



STATUTORY REPORT TO CREDITORS

EDEN AUSTRALASIA PTY LTD (IN LIQUIDATION)

ACN 653 282 609

&

THE SAPPHIRE AUSTRALASIA PTY LTD

ACN 655 675 442

(BOTH IN LIQUIDATION)

("THE COMPANIES")

12 June 2025

ANDREW CUMMINS

PETER KREJCI

JOINT AND SEVERAL LIQUIDATORS

Phone: 02 8263 2333

Email: info@brifnsw.com.au

Website: www.briferrier.com.au

Address: Suite 4, Level 26, 25 Bligh Street

Sydney NSW 2000

INTRODUCTION

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

- ▲ The estimated amount of asset and liabilities of the Companies;
- ▲ An update on the progress of the Liquidations and further actions that may need to be undertaken;
- ▲ What happened to the business of the Companies;
- ▲ The likelihood of creditors receiving a dividend before the affairs of the Companies are fully wound up; and
- ▲ Possible recovery actions.

This report should be read in conjunction with the Previous Reports. 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 regarding these liquidations on our website.

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

COMPANY DETAILS

Name	Eden Australasia Pty Ltd
Incorporated	31 August 2021
ACN/ABN	653 282 609/87 653 282 609
Registered Office & Trading Address	Level 2, 74 McEvoy Street, Alexandria NSW 2015

Name	The Sapphire Australasia Pty Ltd
Incorporated	29 November 2021
ACN/ABN	655 675 442/15 655 675 442
Registered Office & Trading Address	Level 2, 74 McEvoy Street, Alexandria NSW 2015

LIQUIDATORS

Name Andrew Cummins and Peter Krejci

Date of Appointment

VA 24 September 2024

DOCA 6 January 2025

CVL 2 March 2025

ADMINISTRATION CONTACT

Name Savio Monis

Email smonis@brifnsw.com.au

Phone 02 8263 2333

TABLE OF CONTENTS

1	Basis of Report	7
2	Disclaimer	7
3	Previous reports, notices and Creditor Meetings	8
4	Declaration of Independence, Relevant Relationships and Indemnities	8
5	Reasons for Failure	9
6	Conduct of the liquidation	9
7	Current Financial Position	10
8	Investigations	13
9	Voidable Transactions	17
10	Report to ASIC	19
11	Receipts and Payments	19
12	Estimated Return to Creditors	19
13	Matters Outstanding	20
14	Liquidators remuneration	20
15	Conclusion	20

TABLE OF ANNEXURES

A	Form 535 Formal Proof of Debt or Claim
B	Declaration of Independence, Relevant Relationships and Indemnities (Updated)
C	Summary of Receipts and Payments
D	ASIC Information Sheet – Insolvency Information for Directors, Employees, Creditors and Shareholders
E	ARITA Information Sheet – Offences, Recoverable Transactions and Insolvent Trading

GLOSSARY OF COMMON ACRONYMS & ABBREVIATIONS

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
Bond Finance	Bond Finance Pty Ltd
BGC	Bond Global Capital Pty Ltd (ACN 652 537 598) (formerly known as Felix Capital Pty Ltd)
CVL	Creditors Voluntary Liquidation
Companies	Eden Australasia Pty Ltd ACN 653 282 609 & The Sapphire Australasia Pty Ltd ACN 655 675 442 (Both In Liquidation)
Core Asset	Core Asset Development Pty Ltd (ACN 643 711 200) (in Provisional Liquidation)
DCoT	Deputy Commission of Taxation
Director	Andrew Bruce Miller
DIRRI	Declaration of Independence, Relevant Relationships & Indemnities
DOCA	Deed of Company Arrangement
Department	Department of Employment and Workplace Relations
DPN	Director Penalty Notice
Eden	Eden Australasia Pty Ltd (In Liquidation) ACN 653 282 609
FEG	Fair Entitlements Guarantee
Firm	BRI Ferrier NSW
First Report	First Report to Creditors dated 27 September 2024
Jewel	The Jewel of Eden Motel Pty Ltd (ACN 656 783 774) (in Provisional Liquidation)
IPR	Insolvency Practice Rules (Corporations) 2016
IPS	Insolvency Practice Schedule (Corporations) 2016
Mr Palasty	John Palasti / John Palasty
Mr Toma	Mark Toma
Mr Panella	Teddy Penella
NAB	National Australia Bank
PAYG	Pay As You Go Withholding
POD	Proof of Debt
PPSR	Personal Properties Securities Register
Previous Reports	<ul style="list-style-type: none"> ➤ First Report to Creditors dated 27 September 2024; ➤ Second Report to Creditors dated 22 October 2024; ➤ Supplementary Report to Creditors dated 23 December 2024;

	<ul style="list-style-type: none"> ▲ Circular dated 20 January 2025 to Creditors regarding the execution of the DOCA; ▲ Report to Creditors dated 25 February 2025; ▲ Circular to Creditors dated 13 March 2025 regarding the Companies being placed into Liquidation.
Property	142-144 Imlay Street Eden NSW 2551
Provisional Liquidations	Core Asset Development Pty Ltd (ACN 643 711 200) Newcastle Denison Management Pty Ltd (ACN 667 809 743) The Jewel of Eden Motel Pty Ltd (ACN 656 783 774) The Whale Hotel Pty Ltd Pty Ltd (ACN 656 052 578) Top Class Construction NSW Pty Ltd (ACN 621 721 757) (All in Provisional Liquidation)
Rovera	Desicom Pty Ltd MA&A Investment Pty Ltd ATF De Simone Family Trust Rovera Construction Pty Ltd Superannuation Fund Rovera Investments Fund Pty Ltd
ROCAP	Report on Company Activities and Property
Sapphire	The Sapphire Australasia Pty Ltd (In Liquidation) ACN 655 675 442
Second Report	Second Report to Creditors dated 22 October 2024
Supplementary Report	Supplementary Report to Creditors dated 23 December 2024
Top Class	Top Class Construction NSW Pty Ltd (ACN 621 721 757)

EXECUTIVE SUMMARY

Andrew Cummins and Peter Krejci were appointed Joint and Several Administrators of the Companies on 24 September 2024. At the resumed second meeting of creditors held on 6 January 2025, creditors resolved that the Companies execute a Deed of Company Arrangement. The Deed Administrators determined that the DOCA had been wholly effectuated and therefore convened a further meeting on 12 March 2025, where creditors resolved to place the Companies into Liquidation.

This report should be read in conjunction with our Previous Reports.

This report has been prepared in accordance with Rule 70-40 of the Insolvency Practice Rules to provide creditors with an update on the developments of these Liquidations. We provide hereunder a summary of our investigations into affairs of the Companies to date, the potential return to creditors and the conduct of the Liquidations over the past three (3) months.

The sale of the Property and assets completed on 3 February 2025. Since completion, we have finalised our financial position in respect of trading however we are waiting for certain suppliers to produce their final invoices.

The Companies are a part of the Palasty Group, a term given to entities previously controlled by Mr Toma and/or Mr Palasty to which Principals of BRI Ferrier have been appointed. We have particularised these appointments in our DIRRI marked as “**Annexure B**” to this report. The Companies and their related entities along with Mr Palasty and Mr Toma are alleged to have been involved in a scheme of improperly claiming GST refunds and income tax credits. We have been advised that the debt owed by Eden to the Australian Taxation Office as a result of this scheme is \$26.538 million (including penalties and interest) and by entities within the Palasty Group totalling approximately \$235 million (including penalties and interest).

We have conducted investigations into the affairs of the Companies as well as the entities in the Palasty Group. We have also conducted public examinations of various individuals related to the Companies including Mr Toma and Mr Palasti.

We have identified various payments between the Companies and their related parties which may constitute unreasonable director related transactions. We have also identified that the directors and former directors (Mr Toma and Mr Palasty) may have permitted the Companies to trade whilst insolvent and breached their duties as directors. We have also determined that the improper claiming of tax credits was so significant that we sought to obtain freezing orders on individuals including Mr Toma and Mr Palasti to avoid any dissipation of assets.

The information obtained from the public examinations relevant to the Companies and the next steps regarding these claims are outlined in Section 8 of this Report.

The level of recoveries made to date are insufficient to pay a dividend to unsecured creditors. A return to creditors is therefore contingent on pursuing and recovering the claims identified against Director, Mr Palasty, Mr Toma and/or related parties. At this stage, we are uncertain as to the quantum or timing of any return to creditors, if any, should these recovery actions be successful.

1 BASIS OF REPORT

This report has been prepared primarily from information obtained from the Companies' management accounting system, Xero, records maintained at the Premises, banking records obtained from various preappointment bankers, information received from the secured creditor's solicitors and from our own inquiries.

In order to complete this report and in conducting our investigations, we have also utilised information from:

- ▲ ASIC;
- ▲ The books and records of the Companies;
- ▲ Discussions with employees and suppliers
- ▲ Discussions with the Companies' external bookkeeper;
- ▲ Extracts from public information databases;
- ▲ Correspondence with creditors; and
- ▲ Documents obtained from the ATO in relation to the Companies.

2 DISCLAIMER

An investigation of the Companies' affairs has been conducted and this report and the statements made herein have been prepared based upon available books and records of the Companies and from our own enquiries.

Whilst we have no reason to doubt the accuracy of the information provided or contained herein, we reserve the right to alter our opinions or conclusions should the underlying data prove to be inaccurate or materially change after the date of this report.

Neither we, nor any member or employee of BRI Ferrier accepts responsibility in any way whatsoever to any person in respect of any errors in this report arising from incorrect information provided to us, or necessary estimates and assessments made for the purposes of the report.

This report is not for general circulation, publication, reproduction, or any use other than to assist creditors in evaluating their position as creditors of the Companies and must not be disclosed without the prior approval of the Liquidators.

Creditors should consider seeking their own independent legal advice as to their rights and options available to them.

