

PALLINUP LOGISTICS PTY LTD
(In Liquidation) ACN 600 340 029

Circular to Creditors

13 June 2017

| Contents | Page |
|----------|------|
|----------|------|

| | |
|--------------------------------|---|
| 1. Appointment | 3 |
| 2. Meeting of creditors | 3 |
| 3. Liquidation process | 3 |
| 4. Creditor claims and proxies | 4 |
| 5. Liquidator's remuneration | 5 |

Annexures

- A - Form 529 - Notice of Meeting
- B - List of known creditors and amounts owed
- C - Declaration of Independence, Relevant Relationships and Indemnities
- D - Remuneration Report

Enclosures

- (i) Form 535 - Proof of Debt or Claim
- (ii) Form 532 - Appointment of Proxy

1. Appointment

The sole shareholder and director of Pallinup Logistics Pty Ltd (“the company”), Mr Kevin Imberti, died on 16 February 2017. Ms Leonie Imberti was appointed as executor of the estate, and thus personal representative, pursuant to Mr Imberti’s will dated 2 June 1979. Ms Imberti is the sole beneficiary under the will.

In accordance with the company’s Constitution, where the registered holder of a share dies, that person’s personal representative is entitled to the same voting rights as the registered holder would have been entitled to if he had not died.

Further, the Constitution provides that where the company has only one member and the member records the member’s decision to a particular effect, the recording of the decision counts as the passing by the member of a resolution to that effect.

Information on the company’s financial position had been provided to Ms Imberti to satisfy her that the company was insolvent and unable to pay its debts as and when they fell due. On 2 June 2017 Ms Imberti, in her capacity as the sole member’s personal representative, resolved that the company be placed into Creditors’ Voluntary Liquidation and I be appointed as Liquidator.

2. Meeting of creditors

A meeting of creditors of the company will be held on Friday, 23 June 2017 at 11.00am at the offices of Sheridans, Chartered Accountants, Level 9, 40 St George’s Terrace, Perth, Western Australia. Accordingly, please find enclosed:

- (1) Form 529 - Notice of Meeting;
- (2) List of known creditors and amount owed;
- (3) Declaration of Independence, Relevant Relationships and Indemnities;
- (4) Remuneration Report;
- (5) Form 535 - Proof of Debt or Claim; and
- (6) Form 532 - Appointment of Proxy.

3. Liquidation process

The Corporations Act 2001 (“the Act”) provides for a stay of proceedings against the company, effectively freezing debts owed by the company as at the date of my appointment.

My role as Liquidator of the company is to take control of the company’s business, property and affairs with a view to realising the assets of the company for the benefit of its creditors.

I am yet to undertake an investigation into the company’s affairs. As there is no director of the company, I have not received the Report as to Affairs. The director’s sons have offered to assist by completing the Report to the best of their knowledge. Any liability to third parties is expressly disclaimed.

For more information about the process of liquidations, I refer you to the Australian Securities & Investments Commission (“ASIC”) website, which publishes information sheets explaining insolvency administrations and answering some commonly asked questions.¹

¹Information sheet 45 - Liquidation: a guide for creditors and Information sheet 46 - Liquidation: a guide for employees can be found at www.sheridansac.com.au/downloads/

4. Creditor claims and proxies

Employee claims

If you were an employee of the company at the date that I was appointed, or you have previously been employed by the company, you may be a creditor of the company for any or all of the following debts:

- (a) Outstanding wages;
- (b) Annual leave and long service leave;
- (c) Pay in lieu of notice;
- (d) Redundancy; and/or
- (e) Superannuation.

If you are owed accrued employee entitlements, you may be eligible for assistance under the Federal Government's Fair Entitlements Guarantee Act 2012 ("FEG"). For further information regarding FEG, please call the FEG hotline: 1300 135 040 or go to the website: www.employment.gov.au/fair-entitlements-guarantee-feg.

Retention of title claims

If you are a goods supplier, would you please immediately advise my office if you are claiming title to any goods delivered to the company, or a lien over goods in your possession which are the property of the company, and forward to me the full details of your claim, including the basis thereof and any supporting documentation.

