



INITIAL REPORT TO CREDITORS

WINGHAM DISTRICT MEMORIAL SERVICES CLUB LTD
("THE CLUB")

ABN: 15 000 982 730

ACN: 000 982 730

13 February 2025

JONATHON KEENAN & PETER KREJCI
JOINT AND SEVERAL LIQUIDATORS



Phone 02 8263 2333

Email info@brifnsw.com.au

Website www.briferrier.com.au

Address Level 26, 25 Bligh Street,
Sydney NSW 2001

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GLOSSARY OF COMMON ACRONYMS & ABBREVIATIONS

ABN	Australian Business Number
Act	Corporations Act 2001 (Cth)
ARITA	Australian Restructuring Insolvency and Turnaround Association
ASIC	Australian Securities and Investments Commission
ATO	Australian Taxation Office
Auditor	Rhonda Futterleib of Essential Tax & Accounting Services Pty Ltd
Club	Wingham District Memorial Services Club Ltd
Department	Department of Employment and Workplace Relations
Directors	Rodney Moore, Ron Sullivan, James Charles Dean, John Muxlow, William James Beach, Anthony John Ryan
DIRRI	Declaration of Independence, Relevant Relationships & Indemnities
Dubbo RSL	Dubbo RSL Memorial Club Limited
Firm	BRI Ferrier NSW
IPR	Insolvency Practice Rules (Corporations) 2016
IPS	Insolvency Practice Schedule (Corporations)
Liquidators	Jonathon Keenan and Peter Krejci
MVL	Members Voluntary Liquidation
POD	Proof of Debt
PPSR	Personal Properties Securities Register

1 EXECUTIVE SUMMARY

Peter Krejci and I were appointed Joint and Several Liquidators of the Club on 31 January 2025 pursuant to a resolution passed by the Club's members. The Liquidation is proceeding as a Members Voluntary Liquidation, which is a solvent winding up. We also note that the Independent Liquor & Gaming Authority approved our appointment.

We provide herein a brief overview of the Club's affairs as presently known to us. The Club previously operated a registered club located at 28-38 Bent Street, Wingham NSW 2429, including a trading business and land holding entity. On 27 August 2024, the assets and liabilities of the Club were transferred to Dubbo RSL as part of an amalgamation. Dubbo RSL has also undertaken to discharge all liabilities of the Club, including the cost of the Liquidation.

The amalgamated club, under the control of Dubbo RSL, continues to operate from the Wingham premises. Through the Liquidation, we will tidy up any remaining trading matters and formally wind up the Club.

We were advised that all liabilities of the Club had been discharged prior to our appointment, consistent with the financial statements prepared as at 31 December 2024 and the Directors' Declaration of Solvency. However, a number of trade suppliers and secured creditors have come forward advising that they have claims against the Club. Our investigations indicate that the remaining claims/contracts may have been inadvertently overlooked in the amalgamation process. Dubbo RSL have undertaken to immediately discharge or take assignment of any remaining valid claims and contracts, and that work is currently underway.

However, as there are potential creditor claims outstanding against the Club, we are now required to prepare this report in accordance with Rules 70-30 and 70-35 of the IPR. We confirm that as a solvent liquidation, and noting the undertaking by Dubbo RSL in the amalgamation, we anticipate that all debts will be paid in full or assigned to Dubbo RSL. Depending on the status of any remaining creditor claims, we may be required to issue a statutory report within three (3) months of our appointment.

We request that any parties with claims against the Club to contact our office by 3 March 2025, so the claims can be reviewed, and if valid, discharged promptly by Dubbo RSL. A notice formally calling for proof was published with ASIC shortly after our appointment.

We understand that the Club is compliant with its reporting requirements to date, noting that the audit for 30 June 2024 was completed and presented to members at the recent meeting. We will work with the Directors and external accountant to ensure any remaining statutory lodgements are completed. We may be required to seek clearances from the ATO or other statutory authorities, which can be time consuming.

As the assets of the Club have already been transferred to Dubbo RSL as part of the amalgamation, the Club is not anticipated to have any surplus assets and there will not be any distribution to members or a like-minded organisation.

As a result of dealing with these unanticipated liabilities (including the preparation of this report), additional costs will be incurred above the initial estimate provided to members prior to our appointment. We note that Dubbo RSL has provided us an indemnity for the Liquidation costs.

2 EFFECT OF LIQUIDATION ON CREDITORS

As mentioned above, this is a Members Voluntary Liquidation where the Club is solvent. The Club has already ceased to trade, and we are conducting an orderly winding up of the remaining affairs.

