

10 January 2024

CIRCULAR TO EMPLOYEES, CREDITORS & SUPPLIERS

Dear Sir/Madam

NEW WILKIE ENERGY PTY LIMITED - ACN 007 683 454
NWE FINANCE PTY LTD - ACN 664 827 141
NWE COAL HOLDINGS PTY LTD - ACN 664 827 098
NWE COAL PTY LTD - ACN 664 827 016
NEW RENEWABLE ENERGY PTY LIMITED – ACN 164 937 633
NEC NO.2 PTY LIMITED - ACN 164 937 704
CORVUS COAL PTY LIMITED - ACN 621 700 472
(ALL ADMINISTRATORS APPOINTED)
(COLLECTIVELY REFERRED TO AS “THE COMPANIES”)

We refer to previous correspondence regarding this matter.

As you are aware, Peter Krejci, Jonathon Keenan, Stefan Dopking, and I were appointed Joint and Several Administrators of the Companies on 27 December 2023.

At the first meetings of creditors held in Dalby QLD yesterday, 9 January 2024, there were multiple parties seeking to be appointed as replacement Voluntary Administrators of the Companies, largely led by the secured creditors and related party creditors. There was substantive discussion regarding the proposed Replacement Voluntary Administrators securing funding to resume trading the business. Ultimately, the creditors resolved to appoint David Johnstone, Richard Tucker and David Osborne of KordaMentha as Replacement Voluntary Administrators of the Companies.

The Replacement Voluntary Administrators will take over control of the Companies affairs and all future reporting requirements. We intend to work with the Replacement Voluntary Administrators over the coming days to expedite a smooth transition of the matter.

As we have been replaced, **all purchase orders and services authorised by us are cancelled with immediate effect**. Creditors were assured that the Replacement Voluntary Administrators intended to secure funding to resume trading the business (if possible). As such, the Replacement Voluntary Administrators will make their own assessment and determine what costs they will incur and approve, this includes ongoing employment and contractor services.

Novabrif Pty Ltd Trading as BRI Ferrier ABN 61 643 013 610
Chartered Accountants
Level 26, 25 Bligh Street NSW 2000 GPO Box 7079, Sydney NSW 2001
T 02 8263 2333 E info@brifnsw.com.au W www.briferrier.com.au

BRI Ferrier... throughout Australia and New Zealand.

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BRI Ferrier is an association of independent accounting firms.
Each of the member firms is a separate and independent entity operating under the name 'BRI Ferrier' or related names.

As Former Voluntary Administrators, we have statutory and common law liens in respect of costs incurred by the Companies during our period of control. Accordingly, we request that any creditors/suppliers notify our office immediately, and by no later than 24 January 2024, in respect of any claim for authorized costs incurred by the Companies during our period of control, being 27 December 2023 and 9 January 2024. Please contact Mr David Cocker from our office via (02) 8263 2333 or by email to nwe@brifnsw.com.au.

Further, we advise that on 2 January 2024, we entered into a Deed of Indemnity. A revised Declaration of Independence, Relevant Relationships and Indemnities ("DIRRI") was prepared on 8 January 2024 and tabled at the first meetings of creditors. A copy is of the revised DIRRI is enclosed for creditors' reference.

Materials regarding our appointment will remain accessible from our website:

<https://briferrier.com.au/about-us/current-matters/new-wilkie-group-of-companies>

Should you have any queries regarding the above, please contact this office on (02) 8044 0535 or by email to nwe@brifnsw.com.au.

Otherwise, we are advised that the Replacement Voluntary Administrators representatives are Michael Italiano on (02) 8257 3078 or Nicola Panizza (07) 3338 0247, or via email to NWE@kordamentha.com.

Yours faithfully

NEW WILKIE ENERGY PTY LIMITED

NWE FINANCE PTY LTD

NWE COAL HOLDINGS PTY LTD

NWE COAL PTY LTD

NEW RENEWABLE ENERGY PTY LIMITED

NEC NO.2 PTY LIMITED

CORVUS COAL PTY LIMITED

(ALL ADMINISTRATORS APPOINTED)



ANDREW CUMMINS

Former Joint and Several Voluntary Administrator

Encl.

Declaration of Independence, Relevant Relationships and Indemnities

NWE FINANCE PTY LTD
ACN 664 827 141

NWE COAL HOLDINGS PTY LTD
ACN 664 827 098

NEW WILKIE ENERGY PTY LTD
ACN 007 683 454

NWE COAL PTY LTD
ACN 664 827 016

NEC NO.2 PTY LIMITED
ACN: 164 937 704

CORVUS COAL PTY LIMITED
ACN 621 700 472

NEW RENEWABLE ENERGY PTY LIMITED
ACN 164 937 633

(ALL ADMINISTRATORS APPOINTED)
(COLLECTIVELY "THE COMPANIES"/"NEW WILKIE GROUP OF
COMPANIES")

Revised 8 January 2024

ANDREW CUMMINS PETER KREJCI
JONATHON KEENAN STEFAN DOPKING
Joint and Several Administrators

Novabrif Pty Ltd ABN 61 643 013 610
Level 26, 25 Bligh Street, Sydney NSW 2000
GPO Box 7079, Sydney NSW 2001
Phone (02) 8044 0535
Email: nwe@brifnsw.com.au
Website: www.briferrier.com.au

BRI Ferrier

This is a replacement declaration of independence, relevant relationships and indemnities (“DIRRI”) to the DIRRI dated 29 December 2023.