Please note that following the introduction of the Personal Properties Security Act ("PPSA") on 30 January 2012, for your retention of title claim to be valid in respect of goods supplied after that date, your claim to retention of title must be registered on the PPSA register.

Electronic notification to creditors

Section 600G of the Corporations Act 2001 permits electronic notification to creditors of certain notices or documents. If you would like to nominate to receive electronic notification in the future, please complete the relevant section on the Proof of Debt or Claim form enclosed.

Voting at the creditors' meeting

Please note that unless you lodge a formal Proof of Debt or Claim form with this office, pursuant to Regulation 5.6.23 of the Corporations Act 2001 you will not be entitled to vote at the meeting. The enclosed Proof of Debt or Claim form should be completed and returned to this office no later than 4:00pm on Thursday, 22 June 2017.

Further, if you intend to appoint another person to act on your behalf at the meeting, or if you are a corporate creditor, you are required to complete and return the enclosed Appointment of Proxy form appointing your representative to this office no later than 4:00pm on Thursday, 22 June 2017.

If you are representing a company, would you please ensure the proxy is executed in accordance with that company's Constitution.

5. Liquidator's remuneration

For details of the proposed Liquidator's remuneration, please refer to the Remuneration Report attached.

Should you have any queries in relation to this matter, please contact David Blanchett or Shannon O'Connor of this office.

Yours faithfully

A handwritten signature in dark ink, appearing to read 'J E Low', with a stylized flourish at the end.

JENNIFER E. LOW
Liquidator of
Pallinup Logistics Pty Ltd

FORM 529

*Corporations Act 2001
Section 497(1)
Subregulation 5.6.12(2)*

PALLINUP LOGISTICS PTY LTD
(In Liquidation) ("the company")
ACN 600 340 029

NOTICE OF MEETING OF CREDITORS

Notice is given that a meeting of the creditors of the company will be held at the offices of Sheridans, Chartered Accountants, Level 9, 40 St George's Terrace, Perth, Western Australia on Friday, 23 June 2017 at 11.00am.

AGENDA

1. To elect a Chairperson.
2. To consider a Report as to Affairs of the company.
3. To consider the circumstances leading up to the winding up of the company.
4. To ratify the appointment by the members of the Liquidator.
5. To consider the appointment of a Committee of Inspection, and where desired, to appoint members to that Committee.
6. To authorise the Liquidator to destroy, at her discretion, the books and records of the company within a period of five years after dissolution of the company, subject to obtaining prior approval from the Australian Securities & Investments Commission.
7. To fix the remuneration of the Liquidator.
8. Any other business that may be properly conducted.

Dated: 13 June 2017



JENNIFER E. LOW
Liquidator

PALLINUP LOGISTICS PTY LTD

(In Liquidation) ("the company")

