen meals and dry goods.
Creditors	44,763	128,371	83,608	Liaising with priority creditors in relation to entitlements outstanding

				as at the date of appointment. Responding to creditor queries, preparation of statutory reports and communications.
Employees	51,504	96,602	45,098	Responding to queries in relation to employee entitlements, communications regarding the FEG process, preparation of employee information in relation to potential claims.
Trade on	77,840	185,355	107,515	Due to the nature of the store network, the closure of stores and cessation of trading required additional work than originally forecast. Further work than anticipated was required in relation to the closure and reconciliation of stores' associated trading accounts.
Investigation	-	9,736	9,736	Investigations works were only commenced and became subject of the fee approvals sought in this remuneration report.
Dividend	-	15,000	15,000	Preparation of information in relation to the calculation and payment of dividend to priority creditors, and or engagement with FEG.
Administration	18,492	56,346	37,854	The nature of operations during the trade on period required extensive treasury, cash management operations functions, in excess of previously forecast.
Total (\$) (excl GST)	250,000	600,000	350,000	

Schedule I – FTI Consulting schedule of rates effective 1 July 2022

Typical classification	Standard Rates \$/hour (Excl. GST)	General guide to classifications
Senior Managing Director/Appointee	740	Registered Liquidator and/or Trustee, with specialist skills and extensive experience in all forms of insolvency administrations. Alternatively, has proven leadership experience in business or industry, bringing specialist expertise and knowledge to the administration.
Managing Director	680	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	620	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	550	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	500	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	450	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	405	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	375	Qualified accountant with several years' experience. Required to assist with day-to-day tasks under the supervision of senior staff.
Associate 2	350	Typically a qualified accountant. Required to assist with day-to-day tasks under the supervision of senior staff.
Associate 1	315	Typically a university graduate. Required to assist with day-to-day tasks under the supervision of senior staff.
Treasury	300	Typically, qualified accountant and/or bookkeeper with at least 4 years' experience working in a treasury function in a professional services setting. Undertakes treasury activities and is skilled in bookkeeping, funds handling, banking, payroll, tax compliance, accounts receivable and accounts payable. May be responsible for the management of discreet, medium-complexity accounts services relating to business trade on activities.
Junior Associate	250	Undergraduate in the latter stage of their university degree.
Administration 2	210	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.
Administration 1	210	Has appropriate skills and experience to support professional staff in an administrative capacity. May also have appropriate bookkeeping, accounting support services or similar skills.
Junior Accountant	210	Undergraduate in the early stage of their university degree.

Information sheet: Proposals without meetings

You may be a creditor in a liquidation, voluntary administration or deed of company arrangement (collectively referred to as an external administration).

You have been asked by the liquidator, voluntary administrator or deed administrator (collectively referred to as an external administrator) to consider passing a proposal without a meeting.

This information sheet is to assist you with understanding what a proposal without a meeting is and what your rights as a creditor are.

What is a proposal without a meeting?

Meetings of creditors were previously the only way that external administrators could obtain the views of the body of creditors. However, meetings can be very expensive to hold.

A proposal without a meeting is a cost effective way for the external administrator to obtain the consent of creditors to a particular course of action.

What types of proposals can be put to creditors?

The external administrator is able to put a range of proposals to creditors by giving notice in writing to the creditors. There is a restriction under the law that each notice can only contain a single proposal. However, the external administrator can send more than one notice at any single time.

What information must the notice contain?

The notice must:

- include a statement of the reasons for the proposal and the likely impact it will have on creditors if it is passed
- invite the creditor to either:
 - vote yes or no to the proposal, or
 - object to the proposal being resolved without a meeting, and
- specify a period of at least 15 business days for replies to be received by the external administrator.

If you wish to vote or object, you will also need to lodge a Proof of Debt (POD) to substantiate your claim in the external administration. The external administrator will provide you with a POD to complete. You should ensure that you also provide documentation to support your claim.

If you have already lodged a POD in this external administration, you do not need to lodge another one.

The external administrator must also provide you with enough information for you to be able to make an informed decision on how to cast your vote on the proposal. With some types of proposals, the law or ARITA's Code of Professional Practice sets requirements for the information that you must be provided.

For example, if the external administrator is asking you to approve remuneration, you will be provided with a Remuneration Approval Report, which will provide you with detailed information about how the external administrator's remuneration for undertaking the external administration has been calculated.