We provide a summary of the effect on creditors:

2.1 TRADE SUPPLIES

As discussed above, we have identified a small number of trade creditors which appear to have residual claims against the Club. Those debts/contracts should have been discharged by, or transferred to, Dubbo RSL pursuant to the amalgamation process. This is being addressed currently.

Should you have a claim against the Club, please contact Mr Vijay Rajmohan of this office by no later than 3 March 2025.

2.2 LANDLORDS/LESSORS

Based on our enquiries to date, the Club does not appear to be subject to any lease arrangements. We have also conducted a NSW Title search which indicates the Club no longer owns any property or has any registered premises leases.

Any party/parties claiming to have leasing agreements with the Club should contact Mr Vijay Rajmohan of this office by no later than 3 March 2025.

2.3 EMPLOYEES

We have been advised that all employee liabilities were discharged and/or transferred to Dubbo RSL as part of the amalgamation process.

Any employees with residual claims against the Club should contact Mr Vijay Rajmohan of this office by no later than 3 March 2025.

2.4 SECURED CREDITORS AND SECURITY INTERESTS

A search of the PPSR indicates there were twenty-eight (28) securities still registered against the Club:

Registration Number	Secured Party Group
201911290086816	ARISTOCRAT TECHNOLOGIES AUSTRALIA PTY LIMITED ACN 001 660 715
201407160048521	BSG AUSTRALIA PTY LTD ACN 010 075 555
201201300063032	CUB PTY LTD ACN 004 056 106
202405200062359	DUBBO R S L MEMORIAL CLUB LTD ACN 000 965 355
201508030026071	EBET GAMING SYSTEMS PTY LIMITED ACN 086 218 831
202207070043227	GC LEASING SYDNEY PTY LTD ACN 615 226 045
201305210091090	LION-BEER,SPIRITS & WINE PTY LTD ACN 008 596 370

Registration Number	Secured Party Group
202104260035936	ON GENERATION PTY LTD. ACN 613 127 790
202010060051867	S.E. RENTALS PTY LTD ACN 082 999 988
202010070054632	S.E. RENTALS PTY LTD ACN 082 999 988
202010070054645	S.E. RENTALS PTY LTD ACN 082 999 988
202010070054650	S.E. RENTALS PTY LTD ACN 082 999 988
202010070054666	S.E. RENTALS PTY LTD ACN 082 999 988
202010070054678	S.E. RENTALS PTY LTD ACN 082 999 988
202010070054684	S.E. RENTALS PTY LTD ACN 082 999 988
202010070054697	S.E. RENTALS PTY LTD ACN 082 999 988
202010070054700	S.E. RENTALS PTY LTD ACN 082 999 988
202008170020616	SILVER CHEF RENTALS PTY LTD ACN 112 241 522
202207080017064	SILVER CHEF RENTALS PTY LTD ACN 112 241 522
202305260067600	SILVER CHEF RENTALS PTY LTD ACN 112 241 522
202306010021599	SILVER CHEF RENTALS PTY LTD ACN 112 241 522
202310030047583	SILVER CHEF RENTALS PTY LTD ACN 112 241 522
202312140071508	SILVER CHEF RENTALS PTY LTD ACN 112 241 522
202307210029079	SILVER CHEF RENTALS PTY LTD ACN 112 241 522
202308110040066	SILVER CHEF RENTALS PTY LTD ACN 112 241 522
202309060024945	SILVER CHEF RENTALS PTY LTD ACN 112 241 522
202402020031560	SILVER CHEF RENTALS PTY LTD ACN 112 241 522
202305240051868	The Trustee for Cookers Trust ABN 95 351 586 097

Correspondence has been issued to all secured parties inviting them to prove if they have valid claims pertaining to the Club. As discussed earlier, all debts of the Club should have been discharged by Dubbo RSL through the amalgamation, and any securities released. We are aware that some claims were overlooked, and we are working with Dubbo RSL and the Club's management to have these securities released as a matter of urgency.

Any other party/parties claiming to be a secured creditor should contact Mr Vijay Rajmohan of this office by no later than 3 March 2025, so that their claim may be considered.

2.5 CONTRACTS AND AGREEMENTS

The Club has ceased to trade some months ago, and all contracts and agreements should have been terminated or assigned to Dubbo RSL as part of the amalgamation. However, it is possible that some contracts were inadvertently overlooked, and we are working with Dubbo RSL and the Club's management to deal with any residual items as a matter of urgency.

Customers, suppliers and any other parties with contracts with the Club should contact Mr Vijay Rajmohan of this office by no later than 3 March 2025, so that they may be considered.

2.6 LEGAL PROCEEDINGS

Pursuant to Section 500(2) of the Act, our appointment as Liquidators automatically stays any current legal proceedings against the Club.