Should any creditor have material information in relation to the Companies affairs' which they consider may impact on our investigations or report, please forward details in writing as soon as possible.

3 PREVIOUS REPORTS, NOTICES AND CREDITOR MEETINGS

3.1 PREVIOUS REPORTS AND NOTICES

This report should be read in conjunction with our Previous Reports issued in these Liquidations:

- ▲ First Report to Creditors dated 27 September 2024 (“First Report”);
- ▲ Second Report to Creditors dated 22 October 2024 (“Second Report”);
- ▲ Supplementary Report to Creditors dated 23 December 2024 (“Supplementary Report”);
- ▲ Circular to Creditors dated 20 January 2025 regarding the execution of the DOCA;
- ▲ Report to Creditors dated 25 February 2025;
- ▲ Circular to Creditors dated 13 March 2025 regarding the Companies being placed into Liquidation. Collectively described as (“Previous Reports”).

3.2 PREVIOUS MEETINGS OF CREDITORS

We note that the first meeting of creditors was held on 4 October 2024.

The second meeting of creditors was held on 30 October 2024. This meeting was adjourned pursuant to rule 75-150(1)(b) of the IPR to allow the administrators further time to explore a sale of business and/or DOCA proposal. This meeting was resumed on 6 January 2025 where creditors resolved to execute a DOCA.

On 12 March 2025 a further meeting of creditors was held pursuant to DOCA. At this meeting, creditors resolved to place the Companies into liquidation.

Minutes of all the meetings mentioned above have been lodged with ASIC.

4 DECLARATION OF INDEPENDENCE, RELEVANT RELATIONSHIPS AND INDEMNITIES

You will be aware that Principals of BRI Ferrier have been appointed to a number of related entities.

The ARITA Code of Professional Practice requires professional members of ARITA disclose these relationships and we have attached an updated DIRRI as **Annexure “B”** in compliance with the Code.

Given the large number of appointments, we have sought to simplify our disclosures and refer creditors to the tables annexed to our DIRRI for details of our appointments. The tables include details of our appointment as well as the directors and former directors of the entities to which we have been appointed. You will note that commonality is found with the directors and former directors of the Companies including Mr Palasty, Mr Toma, Mr Panella and Mr Miller.

There is also commonality in the registered offices of these entities. We have also made disclosures regarding funding provided by the Australian Taxation Office, details of the funding provided have been suppressed by the court.

5 REASONS FOR FAILURE

The reasons for failure of the Companies were discussed in the Second Report and we have no further comments in this regard.

6 CONDUCT OF THE LIQUIDATION

Since our Previous Report, we have attended to the following:

6.1 SALE OF BUSINESS, ASSETS AND FINALISATION OF ACCOUNTS

As noted in our Previous Report, the sale of the Property and other assets was completed on 3 February 2025. Since the completion of the sale and pursuant to the terms of the DOCA, we convened a meeting of creditors and focused on the cancellation and closure of the administrators' trading accounts.

Certain suppliers have not yet provided their final invoices for the trade on period. A provision for funds to pay these suppliers has been made.

6.2 ATO AUDIT AND APPOINTMENT TO RELATED ENTITIES

In our Second Report to creditors, we advised the ATO had conducted extensive investigations and audit to determine that Eden had made a number of false and misleading statements in its business activity statements, including claiming tax credits when it was not entitled to do so. The audit resulted in the ATO revising Eden's tax obligations and initially lodged a claim in the amount of \$15.105M.

The ATO has now revised their position regarding the penalties pertaining to their conduct. On 3 June 2025, a revised claim was submitted to an amount of \$26.538M. This POD included a primary debt amount of \$15.105M and penalties of \$11.4M pursuant to Section 284-75 of Taxation Administration Act 1953 for making false and misleading statements. There is currently no claim made by the ATO against Sapphire.

Our investigations indicate that Eden and the Palasty Group engaged in an alleged scheme which involved the making of false and misleading statements by incorrectly claiming GST refunds and/or income tax credits. As a result, we approached the ATO to provide funding to the Palasty Group and related Richmond Group (refer to "**Annexure B2**") to commence proceedings to make recoveries against fifteen parties including Mr Toma, Mr Palasty, and Mr Teddy Panella.

We filed an originating process to commence proceedings (NSD193/2025) which included an application for Mr Krejci and Mr Jonathon Keenan (of BRI Ferrier) be appointed provisional liquidators over:

- ▲ Core Asset Development Pty Ltd (ACN 643 711 200)
- ▲ Newcastle Denison Management Pty Ltd (ACN 667 809 743)
- ▲ The Jewel of Eden Motel Pty Ltd (ACN 656 783 774)
- ▲ The Whale Hotel Pty Ltd Pty Ltd (ACN 656 052 578)
- ▲ Top Class Construction NSW Pty Ltd (ACN 621 721 757)

As well as Receiver over Bond Global Capital Pty Ltd. This provided the provisional liquidators/liquidators/receivers' powers to obtain records and properly investigate the movement of funds through the various Palasty Group bank accounts. The application also requested a freeze order on the assets of various parties to prevent their dissipation.

A comprehensive list of related entities to which we are appointed, and circumstances of our appointments is provided in our revised DIRRI attached at "Annexure B". At the time of writing this report the total debt owed to the ATO by the Palasty Group is approximately \$235M.

7 CURRENT FINANCIAL POSITION

On 9 January 2025 we received a ROCAP for the Companies from Mr Palasty with limited information. Below is an update of our analysis from our Previous Reports and the current financial position of the Companies, based on available financial records, and our enquiries to date.

Eden Australasia Pty Ltd The Sapphire Australasia Pty Ltd (Both In Liquidation) Summary of Companies' Financial Position			
	ROCAP	Management Accounts (\$)	Liquidators' ERV (\$)
Assets			
Cash and Cash Equivalents	Nil	8,060	Nil
Trade Debtors	Nil	11,036	Nil
Prepayments	Nil	12,687	Nil
Stock on Hand	Nil	19,549	Nil
Property, Plant and Equipment	Nil	136,003,090	4,100,000
Related Party Loans	18,200,000	9,773,614	Nil
Clearing Accounts	Nil	84,872	Nil
Rental Bonds	Nil	5,800	Nil
Other Assets	Nil	219,454	TBC
Total Assets	18,200,000	146,138,162	4,100,000
Liabilities			
Secured Creditors	Nil	2,794,337	65,327,668
Priority Creditors	Nil	59,382	58,545
Unsecured Creditors and Trade Creditors	12,000,000	144,479,933	26,801,542
Total Liabilities	12,000,000	147,333,651	92,187,755
Estimated Net Asset / (Deficiency)	6,200,000	(1,195,490)	(88,087,755)

We have not sought to comment on matters which have been addressed in Previous Reports.

7.1 ASSETS

7.1.1 Cash and cash equivalents

The Companies maintained a cash float of \$3K for its day-to-day trading activities and petty cash. This amount was used by the administrators to pay suppliers for ongoing trade. At the time of the settlement of the sale of the Property and assets, the balance maintained in the cash float was \$800. The cash float was assumed by the purchaser of the business and a corresponding adjustment made in favour of the vendors at settlement.

In our previous report we had advised that \$4k is recorded as held in a 'Weel' account. Weel previously known as Divipay is a corporate credit card provider. We wrote to Weel who advised that the account was closed in September 2023 and as such no amount was recoverable.

7.7.2 Trade Debtors

The balance sheet discloses an amount of \$11K as owing by 'Razorback'. Based on the management accounts, it is unclear as to the reasons for this loan. The management accounts and other records, do not provide sufficient information including the supplier contact details or particulars of the loan contract. Accordingly, due to the lack of available information and cooperation from the Director and Mr Palasty, it is unlikely any recovery will be made.

7.7.3 Stock on Hand

The management accounts indicate an amount of approximately \$19K in respect of stock on hand. When the administrators assumed control, any stock on hand continued to be utilised by the business, with the administrators also purchasing additional stock during the trade on period when needed. At the time of the settlement of the sale, a stocktake was conducted which determined a value of \$31,649.40. This amount was adjusted for in our favour on the settlement of the sale.

7.7.4 Related Party Loans

As advised in our Previous Reports, the balance sheets disclosed a large number of related party loan accounts. We wrote to various parties requesting a return of funds advanced however no recoveries have been made to date. We provide the following update on the related party loans.

7.1.1.1 Top Class Construction

\$4.9M was recorded as owed from Top Class Construction. On 19 February 2025, Jonathon Keenan and Peter Krejci from our office were appointed as provisional liquidators to Top Class Construction pursuant to an order of the Federal Court of Australia. We do not anticipate this debtor claim to be recoverable.

7.1.1.2 Coast Motel

\$6K is owed by Coast Motel. A review of the relevant account ledger indicates that this debt arose from the Companies paying Coast Motel's expenses. On 19 February 2025, Jonathon Keenan and Peter Krejci of our office were appointed as provisional liquidators to the Jewel

which owned and operated the Coast Motel. We do not anticipate this debtor claim to be recoverable.

7.1.1.3 Myamba Parade & Whale Hotel

A total of \$15K is owed by Myamba Parade and \$220K is owed by 'Whale Hotel'. We understand that Myamba Parade is a development site located in Batemans Bay and owned by the Whale Hotel Pty Ltd. On 19 February 2025, Jonathon Keenan and Peter Krejci from our office were appointed as provisional liquidators to Whale Hotel Pty Ltd. On 5 March 2025, the first ranking secured creditor entered into possession of the property to facilitate a sale under its mortgage. We have been advised by lawyers for the secured that they do not anticipate the sale to generate sufficient funds to satisfy their outstanding loan and therefore we do not anticipate this debtor claim to be recoverable.