ACN 600 340 029

SCHEDULE OF AMOUNTS OWED TO KNOWN CREDITORS

| CREDITOR | ADDRESS | OWED \$ |
|--|--|--------------------|
| Aglime of Australia | PO Box 212, Belmont WA 6984 | 2,322 |
| Albany Brake & Clutch | 114 Chester Pass Road, Albany WA 6330 | 3,508 |
| Albany Engineering | PO Box 499, Albany WA 6330 | 7,018 |
| Australia Post | GPO Box 2137, Melbourne VIC 3001 | 33 |
| Australian Taxation Office | PO Box Z5209, Penrith NSW 2740 | 130,828 |
| Beacon Auto Electrical | 6 Spicer Place, Bellevue WA 6056 | 1,444 |
| Bennetts Batteries & Oils | 2 Catalina Road, Albany WA 6330 | 282 |
| BP | Mondurup Street, Mt Barker WA 6323 | 68 |
| Bridgestone Tyres | 146 Chester Pass Road, Albany WA 6330 | 12,613 |
| Brookton Roadhouse | 83 Brookton Highway, Brookton WA 6306 | 6,484 |
| Bunnings | 126 Pilbarra Street, Welshpool WA 6106 | 5 |
| Caltex | PO Box 237, Welshpool DC WA 6986 | 59 |
| City of Albany | PO Box 484, Albany WA 6331 | 2,469 |
| CJD Equipment | 17 Charles Street, Albany WA 6330 | 8,849 |
| Coastal Midwest Transport | 31 Tennant Street, Welshpool WA 6106 | 220 |
| Cullen Macleod | 95 Stirling Highway, Nedlands WA 6009 | 20,668 |
| Cummins | 443 Horrie Miller Drive, Perth Airport WA 6105 | 827 |
| D & G Painter | c/- Post Office, Kalannie WA 6468 | 83,434 |
| Dan Murphy's | 9 York Street, Albany WA 6330 | 94 |
| DD & EM Wiech | 3767 Koorngong Road, West River WA 6346 | 140,275 |
| Dekker Industries Pty Ltd t/as Ausquip Industries | 19 Halifax Drive, Bunbury WA 6230 | 162,602 |
| Department of Transport | GPO Box R1290, Perth WA 6844 | 7,710 |
| Dew Dallimore | 103 Aberdeen Street, Albany WA 6330 | 11,730 |
| Esperance Freight Lines Group | 16-26 Riversdale Road, Welshpool WA 6106 | 1,570 |
| Esperance Grain Handlers | PO Box 885, Esperance WA 6450 | 44,071 |
| Farmworks | 24 Yougenup Road, Gnowangerup WA 6335 | 145 |
| Finance Resources Pty Ltd | PO Box 511, Applecross WA 6953 | Unknown |
| Fred Capper & Co | PO Box 10, Lake King WA 6356 | 19,091 |
| Glenridge Park | 325 Wambellup Road, Mt Barker WA 6324 | 23,392 |
| Gnowangerup Fuel Supplies | PO Box 127, Gnowangerup WA 6335 | 2,216 |
| GSM Auto Electrical | 173 Chester Pass Road, Albany WA 6330 | 261 |
| Henry Jackson Barristers | 77 St George's Terrace, Perth WA 6000 | 15,300 |
| Himac Attachments | 8 Merrifield Street, Albany WA 6330 | 312 |
| Imberti, Leonie & Kevin | c/- Joanne Matich & Associates PO Box 690, Nedlands WA 6909 | 301,144 |
| Iron Capital Group | 40 Mount Street, North Sydney NSW 2060 | 37,983 |
| Jake's Airelec | PO Box 232, Midland DC WA 6936 | 2,621 |
| Jura Farms Pty Ltd | PO Box 61, Bruce Rock WA 6418 | 17,301 |
| Katanning Plant Hire | PO Box 150, Katanning WA 6335 | 10,138 |
| Main Roads | 2-6 Kelly Street, Albany WA 6330 | 196 |
| Marketlend Pty Ltd | Level 14, 179 Elizabeth Street, Sydney NSW 2000 | 354,872 |
| McIntosh & Sons | PO Box 1853, Albany WA 6331 | 809 |