Creditors cannot commence or continue proceedings against the Club without our written consent or without leave of the Court. We are not aware of any legal proceedings involving the Club that are currently on foot.

3 YOUR RIGHTS AS A CREDITOR

Information regarding your rights as a creditor is provided in the information sheet enclosed. This includes your right to:

- Make reasonable requests for a meeting;
- Make reasonable requests for information;
- Give directions to the Liquidators;
- Appoint a reviewing liquidator; and
- To replace us as Liquidators.

4 LIQUIDATORS' REMUNERATION

Members approved our remuneration up to an interim cap of \$25,000 (plus GST and disbursements) at the duly convened members meeting held on 31 January 2025.

As mentioned previously, there will be additional work and, subsequently time-cost spent in dealing with the residual creditor claims, contracts and securities interests against the Club. The actual costs that will be incurred will only become known as the matter progresses, and we will keep stakeholders informed in due course.

5 INFORMATION FOR CREDITORS

We have included the following initial notices and documents in connection with our appointment for your information.

Annexure	Document	Description	Further Action Required by you
1	Notice Inviting Formal Proof of Debt or Claim	Notice to creditors of the Club, to submit particular of their debts or claims via attached Formal Proof of Debt form by 3 March 2025 .	No
2	Formal Proof of Debt with Request to Receive Electronic Communications	You must also provide information about what the Club owes you and evidence to support your claim. Please complete and return POD form via email to Mr Vijay Rajmohan of this office to vrajmohan@brifnsw.com.au with your supporting documents.	Yes Include Supporting Documentation

Annexure	Document	Description	Further Action Required by you
3	A Declaration of Independence, Relevant Relationships and Indemnities	The DIRRI assists you to understand any relevant relationships that we have, and any indemnities or upfront payments that have been provided to us. None of the relationships mentioned in this document affect our independence.	No
4	Information Sheet – Creditors Rights in Liquidation	This information sheet provides a detailed list of your rights.	No
5	Initial Remuneration Notice	This document provides an estimate of the costs to perform the Liquidation, the method of calculating remuneration and our Firm's hourly rates.	No
6	Summary of Receipts and Payments	A summary of receipts and payments from the date of our appointment to date.	No

6 TASKS REQUIRED IN THE LIQUIDATION

We anticipate that the following matters will be dealt with during the Liquidation moving forward:

- Dealing with the books and records of the Club;
- Liaising with Dubbo RSL regarding any outstanding debts against the Club;
- Seek tax clearance from the ATO and other statutory authorities;
- Preparation of statutory report if necessary; and
- Final statutory lodgements to finalise the Liquidation.

7 QUERIES

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

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

ARITA provides information to assist creditors with understanding liquidations and insolvency. This information is available from ARITA's website at <https://www.arita.com.au/creditors>.

ASIC also provides information sheets on a range of insolvency topics. These information sheets can be accessed on ASIC's website at asic.gov.au (search for "insolvency information sheets").

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

- ▲ BRI Contacts: Vijay Rajmohan
- ▲ Phone: (02) 8263 2366
- ▲ Email: vrajmohan@brifnsw.com.au
- ▲ Mailing: Level 26, 25 Bligh Street, Sydney NSW 2000

Yours faithfully

WINGHAM DISTRICT MEMORIAL SERVICES CLUB LTD (IN LIQUIDATION)



JONATHON KEENAN

Joint and Several Liquidator

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

**Wingham District Memorial
Services Club Ltd
(In Liquidation)
ACN 000 982 730**

**Annexure "1"
Notice Inviting Formal Proof of
Debt or Claim**

CORPORATIONS ACT 2001

FORM 533

Corporations Regulation 2001 5.6.39(2) and (3)

NOTICE INVITING FORMAL PROOF OF DEBT OR CLAIM

**WINGHAM DISTRICT MEMORIAL SERVICES CLUB LTD (IN LIQUIDATION)
ACN 000 982 730 ("THE CLUB")**

Take notice that creditors of the Club, whose debts or claims have not already been admitted, are required on or before **3 March 2025** to submit particulars of their debts or claims and of any security held by them to us and, if subsequently required by notice in writing from us, must formally prove their debts or claims and establish any title they may have to priority by statement in writing.

If they do not comply with this notice, they will be excluded from:

- (a) the benefit of any distribution made before their debts or claims are proved or their priority is established; and
- (b) objecting to the distribution.

A Formal Proof of Debt form is attached.

DATED this 13th day of February 2025.



