

ANNEXURE I

**FURTHER 439A REPORT TO CREDITORS
GORDON SMITH GROUP**

NOTICE OF CONCURRENT MEETINGS OF CREDITORS OF COMPANIES UNDER ADMINISTRATION**Gordon Smith Marketing Pty. Ltd. ACN 003 840 168****Rodney Clark Pty Ltd ACN 088 072 244****Rodney Clark Retail Pty Ltd ACN 138 806 256****(All Administrator Appointed) (Collectively 'the Companies')**

Notice is now given that further meetings of the creditors of the Companies, pursuant to Section 439A of the Act, will be held concurrently at **Tuesday 29 November 2016 at 11am** at the **Wesley Mission Conference Centre, 220 Pitt Street, Sydney NSW 2000**

The meeting is convened for the following purposes:

1. To receive a further report from the Administrator pursuant to Section 439A of the Act.
2. To consider, and if thought fit, pass one of the following alternative resolutions for each of the Companies:
 - a. That each of the Companies execute a Deed of Company Arrangement, or
 - b. That the Administrations ends and the liquidations continue.
3. To consider, and if thought fit, approve:
 - a. The Liquidator's remuneration for each of the Companies from 12 October 2016 to the 18 November 2016.
 - b. The Administrator's remuneration for each of the Companies for the period 19 November 2016 to end of the Administrations.
 - c. If appointed, the Liquidator's capped interim remuneration for the Liquidation. or
 - d. If appointed, the Deed Administrator's remuneration for each of the Companies for the period of the DOCA.
4. Should the creditors resolve that each, or any of the Companies be wound up, to consider for each company, and if thought fit:
 - a. Whether to appoint a committee of inspection.
 - b. If so, who are to be the committee's members.
5. If any of the Companies are wound up and subject to the approval of ASIC consider pursuant to Section 542(4), the books and records of the Companies and the Liquidators be destroyed 12 months after the dissolution of the company (ies) or earlier at the discretion of ASIC.

Any other business which may properly be brought before the Meetings.

Dated this 21st day of November 2016

For and On Behalf of the Companies



Andrew Schwarz
Administrator

A.S. Advisory Pty Ltd (ACN 168 659 176)

PO Box 4038

MCKINNON VIC 3204

NOTES:

1. Attendees are requested to arrive 30 minutes prior to the commencement of the meeting.
2. Proxy and proof of debt forms for the purpose of voting at the meeting of creditors must be lodged with A.S. Advisory Pty Ltd by 4pm on Friday 25th November 2016.
3. A creditor is not entitled to vote at the meeting unless they have lodged a proof of debt for the purpose of voting at the meeting of creditors.

ANNEXURE J

**FURTHER 439A REPORT TO CREDITORS
GORDON SMITH GROUP**

APPOINTMENT OF PROXY (CREDITORS MEETING)

To the Administrator of:

Gordon Smith Marketing Pty Ltd ACN 003 840 168 (Administrator Appointed)('the Company')

*I/*We ⁽¹⁾.....
of.....
a creditor of the Company appoint⁽²⁾.....
or in his or her absence as *my/our *general/special proxy to vote
at the meeting of creditors to be held on **Tuesday 29 November 2016 at 11am** at the **Wesley
Mission Conference Centre, 220 Pitt Street, Sydney NSW 2000** or at any adjournment of that
meeting.

To consider and if thought fit, the following resolutions as applicable:

	Resolutions	For	Against	Abstain
1(a)	<i>"That Gordon Smith Marketing Pty Ltd Pty Ltd (Administrator Appointed) execute a Deed of Company Arrangement."</i>			
1(b)	<i>"That the administration of Gordon Smith Marketing Pty Ltd (Administrator Appointed) end." i.e. Liquidation continue</i>			
2	<i>"That the remuneration of the Liquidator of Gordon Smith Marketing Pty Ltd (In Liquidation) for the period from 12 October 2016 to 18 November 2016, calculated on the basis of time spent by the Liquidator, his directors, staff and contractors at the scale of fees disclosed in the report to creditors dated 21 November 2016 for work of this nature be approved and drawn on account in the amount of \$15,983.50 plus GST and disbursements."</i>			
3	<i>"That the remuneration of the Administrator of Gordon Smith Marketing Pty Ltd (Administrator Appointed) for the period from 18 November 2016 to the end of the administration, calculated on the basis of time spent by the Administrator, his directors, staff and contractors at the scale of fees disclosed in the report to creditors dated 21 November 2016 for work of this nature be approved and drawn on account in the fixed amount of \$21,000 plus GST and disbursements."</i>			
	<i>If the creditors approve a DOCA:</i>			
4	<i>"That the remuneration of the Deed Administrator of Gordon Smith Marketing Pty Ltd as set out in the remuneration report dated 21 November 2016, for the period from the commencement of the DOCA to the Completion of the DOCA be fixed in the amount of \$75,000 plus GST and disbursements but subject to upward revision by Creditors and that the Deed Administrator be authorised to make periodic payments on account of such accruing remuneration as incurred."</i>			

APPOINTMENT OF PROXY (CREDITORS MEETING)

To the Administrator of:

Rodney Clark Pty Ltd ACN 088 072 244 (Administrator Appointed)

*I/*We ⁽¹⁾
of
a creditor of the Company appoint⁽²⁾
or in his or her absence as *my/our *general/special proxy to vote
at the meeting of creditors to be held on **Tuesday 29 November 2016 at 11am** at the **Wesley
Mission Conference Centre, 220 Pitt Street, Sydney NSW 2000** or at any adjournment of that
meeting.