| CREDITOR | ADDRESS | OWED \$ |
|----------------------------------|--|------------------|
| Mitre 10 | 14 Lowood Road, Mount Barker WA 6324 | 436 |
| Mobile Tracking and Data Pty Ltd | 18-20 Compark Circuit, Mulgrave VIC 3170 | Unknown |
| Moylan Silos | PO Box 177, Kellerberrin WA 6410 | 21,790 |
| MT & RK Slattery | 4161 Chillinup Road, Kojaneerup WA 6328 | 19,505 |
| Mt Barker Country Bakers | 18 Mondurup Street, Mt Barker WA 6324 | 11 |
| National Australia Bank Ltd | 250 York Street, Albany WA 6330 | 5 |
| Nyabing General Store | 16 Richmond Street, Nyabing WA 6341 | 177 |
| Pallinup Contracting Pty Ltd | PO Box 290, Gnowangerup WA 6335 | 28,000 |
| Ridge Brothers | 49 Hassell Avenue, Kendenup WA 6323 | 19 |
| RJ Garnett & Son | PO Box 61, Gnowangerup WA 6335 | 247,571 |
| Stumpy's Roadhouse | 4 Corberding Road, Brookton WA 6335 | 455 |
| Subway | Shop 1, Albany Plaza, Albany WA 6330 | 37 |
| Superfast Electrical | PO Box 370, Byford WA 6122 | 450 |
| Telstra Corporation Ltd | Locked Bag 20033, Melbourne VIC 3001 | 100 |
| Trustee for Bigstone Loan Fund | 4 Cornwallis Street, Eveleigh NSW 2015 | Unknown |
| Toyota Finance Australia Ltd | Locked Bag 900, Milsons Point NSW 1565 | Unknown |
| Transport Tyres | PO Box 2136, Geraldton WA 6531 | 1,929 |
| Transwest Tyres | 13 Beaver Street, Webberton WA 6530 | 7,283 |
| UBT Marketing | PO Box 478, Ermington NSW 1700 | 115,857 |
| Unigrain | 28 Howson Way, Bibra Lake WA 6163 | 525 |
| United Mt Barker Roadhouse | 31763 Albany Highway, Mount Barker WA 6324 | 151 |
| Volkswagen Financial Services | Locked Bag 4002, Chullora NSW 2190 | Unknown |
| Westview Farms | 1425 Old Plains Road, Bolgart WA 6568 | 10,208 |
| Whitford, Trevor John | c/- Lane Buck & Higgins PO Box 182, Narrogin WA 6312 | 26,194 |
| White, Geoff | PO Box 165, Goomalling 6460 | 377,000 |
| Woolworths | Dog Rock Boulevarde Shopping Centre, Lockyer Avenue, Albany WA 6330 | 188 |
| Wiehl, Martin Hermann | c/- HHG Legal Group PO Box 5084, Albany WA 6332 | Unknown |
| Total creditors | | 2,292,855 |

PALLINUP LOGISTICS PTY LTD
(In Liquidation) (“the company”)
ACN 600 340 029

**DECLARATION OF INDEPENDENCE, RELEVANT RELATIONSHIPS
AND INDEMNITIES**

Independence

I, Jennifer Elizabeth Low, of Sheridans, Chartered Accountants, have undertaken a proper assessment of the risks to my independence prior to accepting the appointment as Liquidator of Pallinup Logistics Pty Ltd. This assessment identified no real or potential risks to my independence. I am not aware of any reasons that would prevent me from accepting this appointment.

Relevant Relationships

Neither, Sheridans (“the firm”), nor I have, or have had within the preceding 24 months, any relationships with the company, an associate of the company, a former insolvency practitioner appointed to the company or any person or entity that has a charge on the whole or substantially the whole of the company’s property.

There are no other prior professional or personal relationships that should be disclosed.

Prior engagements with the company

I have not undertaken any prior engagements for the company; neither has the firm.

This appointment was referred to me by Ms Joanne Matich of Joanne Matich & Associates. The reason I believe that this relationship does not result in my having a conflict of interest or duty is that referrals from solicitors, business advisors and accountants are commonplace and do not impact on my independence in carrying out my duties as Liquidator.

On 24 May 2017, Mr David Blanchett of this office received a call from Mr Mark Imberti, the son of the recently deceased sole director and shareholder of the company. Mr Blanchett subsequently telephoned Ms Matich who acts for the personal representative of the deceased under the will. The purpose of those telephone discussions was:

- obtaining sufficient information about the company to advise on the solvency of the company;
- discussing the formalities of placing the company into Creditors’ Voluntary Liquidation where the sole director and shareholder has died; and
- clarifying and explaining the various options available to the company and the nature and consequences of an insolvency appointment.

Prior engagements with the company (cont.)

Subsequently, various telephone conversations were held between the deceased's sons Mark, Mick and Selwyn Imberti and Mr Blanchett, and between Ms Joanne Matich and Ms Alexandra Matich of Joanne Matich & Associates and David Blanchett. The purpose of these telephone conversations was to further discuss the company's position and the formalities of placing the company into Creditors' Voluntary Liquidation.