**JONATHON KEENAN
JOINT AND SEVERAL LIQUIDATOR**

BRI FERRIER
Level 26,
25 Bligh Street
Sydney NSW 2001

Telephone: (02) 8263 2333

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BRI Ferrier

**Wingham District Memorial
Services Club Ltd
(In Liquidation)
ACN 000 982 730**

**Annexure "2"
Formal Proof of Debt**

FORMAL PROOF OF DEBT OR CLAIM (GENERAL FORM)

To the Joint and Several Liquidators of Wingham District Memorial Services Club Ltd (In Liquidation) ACN 000 982 730

1. This is to state that the Club was, on 31 January 2025 ⁽¹⁾ and still is, justly and truly indebted to⁽²⁾ (full name):

.....
(‘Creditor’)

.....
of (full address)

for \$.....dollars and.....cents.

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

Date	Consideration ⁽³⁾ state how the debt arose	Amount \$	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 Club, 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 Club ⁽⁵⁾

☐ I am a related creditor of the Club ⁽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.

The External Administrators' (whether as Voluntary Administrators/Deed Administrators/Liquidators) will send and give electronic notification of documents. Please provide your email address below:

Contact Name:

Email Address:

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 Club 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 Club, 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.

The logo for BRI Ferrier, featuring the text "BRI Ferrier" in white on a dark grey background, with a green diagonal stripe on the right side.

BRI Ferrier

**Wingham District Memorial
Services Club Ltd
(In Liquidation)
ACN 000 982 730**

**Annexure "3"
Declaration of Independence,
Relevant Relationships and
Indemnities**

Declaration of Independence, Relevant Relationships and Indemnities ("DIRRI")

**WINGHAM DISTRICT MEMORIAL SERVICES CLUB LTD
ABN 15 000 982 730 ("the Club")**

7 January 2025

**Jonathon Keenan and Peter Krejci
Proposed Joint and Several Liquidators**

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



The purpose of this document is to assist creditors with understanding any relevant relationships that we, the proposed Joint and Several Liquidators, have with parties who are closely connected to the Club 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.

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, Jonathon Keenan and Peter Krejci of BRI Ferrier have undertaken a proper assessment of the risks to our independence prior to consenting to accept the appointment as Joint and Several Liquidators of the Club, in accordance with the law and applicable professional standards. This assessment identified no real or potential risks to our independence. We are not aware of any reasons that would prevent us from accepting this appointment.

B. CIRCUMSTANCES OF APPOINTMENT

I. HOW WE WERE REFERRED THIS APPOINTMENT

This appointment was referred to us by Greg Russell of Russell Corporate Advisory, an advisor to the Club.

Our firm has been referred other matters from Russell Corporate Advisory, however these matters were referred to our firm on an irregular basis. Further, we have not received or paid any benefit to Russell Corporate Advisory 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 Russell Corporate Advisory regarding the conduct of the Liquidation and we are free to act independently and in accordance with the law and applicable professional standards.

There is no prohibition for prior professional relationships or dealings with respect to Members Voluntary Liquidation's, instead it is disclosed herein for transparency.

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

☒ Yes ☐ No

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

- On 21 October, Mr Greg Russell from Russell Corporate Advisory emailed me to introduce Mr Gus Lico of Dubbo RSL Club Group ("Dubbo RSL"), and provide information on the Club's background, the recent amalgamation with Dubbo RSL and the intent to have the Club placed

into Members Voluntary Liquidation. That day, Mr Keenan had a telephone discussion with Mr Lico to discuss the Club's financial position and Liquidation process.

- On 1 November 2024, we had a telephone call with Ms Rhonda Futterleib of Essential Assurance Services, the auditor of the Club. We discussed the financial position and reporting requirements for the Club, following the amalgamation. There was also discussion regarding the requirements for an Annual General Meeting to be held.
- On 2 November 2024, Ms Futterleib sent me email correspondence containing documentation regarding the Club's financial position, constitution, and the amalgamation with Dubbo RSL.
- On 14 November 2024, Mr Lico sent us email correspondence regarding an extension granted by the Australian Securities and Investments Commission to hold the Club's Annual General Meeting.
- Between 4 and 6 December 2024, we received several emails from Mr Lico, Ms Futterleib and Ms Jennifer Gralton (Venue Manager of the Club) regarding the updated financial reports post amalgamation and request that we prepare an engagement scope for the proposed Liquidation.
- On 17 December 2024, Ms Gralton sent us email correspondence regarding the Club's financial position, the upcoming Annual General Meeting and proposed Liquidation.
- On 18 December 2024, we issued an engagement letter for the proposed Liquidation of the Club, including a draft indemnity to be executed by Dubbo RSL.
- Between 19 December 2024 and 6 January 2025, we exchanged various emails and had several telephone calls with Ms Gralton regarding the Liquidation process and upcoming Annual General Meeting.
- On 6 January 2025, we issued the pro-forma liquidation appointment documentation to the Club.