7.1.1.4 Virtical Group, Virtical Group Metro, Core Asset Development (largely comprised of loans to Core Asset Development)

The management accounts disclose amounts owing by Virtical Group and other related entities of \$2.8M including \$5K owing from Batemans which we understand to be a development owned by Virtical Pty Ltd (in Liquidation). It remains unclear as to which companies make up the Virtical Group in the management accounts. However, the Principals of BRI Ferrier have largely been appointed to the entities within the Palasty Group. Therefore, any recoveries would be dependent on the successful recoveries made by the liquidators.

7.1.1.5 Directors Personal Loan, Loans to associates & Solpoint Queries & Other Assets

The management accounts record loan accounts totalling \$492K made to the director (likely Mr Palasty or Mr Toma) and their associates.

The management accounts also record an asset of \$12K marked as 'Solpoint Queries'. This account appears to be a suspense account, used where the bookkeepers had insufficient details to correctly record transactions. We have also identified a further \$2.8M recorded as an asset account labelled as 'Suspense,' which records transactions for which the bookkeeper had been provided insufficient details to record transactions.

As advised earlier we have been appointed to various entities related to Companies (and referred to as the Palasty Group). Our investigations into the related party payments are ongoing and may form part of the liquidators claims against Mr Palasty, Mr Toma and other related parties. We have conducted public examinations and obtained freezing orders against various related individuals and entities to avoid the dissipation of assets.

7.2 LIABILITIES

7.1.2 Secured Creditors

The following security interest holders remain currently registered:

- ▲ PFD Food Services Pty Ltd
 - ▲ Oz Tank NSW Pty Limited
- Eden Australasia Pty Ltd & The Sapphire Australasia Pty Ltd (Both In Liquidation) |

- Rovera Construction Pty Ltd Superannuation Fund
- Rovera Investments Fund Pty Ltd
- Desicom Pty Ltd
- MA&A Investment Pty Ltd ATF De Simone Family Trust
- Bond Finance Pty Ltd

As a part of the sale of the Property and assets, we negotiated with various suppliers who held PMSIs over the Companies to release their securities to provide clear title to the incoming purchaser. PFD continued to supply during the voluntary administration period. All outstanding invoices from the trade on period have been paid. We have contacted PFD and are awaiting the discharge of the security interest. We understand a commercial settlement was reached with Oz Tank to release their security interest which is expected to occur shortly.

Rovera and Bond Finance have not been paid in full and as such have retained their security interests. At this stage, Rovera has not lodged a claim in the administration. Bond Finance has advised their claim against the Companies (which is cross collateralised with other entities) as at 3 March 2025 is \$21,445,853. This debt continues to accrue interest.

7.1.3 Priority Creditors

In our Previous Report we had provided a preliminary calculation of entitlements owed to staff as at our appointment. Once the Companies were placed into liquidation we were contacted by FEG to prepare and submit a verification spreadsheet outlining the entitlements owed to the staff.

We understand to date FEG has received 3 claims. Employees who are owed entitlements (except for superannuation claims) are requested to contact and submit their claims with FEG.

Should you wish to obtain further information, FEG may be contacted on 1300 135 040. Alternatively, you may visit their website at: <https://www.dewr.gov.au/fair-entitlements-guarantee>

7.1.4 Unsecured Creditors

To date we have received the following unsecured claims in the liquidation for the Companies.

Creditors	\$
Statutory Creditors	26,538,113
Trade Creditors	263,429
Total	26,801,542

The deputy commissioner of taxation is the largest creditor. Further details of their claim is discussed in Section 6.2 of this report.

8 INVESTIGATIONS

In our Second Report to creditors, we outlined our investigations in relation to the solvency of the Companies and had determined that the Companies may have been insolvent from at approximately

March 2022. Following the public examinations, we have refined our investigations and believe Eden to be insolvent from August 2021 (i.e. from Eden's incorporation).

As mentioned above, Peter Krejci, Andrew Cummins and Jonathon Keenan were appointed to various related entities referred to as the Palasty Group. We have conducted public examinations of various related parties including Mr Toma and Mr Palasty. Part of the purpose of these examinations was to obtain an understanding of the movement of funds between the various related entities. Following these examinations, we (with Mr Keenan and Mr Coyne) submitted a detailed report to the Court on the Provisional Liquidations and Receivership of BGC on 17 April 2025. Following this, a statement of claim has been filed against Mr Toma, Mr Palasty and Mr Panella on 24 July 2025.

8.1 BREACH OF DUTIES CLAIMS

The directors of a company as with all directors have statutory obligations regarding their conduct and duties to respective stakeholders including the creditors and members of a company.

When companies are nearing insolvency, the Australian Courts have found that in exercising their duties, a director must have regard to the interests of creditors of a company.

We have identified a number of actions that would be considered breaches of directors' duties. In particular, we believe that Mr Palasty and Mr Toma failed to act in good faith and in the best interests of the companies, failed to exercise their power and discharge their duties as a reasonable person in the same position and acted improperly for the benefit of their related entities, as a consequence of improperly causing or improperly allowing the claiming tax credits, which resulted in a benefit to them (or their related entities) and were a detriment to the Companies.

Further, we believe that Mr Palasty and or Mr Toma may have also breached their fiduciary duties by allowing the Company to trade whilst insolvent and their failure to maintain proper books and records.

8.2 TRADING WHILST INSOLVENT CLAIM

We have refined our investigations and believe that Eden was insolvent from 31 August 2021.

We have previously outlined that the Companies (in particular, Eden) had failed to maintain correct and adequate records to explain its financial position and performance. Further that any records that were maintained have not been made available to the liquidators. We believe that records that should have been maintained include:

- ▲ Financial statements, such as profit and loss statements, balance sheets, depreciation schedules and taxation returns;
- ▲ Reconciled Management Accounts;
- ▲ Cash records;
- ▲ Any relevant registers, including a register of members, options, debenture holders, assets or any other relevant items;
- ▲ Minutes of members or directors' meetings;
- ▲ Any resolutions passed by directors or members;
- ▲ Copies of Business Activity Statements or Instalment Activity Statements and working papers for same;

- ▲ Tax Invoices, receipts for transactions identified in Company bank statements; and
- ▲ All correspondence in relation to the Company.

The failure to maintain books and records in accordance with Section 286 of the Act allows a liquidator to presume the Companies were insolvent throughout the period the books and records were not maintained (Section 588E of the Act).

8.3 RECOVERY OF CLAIM

In evaluating the viability of any claims, a liquidator would need to carefully examine the financial circumstances of a director, or in this case, Mr Palasty and Mr Toma. Our comprehensive investigation into the Companies' affairs and its related entities indicate significant involvement by these individuals and their associates in the improper claiming of tax credits.

The evidence demonstrates that Mr Toma served as signatory to the bank accounts which received the improper tax refunds, while Mr Palasty, in addition to being a signatory, appears to have overseen the day-to-day operations of the Companies and authorised BAS lodgements, despite his denials of such involvement.

Mr Miller's (as the listed Director) involvement has also raised serious concerns. Given our inability to contact Mr Miller (despite significant attempts) and the timing of his appointment as Director to the Palasty Group coinciding with the appointment of external administrators, we have concluded that Mr Miller likely served as a nominee or straw director for Messrs Toma and Palasty.

Further compounding these governance issues, Mr Sam Cassaniti and Ms Tania Salameh were listed as the authorised contacts on the ATO business portal. Mr Cassaniti serving as the Companies' registered accountant and Ms Tania Salameh as tax agent.

Notably, Ms. Salameh informed the ATO that Mr Cassaniti maintained all documentation related to BAS lodgements, yet neither individual produced these records when requested by either the ATO or our office.

Mr Miller's established connections to Mr Cassaniti suggest that Mr Cassaniti may have facilitated Mr Miller's appointment to the wider group of entities. Additionally, we have identified credible grounds to assert that Ms Salameh may have facilitated breaches of directors' duties by Messrs Toma and Palasty through her actions and omissions. Specifically, her role as tax agent and failure to ensure proper documentation was maintained and provided to authorities appears to have enabled the improper conduct we have identified by reason that:

- ▲ she lodged a large number of the incorrect BAS returns;
- ▲ she gave evidence that she generated tax invoices for Top Class based on an excel spreadsheet Mr Palasty had given her. She did not produce (either to the ATO during the course of the audit or in response to the order for production issued to her) any document substantiating any of the costs included in the aforementioned 'spreadsheets' or invoices.

As part of the freezing orders, parties were required to submit affidavits detailing their asset position, however, the information provided in our opinion lack sufficiency. We have therefore, we have conducted searches to determine the financial positions of each of these individuals:

Property Searches:

- ▲ One commercial property owned in Mr Toma's name, that being the principal place of business for Top Class and AM NSW Pty Ltd prior to the latter's liquidation. The estimated value of that property is approximately \$600,000.
- ▲ One property owned by Mark Toma and Ialeen Yako as joint tenants, being 9 Stanbrook Street, Fairfield Heights 2165. The estimated value being approximately \$953,500 with a mortgage of \$287,500.
- ▲ One property owned by DGA Global (Mr Toma, director and shareholder), being the residence of Mr Toma and Ialeen Yako, 2-10 The Appian Way Mount Vernon NSW 2178. The estimated value being approximately \$4.538 million with a mortgage of \$3.12 million.
- ▲ One property owned by Capital Hill Assets Pty Ltd (Mr Toma is sole director and shareholder). We understand this property had been sold prior to obtaining the asset freezing orders, however completion of the sale had not yet occurred and the property appears to have been withdrawn from the market. The value of this property is estimated at \$3.3 million and is currently unencumbered.
- ▲ One property owned by Bur Street Pty Ltd, being 5 Carlowrie Crescent, East Hills NSW 2213. The estimated value being approximately \$2.1 million. The property is currently encumbered by three registered mortgages. Mrs Palasty has provided documentation that the first ranking secured creditor, Rovera had exercised its rights and entered into possession with a view to selling the property to pay down the loan it had extended. As such, we estimate this property to have no equity.
- ▲ One property owned by Ms Salameh, being 28 Foss Street, Blacktown NSW 2148. The estimated value being approximately \$1 million. A mortgage is currently registered over the property, for which we do not hold any details and as such, the level of equity available is unknown.
- ▲ One property owned by Ms Salameh and Mr George Odeh in joint tenancy, at 13 Nile Place, St Claire NSW 2759. The estimated value being approximately \$1 million. A mortgage is currently registered over the property, for which we do not hold any details and as such, the level of equity available is unknown.