To consider and if thought fit, the following resolutions as applicable:

	Resolutions	For	Against	Abstain
1(a)	<i>"That Rodney Clark Pty Ltd (Administrator Appointed) execute a Deed of Company Arrangement."</i>			
1(b)	<i>"That the administration of Rodney Clark Pty Ltd (Administrator Appointed) end." i.e. Liquidation continues</i>			
2	<i>"That the remuneration of the Liquidator of Rodney Clark Pty Ltd (In Liquidation) for the period from 12 October 2016 to 18 November 2016, calculated on the basis of time spent by the Administrator, his directors, staff and contractors at the scale of fees disclosed in the report to creditors dated 21 November 2016 for work of this nature be approved and drawn on account in the amount of \$15,113.50 plus GST and disbursements."</i>			
3	<i>"That the remuneration of the Administrator of Rodney Clark Pty Ltd (Administrator Appointed) for the period from 18 November 2016 to the end of the administration, calculated on the basis of time spent by the Administrator, his directors, staff and contractors at the scale of fees disclosed in the report to creditors dated 21 November 2016 for work of this nature be approved and drawn on account in the fixed amount of \$14,000 plus GST and disbursements."</i>			
	<i>If the creditors approve a DOCA:</i>			
4	<i>"That the remuneration of the Deed Administrator of Rodney Clark Pty Ltd as set out in the remuneration report dated 21 November 2016, for the period from the commencement of the DOCA to the Completion of the DOCA be fixed in the amount of \$52,500 plus GST and disbursements but subject to upward revision by Creditors and that the Deed Administrator be authorised to make periodic payments on account of such accruing remuneration as incurred."</i>			
	<i>If creditors resolve to end the administration of the company:</i>			

APPOINTMENT OF PROXY (CREDITORS MEETING)

To the Administrator of:

Rodney Clark Retail Pty Ltd ACN 138 806 256 (Administrator Appointed)

*I/*We ⁽¹⁾
of
a creditor of the Company appoint⁽²⁾
or in his or her absence as *my/our *general/special proxy to vote
at the meeting of creditors to be held on **Tuesday 29 November 2016 at 11am** at the **Wesley
Mission Conference Centre, 220 Pitt Street, Sydney NSW 2000** or at any adjournment of that
meeting.

To consider and if thought fit, the following resolutions as applicable:

	Resolutions	For	Against	Abstain
1(a)	<i>"That Rodney Clark Retail Pty Ltd (Administrator Appointed) execute a Deed of Company Arrangement."</i>			
1(b)	<i>"That the administration of Rodney Clark Retail Pty Ltd (Administrator Appointed) end."</i>			
2	<i>"That the remuneration of the Liquidator of Rodney Clark Retail Pty Ltd (In Liquidation) for the period from 12 October 2016 to 18 November 2016, calculated on the basis of time spent by the Liquidator, his directors, staff and contractors at the scale of fees disclosed in the report to creditors dated 21 November 2016 for work of this nature be approved and drawn on account in the amount of \$8,406.00 plus GST and disbursements."</i>			
3	<i>"That the remuneration of the Administrator of Rodney Clark Retail Pty Ltd (Administrator Appointed) for the period from 18 November 2016 to the end of the administration, calculated on the basis of time spent by the Administrator, his directors, staff and contractors at the scale of fees disclosed in the report to creditors dated 21 November 2016 for work of this nature be approved and drawn on account in the fixed amount of \$5,000 plus GST and disbursements."</i>			
	<i>If the creditors approve a DOCA:</i>			
4	<i>"That the remuneration of the Deed Administrator of Rodney Clark Retail Pty Ltd as set out in the remuneration report dated 21 November 2016, for the period from the commencement of the DOCA to the Completion of the DOCA be fixed in the amount of \$12,500 plus GST and disbursements but subject to upward revision by Creditors and that the Deed Administrator be authorised to make periodic payments on account of such accruing remuneration as incurred."</i>			
	<i>If creditors resolve to end the administration of the company:</i>			

ANNEXURE K

**FURTHER 439A REPORT TO CREDITORS
GORDON SMITH GROUP**

INFORMAL PROOF OF DEBT FORM
Corporations Act 2001

Regulation 5.6.47

To the Administrator of: *Please tick which company you are a creditor of:*

- Gordon Smith Marketing Pty Ltd ACN 003 840 168
 - Rodney Clark Pty Ltd ACN 088 072 244
 - Rodney Clark Retail Pty Ltd ACN 138 806 256
- (All Administrator Appointed) (Collectively 'the Companies')**

Name of creditor:

Address of creditor:

.....

Telephone number:

Amount of debt claimed: \$..... (including GST \$.....)

Consideration for debt (i.e. the nature of goods and services supplied and the period during which they were supplied):

.....

.....

Is the debt secured? YES / NO

If secured, give details of security including dates, etc:

.....

.....

Other information:

.....

.....

.....
Signature of Creditor
(or person authorised by creditor)

I nominate to receive electronic notification of notices or documents in accordance with Section 600G of the Corporations Act 2001 at the following email address:

Email address:

Notes:
Under the Corporations Act 2001, a creditor is not entitled to vote at a meeting unless (Regulation 5.6.23):
a. his or her claim has been admitted, wholly or in part, by the Administrator; or
b. he or she has lodged with the Administrator particulars of the debt or claim, or if required, a formal proof of debt.
At meetings held under Section 436E and Supplementary 439A, a secured creditor may vote for the whole of his or her debt without regard to the value of the security.
Proxies must be made available to the Administrator.