

## Third Sector Australia Limited (Administrators Appointed)

ACN 136 602 376

Trading As Momentum Collective

("the Company" or "Momentum Collective")

### Frequently Asked Questions ("FAQ"): Reconvened Second Meeting of Creditors – 20 January 2026

We have prepared this FAQ document to provide further clarification regarding the upcoming reconvened second meeting of creditors ("the Reconvened Second Meeting").

This includes specific detail about the Reconvened Second Meeting scheduled for Tuesday, 20 January 2026 and the terminology in the reports to creditors which have been issued to you over the course of the administration. The fourth question of this document contains a table which may be of assistance in understanding the steps you need to take prior to the Reconvened Second Meeting.

#### 1. When is the Reconvened Second Meeting?

Tuesday, 20 January 2026 at 3:00pm (AEDT) via Microsoft Teams.

#### 2. What is the Reconvened Second Meeting of Creditors?

- On 18 November 2025, the Second Meeting of Creditors was adjourned for up to 45 business days, allowing the Administrators additional time to finalise negotiations for the potential sale and transition of Momentum Collective's services.
- Since then, the Administrators have progressed the sale process and now have a Deed of Company Arrangement ("DOCA") proposal for creditors to consider and vote on at the Reconvened Second Meeting.
- We encourage you to attend and vote as the following key decisions are being considered during the Reconvened Second Meeting:
  - The future of the Company, by determining whether:
    - a) The Company should execute a Deed of Company Arrangement ("DOCA"); or
    - b) the Administration of the Company should end; or
    - c) the Company should be wound up.
  - Approval of the retrospective remuneration of the Voluntary Administrators of the Company for the period 16 October 2025 to 4 January 2026 to the amount of \$2,476,744.00 (Exc. GST)
  - Approval of the prospective remuneration of the Voluntary Administrators of the Company for the period 5 January 2026 to the conclusion of the Administration capped to the amount of \$400,000.00 (Exc. GST)

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- Approval of the prospective remuneration of the Deed Administrators of the Company capped to the amount of \$800,000.00 (Exc. GST)
- Approval of the internal disbursements of the Voluntary Administrators of the Company for the period 16 October 2025 to 4 January 2026 to the amount of \$362.56 (Exc. GST)

### 3. Do I need to attend the Reconvened Second Meeting?

- Attendance and voting for the Meeting is optional, you will still be considered a creditor whether you attend the meeting or not.
- We encourage creditors to register for the meeting as a creditor, as opposed to as an observer as observers are not permitted to ask questions or vote at the meeting.

### 4. How do we join the meeting and vote?

If you wish to attend the Reconvened Second Meeting, you must provide the following to the Administrators' office by **3:00PM (AEDT) on Monday, 19 January 2026** (24 hours prior to the meeting):

Creditor Class	Registration Form (Via the below Link)	Formal Proof of Debt	Appointment of Proxy
Employee	✓	Refer to Question 6	Refer to note below
Individual / Partnership	✓	✓	Refer to note below
Company	✓	✓	✓
Statutory	✓	✓	✓

- Register to attend the meeting via the following link: <https://forms.office.com/r/Kt1tWKztfb>
- The Administrators have submitted a Proof of Debt form on behalf of employees.
- Valid proxy forms previously provided for the Second Meeting of Creditors held on 18 November 2025 will remain valid and apply to the Reconvened Second Meeting, unless withdrawn or replaced by the creditor.
- However, you should submit a new Proxy form if:
  - You want to change the person representing you at the meeting; and/or
  - You want your proxy to vote on specific resolutions at the meeting, as those resolutions are now available on the new Proxy form.
- A proxy form is a way for someone to attend and vote on a creditors behalf. Corporate creditors must submit a proxy if they wish to attend the meeting. If attending the meeting as an individual creditor, such as an employee or sole trader, there is no requirement to complete a Proxy Form, unless you want someone to vote on your behalf.

## 5. How are decisions made at meetings of creditors?

- Resolutions brought at meetings of creditors are decided by a vote of creditors present at the meeting (in person or via their appointed proxy). Voting is the way creditors get to have their say on the administration process.
- A resolution is passed if the majority of creditors voting, by show of hands, vote 'for' the resolution. If a creditor requests a resolution be decided by a poll, that resolution will only be passed if the majority of creditors, by number and by value of debt, vote 'for' the resolution.

## 6. What is a 'proof of debt form' and when do I need to lodge the form?

- The proof of debt form is how someone can submit their claim in the voluntary administration. **Employees do not need to complete the form**, as the Administrators have lodged a proof of debt form on behalf of all employees based on information from the Company's books and records.
- At this stage, the proof of debt form provides the value assigned to each creditor for voting purposes at the meeting only. The claim value can be updated at any time throughout the Administration.

## 7. What is the importance of a 'proof of debt form'?

- Proof of debts lodged with the Administrators provide confirmation of who is a creditor of the Company. Collecting these forms also allows the Administrators to understand the total value of amounts outstanding by the Company.
- The amount of your 'proof of debt' represents your dollar value voting power at the meeting, if a poll were to be conducted.

## 8. What is the difference between appointing a special proxy and a general proxy?

- A proxy form is a way for someone to attend and vote on a creditors behalf.
- If you intend for your proxy (i.e., representative) to personally decide how to apply your vote at the time of the meeting, you can tick the box on the proxy form to appoint a '*general proxy*'.
- If you wish to direct your proxy (i.e., representative) exactly how to apply your vote, you need to tick the boxes on the proxy form to appoint a '*special proxy*' and tick the box confirming how you wish to vote on each resolution listed. You will need to tick either '*For*', '*Against*' or '*Abstain*' on each resolution on the proxy form.
- Creditors may appoint the Chairperson of the meeting to be their proxy if they wish. The Chairperson of the meeting will be John Park, one of the Administrators.

## 9. What is a 'Deed of Company Arrangement' and 'Deed Administrator'?

- A Deed of Company Arrangement is a binding arrangement between a company and its creditors, determining how the company's affairs will be dealt with.
- Our Supplementary Report to creditors provides details of the DOCA.

- It is our opinion that it is in creditors' interest that the Company execute a DOCA in line with the terms proposed as it is likely that creditors (with the exception of DCJ) will receive a greater return under the DOCA proposal than they would if the Company was immediately wound up and within an earlier timeframe than liquidation.
- It is the role of the deed administrator to make sure the company carries out its commitments. The extent of the deed administrator's ongoing role will be set out in the DOCA.
- Further information regarding Deed of Company Arrangements can be found on the ASIC website, via this link: <https://www.asic.gov.au/regulatory-resources/insolvency/insolvency-for-creditors/deed-of-company-arrangement-for-creditors/>

General information regarding voluntary administrations and all aspects of creditors meetings can be found on the ASIC website, via this link: <https://www.asic.gov.au/regulatory-resources/insolvency/insolvency-for-creditors/voluntary-administration-a-guide-for-creditors/>

The FTI team remain available to answer any queries you may have, via contacting us on the following details:

Phone: (07) 3225 4900  
Email: [MomentumCollective@fticonsulting.com](mailto:MomentumCollective@fticonsulting.com)