The purpose of this document is to assist creditors with understanding any relevant relationships that we, the Joint and Several Administrators, have with parties who are closely connected to the Companies and any indemnities or upfront payments that have been provided to us. None of the relationships disclosed in this document are such that our independence is affected.

This information is provided so you have trust and confidence in our independence and, if not, you can ask for further explanation or information and can act to remove and replace us if you wish.

This declaration is made in respect of ourselves, our partners and the BRI Ferrier network.

We are Professional Members of ARITA – Australian Restructuring Insolvency and Turnaround Association. We acknowledge that we are bound by the ARITA Code of Professional Practice.

A. INDEPENDENCE

We, Andrew Cummins, Peter Krejci Jonathon Keenan and Stefan Dopking, of BRI Ferrier have assessed our independence prior to accepting the appointment as Joint and Several Administrators of the Companies in accordance with the law and applicable professional standards and we are not aware of any reasons that would prevent us from accepting these appointments.

There are no other known relevant relationships, including personal, business and professional relationships that should be disclosed beyond those we have disclosed in this document.

B. CIRCUMSTANCES OF APPOINTMENT

I. HOW WE WERE REFERRED THESE APPOINTMENTS

These appointments were referred to us by Shane Williamson of Sparke Helmore Lawyers, the external legal representatives for the Companies. Spark Helmore are a firm of solicitors who we have dealt with from time to time.

We have not been referred other matters from Spark Helmore prior to this appointment. Therefore, we are of the view that the referral source will not give rise to a conflict of interest.

There is no expectation, agreement or understanding between us and Spark Helmore regarding the conduct of the Administrators and we are free to act independently and in accordance with the law and applicable professional standards.

II. DID WE MEET WITH THE COMPANIES, THEIR DIRECTOR OR THEIR ADVISORS BEFORE WE WERE APPOINTED?

Yes No

We have engaged in various discussions regarding the potential appointment, as detailed below:

- ▶ On 12 December 2023, Mr Cummins held an initial telephone call with Simon Raftery of Remagen Finance regarding a potential voluntary administration appointment. Mr Raftery advised that Mr Williamson of Sparke Helmore would contact Mr Cummins shortly to discuss this matter further.
- ▶ On 15 December 2023, Mr Cummins and Mr Williamson had a brief telephone conversation to discuss the timing of an appointment to the New Wilkie Group of Companies.
- ▶ Later that day, Mr Cummins, Mr Krejci met with Mr Raftery via zoom, where a briefing was provided as to the New Wilkie Group of Companies organisational structure, financial position as well as current operational and investigations issues experienced by the Companies.
- ▶ Between 16 and 26 December 2023, Mr Cummins had a number telephone discussions with Mr Raftery regarding the timing of an appointment.
- ▶ On 18 December 2023, Mr Cummins had a further telephone discussion with Mr Williamson regarding the timing of the appointment and possible legal issues which may arise as a result of an appointment.
- ▶ On 21 December 2023, Messrs Cummins, Keenan, Krejci and Dopking attended a meeting with Mr Williamson and Raftery together with the New Wilkie Group of Companies' senior management team where a further briefing was provided organisational structure, financial position as well as current operational and investigations issues experienced by the Companies.
- ▶ In the evening of 27 December 2023, the voluntary administration appointment documents were executed by the Director.

None of us, nor our firm have received any remuneration for the abovementioned correspondence and advice.

In our opinion, the above does not affect our independence for the following reasons:

- ▶ The Courts and the ARITA Code of Professional Practice specifically recognise the need for practitioners to provide advice on the insolvency practice and the options available and do not consider that such advice in a conflict or is an impediment to accepting the appointment.
- ▶ We did not provide any advice to the Companies or current/former Directors prior to our appointment.
- ▶ The Directors obtained their own advice regarding the financial position of the Companies.

We have provided no other information or advice to the Companies, their Director or advisors prior to our appointment beyond that outlined in this DIRRI.

C. RELEVANT RELATIONSHIPS (EXCLUDING PROFESSIONAL SERVICES TO THE INSOLVENT)

Within the previous two years, we, or members of our firm, have, or have had a relationship with:	
The Companies?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
The directors?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Any associates of the Companies?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
A former insolvency practitioner appointed to the Companies?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
A secured creditor entitled to enforce a security over the whole or substantially the whole of the Companies' property?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

Do we have any other relationships that we consider are relevant to creditors assessing our independence?

Yes No

Australian Taxation Office

The records identify that the ATO may be a creditor of the Companies.

The ATO is a sophisticated statutory creditor and is administratively bound to act as a Model Litigant. In our experience the ATO does not seek to exert improper pressure on insolvency practitioners in connection with the discharge of their duties to creditors generally.