Our staff and us have not received any remuneration for the abovementioned correspondence and/or advice, however as this is a solvent liquidation, we may be paid for these services in due course pursuant to the resolutions of the members.

The discussions do not affect our independence for the following reasons:

- The Australian Restructuring Insolvency and Turnaround Association's ("ARITA") Code of Professional Practice ("COPP") independence requirements do not apply to Members Voluntary Liquidations, and as such advice as to options and structuring does not result in a conflict or is an impediment to accepting the appointment.
- The pre-appointment advice will not influence our ability to be able to fully comply with the statutory and fiduciary obligations associated with the Liquidation of the Club in an objective and impartial manner.
- The Directors obtained their own advice regarding the financial position of the Club.
- There is no requirement for independence in respect of members' voluntary liquidation.

We have provided no other information or advice to the Club, its Directors or advisors prior to our proposed appointment beyond that which we have 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 Club?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
The Directors?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Any associates of the Club?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
A former insolvency practitioner appointed to the Club?	<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 Club's property?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

Do we have any other relationships that we consider are relevant to creditors assessing our independence?
<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No Australian Taxation Office <p>We are advised that there are no outstanding creditors of the Club. However, we are advised that the ATO was a former creditor of the Club, and there will be reporting with the ATO during the proposed liquidation.</p> <p>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.</p> <p>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 Club 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.</p>

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

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.

I. PRIOR PROFESSIONAL SERVICES TO THE CLUB

There is no prohibition for prior professional relationships or dealings with respect to Members Voluntary Liquidation's, instead it is disclosed herein for transparency.

We, nor our Firm, have, or have had within the preceding 24 months, provided any professional services to the Club, an associate of the Club, a former insolvency practitioner appointed to the Club or any person or entity that has a charge on the whole or substantially the whole of the Club's property in the previous 24 months.

II. 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 Club, an associate of the Club, a former insolvency practitioner appointed to the Club or any person or entity that has a charge on the whole or substantially the whole of the Club's property other than disclosed in this DIRRI that should be disclosed.

D. INDEMNITIES AND UP-FRONT PAYMENTS

We have sought an indemnity from the Dubbo RSL prior to the commencement of this appointment. We are advised that Dubbo RSL are required to fund the cost of the Liquidation as a condition of the amalgamation with the Club. The indemnity is to cover our fees, disbursements and costs that may be incurred, and is uncapped.

We have requested that \$25,000 is deposited into our trust account prior to the Liquidation commencing.


There is no prohibition for indemnities with respect to Members Voluntary Liquidation's, instead it is disclosed herein for transparency.

Dated: 7 January 2025


.....

Jonathon Keenan

Proposed Joint and Several Liquidator


.....

Peter Krejci

Proposed Joint and Several Liquidator

Note:

If circumstances change, or new information is identified, we may update this Declaration.

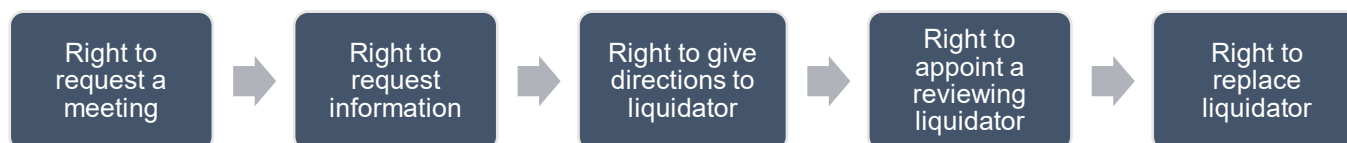
The logo for BRI Ferrier, featuring the text "BRI Ferrier" in white on a dark grey rectangular background. A green diagonal stripe runs from the bottom right corner of the grey rectangle.

**Wingham District Memorial
Services Club Ltd
(In Liquidation)
ACN 000 982 730**

**Annexure "4"
ARITA Information Sheet –
Creditors Rights in Liquidation**

Creditor Rights in Liquidations

As a creditor, you have rights to request meetings and information or take certain actions:



If a simplified liquidation process is adopted, these rights are effectively limited to the right to request information.

Right to request a meeting

In liquidations, no meetings of creditors are held automatically. However, creditors with claims of a certain value can request in writing that the liquidator hold a meeting of creditors. The right to request meetings, including in the circumstances described below, is not available if a simplified liquidation process is adopted.

A meeting may be requested in the first 20 business days in a creditors' voluntary liquidation by $\geq 5\%$ of the value of the debts held by known creditors who are not a related entity of the company.