Bankruptcy Searches:

The Director, Mr Palasty, Mr Toma, and Ms Salameh are not registered bankrupts as at the date of this report.

From the information obtained to date, prima facie, the Director and Mr Palasty do not have sufficient assets to discharge any claim should one be brought against them. However, the former director, Mr Toma, subject to confirmation of the equity position of his properties and related entities, potentially does.

Additional we make some further key observations regarding the likelihood of success of a claim against any party, as follows:

- ▲ The actual loss that may be suffered by creditors across Palasty group is subject to the sale price obtained for any assets owned across the entities within the Palasty Group. (i.e. a secured creditors loss will only be determined once all assets have been realised). This will, in turn, determine the quantum of creditor's losses and the value of any insolvent trading claim.
- ▲ Given the unpredictable nature of litigation, and in particular, the defences that may be brought, it is difficult to accurately estimate the costs that may be incurred and/or the recoveries that may be made.
- ▲ Please note that the insolvent trading claims are to some extent speculative and a pooling order may be required and are subject to the risks of litigation and the pursuit of enforcement of any successful judgment.

9 VOIDABLE TRANSACTIONS

Voidable transactions include transactions such as unfair preferences, uncommercial transactions, unfair loans, unreasonable director related transactions and circulating security interests created within six months before the relation-back day, which is the date of the appointment of the voluntary administrator.

These transactions usually relate to the period six (6) months prior to the date of our appointment; however, in certain circumstances, this period can be extended to four (4) years in relation to transactions with related entities and up to ten (10) years if the transactions were entered into with related parties with the intention to defraud.

ARITA has issued a creditor information sheet "Offences, Recoverable Transactions and Insolvent Trading" providing further information about voidable transactions. This information sheet is attached as "Annexure E".

9.1 UNFAIR PREFERENCES

An unfair preference results when a company and a creditor are parties to a transaction(s) and a creditor receives more than it would receive if the transaction(s) are set aside, and that creditor proved for the debt in the winding up. If it is ultimately determined that certain payments are potentially recoverable as unfair preferences, it would be necessary to establish:

- ▲ that the company was insolvent at the time the payments were made; and
- ▲ that the recipient had reasonable grounds to suspect that the company was insolvent at that time or would become insolvent as a result of the payment.

The clawback provisions available to the Liquidator relate only to payments to unrelated parties made within six (6) months from the date of appointment, if the company is insolvent at that time. Furthermore, pursuant to S588FE(2D)(4) of the Act, clawback provisions available to the Liquidator extend to four (4) years from the relation back day for transactions to related-party creditors.

We have not identified any potential claims for unfair preferences.

9.2 UNCOMMERCIAL TRANSACTIONS

A transaction is considered uncommercial if it is made at a time when a company is insolvent, and it may be expected that a reasonable person in a company's circumstances would not have entered into the transaction having regard to:

- ▲ The benefits or detriment to a company of entering into the transaction; and
- ▲ The prospective benefits to other parties to the transaction.

We have not identified any transactions that may be uncommercial in nature.

9.3 UNREASONABLE DIRECTOR RELATED TRANSACTIONS (S588FDA)

A transaction is an unreasonable director-related transaction of a company if:

- ▲ The transaction is a payment, a conveyance, transfer or disposition of property, the issue of securities, or incurring of an obligation to make a payment, disposition or issue by a company.
- ▲ The transaction is to a director or a close associate of a director or for their benefit.
- ▲ A reasonable person in the company's circumstances would not have entered into the transaction having regard to the benefit or detriment to a company or other parties involved in the transaction.
- ▲ The transaction was entered into during the four (4) years leading to our appointment.

The Second Report detailed the list of parties who we believe received payments that may constitute unreasonable director related transactions. Section 8.1 details the financial positions of the Mr Palasty, Mr Toma and related parties.

9.4 UNFAIR LOANS (S588FD)

A loan is unfair if it is made to a company at extortionate interest rates or the charges in relation to the loan are extortionate. In considering whether interest and charges are extortionate, regard must be had to the following:

- ▲ Risk the lender is exposed to;
- ▲ Value of the security;
- ▲ Term;
- ▲ Repayment schedule; and
- ▲ Amount of loan.

We have not identified any such transactions to date.

9.5 TRANSACTIONS FOR THE PURPOSE OF DEFEATING CREDITORS (S588FE)

Transactions involving the removal or concealment of assets of a company for the purpose of preventing a liquidator from realising their value are voidable transactions and are recoverable by a liquidator. These actions may constitute fraud by the director or any other person.

We have not identified any such transaction to date.

9.6 SUMMARY OF CLAIMS AVAILABLE

In summary, we consider there are various potential contraventions of the Act to consider including:

Section	Potential Offence Identified	Summary of Offence
180	Failure to exercise reasonable care and diligence in discharge of Director's duties	Trading whilst insolvent / Caused Eden to claim GST credits when they not entitled to do so.
181	Improper use of position	Trading whilst insolvent / Caused Eden to claim GST credits when not entitled to do so.
182	Use of Position	Caused Eden to claim GST credits when not entitled to do so.
286	Failure to maintain adequate financial records	Records were not up to date and failed to correctly record and explain its transactions for financial statements to be prepared
588G	Director's duty to prevent insolvent trading	Trading whilst insolvent
588FDA	Unreasonable director related transactions	Large payments made to related parties to the detriment of the Companies

10 REPORT TO ASIC

We are required to complete an investigation into the Companies' affairs and, if offences are identified, or in the event that a dividend of less than 50 cents in the dollar is paid to unsecured creditors, we are required to lodge a report with ASIC pursuant to Section 533 of the Act.

We will shortly be lodging our Report with ASIC.

11 RECEIPTS AND PAYMENTS

Please refer to **"Annexure C"** for the summary of receipts and payments up to 11 June 2025 for the Companies.

12 ESTIMATED RETURN TO CREDITORS

The likelihood of a dividend being paid to creditors will be affected by a number of factors including:

- ▲ the size and complexity of the administration.
- ▲ the amount of voidable transactions recovered and the costs of these recoveries;
- ▲ the statutory priority of certain claims and costs;
- ▲ the value of various classes of claims including secured, priority and unsecured creditor claims; and
- ▲ the volume of enquiries by creditors and other stakeholders.

The level of recoveries made to date are insufficient to pay a dividend to unsecured creditors. A return to creditors is therefore contingent on pursuing and recovering the claims identified against Mr Palasty, Mr Toma and/or related parties. At this stage, we are uncertain as to the quantum or timing of any return to creditors, if any, should these recovery actions be successful.

In the interim we encourage any creditors who have not already done so, to lodge a proof of debt together with relevant supporting documentation. A copy of a POD Form is attached as **Annexure "A"**.

13 MATTERS OUTSTANDING

The outstanding matters in the administration are:

- ▲ Lodgement of our confidential report pursuant to Section 533(1) of the Act;
- ▲ Continue with the litigation commenced against Mr Palasty and Mr Toma (including possible further investigations);
- ▲ Consider and if thought fit, apply to the Court to obtain a creditors' pooling order;
- ▲ Statutory lodgements and general administrative matters; and
- ▲ Conduct finalisation procedures (including the deregistration of the Companies).

Subject to the timing of the finalisation of the above matters and any unforeseen circumstances, we currently estimate that the administrations will be finalised within 1-2 years.

14 LIQUIDATORS REMUNERATION

In respect of Eden, creditors resolved to approve the Voluntary Administrators' remuneration for the period 24 September 2024 to 16 January 2025 to an amount of \$458,148 (plus GST). The deed administrators' remuneration for the period from 16 January 2025 to 15 February 2025 was approved by creditors to an amount of \$139,881 (plus GST). Creditors have also approved the Liquidators' remuneration from 12 March 2025 to the conclusion of the liquidation in the amount of \$80,000 (plus GST).

In respect of Sapphire, creditors resolved to approve the Voluntary Administrator's remuneration for the period from 24 September 2024 to 16 January 2025 to an amount of \$41,635 (plus GST). The deed administrators' remuneration for the period from 16 January 2025 to 12 March 2025 was approved to \$37,838 (plus GST). The Liquidators' remuneration from 12 March 2025 to the conclusion of the liquidation has been approved to \$40,000 (plus GST).

The remuneration drawn to date is detailed in our receipts and payments. At this stage, we do not intend to seek any further fee approval from creditors.

15 CONCLUSION

It would be appreciated if you would consider the matters detailed in this report and please write to this office setting out full particulars if you are:

- ▲ Aware of any errors in the information contained within this report including the non-disclosure of any divisible assets; and
- ▲ Have any information that you consider is relevant for creditors' decision making or relevant information that may help assist the liquidator's investigations into the affairs of the Company.

Creditors should, however, maintain their records in relation to the affairs of the Companies and advise this office of any change of address.

Additional general information regarding liquidations which may be of assistance, is available from the following websites:

- ▲ ARITA at www.arita.com.au/creditors ; and
- ▲ ASIC at www.asic.gov.au (search for “insolvency information sheets”), also attached as “Annexure D” to this report.

Should you require assistance in completing the relevant forms or have any queries, please contact the Administration Contact shown at page 1 of this report.

Any further reports will be issued as considered appropriate.

