



REPORT TO CREDITORS

ACN 629 147 628 PTY LTD (IN LIQUIDATION)
FORMERLY 'GFG PRIVATE LABEL PTY LTD'
("THE COMPANY")
ACN: 629 147 628

26 June 2025

PETER KREJCI
LIQUIDATOR

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Address: Suite 4, Level 26, 25 Bligh Street
Sydney NSW 2000

INTRODUCTION

I refer to my previous reports to creditors dated 26 May 2021 and 27 July 2021 in which my appointment as Liquidator and recovery actions available to me as Liquidator were advised, along with your rights as a creditor in the liquidation.

The purpose of this report is to provide creditors with information regarding the following:

- To provide an update to the creditors about the progress of the liquidation since the last report dated 26 May 2021; and
- To consider approving the remuneration of the Liquidator.

Please note that this report should be read in conjunction with the previous reports detailed above. If you have any questions relating to the liquidation in general, or specific questions relating to your position, please do not hesitate to contact this office.

Creditors can find copies of all previous reports on this matter on our website.

- BRI Ferrier <https://briferrier.com.au>

DISCLAIMER

This Report and the statements made herein have been prepared, based on available books and records, information provided by the Company's directors and officers, and from our own enquiries.

Whilst I have no reason to doubt the accuracy of the information provided or contained herein, I reserve the right to alter my opinion or conclusions should the underlying data prove to be inaccurate or materially change after the date of this Report.

In undertaking my investigations in relation to the affairs of the Company, and the preparation of this Report to the creditors, I have made forecasts of asset realisations and am required to estimate the quantum of creditor claims against the Company.

Neither I, as the Liquidator, nor any member or employee of this firm undertakes responsibility in any way whatsoever to any person in respect of any errors in this Report arising from incorrect information provided to this office, or necessary estimates and assessments made for the purposes of this Report.

Any creditor that has material information in relation to the Company's affairs, which they consider may affect my investigation, should forward details to this office as soon as possible.

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GLOSSARY

ABN	Australian Business Number
ACN	Australian Company Number
Act	Corporations Act 2001 (Cth)
ARITA	Australian Restructuring Insolvency and Turnaround Association
ASIC	Australian Securities and Investments Commission
ATO	Australian Taxation Office
Boss Lady	Boss Lady Holdings Pty Ltd (In Liquidation) ACN 613 501 214
CL	Court Liquidation
Company	ACN 629 147 628 Pty Ltd (In Liquidation)
DEWR	Department of Employment and Workplace Relations
Director	Mr Norman Vancuylenberg
DIRRI	Declaration of Independence, Relevant Relationships & Indemnities
DCoT	Deputy Commissioner of Taxation
FEG	Fair Entitlements Guarantee
Firm	BRI Ferrier
iCare	Workers Compensation Nominal Insurer
IPR	Insolvency Practice Rules (Corporations) 2016
IPS	Insolvency Practice Schedule (Corporations) 2016
NAB	National Australia Bank Limited
NSW	New South Wales
POD	Proof of Debt
PPSR	Personal Properties Securities Register
ROCAP	Report on Company Activities and Property
Statutory Report	Statutory Report to Creditors dated 27 July 2021
Terry Road	Terry Road Development Pty Limited ACN 613 074 025
Questionnaire	Director's Questionnaire issued by BRI Ferrier
Vanval	Vanval Investments Pty Ltd ACN 623 033 723

1 EXECUTIVE SUMMARY

As you are aware, I was appointed Liquidator of the Company on 28 April 2021 pursuant to an Order of the Supreme Court of NSW, made on the application of Terry Road as the petitioning creditor.

The purpose of this report is to provide an update on the liquidation generally and specifically a chronology on the claims identified against the Director and several related entities.

I advise that my investigations indicated that several claims were present against the Director and related entities of the Company. Namely, an insolvent trading claim against the Director personally, a debtor recovery of Boss Lady, and a potential insolvent trading claim against the Company's parent entity, Vanval. Due to a lack of books and records being available to me, I obtained funding from the Terry Road to meet Counsel costs in conducting the public examination of the Director and the Director of Vanval being Ms Caceres (the Director's wife) with a view to obtain further evidence in support of the identified claims.

Prior to the public examination I received an offer from the Director to settle the claims against him for \$150,000. I discussed this offer with Terry Road, being the majority creditor in value. Its position was that it would prefer to continue to conduct the examination with the hope of obtaining further evidence to support the claim and potentially elicit a larger offer. Unfortunately, no further offers were proffered by the Director. I could not reject the offer without Terry Road providing funding for my incurred and to be incurred time. The amount of \$40,000 was agreed between me and Terry Road which was paid.

Two rounds of public examinations were conducted in September 2022 and then again in June 2023 from which I obtained evidentiary material that supported the identified claims against the Director and related entities. Unfortunately, between these two dates, two of the parties subject to the identified claims, being the Director and Boss Lady, filed a debtors petition and became bankrupt and entered voluntary administration respectively.

Due to the above appointments, there became little to no prospect of recovery from the Director personally or from Boss Lady. Accordingly, I reviewed the identified claims for alternate avenues of recovery from which I obtained legal advice that the Company held no claim against its parent entity, Vanval. However, based on the evidentiary material obtained from the public examination and the report issued by the Liquidator of Boss Lady it was identified that a claim against Vanval was present for Boss Lady.

As the examination transcripts are subject to copyright and documents produced under the orders of production would be in breach of the Harman undertaking, I was unable to share this information with the Boss Lady's Liquidator, Mr Shumit Banjeree. Accordingly, in the best interest of creditors, I sought to replace Mr Banjeree as Liquidator.

Through his reports to creditors, Mr Banjeree noted his investigations suggested a claim against Vanval did not appear commercial as there were no apparent assets held by Vanval. Mr Banjeree, however, identified a claim by Boss Lady against Ms Caceres for outstanding loans and payments made

from Boss Lady's bank account which were deemed by Mr Banjeree as unreasonable director-related transactions totalling in excess of \$1,100,000. As a creditor of Boss Lady, I provided Mr Banjee publicly available information on Ms Caceres known assets, as a result of this information the original offer proffered by Ms Caceres was increased from \$50,000 to \$250,000.

I advised Mr Banjeree that at the meeting to obtain creditor approval of Ms Caceres offer I would put myself forward to replace him. The offer was accepted by Creditors, with the DCoT voting to keep Mr Banjeree as liquidator on the grounds he paid priority creditors in full being the outstanding superannuation from the settlement funds. Mr Banjeree, after meeting all of his costs and disbursement, declaring a first and final dividend to unsecured creditors, with the Company receiving \$10,879 on 21 May 2025.

On 24 July 2023, I submitted a POD to the Trustee of the Director's Bankrupt Estate in the amount of \$563,201 representing the insolvent trading claim identified against the Director. On 26 April 2024, the Trustee provided notice of a first and final dividend to unsecured creditors of the bankrupt estate, with the Company receiving \$13,913 on this date.

There appears no further recovery actions available to me as Liquidator of the Company. Given the circumstances, I do not anticipate any dividends will be available to any class of creditors in this Liquidation.