Otherwise, meetings can be requested at any other time or in a court liquidation by:

- $> 10\%$ but $< 25\%$ of the known value of creditors on the condition that those creditors provide security for the cost of holding the meeting
- $\geq 25\%$ of the known value of creditors
- creditors by resolution, or
- a Committee of Inspection (this is a smaller group of creditors elected by, and to represent, all the creditors).

If a request complies with these requirements and is 'reasonable', the liquidator must hold a meeting of creditors as soon as reasonably practicable.

Right to request information

Liquidators will communicate important information with creditors as required in a liquidation. In addition to the initial notice, you should receive, at a minimum, a report within the first three months on the likelihood of a dividend being paid.

Additionally, creditors have the right to request information at any time. A liquidator must provide a creditor with the requested information if their request is 'reasonable', the information is relevant to the liquidation, and the provision of the information would not cause the liquidator to breach their duties.

A liquidator must provide this information to a creditor within 5 business days of receiving the request, unless a longer period is agreed. If, due to the nature of the information requested, the liquidator requires more time to comply with the request, they can extend the period by notifying the creditor in writing.

Requests must be reasonable.

They are not reasonable if:

Both meetings and information:

- (a) complying with the request would prejudice the interests of one or more creditors or a third party
- (b) there is not sufficient available property to comply with the request
- (c) the request is vexatious

Meeting requests only:

- (d) a meeting of creditors dealing with the same matters has been held, or will be held within 15 business days

Information requests only:

- (e) the information requested would be privileged from production in legal proceedings
- (f) disclosure would found an action for breach of confidence
- (g) the information has already been provided
- (h) the information is required to be provided under law within 20 business days of the request

If a request is not reasonable due to (b), (d), (g) or (h) above, the liquidator must comply with the request if the creditor meets the cost of complying with the request.

Otherwise, a liquidator must inform a creditor if their meeting or information request is not reasonable and the reason why.

Right to give directions to liquidator

Creditors, by resolution, may give a liquidator directions in relation to a liquidation. A liquidator must have regard to these directions, but is not required to comply with the directions.

If a liquidator chooses not to comply with a direction given by a resolution of the creditors, they must document their reasons. An individual creditor cannot provide a direction to a liquidator.

If a simplified liquidation process is adopted, you may not be able to give directions, because meetings cannot be held to pass a resolution.

Right to appoint a reviewing liquidator

Creditors, by resolution, may appoint a reviewing liquidator to review a liquidator's remuneration or a cost or expense incurred in a liquidation. This right is not available if a simplified liquidation process is adopted. The review is limited to:

- remuneration approved within the six months prior to the appointment of the reviewing liquidator, and
- expenses incurred in the 12 months prior to the appointment of the reviewing liquidator.

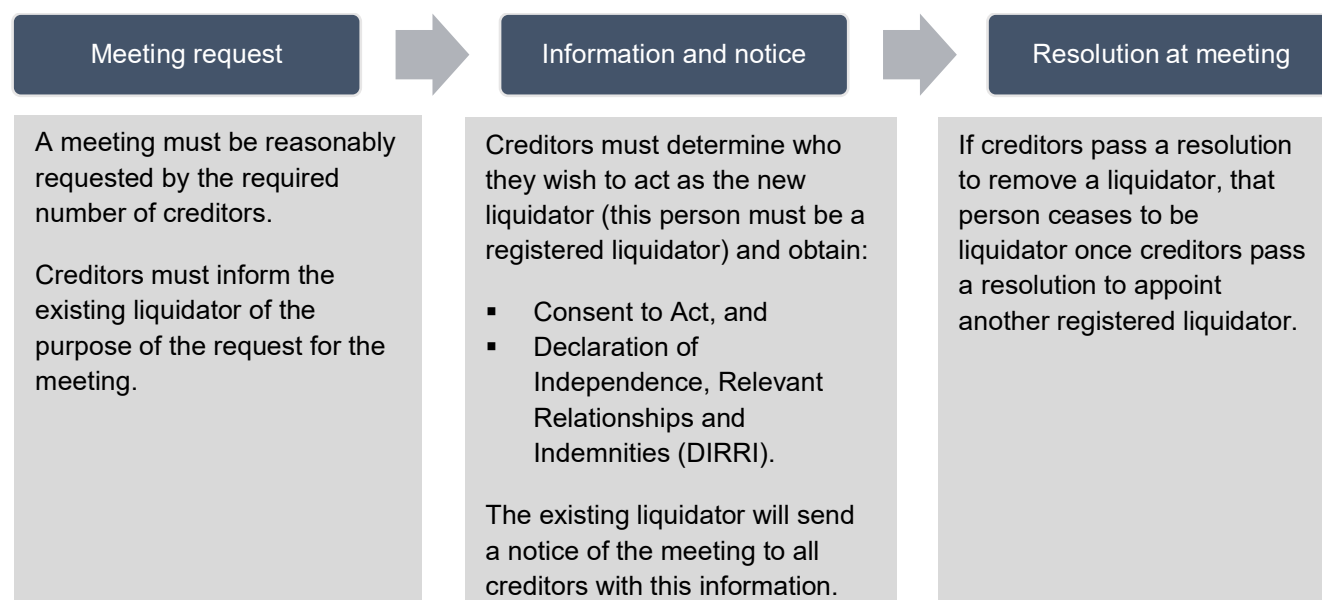
The cost of the reviewing liquidator is paid from the assets of the liquidation, in priority to creditor claims.