Yours faithfully,

EDEN AUSTRALASIA PTY LTD & THE SAPPHIRE AUSTRALASIA PTY LTD (IN LIQUIDATION)



ANDREW CUMMINS

JOINT AND SEVERAL LIQUIDATOR

Type text here



Eden Australasia Pty Ltd
ACN 653 282 609

The Sapphire Australasia Pty Ltd
ACN 655 675 442

(Both In Liquidation)

Annexure "A"
Form 535 Formal Proof of Debt or
Claim

FORMAL PROOF OF DEBT OR CLAIM (GENERAL FORM)

To the Joint and Several Liquidators of: (please tick one)

☐

Eden Australasia Pty Ltd (In Liquidation) ACN 653 282 609
The Sapphire Australasia Pty Ltd (In Liquidation) ACN 655 675 442

1. This is to state that the company was, on 24 September 2024⁽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:

Date	Consideration ⁽³⁾ state how the debt arose	Amount \$	GST included \$	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 105A of the Corporations Act 2001 to the following email address:</p> <p>Contact Name:</p> <p>Email Address:</p>
--------------------------	--

DATED this day of 2025

Signature of Signatory

NAME IN BLOCK LETTERS

Occupation

Address

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.



Eden Australasia Pty Ltd
ACN 653 282 609

The Sapphire Australasia Pty Ltd
ACN 655 675 442

(Both In Liquidation)

Annexure "B"
Declaration of Independence,
Relevant Relationships and
Indemnities (Updated)

Declaration of Independence, Relevant Relationships and Indemnities

**EDEN AUSTRALASIA PTY LTD
(IN LIQUIDATION)
ACN 653 282 609**

**THE SAPPHIRE AUSTRALASIA PTY LTD
(IN LIQUIDATION)
ACN 655 675 442**

("THE COMPANIES")

Revised 12 June 2025

**Peter Krejci
Andrew Cummins
Joint and Several Liquidators**

Novabrif Pty Ltd t/as BRI Ferrier
ABN 61 643 013 610
Level 26, 25 Bligh Street, Sydney NSW 2000
Phone (02) 8263 2333
Email: info@brifnsw.com.au
Website: www.briferrier.com.au



This is a replacement declaration of independence, relevant relationships and indemnities ("DIRRI") dated 25 February 2025.

The purpose of this document is to assist creditors with understanding any relevant relationships that we, the Joint and Several Liquidators, have with parties who are closely connected to Eden Australasia Pty Ltd (In Liquidation) ACN 653 282 609 ("Eden") and The Sapphire Australasia Pty Ltd (In Liquidation) ACN 655 675 442 ("Sapphire") (collectively "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 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, Peter Krejci and Andrew Cummins, of BRI Ferrier have assessed our independence prior to accepting the appointment as 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 this appointment.

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 THIS APPOINTMENT

This appointment was referred to us by ERA Legal. ERA Legal are the legal representatives of the Companies' secured creditor, Bond Finance Pty Ltd ("Bond Finance"). Our firm has been referred other matters from ERA Legal, however these matters were referred to us on an irregular basis. Further, we have not received or paid any benefit to ERA Legal with respect to these referrals. 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 ERA Legal regarding the conduct of the Administrators and we are free to act independently and in accordance with the law and applicable professional standards.

We believe the appointment to the Companies and its related entities will not result in a conflict of interest or duty because:

- the Companies, together with the Palasty Group listed in “Annexure B1”, the Richmond Group listed in “Annexure B2”, appears to be part of the broader group, which appears to have been engaged in a scheme to defraud the Australian Taxation Office;
- that in the event of any conflict arising, such as adjudicating on proofs of debt, we would seek the appointment of a special purpose liquidator to adjudicate on proofs of debts otherwise approach the court;
- further, having regard to the Companies being part of a broader group and the extensive investigations undertaken by Mr Krejci, Mr Cummins and Mr Coyne in respect of the Palasty Group (including conducting public examinations in April 2025), our appointment would, in our view, result in savings in time, work and costs for the benefit of external creditors of the group.

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

☒ Yes ☐ No

We have engaged in various discussions during our appointment as Investigating Accountants and prior to our appointment as Voluntary Administrators of the Companies, as detailed below:

- On 27 August 2024, Mr Krejci received a telephone call from Daren Anderson of ERA Legal to provide some background to a potential appointment as investigative accountants and to arrange a meeting with the secured creditor, Bond Finance, to discuss the affairs of the Companies and some of their related entities.
- On 28 August 2024, Mr Krejci and Mr Coyne provided their consent to act as Investigating Accountants. The appointment included the Companies as well as a number of related entities who have granted Bond Finance security over their assets. Mr Krejci, Mr Coyne, Mr Cummins and Mr Keenan of BRI Ferrier have now been appointed as external administrators to these related entities. The scope of the appointment was limited in nature and included a review of the financial position of the Companies and related entities, investigating the sale of the businesses and real properties of these entities as well as the recoverability of some large GST Refunds.
- On 29 August 2024, Mr Krejci contacted Mr John Palasty by telephone, the Director at the time of both the Companies, requesting he provide information and records required to commence investigations. Their phone call was confirmed via email, which outlined Mr Krejci’s requests for information and records. Later that day, Mr Krejci received a letter from McEvoy Legal, representing Mr Palasty, providing some of the information requested.
- On 29 August 2024, Mr Aman Raj Singh Bajwa of McEvoy Legal, representing Mr Palasty, sent further emails to our office providing some additional information regarding the GST position of the Companies.
- On 30 August 2024, Mr Palasty, attended a meeting at our offices to discuss various aspects of our investigating accountants’ engagement, including a potential sale of the Republic Hotel and the Aldephi Hotel. The meeting was attended by a representative from Bond Finance, Mr Darren

Anderson and Ms Kylie Lundy from ERA legal, Mr John Palasty and his legal advisers Mr Bajwa and Mr Kekatos.

- On 30 August 2024, Mr Krejci's staff issued a further email to Mr Bajwa, reiterating the information required to undertake our investigations as investigating accountants.
- On 3 September 2024, Mr Krejci's staff sent a further follow-up email to Mr Bajwa reiterating the required information.
- On 24 September 2024, ERA Legal sought a Consent to Act as Voluntary Administrators of the Companies from Mr Krejci and Mr Cummins.
- On 24 September 2024, Mr Krejci and Andrew Cummins provided a Consent to Act as Joint and Several Administrators of the Companies. Mr Krejci and Mr Cummins' appointment as Voluntary Administrators was made by Bond Finance pursuant to Section 436C of the Corporations Act.

Neither 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:

- We have not provided any advice to the Companies or its directors prior to our appointment.

We have provided no other information or advice to the Companies, its directors 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 Company?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
The Directors?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Any associates of the Company?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <p>The Companies are members of a larger group of entities (referred to as the 'Palasty Group') where Mr Andrew Miller, Mr John Palasty and Mr Mark Toma were director/former director. Mr Krejci and Mr Cummins and other members of our Firm, including Mr Coyne (Melbourne office) and Mr Jonathon Keenan (Sydney Office) have been appointed as external administrators.</p> <p>Please refer to "Annexure B1" for further details pertaining to the appointments to companies within the Palasty Group.</p> <p>Additionally, Mr Miller is also listed as a director/former director to a number of entities, which collectively have been referred to as the</p>

	<p>‘Richmond Group.’ The companies and trusts to which Mr Krejci and Mr Keenan have been appointed are detailed in “Annexure B2”. We note that within the ‘Richmond Group,’ Mr Miller is listed as a director or a former director of numerous companies.</p> <p>Across the entities within the Palasty and Richmond Groups, there is also commonality between the registered offices of these entities.</p>
A former insolvency practitioner appointed to the Company?	<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 Company’ property?	<p><input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>Bond Finance hold registered security interests and registered mortgages over the property owned by Eden and other entities within the Palasty Group.</p> <p>On 28 August 2024, Mr Krejci and Mr Coyne were engaged as Investigating Accountants to the Companies and other entities in the Palasty group by the secured creditor, Bond Finance.</p> <p>Subsequently, Bond Finance resolved to appoint Mr Krejci and Mr Cummins as Voluntary Administrators over a number of entities, where Bond Finance hold security over the whole or substantially the whole of that entity’s property. These appointments are particularised in the attached Annexure “B1”.</p> <p>We believe that this relationship does not result in a conflict of interest or duty for the following reasons:</p> <ul style="list-style-type: none"> ➤ Our investigations as investigating accountants was only in its preliminary stages and no final report was ultimately provided to Bond Finance. We have not been paid for the work completed and BRI Ferrier have written off any amount owed in respect of the work completed prior to the voluntary administration. ➤ The limited work undertaken would not be subject to review or challenge during the course of the external administration. The work undertaken provided background to the appointment and overall understanding of the operations of the various entities in the Palasty Group. <p>As such, the work undertaken by us for the secured creditor will not influence our ability to be able to fully comply with the statutory and fiduciary obligations associated with the voluntary administration of the Companies in an objective and impartial manner.</p>

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 is a creditor of Eden.

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.

ERA Legal

ERA Legal are a firm of solicitors who we have dealt with from time to time. We have been referred other matters from ERA Legal prior to these appointments, however these matters were referred to us are on an irregular basis. Further, we have not received or paid any benefit to ERA Legal with respect to these referrals. Therefore, we are of the view that the referral source will not give rise to a conflict of interest.

Common Directors/Formers Directors

There is commonality across the entities across the Palasty Group and Richmond Group pertaining to the directorships of Mr Palasty, Mr Teddy Panella, Mr Mark Toma and Mr Andrew Miller.

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' properties that should be disclosed.