Should a creditor have any relevant information which may assist my investigations or potential asset recoveries or wish to fund my further investigations, they should contact my office by no later than 11 July 2025. Otherwise, absent any substantive new information, the Liquidation may continue for the next two (2) to three (3) months.

2 UPDATE ON THE PROGRESS OF THE LIQUIDATION

2.1 Public Examinations

As advised in my Statutory Report, I was made aware of a closed Westpac bank account ("**Account**") previously operated by the Company. Following circulation of the above report, I was provided with statements for the Account in which I identified several significant payments being made to related entities, namely Boss Lady, that required further investigation.

My investigation into these payments, as well as the potential insolvent trading claim as identified in my Statutory Report, were largely hindered due to a lack of books and records of the Company being available. It became evident that any potential recovery would be contingent on further investigations and my obtaining of further evidence in support of the claims. As requested in my Statutory Report, I invited the Petitioning Creditor to contact my office to discuss potential funding of these further investigations.

During these discussions, it was agreed that the best course of action was to conduct a public examination of the Director and related parties. The Petitioning Creditor agreed to pay for counsel and filing fees associated with the conduction of same. Subsequently, I engaged Douros Jackson Lawyers to act as my solicitors and prepare for the public examination of the Director and his wife, Ms Edith Caceres, who held the directorship role for the Company's parent entity, Vanval.

A first round of public examinations were conducted over 1 and 2 September 2022 with information obtained from same raising further questions and points of inquiry. This led to a second round of public examinations scheduled to be conducted on 16, 17 and 18 November 2022 however these were subsequently postponed to 15 and 16 June 2023 due to Ms Caceres health.

Between the two rounds of public examinations, the Director filed a debtor's petition and became a registered bankrupt with Mr Sean Wengel of William Buck appointed as Trustee on 13 April 2023. Further, a related entity which received \$356,487 in payments from the Company, Boss Lady, was placed into voluntary administration with Shumit Banerjee of Westburn Advisory being appointed Administrator on 3 April 2023.

Due to the above appointments, there became little to no recovery possible from the Director personally or Boss Lady. I subsequently sought advice from my solicitors as to whether a potential claim was present against the parent entity of the Company, Vanval. From information obtained in the public examinations, I understood Vanval to have recently sold a portfolio of properties, with the proceeds being used by Ms Caceres to purchase hers and the Director's new residential property. As such, it appeared a breach of fiduciary duties claim against Ms Caceres as the director of Vanval may be available should a liquidator be appointed to Vanval. The advice from my solicitors indicated that there was no claim present for the Company however a potential debtor recovery against Vanval appeared present for Boss Lady. I provide further commentary on Boss Lady below.

2.2 Boss Lady Holdings Pty Ltd (In Liquidation)

As previously advised, several payments to Boss Lady were identified in the bank statements of the Company and traced into the Boss Lady bank account amounting to \$356,487. Subsequent to Mr Banerjee's appointment, I lodged a proof of debt for this amount as an outstanding loan due to the Company.

Reports to Creditors issued by Mr Banerjee advised Boss Lady held several related party debtors totalling \$1,604,507, including \$185,944 being owed by Vanval and \$610,105 by Ms Caceres. Further, Mr Banerjee identified potential uncommercial/unreasonable director-related payments to Vanval of \$32,887 and Ms Caceres of \$593,219.

Following issuance of a demand letter to Ms Caceres, Mr Banerjee advises he received correspondence from Ms Caceres proposing a contribution of \$50,000 in full and final settlement of the claims of Boss Lady. Mr Banerjee subsequently convened a meeting of Boss Lady's creditors on 8 November 2023 seeking creditors approval to enter into the settlement pursuant to Section 477(2A) and 477(2B) of the Act.

I believed based on my investigations into Ms Caceres property holding in the state of Queensland that \$50,000 was an inadequate compromise of claims in excess of \$1,100,000, which was accordingly expressed to Mr Banerjee at the aforementioned meeting of creditors. Upon receipt of my concern, Mr Banerjee adjourned the meeting to provide for further investigations and negotiations with Ms Caceres.

Following the adjournment of the meeting, it was my intention to seek to replace Mr Banerjee as Liquidator of Boss Lady. The basis for this proposed replacement was ultimately the publicly available

information concerning the property holdings Ms Caceres held in Queensland that had not been identified by Mr Banjeree during his investigations.

At the reconvened meeting of Boss Lady held on 29 November 2023, Mr Banjeree advised creditors that Ms Caceres had increased her proposed contribution to \$250,000. The resolution was passed by creditors with the DCoT voted in favour of the resolution, on the condition Boss Lady's paid the outstanding superannuation liability to the DCoT in full, I abstained from voting. Should there be funds remaining after Liquidation costs and expenses a dividend would be declared to unsecured creditors.

Mr Banjeree declared a first and final dividend in which the Company received \$10,879 on the POD submitted of \$356,487.

Post the payment of the dividend to unsecured creditors by Boss Lady. An assessment of Boss Lady's creditor pool was conducted as to whether I would hold sufficient votes to replace Mr Banjeree. From this, it became apparent that the related entities of Boss Lady, admitted for dividend purposes, would be inclined to vote against any proposal put forward to replace Mr Banjeree.

1. ESTIMATED RETURN TO CREDITORS

As a result of the considerable time and legal costs associated with the PE and investigation of abovementioned claims, I do not anticipate a dividend to be distributed to any class of creditor in this administration.

3 LIQUIDATORS' RECEIPTS AND PAYMENTS

Enclosed in **Annexure "2"** is a summary receipts and payments report from the date of my appointment to the date of this Report.

Pursuant to section 70-5 of the Insolvency Practice Schedule, set out at Schedule 2 of the Act, I am required to lodge a statement of account annually during the Liquidation. In this regard, I have lodged a statement of account up to 27 April 2025 with ASIC. Creditors may request a copy of the lodged accounts by contacting this office.

4 LIQUIDATORS' REMUNERATION

The following remuneration approvals have previously been provided by creditors.

Period	For	Amount Approved (excl. GST) (\$)	Amount Paid (excl. GST) (\$)
28 April 2021 to 23 July 2021	Work already done	\$ 25,650.50	\$ 54,910.00
24 July 2021 to Conclusion of Liquidation	Future work	\$ 20,000.00	\$ 50,370.00
TOTAL remuneration previously approved		\$ 45,650.50	\$ 45,650.50

During the Liquidation, additional time-costs have been incurred. It is my intention to seek creditors' approval for my remuneration incurred.

The additional time-costs that have been incurred for the period from 24 August 2021 to 30 June 2022 are summarised as follows:

- Considerable work was required with respect to the PE of the Directors and related parties;
- Investigations into recovery actions against the Director and related parties.
- Review of Boss Lady position and potential replacement of Mr Banjeree
- Preparing this report to creditors to notify the progress of the liquidation.

Creditors are referred to the following items set out at the Remuneration Approval Report attached as **Annexure "3"**:

- The hourly rates which also includes a guide showing the qualifications and experience of staff engaged in the liquidation and the role they take in the liquidation.
- The spreadsheet which sets out the calculation of remuneration by appointee, employee and position for the work undertaken by myself and my staff for the period 24 August 2021 to 30 June 2022.