An individual creditor can appoint a reviewing liquidator with the liquidator's consent, however the cost of this reviewing liquidator must be met personally by the creditor making the appointment.

Right to replace liquidator

Creditors, by resolution, have the right to remove a liquidator and appoint another registered liquidator. This right is not available if a simplified liquidation process is adopted, because meetings cannot be held.

To replace a liquidator, there are certain requirements that must be complied with:



**For more information, go to www.arita.com.au/creditors.
Specific queries about the liquidation should be directed to the liquidator's office.**

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

**Wingham District Memorial
Services Club Ltd
(In Liquidation)
ACN 000 982 730**

**Annexure "5"
Initial Remuneration Notice**

INITIAL REMUNERATION NOTICE

Insolvency Practice Schedule (Corporations) 70-50
Insolvency Practice Rules (Corporations) 70-35

WINGHAM DISTRICT MEMORIAL SERVICES CLUB LTD
ABN 15 000 982 730
("the Club")

The purpose of the Initial Remuneration Notice is to provide you with information about how our remuneration for undertaking the Liquidation will be set.

1 REMUNERATION METHOD

There are four methods for calculation of remuneration that can be used to calculate the remuneration of an Insolvency Practitioner. They are:

- Time based / hourly rates or "Time Cost"

This is the most common method. It provides for remuneration to be charged at an hourly rate for each person working on the matter. The hourly rate charged will reflect the level of experience each person has.

- Fixed Fee

The total remuneration for the administration is quoted at commencement of the appointment and is the total charge for the administration. Sometimes a practitioner will finalise an administration for a fixed fee.

- Percentage

The remuneration for the appointment is based on a percentage of a particular variable, such as the gross proceeds of asset realisations.

- Contingency

The total remuneration for the matter is structured to be contingent on a particular outcome being achieved.

2 METHOD CHOSEN

BRI Ferrier normally chooses to use a Time Cost basis, because:

- It is often difficult to estimate accurately the likely cost of undertaking an appointment, as appointments differ in unforeseeable ways as to their factual or legal complexity;
- The Time Cost method reflects the opportunity cost to BRI Ferrier of the use of staff on a particular engagement;

- ▶ The Time Cost method reflects the extent of work undertaken, reflecting in turn the nature of the appointment; and
- ▶ The Time Cost method can be applied equally to all aspects of an appointment, while percentage or contingent remuneration normally only reflect parts of an appointment, such as the recovery of assets. Our duties include activities, such as reporting to creditors and ASIC, that do not directly yield asset recovery, while contributing to the overall return to creditors.

BRI Ferrier reviews its hourly rates every twelve months. The hourly rates quoted below are current. If hourly rates are increased, we will seek creditors' approval.

3 ESTIMATE OF COST

We estimate that this Liquidation will cost approximately \$25,000 to \$40,000 (plus GST and disbursements). This estimate is based on the following assumptions:

- ▶ The Directors will convene, at their own cost, the necessary meetings;
- ▶ There is no delay in the convening of, or adjournment of, the meetings of members;
- ▶ Information provided to me before appointment about the Club's assets and its liabilities is substantially accurate;
- ▶ The Club ceased trading prior to appointment;
- ▶ The records of the Club are made available immediately on our appointment in an orderly form;
- ▶ There is no remaining property of the Club;
- ▶ There will be no litigation required to recover debts;
- ▶ All relevant officers comply with their statutory duties to provide information about the Club's affairs;
- ▶ There will be no recovery actions requiring the commencement of legal proceedings;
- ▶ There is no dividend required to be declared to creditors and/or members, assuming claims will be discharged by Dubbo RSL;
- ▶ No appointment is made by a secured creditor; and
- ▶ There is no dispute in respect of any priority and/or secured creditor claims.

Should the above circumstances change during the course of the liquidation, the estimated cost of the liquidation may increase.