D. INDEMNITIES AND UP-FRONT PAYMENTS

We have been provided with the following indemnities:

Name	Relationship with the Companies	Nature of indemnity or payment
Bond Finance	The Companies' secured creditor.	<p>On 24 September 2024, we, as Administrators of the Companies, entered into a Deed of Indemnity with Bond Finance.</p> <p>The Deed of Indemnity provides for funding capped to an amount of \$200,000 to cover all liabilities properly incurred by the Administrators in the conduct of the Administration of the Companies, including but not limited to, the trading costs, Administrators' remuneration, expenses, legal fees and disbursements. The indemnity may be called upon at the conclusion of the Administration period if the trading of the business is insufficient to meet such expenses/liabilities. This indemnity is unconditional and will not affect our ability to conduct the external administrations. We have received the full value of the funds under the indemnity in tranches, as follows:</p> <ul style="list-style-type: none"> ➤ \$50,000 on 26 September 2024. ➤ \$56,453.00 on 22 November 2024. ➤ \$93,547.00 on 19 December 2024.
ATO	The Companies' creditor.	The ATO have agreed to funding and indemnifying the Liquidators of the Companies and the appointments which is subject to suppression Orders by the Court.

Additionally, we have also received the following indemnities pertaining to entities within the Palasty and Richmond Group:


Name	Relationship with the Companies	Nature of indemnity or payment
Bond Finance Indemnity in favour of	The Companies' secured creditor.	On 24 September 2024, we, as Administrators of the Companies, entered into a Deed of Indemnity with Bond Finance.

<p>Risby Cove Management Pty Ltd ("RCM") and Risby Cove TAS Pty Ltd ("RCT").</p>		<p>The Deed of Indemnity provides for funding capped to an amount of \$200,000 to cover all liabilities properly incurred by the Administrators in the conduct of the Administration of the Companies, including but not limited to, the trading costs, Administrators' remuneration, expenses, legal fees and disbursements. The indemnity may be called upon at the conclusion of the Administration period if the trading of the business is insufficient to meet such expenses/liabilities.</p> <p>This indemnity is unconditional and will not affect our ability to conduct the external administrations.</p> <p>On 25 September 2024, we received an amount of \$100,000 under the Indemnity in order to facilitate ongoing trading of RCT and RCM.</p> <p>RCT received an amount of \$75,000 on 14 March 2025, to cover liabilities incurred in respect of the Administration of RCT.</p> <p>However, RCM repaid \$75,000 of the funding above to Bond Finance.</p> <p>Therefore, a total amount of \$100,000 has been received under this indemnity.</p>
<p>Bond Finance Indemnity in favour of ACN 668 487 045 Pty Ltd (formerly known as Republic Hotel Sydney Pty Ltd) ("RHS") & ACN 668 487 072 Pty Ltd (formerly known as Republic Hotel Management Pty Ltd) ("RHM")</p>	<p>The Companies' secured creditor.</p>	<p>On 20 September 2024, we, as Administrators of RHS and RHM, entered into a Deed of Indemnity with Bond Finance.</p> <p>The Deed of Indemnity provides for funding capped to an amount of \$100,000 to cover all liabilities properly incurred by the Administrators in the conduct of the Administration of RHS and RHM, including but not limited to, the trading costs, Administrators' remuneration, expenses, legal fees and disbursements. The indemnity may be called upon at the conclusion of the Administration period if the trading of the business is insufficient to meet such expenses/liabilities.</p> <p>This indemnity is unconditional and will not affect our ability to conduct the external administrations.</p> <p>On 2 October 2024, we received an amount of \$153,712 under the Indemnity.</p>
<p>ATO Indemnity in favour of Sydney Exotic Aquariums Casula Pty Ltd, Richmond Lifts</p>	<p>The Companies' creditor</p>	<p>The ATO have agreed to fund and indemnify Mr Krejci as Liquidator of these associated entities for the specific purpose of conducting Public Examinations of key individuals associated with these entities. To date, Mr Krejci has received \$168,379.87 under the agreement.</p>


Pty Ltd & United Lifts Technologies Pty Ltd		
ATO	The Companies' creditor.	<p>Additionally, the ATO have agreed to fund the Liquidators of the Companies as well as Mr Coyne and Mr Keenan as Liquidators of various entities within the Palasty and Richmond Groups in respect of legal proceedings.</p> <p>The ATO have also agreed to indemnify the Liquidators in respect of an adverse costs/undertaking as to damages in respect to the Proceeding.</p> <p>The Funding and Indemnity Agreement is currently subject to suppression Orders by the Court.</p>

We have not received any indemnities that we may be entitled to under law. We have not received any other indemnities or upfront payments other than those disclosed above.

Dated: 12 June 2025



 Peter Krejci
 Joint and Several Liquidator



 Andrew Cummins
 Joint and Several Liquidator

NOTE:

- 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.*
- 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.*

Palasty Group								
Company Name	ACN	Current external administration status	VA appointment Date	DOCA appointment	Liq/Prov/Receiver Appointment Date	Director/Former Director Name	Period of Director Appointment	Method of Appointment
A.C.N 668 487 045 Pty Ltd formerly known as Republic Hotel Sydney Pty Limited	668 487 045	Creditors Voluntary Liquidation	20/09/2024	NA	24/10/2024	Andrew Bruce Miller John Palasty Mark Toma	05/09/2024 - current 20/09/2023 - 05/09/2024 03/06/2023 - 28/11/2023	Resolution passed by secured creditor, Bond Finance, pursuant to Section 436C
A.C.N 668 487 072 Pty Ltd formerly known as Republic Hotel Management Pty Limited	668 487 072	Creditors Voluntary Liquidation	20/09/2024	NA	24/10/2024	Andrew Bruce Miller John Palasty Mark Toma	05/09/2024 - current 28/11/2023 - 05/09/2024 03/08/2023 - 28/11/2023	Resolution passed by secured creditor, Bond Finance, pursuant to Section 436C
AM NSW Pty Limited	163 065 478	Creditors Voluntary Liquidation	NA	NA	29/01/2024	Joseph Anthony Tarzia Mark Toma Aiman Lofty Yousif	14/11/2019 - current 28/03/2013 - 14/11/2019 28/03/2013 - 11/05/2017	At a creditors meeting held on 25 October 2024, creditors resolved to replace Daniel Frisken of O'Brien Palmer.
Bond Global Capital Pty Ltd	652 537 598	Court appointed receivership	NA	NA	19/02/2025	Mark Toma	04/08/2021 - current	Order of Federal Court of Australia made on 19 February 2025
Cedar Grove TAS Pty Ltd	671 936 628	Creditors Voluntary Liquidation	27/11/2024	NA	6/01/2025	Andrew Bruce Miller John Palasti Mark Toma	05/09/2024 - current 07/10/2023 - 05/09/2024 05/10/2023 - 28/11/2023	Resolution passed by secured creditor, Bond Finance, pursuant to Section 436C
Core Asset Development Pty Ltd	643 711 200	Provisional Liquidation	NA	NA	19/02/2025	Andrew Bruce Miller Joseph Anthony Tarzia Moussa Hassan AbdulKareem Al Abdulla Mark Toma	15/09/2024 - current 11/03/2024 - 23/10 2024 05/10/2023 - 11/03/2024 11/05/2023 - 05/10/2023 22/08/2020 - 11/05/2023	Order of Federal Court of Australia made on 19 February 2025
Core Asset Investments Pty Ltd	644 206 324	Creditors Voluntary Liquidation	27/11/2024	NA	6/01/2025	Andrew Bruce Miller John Palasti Mark Toma	05/09/2024 - current 28/11/2023 - 05/09/2024 09/09/2020 - 28/11/2023	Resolution passed by secured creditor, Bond Finance, pursuant to Section 436C
Eden Australasia Pty Ltd	653 282 609	Creditors Voluntary Liquidation	24/09/2024	16/01/2025	12/03/2025	Andrew Bruce Miller John Palasti Mark Toma	05/09/2024 - current 28/11/2023 - 05/09/2024 31/08/2021 - 28/11/2023	Resolution passed by secured creditor, Bond Finance, pursuant to Section 436C
Nerang QLD Pty Ltd	667 994 569	Creditors Voluntary Liquidation	27/11/2024	NA	6/01/2025	Andrew Bruce Miller John Palasti Mark Toma	05/09/2024 - current 20/09/2023 - 05/09/2024 15/05/2023 - 28/11/2023	Resolution passed by secured creditor, Bond Finance, pursuant to Section 436C
Newcastle Denison Management Pty Ltd	667 810 031	Provisional Liquidation	NA	NA	19/02/2025	Andrew Bruce Miller John Palasti Mark Toma	05/09/2024 - current 28/11/2023 - 05/09/2024 08/05/2023 - 28/11/2023	Order of Federal Court of Australia made on 19 February 2025
Newcastle Denison Pty Ltd	667 809 743	Creditors Voluntary Liquidation	27/11/2024	NA	6/01/2025	Andrew Bruce Miller John Palasti Mark Toma John Palasty	05/09/2024 - current 28/11/2023 - 05/09/2024 08/05/2023 - 28/11/2023 20/09/2023 - 28/11/2023	Resolution passed by secured creditor, Bond Finance, pursuant to Section 436C
Risby Cove Management Pty Ltd	667 994 461	Creditors Voluntary Liquidation	23/09/2024	NA	18/12/2024	Andrew Bruce Miller John Palasti Rory Gallagher Mark Toma	05/09/2021 - current 28/11/2023 - 05/09/2024 27/09/2023 - 16/05/2024 15/05/2023 - 28/11/2023	Resolution passed by secured creditor, Bond Finance, pursuant to Section 436C
Risby Cove TAS Pty Ltd	667 994 194	Creditors Voluntary Liquidation	23/09/2024	NA	18/12/2024	Andrew Bruce Miller John Palasty Rory Gallagher Mark Toma	05/09/2024 - current 20/09/2023 - 05/09/2024 28/11/2023 - 16/05/2024 15/05/2023 - 28/11/2023	Resolution passed by secured creditor, Bond Finance, pursuant to Section 436C
The Courthouse Management Pty Ltd	670 835 300	Creditors Voluntary Liquidation	27/11/2024	NA	6/01/2025	Andrew Bruce Miller John Palasti Rory Gallagher John Palasty Mark Toma	05/09/2024 - current 28/11/2023 - 05/09/2024 01/04/2024 - 16/05/2024 28/11/2023 - 10/01/2024 28/08/2023 - 28/11/2023	Resolution passed by secured creditor, Bond Finance, pursuant to Section 436C
The Jewel of Eden Motel Pty Ltd	656 783 774	Provisional Liquidation	NA	NA	19/02/2025	Andrew Bruce Miller John Palasti Mark Toma	05/09/2024 - current 28/11/2023 - 05/09/2024 24/01/2022 - 10/01/2024	Order of Federal Court of Australia made on 19 February 2025