It is my intention to seek approval from creditors with respect to my remuneration incurred for the sum of \$16,766.00 for the period from 24 August 2021 to 30 June 2022. I am seeking approval that will increase the previously approval approved by Creditors for the period I have been appointed as Liquidator of the Company.

5 PROPOSALS WITHOUT MEETINGS

Given the relatively small size and complexity of the matter, I advise that I will not convene a creditors' meeting at this time. Instead, I enclose Proposal without Meeting Forms for creditors' consideration in lieu of convening a Meeting of Creditors, in accordance with section 75-40 of the *Insolvency Practice Schedule (Corporations) 2016* and section 75-130 of the IPR.

If I receive a request for a meeting that complies with the guidelines set out in the creditor rights information sheet, I will hold a meeting of creditors.

6 MATTERS OUTSTANDING

The outstanding matters in the liquidation are:

- Statutory Lodgements; and
- Finalisation.

Subject to the above, I anticipate that this Liquidation could be finalised within two (2) to three (3) months. ASIC will deregister the Company three (3) month after lodgement of the final return.

7 QUERIES

If creditors have any information which may assist me in my investigations, please contact my office as a matter of urgency.

Please note that Liquidators are not required to publish notices in the print media. ASIC maintains an online notices page for external administrators to publish notices in respect of companies. Creditors are encouraged to visit <http://insolvencynotices.asic.gov.au> throughout the liquidation to view any notices which may be published in respect of the Company.

ARITA provides information to assist creditors with understanding liquidations and insolvency. This information is available from ARITA's website at <http://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 <http://asic.gov.au> (search for "insolvency information sheets").

The BRI Ferrier staff member responsible for this matter is as follows:

- ▲ BRI Contacts: Joshua Coorey
- ▲ Phone: (02) 8263 2300
- ▲ Email: jcoorey@brifnsw.com.au
- ▲ Mailing: GPO Box 7079, Sydney NSW 2001
- ▲ Facsimile: (02) 8263 2399

Yours faithfully

ACN 629 147 628 PTY LTD (IN LIQUIDATION)


PETER KREJCI
Liquidator



**ACN 629 147 628 PTY LTD
(IN LIQUIDATION)
FORMERLY 'GFG PRIVATE LABEL PTY
LTD'
("THE COMPANY")
ACN 629 147 628**

**Annexure "1"
Form 535 Formal Proof of Debt or
Claim (General Form)**

FORMAL PROOF OF DEBT OR CLAIM (GENERAL FORM)

To the Liquidator **ACN 629 147 628 Pty Ltd (In Liquidation) ACN 629 147 628 ("the Company")**

1. This is to state that the company was, on 28 April 2021, ⁽¹⁾ and still is, justly and truly indebted to⁽²⁾ (full name):

.....
(‘Creditor’)

.....
of (full address)

for \$ dollars and cents.

Particulars of the debt are *(please attach documents to support your claim e.g. purchase orders, invoices, interest schedules)*:

Date	Consideration ⁽³⁾ state how the debt arose	Amount \$ (Incl. GST)	Remarks ⁽⁴⁾ include details of voucher substantiating payment

2. To my knowledge or belief the creditor has not, nor has any person by the creditor's order, had or received any manner of satisfaction or security for the sum or any part of it except for the following:

Insert particulars of all securities held. Where the securities are on the property of the company, assess the value of those securities. If any bills or other negotiable securities are held, specify them in a schedule in the following form:

Date	Drawer	Acceptor	Amount \$ c	Due Date

☐ I am **not** a related creditor of the Company ⁽⁵⁾

☐ I am a related creditor of the Company ⁽⁵⁾
relationship:

3A.^{(6)*} 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, still remains unpaid and unsatisfied.

3B.^{(6)*} I am the creditor's agent authorised to make this statement in writing. I know that the debt was incurred and for the consideration stated and that the debt, to the best of my knowledge and belief, still remains unpaid and unsatisfied.

<input type="checkbox"/>	<p>I authorise the External Administrators' (whether as Voluntary Administrators/Deed Administrators/Liquidators) on behalf of the Company and his or her employees and agents to send and give electronic notification of documents in accordance with Section 600G of the Corporations Act 2001 to the following email address:</p> <p>Contact Name:</p> <p>Email Address:</p>
--------------------------	--

DATED this day of 2021

NAME IN BLOCK LETTERS

Occupation

Address

Signature of Signatory

OFFICE USE ONLY

POD No:		ADMIT (Voting / Dividend) - Ordinary	\$
Date Received:		ADMIT (Voting / Dividend) – Preferential	\$
Entered into CORE IPS:		Reject (Voting / Dividend)	\$
Amount per CRA/RATA	\$	Object or H/Over for Consideration	\$
Reason for Admitting / Rejection			
PREP BY/AUTHORISED		TOTAL PROOF	\$
DATE AUTHORISED / /			

Proof of Debt Form Directions

- * Strike out whichever is inapplicable.
- (1) Insert date of Court Order in winding up by the Court, or date of resolution to wind up, if a voluntary winding up.
- (2) Insert full name and address (including ABN) of the creditor and, if applicable, the creditor's partners. If prepared by an employee or agent of the creditor, also insert a description of the occupation of the creditor.
- (3) Under "Consideration" state how the debt arose, for example "goods sold and delivered to the company between the dates of", "moneys advanced in respect of the Bill of Exchange".
- (4) Under "Remarks" include details of vouchers substantiating payment.
- (5) Related Party / Entity: Director, relative of Director, related company, beneficiary of a related trust.
- (6) If the Creditor is a natural person and this proof is made by the Creditor personally. In other cases, if, for example, you are the director of a corporate Creditor or the solicitor or accountant of the Creditor, you sign this form as the Creditor's authorised agent (delete item 3A). If you are an authorised employee of the Creditor (credit manager etc), delete item 3B.

Annexures

- A. If space provided for a particular purpose in a form is insufficient to contain all the required information in relation to a particular item, the information must be set out in an annexure.
- B. An annexure to a form must:
 - (a) have an identifying mark;
 - (b) and be endorsed with the words:
 - i) "This is the annexure of *(insert number of pages)* pages marked *(insert an identifying mark)* referred to in the *(insert description of form)* signed by me/us and dated *(insert date of signing)*; and
 - (c) be signed by each person signing the form to which the document is annexed.
- C. The pages in an annexure must be numbered consecutively.
- D. If a form has a document annexed the following particulars of the annexure must be written on the form:
 - (a) the identifying mark; and
 - (b) the number of pages.
- E. A reference to an annexure includes a document that is with a form.