What are your options if you are asked to vote on a proposal without a meeting?

You can choose to vote yes, no or object to the proposal being resolved without a meeting. If the administration is a simplified creditors' voluntary liquidation (SCVL), you cannot object to the proposal being resolved without a meeting as meetings cannot be held in a SCVL.

How is a resolution passed?

A resolution will be passed if more than 50% in number and 50% in value (of those creditors who did vote) voted in favour of the proposal, but only so long as not more than 25% in value objected to the proposal being resolved without a meeting.

What happens if the proposal doesn't pass?

If the proposal doesn't pass and an objection is not received, the external administrator can choose to amend the proposal and ask creditors to consider it again or the external administrator can choose to hold a meeting of creditors to consider the proposal.

The external administrator may also be able to go to Court to seek approval.

What happens if I object to the proposal being resolved without a meeting?

If more than 25% in value of creditors responding to the proposal object to the proposal being resolved without a meeting, the proposal will not pass even if the required majority vote yes. The external administrator will also be unable to put the proposal to creditors again without a meeting. You should be aware that if you choose to object, there will be additional costs associated with convening a meeting of creditors or the external administrator seeking the approval of the Court. This cost will normally be paid from the available assets in the external administration.

This is an important power and you should ensure that it is used appropriately.

Where can I 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 arita.com.au/creditors.

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

**For more information, go to www.arita.com.au/creditors.
Specific queries should be directed to the external administrator's office.**

19 September 2023

NOTICE OF PROPOSAL TO CREDITORS

JENNY CRAIG WEIGHT LOSS CENTRES PTY LTD (IN LIQUIDATION) ACN 006 109 842 ("THE COMPANY")

Please complete this document and return with any supporting documents by no later Friday, 13 October 2023 for your vote to be counted, by email to JennyCraigGroup@fticonsulting.com. If you have any questions, please call this office at (02) 8247 8000.

Completed forms may also be sent by post attention to this office at FTI Consulting, PO BOX R367, Royal Exchange NSW 1225, although you should ensure this is sent with sufficient time to arrive by the date the vote closes.

Proposals for creditor approval

Resolution 1 – Administrators past remuneration

1 June 2023 to 14 June 2023

"That the past remuneration of the former Administrators of Jenny Craig Weight loss Centres Pty Ltd (In Liquidation) ACN 006 109 842 and their staff, for the period from 1 June 2023 to 14 June 2023, calculated at the hours spent at the rates detailed in the Initial Remuneration Notice dated 10 May 2023 provided to creditors, is approved for payment in the amount of \$101,243 exclusive of GST, to be drawn from available funds immediately or as funds become available."

Resolution 2 – Liquidators past remuneration

5 July 2023 to 31 August 2023

"That the past remuneration of the Liquidators of Jenny Craig Weight loss Centres Pty Ltd (In Liquidation) ACN 006 109 842 and their staff, for the period from 5 July 2023 to 31 August 2023, calculated at the hours spent at the rates detailed in the Initial Remuneration Notice dated 10 May 2023 provided to creditors, is approved for payment in the amount of \$239,636.00 exclusive of GST, to be drawn from available funds immediately or as funds become available."

Resolution 3 – Liquidators future remuneration

1 September 2023 to finalisation of the Liquidation

"That the future remuneration of the Liquidators of Jenny Craig Weight Loss Centres Pty Ltd (In Liquidation) ACN 006 109 842 and their staff, for the period from 1 September 2023 to the finalisation of the Liquidation, is determined at a sum equal to the cost of time spent by the Liquidators and their staff, calculated at the hourly rates as detailed in the Initial Remuneration Notice dated 10 May 2023 provided to creditors, up to a capped amount of \$110,364.00 exclusive of GST, and that the Liquidators can draw the remuneration from available funds as time is incurred on a monthly basis or as funds become available."

Resolution 4 – Liquidators internal disbursements

14 June 2023 to 31 August 2023

"That the internal disbursements claimed by the firm for the period 14 June 2023 to 31 August 2023 calculated at the rates detailed in the Initial Remuneration Notice dated 10 May 2023 provided to creditors, are approved for payment in the amount of \$60.00 exclusive of GST, to be drawn from available funds immediately or as funds become available."