Pursuant to the company's Constitution and the Corporations Act 2001 (see Section 1 of my Circular to Creditors for further information), the personal representative of the deceased, Ms Leonie Imberti, passed the requisite resolution and the company was placed into liquidation on 2 June 2017.

The emails and telephone conversations do not affect my independence for the following reasons:

- the Courts and the Australian Restructuring Insolvency & Turnaround Association's Code of Professional Practice specifically recognise the need for practitioners to provide advice on the insolvency process and the options available and do not consider that such advice results in a conflict or is an impediment to accepting the appointment;
- the nature of the advice provided to the company is such that it would not be subject to review and challenge during the course of the liquidation; and
- the pre-appointment advice will not influence my ability to be able to fully comply with the statutory and fiduciary obligations associated with the liquidation of the company in an objective and impartial manner.

There are no other prior professional relationships or engagements that should be disclosed.

Indemnities

Ms Leonie Imberti has provided me with an indemnity of \$20,000 in respect of my fees for acting as Liquidator of the company.

Dated: 13 June 2017



.....
JENNIFER E. LOW
Liquidator

NOTE: *If circumstances change, or new information is identified, I am required under the ARITA Code of Professional Practice to update this Declaration and provide a copy to creditors with the next communication as well as table a copy of any replacement declaration at the next meeting of the company's creditors.*

PALLINUP LOGISTICS PTY LTD
(In Liquidation) (“the company”)

REMUNERATION REPORT

Corporations Act 2001
Section 449E, 473, 495 & 499

Table of Contents

| Section | Heading | Page No. |
|---------|--|----------|
| 1. | Executive summary | 1 |
| 2. | Remuneration methods | 2 |
| 3. | Remuneration method chosen | 2 |
| 4. | Explanation of method chosen | 2 |
| 5. | Estimate of total remuneration | 3 |
| 6. | Description of work to be completed | 3 |
| 7. | Calculation of remuneration | 4 |
| 8. | Statement of remuneration claim | 4 |
| 9. | Remuneration recoverable from external sources | 4 |
| 10. | Disbursements | 4 |
| 11. | Report on progress of the administration | 5 |
| 12. | Queries | 5 |
| 13. | Information sheet | 5 |

1. Executive summary

To date, no remuneration has been approved or paid in this administration. This Remuneration Report details approval sought for the following fees:

| Period | Circular Reference | Amount (exc. GST) \$ |
|--|--------------------|----------------------|
| Current remuneration approval sought: Resolution 1: 2 June 2017 to conclusion of liquidation* | 5 | 60,000.00 |
| *Approval for the future remuneration sought is based on an estimate of the work necessary to complete the administration. Should additional work be necessary beyond what is contemplated, further approval may be sought from creditors. | | |

Please refer to report section references detailed in the above table for full details of the calculation and composition of the remuneration approval sought.

2. Remuneration methods

As Liquidator, I advise pursuant to Section 473(3) of the Act that there are four different methods that may be used to calculate Liquidators' remuneration:

- (i) Time based/hourly rates - the total fee charged is based on the hourly rate charged by each person who carried out the work multiplied by the number of hours spent by each person on the tasks performed.
- (ii) Fixed fee method - a fixed amount charged for the administration.
- (iii) Percentage - The total fee charged is based on a percentage of a particular variable, such as gross proceeds of asset realisations.
- (iv) Contingency - The Liquidator's fee is structured to be contingent on a particular outcome being achieved.

3. Remuneration method chosen

Given the nature of this liquidation, I propose that my remuneration be calculated at an hourly rate for the time spent by each member of my staff. I believe this method to be appropriate because it accurately and fairly reflects the work required to administer this matter.