**ACN 629 147 628 PTY LTD
(IN LIQUIDATION)
FORMERLY 'GFG PRIVATE LABEL
PTY LTD'
("THE COMPANY")
ACN 629 147 628**

**Annexure "2"
Summary Receipts & Payments**

Summarised Receipts & Payments

ACN 629 147 628 Pty Ltd

(In Liquidation)

Transactions From 28 April 2021 To 26 June 2025

A/C	Account	Net	GST	Gross
72	Sundry Debtors (B)	10,879.64	0.00	10,879.64
83	Bank Interest	5.46	0.00	5.46
85	Voidable Recoveries	13,913.09	0.00	13,913.09
89	Indemnity Funding	40,000.00	0.00	40,000.00
233	GST Clearing Account	4,572.00	0.00	4,572.00
Total Receipts (inc GST)		\$69,370.19	\$0.00	\$69,370.19
139	Legal Fees (1)	9,559.60	955.96	10,515.56
152	Liquidators Remuneration	45,650.50	4,565.05	50,215.55
153	Liquidators Expenses	2,139.53	213.96	2,353.49
Total Payments (inc GST)		\$57,349.63	\$5,734.97	\$63,084.60
Balance in Hand - By Bank Account				
212	Cheque Account			6,285.59
				\$6,285.59

The logo for BRI Ferrier, featuring the text "BRI Ferrier" in white on a dark grey rectangular background. A green diagonal line runs from the bottom right corner of the grey rectangle towards the right edge of the logo.

**ACN 629 147 628 PTY LTD
(IN LIQUIDATION)
FORMERLY 'GFG PRIVATE LABEL
PTY LTD'
("THE COMPANY")
ACN 629 147 628**

**Annexure "3"
Remuneration Approval Report**

Remuneration Approval Report

ACN 629 147 628 Pty Ltd
(In Liquidation)

ACN 629 147 628
("Company")

26 June 2025

Peter Krejci
Liquidator

Novabrif Pty Ltd ABN 61 643 013 610
Level 26, 25 Bligh Street, Sydney NSW 2000
GPO Box 7079, Sydney NSW 2001
Phone (02) 8263 2333
Email: info@brifnsw.com.au
Website: www.briferrier.com.au



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1. EXECUTIVE SUMMARY

I am asking creditors to approve my remuneration of \$16,766 (excl. GST).

Details of remuneration and disbursements can be found in section 3 and 4 of this report.

I am asking creditors to approve my remuneration via a proposal without a meeting.

I estimate the total cost of this Liquidation will be approximately \$62,416.50 (excl. GST). This has increased from my previous estimate of \$45,650.50 for the following reasons:

- Significant further investigations relating to the Company's affairs;
- Obtaining legal advice in relation to the identified claims against the Director and related entities;
- Commencing public examinations of the Director and related entities;
- Mediation with the Director and related entities;
- Work relating to the proposed replacement of Mr Shumit Banjeree as Liquidator of Boss Lady Holdings Pty Ltd (In Liquidation)
- Prepare and issue the further report to creditors;
- Further correspondence with stakeholders

I anticipate that this is my final remuneration approval request. If further information is provided by creditors and additional work is required, then I will seek further remuneration approval from creditors as necessary in due course.

2. DECLARATION

I have undertaken an assessment of this remuneration claim in accordance with the law and applicable professional standards. I am satisfied that the remuneration claimed are necessary and proper.

I have reviewed the work in progress report for the Liquidation to ensure that remuneration is only being claimed for necessary and proper work performed and no adjustment was necessary.

3. REMUNERATION SOUGHT

The remuneration I am asking creditors to approve is as follows:

For	Period	Amount \$ (excl. GST)	Rates	When it will be drawn
Current Work	24 August 2021 to 30 June 2022	\$16,766	Provided in the Remuneration Notice dated 27 July 2021	It will be drawn when approved and funds are available
TOTAL		\$16,766 (excl. GST)		

Details of work completed for the period 24 August 2021 to 30 June 2022 are included in **Schedule A**.

Schedule B includes a breakdown of time spent by staff members on each major task for completed work.

Actual resolutions to be put to creditors by way of a proposal are included at **Schedule C** for your information. These resolutions also appear in the proposal without a meeting form provided to you.

4. PREVIOUS REMUNERATION APPROVAL

The following remuneration approvals have previously been approved by creditors.

Means of Approval	For	Period	Amount Approved (excl. GST) (\$)	Amount Paid (excl. GST) (\$)
Proposals Without a Meeting	Work completed	28 April 2021 to 23 July 2021	25,650.50	25,650.50
	Future Work	24 July 2021 to Conclusion	20,000.00	20,000.00
	TOTAL		45,650.50	45,650.50

I am now seeking approval for \$16,766 (excl. GST), which will bring the total remuneration claimed in the Liquidation to \$62,416.50 (excl. GST).

A full explanation is at Schedule E of this report.

5. LIKELY IMPACT ON DIVIDENDS

The Liquidator is entitled to be fairly remunerated for undertaking statutory and other duties, including reporting obligations in acting as an external administrator. The remuneration and disbursements of the Liquidator have a priority ranking ahead of creditors.

I am unable to pay my remuneration without the approval of the Committee of Inspection, Creditors, or the Court. Approval by Creditors is efficient and timely and less costly than an application to the Court.

However, any dividend will ultimately be impacted by the realisations achieved by the Liquidator and the value of creditor claims admitted to participate in the dividend. The likely impact of approval of remuneration and disbursements on dividends to creditors is that it will reduce such dividends.

6. QUERIES & INFORMATION SHEET

If you have any queries in relation to the information in this report, please contact my office.

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

- ARITA at www.arita.com.au/creditors

- ▲ ASIC at <http://www.asic.gov.au> (search for INFO 85).

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

7. ATTACHMENTS

Schedule A – Details of work

Schedule B – Time spends by staff on each major task

Schedule C – Resolutions

Schedule D – Explanation of Remuneration Already Approved

SCHEDULE A – DETAILS OF WORK

Company	ACN 629 147 628 Pty Ltd (In Liquidation)	Period From	28 April 2021	To	Conclusion
Practitioner	Peter Krejci	Firm	BRI Ferrier		
Administration Type	Court Liquidation				

		Tasks	
		Work already completed (excl. GST)	Work already completed (excl. GST)
Period		28 April 2021 to 24 August 2021	24 August 2021 to 30 June 2022
Amount to be approved (excl. GST)		\$45,650.50	\$16,766
Task Area	General Description		
Administration		46.90 hours \$18,632.00	22.3 hours \$7,202.50
	ASIC Forms and lodgements	Preparing and lodging ASIC forms including 505. Preparing and lodging ASIC advert regarding notice of appointment. Lodging the ROCAP received from the director with ASIC and Supreme Court of NSW. Preparing and lodging form 5022 with ASIC. Preparing and lodging ASIC forms including 5011, 5602, 5603 etc.	Preparing and lodging ASIC forms including 507, 5601, 5602, 5022 and 5603 Correspondence with ASIC regarding statutory forms
	ATO & other statutory reporting	Preparing BASs Requesting taxation documents	Liaising with ATO regarding request for documents Preparing BAS
	Bank account administration	Preparing correspondence closing accounts Requesting bank statements Preparing receipt and payment vouchers Bank account reconciliations Correspondence with bank regarding specific	Preparing correspondence closing accounts Bank account reconciliations Prepare receipts and payment vouchers