The Sapphire Australasia Pty Ltd	655 675 442	Creditors Voluntary Liquidation	24/09/2024	16/01/2025	12/03/2025	Andrew Bruce Miller John Palasti John Palasty Mark Toma	05/09/2024 - current 28/11/2023 - 05/09/2024 28/11/2023 - 10/01/2024 29/11/2021- 28/11/2023	Resolution passed by secured creditor, Bond Finance, pursuant to Section 436C
The Whale Hotel Pty Ltd	656 052 578	Provisional Liquidation	NA	NA	19/02/2025	Andrew Bruce Miller John Palasti John Palasty Mark Toma	05/09/2024 - current 28/11/2023 - 05/09/2024 28/11/2023 - 10/01/2024 14/12/2021 - 28/11/2023	Order of Federal Court of Australia made on 19 February 2025
Top Class Construction NSW Pty Ltd	621 721 757	Provisional Liquidation	NA	NA	19/02/2025	Andrew Bruce Miller Teddy John Panella Miroslav Starcevic Mark Toma	02/09/2024 - current 11/07/2021 - 02/09/2024 10/07/2021 - 27/10/2023 15/09/2017 - 12/10/2023	Order of Federal Court of Australia made on 19 February 2025
Vertical Metro Pty Ltd	675 437 144	Creditors Voluntary Liquidation	27/11/2024	NA	24/01/2025	Andrew Bruce Miller John Palasti	05/09/2024 - current 01/03/2024 - 05/09 2024	Resolution passed by secured creditor, Bond Finance, pursuant to Section 436C
Vertical Pty Ltd	668 065 441	Creditors Voluntary Liquidation	NA	NA	18/10/2024	Andrew Bruce Miller John Palasti John Palasty Mark Toma	05/09/2024 - current 28/11/2023 - 10/01/2024 28/11/2023 - 10/01/2024 17/05/2023 - 28/11/2023	Order of Federal Court of Australia made on 11 March 2025 replacing Mr Nicarson Natkunarajah of Roger and Carson

Richmond Group								
Company/Trust	ACN	Current External Adminstration status	Voluntary Administration Appointment Date	Date of Liquidation/ Provisional Liquidation/Receiver Appointment	Director/Former Director Name	Period of Director Appointment	Appointee/s	Method of Appointment
Armstrong Scalisi Holdings Pty Ltd, T/as CAP Accounting	114 980 586	Provisional Liquidation	NA	19/02/2025	Teddy Panella Mark Wehbe Steven Vickars Michael Graham Lowe David Cassaniti	20/03/2020 - current 25/07/2018 - 20/03/2020 05/02/2017 - 25/07/2018 01/03/2016 - 05/02/2018 27/06/2005 - 01/03/2016	Peter Krejci and Jonathon Keenan	Order of Federal Court of Australia made on 19 February 2025
ASH Discretionary Trust ABN 42 030 276 274	NA	Receivers and Managers Appointed	NA	11/03/2025	-	-	Peter Krejci and Jonathon Keenan	Order of Federal Court of Australia made on 11 March 2025
Capital Financial Advisory Pty Ltd (formerly known as Accolade Advisory Pty Ltd)	604 214 100	Court Appointed receivership	NA	19/02/2025	Carmelo Duardo	13/02/2015 - current	Peter Krejci and Jonathon Keenan	Order of Federal Court of Australia made on 11 March 2025
Eastrock Civilworks Pty Ltd	623 318 178	Creditors Voluntary Liquidation	NA	31/08/2023	Joseph Anthony Tarzia Teddy John Panella Daniel Mark Osmond Teddy Panella Andrew Bruce Miller Joseph Anthony Tarzia Angelo Russo	15/11/2022 - current 14/11/2022 - 13/06/2023 10/10/2022 - 14/11/2022 06/03/2021 - 10/10/2022 15/02/2021 - 01/04/2021 01/04/2021 - 01/04/2021 08/12/2017 - 15/02/2021	Peter Krejci and Jonathon Keenan	Order of Federal Court of Australia made on 11 March 2025 replacing Mr Nicarson Natkunarajah of Roger and Carson
Financial Advisory Australia Pty Ltd	669 266 228	Creditors Voluntary Liquidation	9/12/2024	21/02/2025	Teddy John Panella	29/06/2023 - current	Peter Krejci on 19 December 2024. Jonathon Keenan was added as a further joint and several liquidator by court order on 11 March 2025	At the first meeting of creditors held on 19 December 2024, creditors resolved to replace Kathleen Vouris and Richard Albarran of Hall Chadwick.
Fraser Holdings NSW Pty Ltd ATF Fraser Accounting Trust (ABN 84 323 097 662)	640 331 791	Creditors Voluntary Liquidation	NA	20/12/2023	Teddy John Panella Daniel Mark Osmond Andrew Bruce Miller Andew Wells	14/11/2022 - current 10/10/2022 - 14/11/2022 01/05/2021 - 10/10/2022 16/04/2020 - 01/05/2021	Peter Krejci and Jonathon Keenan	Order of Federal Court of Australia made on 11 March 2025 replacing Kathleen Vouris and Richard Albarran of Hall Chadwick
Marginata Securities Pty Ltd	610 129 630	Provisional Liquidation	NA	19/02/2025	Thi Linh Trinh Sam Peter Cassaniti Stefan Adam Morvillo	01/07/2019 - current 08/07/2024 - 09/07/2024 11/01/2016 - 01/07/2019	Peter Krejci and Jonathon Keenan	Order of Federal Court of Australia made on 19 February 2025
Marginata Securities Trust ABN 86 760 448 283	NA	Receivers and Managers Appointed	NA	11/03/2025	-	-	Peter Krejci and Jonathon Keenan	Order of Federal Court of Australia made on 11 March 2025
Platinum Logistics Aust Pty Ltd	659 500 393	Creditors Voluntary Liquidation	NA	12/08/2024	Teddy John Panella Daniel Mark Osmond Andrew Bruce Miller	09/01/2023 - current 10/10/2022 - 09/01/2023 18/05/2022 - 10/10/2022	Peter Krejci and Jonathon Keenan	Order of Federal Court of Australia made on 11 March 2025 replacing Mr Nicarson Natkunarajah of Roger and Carson
Reliance Discretionary Trust ABN 17 053 061 964	NA	Receivers and Managers Appointed	NA	11/03/2025	-	-	Peter Krejci and Jonathon Keenan	Order of Federal Court of Australia made on 11 March 2025
Reliance Financial Services Pty Ltd	146 317 919	Provisional Liquidation	NA	19/02/2025	Andrew Bruce Miller Dragomir Aleksic Mark Wahbe Steven Vickers George Nassar Micheal Graham Lowe David Salcatore Cassaniti	22/07/2020 - current 20/03/2020 - 22/07/2020 25/07/2018 - 20/03/2020 03/02/2017 - 25/07/2018 01/04/2016 - 16/12/2016 01/03/2016 - 01/04/2016 13/09/2010 - 01/03/2016	Peter Krejci and Jonathon Keenan	Order of Federal Court of Australia made on 19 February 2025
RFS Trust ABN 54 794 818 751	NA	Receivers and Managers Appointed	NA	11/03/2025	-	-	Peter Krejci and Jonathon Keenan	Order of Federal Court of Australia made on 11 March 2025
Richmond Lifts Pty Ltd ATF Richmond Lifts Trust (ABN 68 939 202 658)	608 024 719	Creditors Voluntary Liquidation	NA	28/11/2023	Teddy John Panella Daniel Mark Osmond Andrew Bruce Miller Joseph Anthony Tarzia Andrew Bruce Miller Angelo Russo	14/11/2022 - current 10/10/2022 - 14/11/2022 11/05/2021 - 10/10/2022 01/04/2021 - 11/05/2021 15/02/2021 - 01/04/2021 03/09/2015 - 15/02/2021	Peter Krejci on 11 April 2024. Jonathon Keenan was added as a further joint and several liquidator by court order on 19 February 2025.	At a creditors meeting held on 11 April 2024, creditors resolved to replace Daniel Frisken of O'Brien Palmer.
Sydney Exotic Aquariums Casula Pty Ltd ATF Panella Discretionary Trust (ABN 29 704 567 650) and Sydney Exotic Aquariums Trust (ABN 90 228 589 486)	649 148 014	Creditors Voluntary Liquidation	NA	28/11/2023	Teddy John Panella Gregory Maly Teddy John Panella	01/02/2023 - current 01/02/2022 - 22/11/2023 31/03/2021 - 01/02/2022	Peter Krejci on 28 March 2024. Jonathon Keenan was added as a further joint and several liquidator by court order on 19 February 2025.	At a creditors meeting held on 28 March 2024, creditors resolved to replace Daniel Frisken of O'Brien Palmer.
United Lifts Technologies Pty Ltd ATF United Lifts Technologies Trust (ABN 11 702 867 023)	659 501 532	Creditors Voluntary Liquidation	NA	28/11/2023	Teddy John Panella Andrew Bruce Miller Andrew Bruce Miller	01/06/2022 - current 01/10/2022 - 27/12/2022 18/05/2022 - 01/06/2022	Peter Krejci on 11 April 2024. Jonathon Keenan was added as a further joint and several liquidator by court order on 19 February 2025	At a creditors meeting held on 11 April 2024, creditors resolved to replace Daniel Frisken of O'Brien Palmer.



