

16 July 2025

CIRCULAR TO CREDITORS

Dear Sir/Madam

**ACN 610165823 PTY LTD (SUBJECT TO DEED OF COMPANY ARRANGEMENT)
(FORMERLY KNOWN AS "CALAN GROUP PTY LTD")
ACN 610 165 823 ("THE COMPANY")**

We, Jonathon Keenan and Peter Krejci, refer to our prior appointment as Joint and Several Administrators of the Company on 19 May 2025.

We note that at the second creditors meeting held 24 June 2025, the creditors resolved that the Company should execute a Deed of Company Arrangement ("DOCA"). We advise that, on 15 July 2025, the Company executed the DOCA, and we were appointed Joint and Several Deed Administrators that day. Attached as **Annexure "1"** is a Form 509E notice for creditors' reference. A copy of the DOCA has been lodged with ASIC and can also be downloaded from our website: <https://briferrier.com.au/about-us/current-matters/acn-610165823-pty-ltd-formerly-known-as-calan-group-pty-ltd/>

We also confirm that the required Deeds of Forgiveness were entered into between the Company, the Director (Craig Ironside) and related parties, QVR Technologies Pty Ltd and Roswald Pty Ltd, which will forgive their respective claims against the Company from effectuation of the DOCA.

Upon execution of the DOCA, the control of the Company reverted to the Director.

Payment of DOCA Contribution

The DOCA requires that the Deed Proponent (Craig Ironside), contribute a total of \$400,000 to the Deed Fund. The Deed Proponent is required to pay the First Instalment of \$200,000 by 29 July 2025 and the Second Instalment of \$200,000 by 15 January 2026. We have written to the Deed Proponent and are advised that the First Instalment will be paid as required. Per the DOCA, we will be shortly lodging a caveat over the Deed Proponent's Cremorne Property to secure the remaining obligations of the DOCA.

We note that failure to pay the DOCA contributions as required, will represent a material contravention of the DOCA, and in that circumstance, a meeting of creditors can be convened to consider variation or termination of the DOCA. However, we do not anticipate that this will be required.

Novabrief Pty Ltd Trading as BRI Ferrier ABN 61 643 013 610
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Outstanding Matters

The following matters will be attended to during the course the Deed Administration:

- ▲ Pursue recovery of outstanding debtor/retention claims;
- ▲ Adjudicate debtor and creditor claims, as required;
- ▲ Realise the available and commercially viable plant and equipment;
- ▲ With the assistance of the Director, arrange for the completion of the Company's outstanding tax lodgements, and seek a "tax clearance" from the Australian Taxation Office.

Dividend to Creditors

Assuming the First Instalment is received as required, we will shortly commence a formal adjudication process to declare a dividend to the former employees (Priority Creditors). The DOCA requires the dividend to be paid to Priority Creditors by no later than 15 October 2025.

The quantum and timing for a dividend to Participating Unsecured Creditors will depend on the progress of recovering debtor/retention claims, which may take twelve (12) months from practical completion of projects to become due and payable, or such earlier date by which time an assessment / recovery can be made. Creditors may recall that three (3) builders have already asserted potential creditor claims, which will be adjudicated in due course. We note the Director is required to provide reasonable assistance to pursue the recovery of the debtors, at no cost to the DOCA.

Attached as **Annexure "2"** is a blank Proof of Debt form for creditors to complete in due course. Please note that you do not need to file another proof of debt if you have already done so, unless you wish to submit a revised claim against the Company. Creditors will be given formal notice when the dividend process is commenced.

Should you have any queries, please contact Ms Nicole Feng of this office on (02) 8263 2333 or via email at nfeng@brifnsw.com.au.

Yours faithfully

ACN 610165823 PTY LTD (SUBJECT TO DEED OF COMPANY ARRANGEMENT)



JONATHON KEENAN

Joint and Several Deed Administrator

Encl.



**ACN 610165823 Pty Ltd
(Subject to Deed of Company
Arrangement)
ACN 610 165 823
ABN 81 610 165 823**

**Annexure "1"
Form 509E Notice to Creditors
of Execution of
A Deed of Company Arrangement**

FORM 509E

Paragraph 450B(a)

CORPORATIONS ACT 2001

NOTICE TO CREDITORS OF EXECUTION OF A DEED OF
COMPANY ARRANGEMENT

ACN 610165823 PTY LTD
(SUBJECT TO DEED OF COMPANY ARRANGEMENT)
(FORMERLY KNOWN AS "CALAN GROUP PTY LTD")
ACN 610 165 823
(“the Company”)

TO CREDITORS OF THE COMPANY

- ▲ Notice is given under Section 450B that the Company executed a Deed of Company Arrangement on 15 July 2025.
- ▲ A copy of the Deed may be inspected at the offices of BRI Ferrier, Level 26, 25 Bligh Street, Sydney NSW 2000.

DATED this 16th of July 2025.



JONATHON KEENAN
JOINT AND SEVERAL DEED ADMINISTRATOR



**ACN 610165823 Pty Ltd
(Subject to Deed of Company
Arrangement)
ACN 610 165 823
ABN 81 610 165 823**

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

FORM 535
CORPORATIONS ACT 2001

Subregulation 5.6.49(2)

FORMAL PROOF OF DEBT OR CLAIM (GENERAL FORM)

To the Joint and Several Deed Administrators of ACN 610165823 Pty Ltd (Subject to Deed of Company Arrangement) (Formerly known as "Calan Group Pty Ltd") ACN 610 165 823

1. This is to state that the company was, on 19 May 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:

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.

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.....202....

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.