Task Area	General Description		
		transfers	
	Books and records / storage	Preparing books and records listing for recorded received Dealing with records in storage Sending job files to storage	
	Correspondence	Preparing the Day One correspondences along with supporting docs to notify all service providers and banks of the appointment. Preparing and issuing letter to Director regarding his obligations. Notification of appointment Preparing correspondence to ATO requesting information. Preparing and issuing correspondence letters to the accountant. General correspondence with stakeholders	General correspondence with stakeholders
	Document maintenance/file review/checklist	Reviewing and filing of files from the Petitioning Creditors and updating checklists. Periodic administration reviews Filing of documents Updating job checklists File reviews	Reviewing and filing of files from the Petitioning Creditors and updating checklists.
	Planning / Review	Discussions regarding the Liquidation and background of the Company. Internal meetings regarding strategy and discussion on future tasks.	Discussions regarding the Liquidation and background of the Company. Internal meetings regarding strategy and discussion on future tasks.
Creditors		43.70 Hours \$16,054.00	2 Hours \$663.50
	Creditor Reports	Preparing Initial report to creditors. Preparing annexures and coversheets – the Declaration of Independence, Relevant	Preparing Statutory Report by Liquidator investigation, meeting and general reports to creditors

Task Area	General Description		
		Relationships and Indemnities, Initial Remuneration Notice, Remuneration Approval Report, Notice of Proposal to creditors and detail Remuneration and disbursements calculations. Preparing Statutory Report to Creditors per rule 70-40 of insolvency Practice Rules (Corporations) 2016. Preparing annexures and coversheets – Remuneration Notice, Remuneration Approval Report, Notice of proposal to creditors and details remunerations and disbursement calculations.	
	Meeting of Creditors		Preparing proposal notices and voting forms Forward notice of proposal to all known creditors Reviewing votes and determining outcome of proposal Preparation and lodgement of proposal outcome with ASIC
	Creditor Enquiries	Receive and respond to creditor enquiries Maintaining creditor request log Review and prepare initial correspondence to creditors and their representatives Documenting Considering reasonableness of creditor requests Obtaining legal advice on requests Documenting reasons for complying or not complying with requests or directions	Receive and respond to creditor enquiries Maintaining creditor request log Compiling information requested by creditors Review and prepare correspondence to creditors and their representatives

Task Area	General Description		
		Compiling information requested by creditor	
	Proposals to Creditors	Preparing proposal notices and voting forms Forward notice of proposal to all known creditors Reviewing votes and determining outcome of proposal Preparation and lodgement of proposal outcome with ASIC	
		30.50 Hours \$10,964.50	22.1 Hours \$8,900.00
Investigation	Conducting Investigation	<p>Liaising with the solicitor of the Petitioning Creditor ("the solicitor") to obtain background of the Company. Reviewed Court documents from the solicitor Reviewing docs received from the ATO that confirm the entity was the trustee of the Trust. Briefing the solicitor re progress of the liquidation. Review and preparation of the Company's nature and history. Demands issued to the company's Director to submit the books and records of the Company, Report on Company Activities and Property ("ROCAP") along with other forms to be signed. Conducting and summarising statutory</p>	<p>Detailed investigations to identify potential voidable transactions and consider potential recovery actions to be taken Conducting further investigations with respect to solvency position of the Company and considering whether any potential insolvent trading claim exists</p>

Task Area	General Description		
		<p>searches on the Company, the director, the Shareholder, and its director.</p> <p>Site visits to the addresses registered as the Company's place of business.</p> <p>Corresponding with the Director via phone call and emails, regarding ROCAP submitted, books and records and other information required to assist with the investigation process.</p> <p>Corresponding with the accountants to obtain books and records.</p> <p>Preparing Investigation file note including the statutory information tables.</p>	
	ASIC reporting	<p>Liaising with ASIC to receive assistance in obtaining reconstruction of financial statements, Company's books and records and Report on Company Affairs and Property</p>	<p>Preparing statutory investigation reports</p> <p>Lodgement of investigation with the ASIC</p>
	Litigation / Recoveries	<p>Preparing brief to solicitors</p> <p>Liaising with solicitors regarding potential claims against Director and related entities</p> <p>Consider any claims to be made in respect of insolvent trading</p> <p>Issuing demand to Director regarding insolvent trading and breach of duty claims</p> <p>Conducting searches regarding Director and Mrs Caceres' personal financial position</p>	<p>Discussion PE option with Lawyers</p> <p>Correspondence with solicitors regarding settlement against the Director</p> <p>Internal meetings to discuss status of litigation</p> <p>Correspondence with Liquidator of related entity</p> <p>Correspondence with Director's bankruptcy Trustee</p>

Task Area	General Description		
		Internal meetings to discuss status of litigation Liaising with lawyers and the Director's legal representative regarding potential settlement Attending to negotiations	
	Examinations		Preparing brief to solicitor Liaising with solicitor(s) regarding examinations Attendance at examinations Reviewing examination transcript Liaising with solicitor(s) regarding outcome of examinations and further actions available

SCHEDULE B – TIME SPENT BY STAFF ON MAJOR TASKS (COMPLETED WORK)

ACN 629 147 628 PTY LTD (In Liquidation)
ACN: 629 147 628
For the period 24 August 2021 to 30 June 2022

Staff Classification	Name	Hourly Rate (\$, ex GST)	Administration		Creditors		Investigation		Total		
			Hrs	\$	Hrs	\$	Hrs	\$	Hrs	\$	
Principal	Peter Krejci	680.00	-	-	-	-	1.80	1,224.00	1.8	1,224.00	
Principal	David Cocker	570.00	4.7	2,679.00	0.5	285.00	7.70	4,389.00	12.9	7,353.00	
Senior Manager	Katherine La	525.00	0.4	210.00	-	-	-	-	0.4	210.00	
Supervisor	Chris Garvey	420.00	0.4	168.00	-	-	0.10	42.00	0.5	210.00	
Senior 1	Chris Garvey	360.00	0.2	72.00	-	-	-	-	0.2	72.00	
Intermediate 1	Jenny Kwok	260.00	0.4	104.00	-	-	0.30	78.00	0.7	182.00	
Intermediate 1	Mamata Giri	260.00	8.7	2,262.00	1.1	286.00	12.0	3,120.00	21.8	5,668.00	
Intermediate 2	Jenny Kwok	235.00	0.1	23.50	-	-	-	-	0.1	23.50	
Intermediate 2	Mamata Giri	235.00	4.7	1,065.50	0.3	70.50	0.2	47.00	5.2	1,183.00	
Intermediate 2	Patrick Mao	235.00	2.1	493.50	-	-	-	-	2.1	493.50	
Senior Administrator	Sonia Stelmach	220.00	0.5	110.00	0.1	22.00	-	-	0.6	132.00	
Junior Administrator	Sarita Gurung	150.00	0.1	15.00	-	-	-	-	0.1	15.00	
Total			22.3	7,202.5	2.0	663.5	22.1	8,900.0	46.4	16,766.00	
										GST	1,676.60
										Total (incl GST)	18,442.60
Average rate per hour				322.98	331.75		402.71		361.34		

SCHEDULE C – RESOLUTIONS

I will be seeking approval of the following resolutions to approve my remuneration. Details to support these resolutions are included in section 3 and in the attached Schedules.