Reasons for the proposal and the likely impact it will have on creditors if it is passed

The proposal is being put to creditors to approve remuneration as allowed under law and internal disbursements – which are costs incurred in the liquidation.

The proposal if passed will:

- minimise the cost of approving remuneration to the Liquidators which would otherwise require a meeting of creditors or court application to be approved – which can be costly; and
- allow the reimbursement of reasonably commercial expenses, properly incurred for the Liquidation to my firm and its staff.

Remuneration of the Liquidators is to be paid in priority to other claims under the Corporations Act. This ensures that when there are sufficient funds, the Liquidators receive payment for the work done to recover assets, investigate the company's affairs, report to creditors and ASIC and distribute any available funds. Even if creditors approve my remuneration, this does not guarantee that I will be paid, as I am only paid if sufficient assets are recovered.

Disbursements have a priority to other claims under the Corporations Act. Certain internal disbursements, being the reimbursement of costs related to the Liquidation incurred by my firm and staff, must be approved by creditors under the law.

These disbursements are charged on a reasonable commercial basis, the details of which are outlined in detail in my Remuneration Approval Report.

If sufficient assets are recovered, there may be funds available to pay a dividend to creditors, however this is affected by many variables including the value of assets and complexity of realising those assets, the level of creditor enquiries, the priority of claims (including employee claims) and the total value of creditor claims to be admitted to participate in a dividend. We expect there to be sufficient funds to pay a partial dividend to priority creditors. There is not expected to be sufficient funds to pay a dividend to unsecured creditors.

My remuneration approval report, which has been provided with this notice provides more detailed information on the remuneration I am seeking to be approved.

Vote on proposal – resolution 1

Creditors have the option of approving, not approving or objecting to the proposal being resolved without a meeting of creditors. Please select the appropriate Yes, No or Object box referred to below:

- | | | |
|--------|--------------------------|--|
| Yes | ☐ | I approve the proposal |
| No | ☐ | I do not approve the proposal |
| Object | ☐ | I object to the proposal being resolved without a meeting of creditors |

Vote on proposal – resolution 2

Creditors have the option of approving, not approving or objecting to the proposal being resolved without a meeting of creditors. Please select the appropriate Yes, No or Object box referred to below:

- Yes ☐ I approve the proposal
No ☐ I do not approve the proposal
Object ☐ I object to the proposal being resolved without a meeting of creditors

Vote on proposal – resolution 3

Creditors have the option of approving, not approving or objecting to the proposal being resolved without a meeting of creditors. Please select the appropriate Yes, No or Object box referred to below:

- Yes ☐ I approve the proposal
No ☐ I do not approve the proposal
Object ☐ I object to the proposal being resolved without a meeting of creditors

Your claim against the Company must be admitted for the purposes of voting by the liquidators for your vote to count. Please select the option that applies:

- ☐ I have previously submitted a proof of debt form and supporting documents
☐ I have enclosed a proof of debt form and supporting documents with this proposal form

Vote on proposal – resolution 4

Creditors have the option of approving, not approving or objecting to the proposal being resolved without a meeting of creditors. Please select the appropriate Yes, No or Object box referred to below:

- Yes ☐ I approve the proposal
No ☐ I do not approve the proposal
Object ☐ I object to the proposal being resolved without a meeting of creditors

Your claim against the Company must be admitted for the purposes of voting by the liquidators for your vote to count. Please select the option that applies:

- ☐ I have previously submitted a proof of debt form and supporting documents
☐ I have enclosed a proof of debt form and supporting documents with this proposal form

Creditor details

Name of creditor: ACN / ABN (if applicable):

- ☐ I am not a related creditor of the Company.
☐ I am a related creditor of the Company, relationship:

Address:

Name of creditor / authorised person:

Signature: Date:

FORM 535 – FORMAL PROOF OF DEBT OR CLAIM
JENNY CRAIG WEIGHT LOSS CENTRES PTY LTD (IN LIQUIDATION)
ACN 006 109 842 ("THE COMPANY")

To the Liquidators of Jenny Craig Weight Loss Centres Pty Ltd (In Liquidation) ACN 006 109 842 ("the Company")

1. This is to state that the Company was on 9 May 2023 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>

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

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? ☐ 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 the Company? ☐ Yes ☐ No
(If you are unsure contact JennyCraigGroup@fticonsulting.com)