Principals and Directors of BRI Ferrier around Australia, were, until its expiration at the end of 2014, members of a panel of Official Liquidators established by the ATO and accepted appointments by Australian Courts initiated by the Federal Commissioner. These Official Liquidators had undertaken to the ATO to accept appointments as Liquidator appointed by a Court under the Corporations Act where the ATO is the applicant creditor, whether the Companies has assets or not. BRI Ferrier is likely to seek inclusion in any comparable panel should one be established in future. Membership of the panel was not conditional upon any preference or benefit being conferred upon the ATO.

In addition to the above, we also note that Principals of BRI Ferrier routinely accept nominations and appointment as insolvency practitioners by the major trading banks, in addition to creditors such as the ATO (as discussed above). The nature of these relationships varies over time depending on the nature of the engagements. Such relationships do not impede our independence or give rise to a conflict of duties because we accept such engagements only on the basis that our independence will be maintained and the relationships are maintained on professional commercial terms.

Do we have any other relationships that we consider are relevant to creditors assessing our independence?

Simon Raftery

Mr Simon Raftery was previously employed by the BRI Ferrier. That employment ceased in 2013.

Our Firm has been referred other matters from time to time by Mr Raftery but we have not received any referrals from Mr Raftery in the 2 years prior to our appointment. Also, work that has been carried out in respect of other administrations referred to us does not have any bearing on this administration and will not affect our ability to comply with our statutory and fiduciary duties.

We have not paid any benefit to Mr Raftery with respect to these referrals. Therefore, we are of the view that the referral source will not give rise to any impediment conflict of interest.

Appointment to a Group of Companies

We note our appointment to 7 entities within the larger New Wilkie Energy Group of Companies. We are not aware of any conflicts between the Companies. Should a conflict arise, we will keep creditors informed and take appropriate action to resolve the conflict including potentially appointing a Special Purpose Administrator.

Appointment to group and/or related parties are permitted under the ARITA Code of Professional Practice and should generate efficiencies in conducting the appointments. This is particularly relevant given the mixing of the financial and operational matters between the Companies.

The affairs of the Companies are closely linked given the group operation, and therefore the appointment to multiple entities will assist in seeking to maximise the outcomes for creditors.

The role undertaken by us as Joint and Several Voluntary Administrators will not influence our ability to fully comply with the statutory and fiduciary obligations associated the administration of the Companies in an objective and impartial manner.

Andrew Lowy – Director of the Companies

Mr Cummins previous acted as Liquidator of Efficient Data Communications Pty Ltd (“EDC”). Mr Lowy was the sole director of EDC. The liquidation of EDC has been finalised and EDC deregistered in October 2022.

III. NO OTHER RELEVANT RELATIONSHIPS TO DISCLOSE

There are no other known relevant relationships, including personal, business and professional relationships, from the previous 24 months with the Companies, an associate of the Companies, a former insolvency practitioner appointed to the Companies or any person or entity that has a valid and

enforceable security interest on the whole or substantially whole of the Companies’ property that should be disclosed.

D. INDEMNITIES AND UP-FRONT PAYMENTS

We have been provided with the following indemnity:

Name	Relationship with the Companies	Nature of indemnity or payment
<u>S B Invest NWE Pty Limited (SBI NWE)</u>	<u>A special purpose entity controlled by Mr Raftery (as sole director) to facilitate funding for the Administration</u>	<p><u>On 2 January 2024, we, as Administrators of New Wilkie Energy Pty Limited (ACN 007 683 454) (“New Wilkie Energy”), entered into a Deed of Indemnity with SBI NWE.</u></p> <p><u>The Deed of Indemnity provides for funding capped to an amount of \$4,000,000, to cover all liabilities properly incurred by the Administrators in the conduct of the Administration of New Wilkie Energy, including but not limited to the trading costs, Administrators’ remuneration, expenses, legal fees and disbursements.</u></p> <p><u>This indemnity is unconditional and will not affect our ability to conduct the Administration of New Wilkie Energy in accordance with our statutory responsibilities.</u></p> <p><u>We note that we have not received any funds under the Deed of Indemnity to date.</u></p>

We have not been indemnified in relation to this administration, other than any indemnities that we may be entitled to under statute, and have not received any up-front payments.

This does not include any indemnities we may be entitled to under the law. We have not received any other indemnities or upfront payments. We also note that the provision of the indemnity will not influence the work undertaken by us.

Dated: 8 January 2024



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Andrew Cummins
Joint and Several Administrator



.....
Peter Krejci
Joint and Several Administrator



.....
Jonathon Keenan
Joint and Several Administrator



.....
Stefan Dopking
Joint and Several Administrator

NOTE:

1. *The assessment of independence has been made based on an evaluation of the significance of any threats to independence and in accordance with the requirements of the relevant legislation and professional Standards.*
2. *If circumstances change, or new information is identified, we are required under the Corporations Act 2001 and ARITA's Code of Professional Practice to update this Declaration and provide a copy to creditors with our next communication as well as table a copy of any replacement declaration at the next meeting of the insolvent's creditors. For creditors' voluntary liquidations and voluntary administrations, this document and any updated versions of this document are required to be lodged with ASIC.*