Resolution 1: Liquidator's Remuneration for the period 24 August 2021 to 30 June 2022

"That the remuneration of the Liquidator, his partners and staff for the period 24 August 2021 to 30 June 2022, not previously approved, be calculated on a time basis in accordance with the rates of charge annexed to the Liquidator's Report to Creditors dated 27 July 2021 and approved to an interim cap of \$16,766.00 (excl. GST) and that the Liquidator be authorised to draw that amount as and when incurred."

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SCHEDULE D – Explanation of Remuneration Already Approved

As detailed in Section 4 of this report, from 24 April 2021 to the conclusion of the Liquidation, creditors approved my retrospective and prospective remuneration totalling \$45,650.50 (excl. GST).

During the course of the Liquidation, my remuneration has exceeded this cap, and, in this report, I am now seeking approval of a further capped amount of \$16,766.00 in respect of additional remuneration incurred.

To assist creditors with understanding how the total remuneration has incurred, this table shows remuneration to date, including the current claim(s), divided by task categories.

Task	Fees approved as at 19 August 2021 \$	Approval sought for work already completed (excl. GST) \$	Approval sought for future work (excl. GST) \$	Total per task (excl. GST) \$
Creditors	16,054.00	663.50	-	16,717.50
Investigation	10,964.50	8,900.00	-	19,864.50
Administration	18,632.00	7,202.50	-	25,834.50
TOTAL	45,650.50	16,766.00	-	62,416.50
Total remuneration previously approved				45,650.50
Difference (see table below for further explanation)				16,766.00
Payment Reconciliation:				
TOTAL (incl. amount claimed now)				62,416.50
Amount paid to date				45,650.50
Amount outstanding (incl. amount claimed now)				16,766.00

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

Task	Fees approved as at 19 August 2021 \$	Total task (from previous table) (excl. GST) \$	Difference \$	Reason for differences
Creditors	16,054.00	16,717.50	663.50	Additional time has been incurred in relation to the following: <ul style="list-style-type: none"> - Preparing and finalising further report to Creditors - Receive and respond to creditor enquiries - Correspondence with ATO regarding POD and portal access to the Company - Reviewing claims made against the Company

Investigation	10,964.50	19,864.50	8,900.00	<p>Further time costs have been incurred with respect to the following matters:</p> <ul style="list-style-type: none"> - Investigating reasons for company's failure - Conduct investigation in relation to the Director's and Mrs Caceres' personal financial position - Assessing the commerciality of the settlement of the claims against various parties. - Investigations to identify potential voidable transactions and consider potential recovery actions to be taken - Conducting further investigations with respect to solvency position of the Company and considering whether any potential insolvent trading claim exists - Preparing briefs to solicitors - Liaising with solicitors regarding examinations - Attendance at examinations - Reviewing examination transcripts - Liaising with solicitors regarding outcome of examinations and further actions available - Investigations into related entities and recovery actions available - Correspondence with Liquidator of related entity - Correspondence with Trustee of Director's bankrupt estate
Administration	18,632.00	25,834.50	7,202.50	<p>Additional time has been incurred in relation to the followings:</p> <ul style="list-style-type: none"> - Preparing bank account reconciliations - Preparing receipt and payment vouchers - Discussion regarding status of liquidation - Statutory compliance costs <p>procedural requirements, priority milestones and future direction</p> <p>Increase in Administration costs correlate highly with the length of time for which the Liquidation runs. Therefore, some more additional time is expected to be incurred leading up to the finalisation of the Liquidation</p>
TOTAL	45,650.50	62,416.50	16,766.00	



**ACN 629 147 628 PTY LTD
(IN LIQUIDATION)
FORMERLY 'GFG PRIVATE LABEL PTY
LTD'
("THE COMPANY")
ACN 629 147 628**

**Annexure "4"
Proposal Without a Meeting Form**

NOTICE OF PROPOSAL TO CREDITORS

Dated: 26 June 2025

Voting Poll Closes: 18 July 2025

**ACN 629 147 628 PTY LTD
(IN LIQUIDATION)
ACN 629 147 628
("the Company")**

Proposal No. 1 for creditor approval

"That the remuneration of the Liquidator, his partners and staff for the period 24 August 2021 to 30 June 2022, not previously approved, be calculated on a time basis in accordance with the rates of charge annexed to the Liquidator's Report to Creditors dated 27 July 2021 and approved to an interim cap of \$16,766.00 (excl. GST) and that the Liquidator be authorised to draw that amount as and when incurred."

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

- A Liquidator is entitled to be fairly remunerated for undertaking statutory and other duties, including reporting obligations in acting as liquidator.
- I am unable to pay my remuneration without the approval of the Committee of Inspection (if one has been appointed), Creditors, or the Court.
- Approval by Creditors is efficient and timely and is less costly than an application to the Court.
- Approval of my remuneration will allow me to progress further investigations in a timely manner to ensure the prospect of any dividends can be maximised.

Vote on the Proposal No. 1

Please select the appropriate Yes, No or Object box referred to below with a ☒ to indicate your preferred position.

- 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

For your vote to count, your claim against the Company must have been admitted for the purposes of voting by the Liquidator. 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

Address

ABN (if applicable)

Contact number

Email address

☐

I am **not** a related creditor of the Company

☐

I am a related creditor of the Company*

relationship: _____

*eg Director, relative of Director, related company, beneficiary of a related trust.

**Name of creditor
/authorised person:**

Signature:

Date:

For your vote to count, you **must complete** this document and return it together with any **supporting documents** by no later than close of business on **18 July 2025**, by email to Mikaeel English at menglish@brifnsw.com.au. Should you have any queries in relation to this matter, please contact Mikaeel English on (02) 8263 2302.

BRI FERRIER
Level 26
25 Bligh Street
Sydney NSW 2000



**ACN 629 147 628 PTY LTD
(IN LIQUIDATION)
FORMERLY 'GFG PRIVATE LABEL PTY
LTD'
("THE COMPANY")
ACN 629 147 628**

**Annexure "5"
ASIC Information sheet – Approving
Fees: A Guide for Creditors**



ASIC

Australian Securities & Investments Commission

ASIC Guide for

INFORMATION SHEET 85

Approving fees: A guide for creditors

If a company is in financial difficulty, it can be put under the control of an independent external administrator.

This information sheet (INFO 85) gives general information for creditors on the approval of an external administrator's fees in a liquidation of an insolvent company, voluntary administration or deed of company arrangement (the fees of a receiver are fixed by the secured creditor that appoints the receiver and are not discussed in this information sheet). It outlines the rights that creditors have in the approval process.