4. Explanation of method chosen

Time based/Hourly rates

Sheridans' applicable rates effective from 1 August 2016 are set out in the following table. The last column of the table provides a general guide showing the qualifications and experience of staff engaged in the administration and the role they take in the administration.

| Staff Level | Fee \$ / hr | Experience Rate Classification |
|-----------------------|----------------|---|
| Registered Liquidator | 538 | Official Liquidator & Bankruptcy Trustee bringing her specialist skills to the administration or insolvency task. |
| Director | 432 | More than 10 years' insolvency experience, more than 4 years as a manager. Answerable to the appointee but otherwise responsible for all aspects of administration. |
| Senior Manager | 381 | More than 7 years' insolvency experience, more than 3 years as a manager, qualified accountant. Answerable to the appointee but otherwise responsible for most aspects of administration. Experienced and competent at all levels. Controls staff and their training. |
| Manager | 301 | 6 - 7 years. Qualified accountant, with well-developed technical and commercial skills. Has significant conduct of most administrations. Answerable to the appointee but otherwise manages administrations on a day to day basis. Controls 2 - 4 staff. |
| Supervisor | 265 | 4 - 6 years. CA Program complete. Has conduct of minor administrations and experience in controlling 1 - 3 staff. Assists planning and control of medium to larger jobs. |
| Senior 1 | 243 | 2 - 4 years. CA Program normally completed within this period. Assists planning and control of small to medium sized jobs as well as performing some of the more difficult work on larger jobs. |
| Senior 2 | 221 | 2 - 3 years. CA Program would normally be commenced. Required to control the fieldwork on small jobs and is responsible for helping to complete fieldwork on medium to large jobs. |
| Intermediate 1 | 185 | 1 - 2 years. Graduate required to assist in day-to-day field work under supervision of more senior staff. |
| Intermediate 2 | 175 | 0 - 1 year. Trainee / graduate required to assist in day-to-day field work under supervision of more senior staff. |
| Graduate | 147 | 0 - 1 year. HSC, graduate or completing part-time degree. Required to assist in administration and day-to-day field work under supervision of more senior staff. |
| Secretary | 137 | Appropriate skills including word processing competency. |

Sheridans' Scale of Fees is increased on 1 August each year (effective from 2014) in line with the CPI amount. Sheridans' current Scale of Fees is available from Sheridans' office on request.

5. Estimate of total remuneration

I estimate that this administration will cost approximately \$60,000 to complete, subject to the variable of the investigation into the affairs of the company and the conduct of its officers, which may have a significant effect on this estimate. I am unable to determine the effect of this variable until I have commenced work on this aspect of the administration.

6. Description of work to be completed

Resolution 1 - from 2 June 2017 to conclusion of liquidation

| Task Area | General Description | Includes |
|------------------------------------|-----------------------------------|---|
| Assets \$20,000 | Cash at bank | Correspondence regarding funds held in bank accounts. Correspondence with bank to transfer post-appointment receipts into liquidation bank account. |
| | Pre-appointment debts | Reviewing company records to determine pre-appointment debts. Preparing schedule of debts and monitoring schedule. Correspondence with pre-appointment debtors in order to recover debt owed to the company. |
| | Plant & equipment | Determining value of plant and equipment. Determining location of plant and equipment. Liaising with valuer to perform valuation of plant and equipment. Realising plant and equipment of the company. |
| | Stock | Determining value of stock. Determining location of stock. Liaising with valuer to perform valuation of stock. Realising stock of the company. |
| Creditors \$10,000 | Creditor enquiries | Receiving and following up creditor enquiries via telephone. Maintaining creditor enquiry register. Reviewing and preparing correspondence to creditors and their representatives via facsimile, email and post. |
| | Creditor reports | Preparing meeting and general reports to creditors. |
| | Dealing with Proofs of Debt | Receipting and filing Proofs of Debt when not related to a dividend. Correspondence with ATO regarding Proofs of Debt when not related to a dividend. |
| | Meeting of creditors | Preparing meeting notices, proxies and advertisements. Forwarding notice of meeting to all known creditors. Preparing meeting file, including agenda, certificate of postage, attendance register, list of creditors, reports to creditors, advertisements of meeting and minutes of meeting. |
| | Secured creditor reporting | Notifying PPSR registered creditors of appointment. Responding to PPSR registered creditors' enquiries. |
| Investigation \$20,000 | ASIC reporting | Preparing statutory investigation reports. Liaising with ASIC. |
| | Conducting investigation | Collection and review of company's books and records. Reviewing and preparing history of the company. Conducting and summarising statutory searches. Preparing comparative financial statements. Reviewing specific transactions and liaising with directors regarding certain transactions. Preparing investigation file and lodging initial report with ASIC. Preparing and lodging supplementary report (if required). |
| Administration \$10,000 | ASIC Form 524 and other forms | Preparing and lodging ASIC forms including 505, 524, 911 etc. Correspondence with ASIC regarding statutory forms. |
| | ATO and other statutory reporting | Notification of appointment. Preparing BAS. |
| | Bank account administration | Preparing correspondence opening and closing accounts. Requesting bank statements. Bank account reconciliations. Correspondence with the bank regarding specific transfers. |
| | Books and records - storage | Dealing with records in storage. Sending job files to storage. |