4 EXPLANATION OF HOURLY RATES

The rates applicable are set out in the table on the following page together with a general guide to the qualifications and experience of staff engaged in administration and the role they undertake in the administration. The hourly rates charged encompass the total cost of providing professional services and are not comparable to an hourly wage rate.

5 HOURLY RATES

Title	Description	Hourly Rates (ex GST)
Principal	Senior member of the firm. May be a Registered Liquidator and/or Registered Trustee. A senior accountant with over 10 years' experience who brings specialist skills and experience to the appointment. Leads staff carrying out appointments.	\$750
Director	An accountant with more than 10 years' experience. May be a Liquidator. Fully qualified and able to control all aspects of an appointment. May have specialist industry knowledge or skills. Assists with all facets of appointment.	\$670
Senior Manager	An accountant with more than 7 years' experience. Qualified and answerable to the Team Leader. Self-sufficient in completing and planning all aspects of large appointments.	\$620
Manager	An accountant with at least 6 years' experience. Typically qualified with well-developed technical and commercial skills. Controls and plans all aspects of medium to larger appointments, reporting to the Team Leader.	\$580
Supervisor	An accountant with more than 4 years' experience. Typically qualified with sound knowledge of insolvency principles and developing commercial skill. Assists to plan and control specific tasks on medium to larger appointments. Often undertaking post qualification study specialising in Insolvency and Reconstruction.	\$510
Senior 1	An accountant with more than 2 years' experience. Typically a graduate undertaking study leading to professional qualification as a Chartered Accountant or CPA. Able to complete work on appointments with limited supervision.	\$450
Senior 2	An accountant with less than 2 years' experience. Typically a graduate who has commenced study leading to professional qualifications. Able to complete many tasks on medium to large appointments under supervision.	\$400
Intermediate 1	An accountant with less than 2 years' experience. Typically a graduate and commencing study for qualifications. Able to complete multiple tasks on smaller to medium appointments under supervision.	\$350
Intermediate 2	An accountant with less than 1 year's experience. A trainee undertaking degree with an accountancy major. Assists in the appointment under supervision.	\$300
Senior Administration	Appropriately skilled and undertakes support activities including but not limited to treasury, word processing and other administrative, clerical and secretarial tasks.	\$300
Junior Administration	Appropriately skilled and undertakes support activities including but not limited to treasury, word processing and other administrative, clerical and secretarial tasks.	\$200

6 DISBURSEMENTS

Disbursements are divided into three types:

- Externally provided professional services - these are recovered at cost. An example of an externally provided service disbursement is legal fees.
- Externally provided non-professional costs such as travel, accommodation and search fees. These are recovered at cost.

- Internal disbursements such as photocopying, printing and postage. These disbursements, if charged to the Administration, would generally be charged at cost; though some expenses such as telephone calls, photocopying and printing may be charged at a rate which recoups both variable and fixed costs. The recovery of these costs must be on a reasonable commercial basis.

We are not required to seek members' approval for disbursements paid to third parties, but must account for it to members. However, we must be satisfied that these disbursements are required, justified and reasonable.

We are required to obtain members' consent for the payment of internal disbursements. Member may be asked to approve internal disbursements where there is a profit or advantage prior to these disbursements being paid from the liquidation.

Information about how internal disbursements are recovered is provided below.

Full details of actual costs will be provided with future Remuneration Approval Reports and other Reports to Members. The rates of charge are applicable at the date of this Notice, but may be changed to reflect changes in costs.

Disbursement Type	Rate (excl. GST)
Externally provided professional services	At cost
Externally provided non-professional costs	At cost
Internal disbursements	
ASIC Charges for appointments and notifiable events	At cost
Faxes and Photocopying	\$0.25 per page
Postage	At cost
Staff vehicle use	In accordance with ATO mileage allowance

Dated: 13th February 2025

The logo for BRI Ferrier, featuring the text "BRI Ferrier" in white on a dark grey background, with a green diagonal stripe on the right side.

BRI Ferrier

**Wingham District Memorial
Services Club Ltd
(In Liquidation)
ACN 000 982 730**

**Annexure "6"
Summary of Receipts and
Payments**

Summarised Receipts & Payments

Wingham District Memorial Services Club Ltd

(In Liquidation)

Transactions From 31 January 2025 To 13 February 2025

A/C	Account	Net	GST	Gross
89	Liquidator's Indemnity	25,000.00	0.00	25,000.00
Total Receipts (inc GST)		\$25,000.00	\$0.00	\$25,000.00
Total Payments (inc GST)		\$0.00	\$0.00	\$0.00
Balance in Hand - By Bank Account				
212	Cheque Account			25,000.00
				\$25,000.00



John Keenan
Liquidator