It covers:

- entitlement to fees and costs
- who may approve fees
- calculation of fees
- initial remuneration notice
- report on proposed fees
- deciding if fees are reasonable
- reimbursement of out-of-pocket costs
- queries and complaints

Entitlement to fees and costs

A liquidator, voluntary administrator or deed administrator (i.e. an 'external administrator') is entitled to be:

- paid reasonable fees, or remuneration, for the necessary work they properly perform, once these fees have been approved by creditors, a committee of inspection or a court
- reimbursed for out-of-pocket costs incurred in performing their role.

External administrators are only entitled to an amount of fees that is reasonable for the necessary work that they and their staff properly perform in the external administration. What is reasonable will depend on the type of external administration and the issues that need to be resolved. Some are straightforward, while others are more complex.

External administrators must undertake some tasks that may not directly benefit creditors. These include reporting potential breaches of the law and lodging with ASIC a detailed listing of receipts and payments, known as an annual administration return, annually on the anniversary of their appointment and at the end of their administration.

The external administrator is entitled to be paid for completing these statutory tasks.

Note: If the external administration commenced prior to 1 September 2017, the external administrator will continue to lodge the six-monthly Form 524 Presentation of accounts and statement until the six-month period ending on the first anniversary of their appointment date. Thereafter, they will lodge the annual administration return (AAR Form 5602).

Out-of-pocket costs that are commonly reimbursed include:

- legal fees
- valuer's, real estate agent's and auctioneer's fees
- stationery, photocopying, telephone and postage costs
- retrieval costs for recovering the company's computer records
- storage costs for the company's books and records.

Creditors have a direct interest in the level of fees and costs, as the external administrator will generally be paid from the company's available assets before any payments to creditors. If there are not enough assets, the external administrator may have arranged for a third party to pay any shortfall. As a creditor, you should receive details of such an arrangement. If there are not enough assets to pay the fees and costs, and there is no third party payment arrangement, any shortfall is not paid.

Who may approve fees

An external administrator's fees must be approved by one of the following ways:

- by resolution of creditors
- by a committee of inspection (if there is a committee of inspection) if no resolution has been passed by creditors
- by the court if neither the creditors nor a committee of inspection have passed a resolution.

Note: An external administrator in a members' voluntary winding up must have fees approved by a resolution of the company, or the court.

The external administrator must provide sufficient information to enable the relevant decision-making body to assess whether the fees are reasonable.

If fees are not approved by the relevant decision-making body, the liquidator is entitled to be paid reasonable fees up to a maximum of \$5,000 excluding GST (indexed annually).

Creditors' approval at a creditors' meeting

Creditors can approve fees by passing a resolution at a creditors' meeting. Unless creditors call for a poll, the resolution passes if a simple majority of creditors present and voting, in person or by proxy, indicates that they agree to the resolution.

If a poll is taken, rather than a vote being decided on the voices, a majority in number and value of creditors present and voting must agree. A poll requires the votes of each creditor to be recorded.

A separate resolution of creditors is required for approving fees for an administrator in a voluntary administration and an administrator of a deed of company arrangement, even if the administrator is the same person in both administrations.

A proxy is where a creditor appoints someone else to represent them at a creditors' meeting and to vote on their behalf. A proxy can be either a general proxy or a special proxy. A general proxy allows the person holding the proxy to vote as they wish on a resolution, while a special proxy directs the proxy holder to vote in a particular way.

A creditor will sometimes appoint the external administrator as a proxy to vote on the creditor's behalf. An external administrator, their partners or staff must not use a general proxy to vote on approval of their fees; they must hold a special proxy in order to do this. They must vote all special proxies as directed, even those against approval of their fees.

Creditors' approval without a creditors' meeting

Instead of convening a creditors' meeting, the external administrator can put proposals to creditors by giving notice in writing.

This notice must be given to each creditor who would be entitled to receive notice of a meeting and:

- include a statement of the reasons for the proposal and the likely impact the proposal will have on creditors
 - invite the creditor to either:
 - vote 'yes' or 'no' for the proposal
- object to the proposal being resolved without a meeting
- specify a reasonable time for creditors' replies to be received by the external administrator.

To vote on the proposal, a creditor must lodge details of your debt or claim with the external administrator and complete the voting documents provided by the external administrator.

Creditors can vote 'yes' or 'no' on the proposal or object to the proposal being resolved without a creditors' meeting. You should return your response to the external administrator within the time specified in the notice which must be at least 15 business days after the notice is given to creditors.

A resolution is passed if the majority of creditors in number and value who responded to the notice voted 'yes' and if not more than 25% in value of the creditors who responded objected to the proposal being resolved without a creditors' meeting.

The external administrator should provide creditors enough information to allow them to make an informed decision about the proposal. A creditor should contact the external administrator to obtain further information if they think it necessary for them to make a decision.

The external administrator must lodge with ASIC the outcome of the proposal. A copy of the outcome of the proposal may be obtained by searching the ASIC registers and paying the relevant fee.

Committee of inspection approval

If there is a committee of inspection, the committee of inspection can approve an external administrator's fees. In approving the fees, the members represent the interests of all creditors or employees, not just their own individual interests.

A committee of inspection makes its decision by a majority in number of its members present at a meeting, but it can only act if a majority of its members attend.

To find out more about committees of inspection and how they are formed, see Information Sheet 45 Liquidation: A guide for creditors (INFO 45), Information Sheet 74 Voluntary administration: A guide for creditors (INFO 74) and Information Sheet 41 Insolvency: A glossary of terms (INFO 41).

Calculation of fees

Fees may be calculated using one of a number of different methods, such as:

- on the basis of time spent by the external administrator and their staff
- a quoted fixed fee, based on an upfront estimate
- a percentage of asset realisations.

Charging on a time basis is the most common method. If an external administrator seeks approval for charging wholly or partly on a time basis, and the work is yet to be carried out, the approval sought must include a maximum limit ('cap') on the amount of remuneration the external administrator is entitled to receive. For example, future fees calculated according to time spent may be approved on the basis of the number of hours worked at the rates charged (as set out in the provided rate scale) up to a cap of \$X. If the work involved then exceeds this figure, the external administrator will have to ask the creditors/committee to approve a further amount of fees, after accounting for the fees already incurred.

The external administrator and their staff will record the time taken for the various tasks involved, and a record will be kept of the nature of the work performed.

External administrators have a scale of hourly rates, with different rates for each category of staff working on the external administration, including the external administrator. If the external administrator intends to charge on a time basis, you should receive a copy of these hourly rates soon after their appointment and before you are asked to approve the fees. It is important to note that the hourly rates do not represent an hourly wage for the external administrator and their staff. The external administrator is running a business – an insolvency practice – and the hourly rates will be based on the cost of running the business, including overheads such as rent for business premises, utilities, wages and superannuation for staff who are not charged out at an hourly rate (such as personal assistants), information technology support, office equipment and supplies, insurances, taxes, and a profit.

External administrators are professionals who are required to have qualifications and experience, be independent and maintain up-to-date skills. Many of the costs of running an insolvency practice are fixed costs that must be paid, even if there are insufficient assets available to pay the external administrator for their services. External administrators compete for work and their rates should reflect this.

These are all matters that committee members or creditors should be aware of when considering the fees presented. However, regardless of these matters, creditors have a right to question the external administrator about the fees and whether the rates are negotiable.