6. *Description of work to be completed (cont.)*

| Task Area | General Description | Includes |
|------------------------|--|--|
| Administration (cont.) | Document maintenance / file review / checklist | First month, then six-monthly administration reviews. Filing of documents. File reviews. Updating checklists. |
| | Insurance | Identification of potential issues requiring attention of insurance specialists. |
| | Finalisation | Notifying ATO of finalisation and cancelling registrations. Completing checklists. |
| | Planning/review | Discussions regarding status of administration. |

7. *Calculation of remuneration*

No calculation of remuneration spreadsheet is required in respect of the resolution for prospective fees.

8. *Statement of remuneration claim*

Creditors will be asked to consider the following resolution:

1. That the Liquidator's future remuneration calculated on the basis of time spent by the Liquidator and her staff, at the standard scale rates set by Sheridans for work of this nature, be approved for the period 2 June 2017 to the conclusion of the liquidation to a limit of \$60,000 plus GST, and that the Liquidator be authorised to draw her fees on a monthly basis, or as required, beyond which further approval will be required in accordance with the Corporations Act 2001. The standard scale rates will be increased in accordance with the CPI at 1 August each year, rounded up to the nearest \$.

9. *Remuneration recoverable from external sources*

I am required to calculate outstanding employee entitlements and to report to the Department of Employment so that former employees can submit a claim under the Fair Entitlement Guarantee Scheme ("FEG"). I will seek to be reimbursed by FEG for the cost to do this.

10. *Disbursements*

Disbursements are divided into three types:

- (i) Externally provided professional services - these are recovered at cost. An example of an externally provided professional service disbursement is legal fees.
- (ii) Externally provided non-professional costs such as travel, accommodation and search fees - these are recovered at cost.
- (iii) Internal disbursements such as photocopying, printing and postage. These disbursements, if charged to the administration, would generally be charged at cost, though some expenses such as telephone calls, photocopying and printing may be charged at a rate which recoups both variable and fixed costs. The recovery of these costs must be on a reasonable commercial basis.

10. Disbursements (cont.)

Future disbursements provided by my firm will be charged to the administration on the following basis:

| Disbursement | Rate (excl. GST) |
|---------------------------|--|
| Faxes | Local: \$2.50 Interstate: \$4.00 International: \$4.00 |
| Meeting room hire | \$150.00 |
| Postage | Local and interstate: \$1.50 International: cost Other: cost |
| Printing and photocopying | 20 cents/page |
| Storage | Cost |
| Telephone | National calls (inc. mobile): \$1.50 International: cost |
| Staff vehicle use | 74 cents/per km |
| Statutory advertising | Cost |

Rates applicable for financial year ending 30 June 2017

11. Report on progress of the administration

This Remuneration Report must be read in conjunction with the Circular to Creditors dated 13 June 2017.

12. Queries

Should creditors have any queries or require any further information in relation to this Remuneration Report, please contact Shannon O'Connor or Melissa Ledger of this office.

13. Information sheet

An information sheet INFO 85 - "Approving fees: a guide for creditors" is available on ASIC's website at www.asic.gov.au at the "Publications tab" under "Information Sheets"; Letter "A".