Eden Australasia Pty Ltd
ACN 653 282 609

The Sapphire Australasia Pty Ltd
ACN 655 675 442

(Both In Liquidation)

Annexure "C"
Summary of Receipts and Payments

Summarised Receipts & Payments

Eden Australasia Pty Ltd

(In Liquidation)

Transactions From 12 March 2025 To 12 June 2025

A/C	Account	Net	GST	Gross
74	Cash at Bank	528,929.19	0.00	528,929.19
80	Insurance Refund	5,214.32	0.00	5,214.32
83	Bank Interest	78.35	0.00	78.35
88	FEG Service Fee	2,242.50	224.25	2,466.75
Total Receipts (inc GST)		\$536,464.36	\$224.25	\$536,688.61
24	Suppliers (Incl. GST)	4,782.34	478.23	5,260.57
28	Insurance Fees	1,250.00	125.00	1,375.00
63	IT Services (incl GST)	761.03	76.10	837.13
142	Workers Insurance	17,680.33	1,768.03	19,448.36
152	Administrators Remuneration	356,490.72	35,649.07	392,139.79
153	Administrators Expenses	20,164.22	2,016.42	22,180.64
156	Professional Fees	8,000.00	800.00	8,800.00
166	FEG Service Fee	2,242.50	224.25	2,466.75
167	Transfer to Sapphire	35,679.67	0.00	35,679.67
236	Withholding tax no ABN	36.00	0.00	36.00
Total Payments (inc GST)		\$447,086.81	\$41,137.10	\$488,223.91
Balance in Hand - By Bank Account				
212	Cheque Account			48,464.70
				\$48,464.70

Summarised Receipts & Payments

The Sapphire Australasia Pty Ltd

(In Liquidation)

Transactions From 12 March 2025 To 12 June 2025

A/C	Account	Net	GST	Gross
74	Cash at Bank	36,145.93	0.00	36,145.93
83	Bank Interest	0.25	0.00	0.25
Total Receipts (inc GST)		\$36,146.18	\$0.00	\$36,146.18
152	Administrators Remuneration	32,396.81	3,239.68	35,636.49
153	Administrators Expenses	39.25	3.93	43.18
Total Payments (inc GST)		\$32,436.06	\$3,243.61	\$35,679.67
Balance in Hand - By Bank Account				
212	Cheque Account			466.51
				\$466.51



Eden Australasia Pty Ltd
ACN 653 282 609

The Sapphire Australasia Pty Ltd
ACN 655 675 442

(Both In Liquidation)

Annexure "D"
ASIC Information Sheet – Insolvency
Information for Directors,
Employees, Creditors and
Shareholders



ASIC

Australian Securities & Investments Commission

Insolvency information for directors, employees, creditors and shareholders

This information sheet (INFO 39) lists ASIC's information sheets for directors, employees, creditors and shareholders affected by a company's insolvency.

We have produced these with endorsement from the Australian Restructuring Insolvency & Turnaround Association (ARITA).

The information sheets give a basic understanding of the three most common company insolvency procedures – liquidation, voluntary administration and receivership – as well as the independence requirements for external administrators and approving external administrator remuneration. There is also a glossary of commonly used insolvency terms.

List of information sheets

- [INFO 41](#) Insolvency: A glossary of terms
- [INFO 42](#) Insolvency: A guide for directors
- [INFO 43](#) Insolvency: A guide for shareholders
- [INFO 45](#) Liquidation: A guide for creditors
- [INFO 46](#) Liquidation: A guide for employees
- [INFO 54](#) Receivership: A guide for creditors
- [INFO 55](#) Receivership: A guide for employees
- [INFO 74](#) Voluntary administration: A guide for creditors
- [INFO 75](#) Voluntary administration: A guide for employees
- [INFO 84](#) Independence of external administrators: A guide for creditors
- [INFO 85](#) Approving fees: A guide for creditors

Where can I get more information?

Further information is available from the [ARITA website](#). The ARITA website also contains the [ARITA Code of Professional Practice for Insolvency Practitioners](#).

This is **Information Sheet 39 (INFO 39)** updated on 1 September 2017. Information sheets provide concise guidance on a specific process or compliance issue or an overview of detailed guidance.



Eden Australasia Pty Ltd
ACN 653 282 609

The Sapphire Australasia Pty Ltd
ACN 655 675 442

(Both In Liquidation)

Annexure "E"
ARITA Information Sheet – Offences,
Recoverable Transactions and
Insolvent Trading

Creditor Information Sheet

Offences, Recoverable Transactions and Insolvent Trading



Offences

A summary of offences under the Corporations Act that may be identified by liquidators or administrators:

180	Failure by company officers to exercise a reasonable degree of care and diligence in the exercise of their powers and the discharge of their duties.
181	Failure to act in good faith.
182	Making improper use of their position as an officer or employee, to gain, directly or indirectly, an advantage.
183	Making improper use of information acquired by virtue of the officer's position.
184	Reckless or intentional dishonesty in failing to exercise duties in good faith for a proper purpose. Use of position or information dishonestly to gain advantage or cause detriment. This can be a criminal offence.
198G	Performing or exercising a function or power as an officer while a company is under administration.
206A	Contravening a court order against taking part in the management of a corporation.
206A, B	Taking part in the management of corporation while being an insolvent, for example, while bankrupt.
206A, B	Acting as a director or promoter or taking part in the management of a company within five years after conviction or imprisonment for various offences.
209(3)	Dishonest failure to observe requirements on making loans to directors or related companies.
254T	Paying dividends except out of profits.
286	Failure to keep proper accounting records.
312	Obstruction of an auditor.
314-7	Failure to comply with requirements for the preparation of financial statements.
437D(5)	Unauthorised dealing with company's property during administration.
438B(4) / 453F 475(9)) / 497(4) / 530A – 530B	Failure by directors to assist, deliver records and provide information.
438C(5) / 477(3) / 530B	Failure to assist, deliver up books and records and provide information.
588G	Incurring liabilities while insolvent
588GAB	Officer's duty to prevent creditor-defeating disposition
588GAC	A person must not procure a company to make a creditor-defeating disposition
590	Failure to disclose property, concealed or removed property, concealed a debt due to the company, altered books of the company, fraudulently obtained credit on behalf of the company, material omission from Report as to Affairs or false representation to creditors.
596AB	Entering into an agreement or transaction to avoid employee entitlements.

Recoverable Transactions

Preferences

A preference is a transaction, such as a payment by the company to a creditor, in which the creditor receiving the payment is preferred over the general body of creditors. The relevant period for the payment commences six months before the commencement of the liquidation, or three months if a simplified liquidation process is adopted. The company must have been insolvent at the time of the transaction or become insolvent because of the transaction.

Where a creditor receives a preference*, the payment is voidable as against a liquidator and is liable to be paid back to the liquidator subject to the creditor being able to successfully maintain any of the defences available to the creditor under the Corporations Act.

**Must be greater than \$30,000 for unrelated creditors in a simplified liquidation*

Creditor-defeating disposition

Creditor-defeating dispositions are the transfer of company assets for less than market value (or the best price reasonably obtainable) that prevents, hinders or significantly delay creditors' access to the company's assets in liquidation. Creditor-defeating dispositions are voidable by a liquidator.

Uncommercial Transaction

An uncommercial transaction is one that it may be expected that a reasonable person in the company's circumstances would not have entered into, having regard to the benefit or detriment to the company; the respective benefits to other parties; and any other relevant matter.

To be voidable, an uncommercial transaction must have occurred during the two years before the liquidation. However, if a related entity is a party to the transaction, the period is four years and if the intention of the transaction is to defeat creditors, the period is ten years. The company must have been insolvent at the time of the transaction, or become insolvent because of the transaction.

Unfair Loan

A loan is unfair if and only if the interest was extortionate when the loan was made or has since become extortionate. There is no time limit on unfair loans – they only must be entered into before the winding up began.

Arrangements to avoid employee entitlements

If an employee suffers loss because a person (including a director) enters into an arrangement or transaction to avoid the payment of employee entitlements, the liquidator or the employee may seek to recover compensation from that person or from members of a corporate group (Contribution Order).

Unreasonable payments to directors

Liquidators have the power to reclaim '*unreasonable payments*' made to directors by companies prior to liquidation. The provision relates to payments made to or on behalf of a director or close associate of a director. The transaction must have been unreasonable and have been entered into during the 4 years leading up to a company's liquidation, regardless of its solvency at the time the transaction occurred.

Voidable charges

Certain charges over company property are voidable by a liquidator:

- circulating security interest within six months of the liquidation, unless it secures a subsequent advance
- unregistered security interests
- security interests in favour of related parties who attempt to enforce the security within six months of its creation.

Insolvent trading

In the following circumstances, directors may be personally liable for insolvent trading by the company:

- a person is a director at the time a company incurs a debt
- the company is insolvent at the time of incurring the debt or becomes insolvent because of incurring the debt
- at the time the debt was incurred, there were reasonable grounds to suspect that the company was insolvent
- the director was aware such grounds for suspicion existed; and
- a reasonable person in a like position would have been so aware.

The law provides that the liquidator, and in certain circumstances the creditor who suffered the loss, may recover from the director, an amount equal to the loss or damage suffered. Similar provisions exist to pursue holding companies for debts incurred by their subsidiaries.

A defence is available under the law where the director can establish:

- there were reasonable grounds to expect that the company was solvent and they did so expect
- they did not take part in management for illness or some other good reason; or
- they took all reasonable steps to prevent the company incurring the debt.

The director may also be able to avail themselves of safe harbour, if they meet certain conditions.

The proceeds of any recovery for insolvent trading by a liquidator are available for distribution to the unsecured creditors before the secured creditors.

Important note: This information sheet contains a summary of basic information on the topic. It is not a substitute for legal advice. Some provisions of the law referred to may have important exceptions or qualifications. This document may not contain all of the information about the law or the exceptions and qualifications that are relevant to your circumstances.

Queries about the external administration should be directed to the insolvency practitioner's office.