It is up to the external administrator to justify why the method chosen for calculating fees is an appropriate method for the particular external administration. As a creditor, you also have a right to question the external administrator about the calculation method used and how the calculation was made.

Initial remuneration notice

The external administrator must send creditors a notice setting out the following information if they propose to seek fee approval for the external administration:

- the method by which they seek to be paid
- the rate of fees
- an estimate of the expected amount of total fees

- the method how out-of-pocket costs will be calculated
- a brief explanation of the different methods to calculate fees
- an explanation why they chose the particular fee method by which they seek to be paid
- if a time-cost basis was chosen, the hourly rates of the external administrator and other staff who will work on the external administration.

This initial remuneration notice must be sent to creditors:

- in a voluntary administration – at the same time as the notice of the first meeting of creditors is sent
- in a court liquidation – within 20 business days after the liquidator's appointment
- in a voluntary liquidation – within 10 business days after the day of the meeting at which the resolution to wind up the company is passed.

Report on proposed fees

When seeking approval of fees, the external administrator must send creditors/committee members a report setting out:

- a summary description of the major tasks performed, or likely to be performed
- the costs associated with each of these tasks and the method of calculation of the costs
- the periods when funds will be drawn to pay the fees
- an estimated total amount, or range of amounts, of total fees
- an explanation of the likely impact the fees will have on any dividends to creditors
- such other information that will assist in assessing the reasonableness of the fees claimed.

Creditors/committee members may be asked to approve fees for work already performed or an estimate of work yet to be carried out. For more on the tasks involved, see INFO 45 and INFO 74.

Deciding if fees are reasonable

If asked to approve an amount of fees, your task is to decide if that amount of fees is reasonable, given the work carried out in the external administration and the results of that work.

In addition to the information the external administrator must provide to you before seeking approval of fees, you may find the following additional information from the external administrator useful in deciding if the fees claimed are for necessary work properly performed and reasonable:

- an explanation of why the work performed was necessary
- the size and complexity (or otherwise) of the external administration
- the value and nature of the property dealt with
- the level of risk or responsibility involved with the external administration
- whether there are any extraordinary issues that were required to be dealt with
- the amount of fees (if any) that have previously been approved
- if the fees are calculated, in whole or in part, on a time basis:
 - the period over which the work was or is likely to be performed

- the time spent by each level of staff on each of the major tasks performed or likely to be performed
- if the fees are for work that is yet to be carried out, whether the fees are capped.

If you need more information about fees than is provided in the external administrator's report, you should let them know before the meeting at which fees will be voted on.

What can you do if you think the fees are not reasonable?

If you do not think the fees claimed are reasonable, you should raise your concerns with the external administrator. It is your decision whether to vote in favour of, or against, a resolution to approve fees.

Generally, if creditors or a committee of inspection approves fees and you wish to challenge this decision, you may apply to the court and ask the court to review the fees.

You may wish to seek your own legal advice if you are considering applying for a court review of the fees.

As well as a court review of the external administrator's fees, creditors (by resolution of creditors) or one or more creditors (with the external administrator's consent) can appoint a registered liquidator to carry out a review of fees and/or costs incurred by the external administrator of the company.

Note: A creditor can also apply to ASIC in the approved form for it to appoint a reviewing liquidator (see Form 5605 Application for ASIC to appoint a reviewing liquidator).

This review is limited to:

- remuneration approved within the six months before the reviewing liquidator is appointed
- costs or expenses incurred during the 12-month period before the reviewing liquidator is appointed (unless the external administrator agrees to a longer period).

The reviewing liquidator must be a registered liquidator. A creditor who wishes to appoint a reviewing liquidator must approach a registered liquidator to get a written consent from that person that they would be prepared to act as reviewing liquidator. The person must also make a written declaration about any relationships they or their firm may have that might affect their independence to act as reviewing liquidator.

The external administrator and their staff, must cooperate with the reviewing liquidator.

If creditors pass a resolution to appoint the reviewing liquidator, the reviewing liquidator's costs form part of the expenses of the external administration of the company. If one or more of the creditors appoint the reviewing liquidator with the consent of the external administrator, the reviewing liquidator's costs are borne by the creditor(s) appointing the reviewing liquidator.

Reimbursement of out-of-pocket costs

An external administrator should be very careful incurring costs that must be paid from the external administration – as careful as if they were dealing with their own money. Their report on fees must also include information on the out-of-pocket costs of the external administration.

Out of pocket expenses (or disbursements) can be categorised into:

- external services or costs such as legal fees, valuation fees, travel, accommodation and search fees
- internal services or costs such as photocopying, printing and postage.

External costs are usually charged at cost and do not require prior approval of creditors.

Internal costs may be charged at a rate higher than actual cost in order to recover overheads and similar costs. In instances where costs are charged at a rate higher than cost, the external administrator will need to obtain creditor approval before being reimbursed.

When seeking approval of out-of-pocket expenses, the external administrator must send creditors/committee members a report setting out:

- a summary description of the out-of-pocket expenses
- how they were calculated
- the total amount the external administrator is seeking reimbursement for
- why the expenses were necessary.

Creditors/committee members may be asked to approve reimbursement of out-of-pocket expenses for expenses already incurred or an estimate of expenses to be incurred.

If the expenses are yet to be incurred, a maximum limit ('cap') should be placed on the amount that the external administrator may incur and reimbursed for.

Queries and complaints

You should first raise any queries or complaints with the external administrator. If this fails to resolve your concerns, including any concerns about their conduct, you can lodge a report of misconduct with ASIC – see How to complain.

Lodging your report of misconduct online ensures the quickest response from ASIC to your concerns.

ASIC usually does not become involved in matters of an external administrator's commercial judgement.

Reports of misconduct against companies and their officers can also be made to ASIC.

If you cannot report misconduct online to ASIC, you can contact us on 1300 300 630.

Where can I get more information?

For an explanation of terms used in this information sheet, see Information Sheet 41 Insolvency: A glossary of terms (INFO 41). For more on external administration, see the related information sheets listed in Information Sheet 39 Insolvency information for directors, employees, creditors and shareholders (INFO 39).

Further information is available from the Australian Restructuring Insolvency & Turnaround Association (ARITA) website. The ARITA website also contains the ARITA Code of Professional Practice for Insolvency Practitioners.

Important notice

Please note that this information sheet is a summary giving you basic information about a particular topic. It does not cover the whole of the relevant law regarding that topic, and it is not a substitute for professional advice. You should also note that because this information sheet avoids legal language wherever possible, it might include some generalisations about the application of the law. Some provisions of the law referred to have exceptions or important qualifications. In most cases your particular circumstances must be taken into account when determining how the law applies to you.

This is Information Sheet 85 (INFO 85), updated on 1 September 2017. Information sheets provide concise guidance on a specific process or compliance issue or an overview of detailed guidance.



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(IN LIQUIDATION)
FORMERLY 'GFG PRIVATE LABEL
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("THE COMPANY")
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**Annexure "6"
ARITA Information Sheet –
Proposals without a Meeting**

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.

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 artia.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").