Further information regarding the basis of the proposed remuneration is available from Sheridans upon request, as well as detailed summaries of actual time spent on the various tasks.

Jennifer E. Low is a member of the Australian Restructuring Insolvency & Turnaround Association ("ARITA") and follows the ARITA Code of Professional Practice. A copy of the Code of Professional Practice may be found on the ARITA website at www.ARITA.com.au.

FORM 535

Subregulation 5.6.49(2)

Corporations Act

**PALLINUP LOGISTICS PTY LTD
FORMAL PROOF OF DEBT OR CLAIM
(GENERAL FORM)**

This is to state that the company was on **2 June 2017** and still is, justly and truly indebted to _____ for:

\$ _____ and _____ cents

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

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 |
|------|--------|----------|-------------|----------|
| | | | | |

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 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.*

Please ensure this proof is signed for completion, before lodgement.

Date: _____

Signature: _____

Name (block letters): _____

Occupation: _____

Creditor's address: _____

*Do not complete if this proof is made by the creditor personally. Strike out or leave, as appropriate.

☐

I nominate to receive electronic notification of notices or documents in accordance with Section 600G of the Corporations Act 2001 at the following email address:

Email address: _____

FORM 532
Corporations Act 2001

Regulation 5.6.29

APPOINTMENT OF PROXY

PALLINUP LOGISTICS PTY LTD
(In Liquidation) ACN 600 340 029

*I/*We ❶..... of ❷.....
a creditor of Pallinup Logistics Pty Ltd, appoint ❸..... or in his or her
absence as *my/*our *general/*special proxy to vote at the
meeting of creditors to be held on Friday, 23 June 2017, or at any adjournment of that meeting, and to
vote❹:

VOTING

| | YES | NO |
|---|--------------------------|--------------------------|
| A. To vote generally on all matters arising at the meeting: | <input type="checkbox"/> | <input type="checkbox"/> |

AND / OR ALTERNATIVELY

B. To vote specifically in the following manner:

| | FOR | AGAINST | ABSTAIN |
|--|--------------------------|--------------------------|--------------------------|
| (a) That Jennifer E. Low be appointed as Chairperson of the meeting. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| (b) That the appointment of Jennifer E. Low as Liquidator of the company be ratified. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| (c) That a Committee of Inspection not be formed | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| (d) To authorise the Liquidator to destroy, at her discretion, the books and records of the company, subject to obtaining prior approval from the Australian Securities and Investments Commission. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| (e) That the Liquidator's future remuneration calculated on the basis of time spent by the Liquidator and her staff, at the standard scale rates set by Sheridans for work of this nature, be approved for the period 2 June 2017 to the conclusion of the liquidation to a limit of \$60,000 plus GST, and that the Liquidator be authorised to draw her fees on a monthly basis, or as required, beyond which further approval will be required in accordance with the Corporations Act 2001. The standard scale rates will be increased in accordance with the CPI at 1 August each year, rounded up to the nearest \$. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Signature

Dated this day of 2017

Signature ❸ of individual or person authorised ❸ by
corporate resolution to represent the corporation.

CERTIFICATE OF WITNESS

*This certificate is to be completed **only where the person giving the proxy is blind or incapable of writing**. The signature of the creditor, contributory, debenture holder or member must not be witnessed by the person nominated as proxy.*

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 or her before he or she signed or marked the instrument.

Dated thisday of..... 2017

Signature of witness

Description

Place of residence

Notes:

* Delete as applicable

1. If a firm, strike out "I" and set out the full name of the firm.
2. Address of creditor.
3. Name, address and description of the person appointed.
4. If a special proxy add the words "to vote for" or the words "to vote against" and specify the particular resolution.

5. The signature of the creditor or member is not to be attested by the person nominated as proxy.

6. A corporation may only be represented by proxy or by an attorney appointed pursuant to Corporations Regulations 5.6.28 and 5.6.31A respectively or, by a representative appointed under Section 250D of the Corporations Act 2001. Copy of authority/power of attorney to be annexed.
