

19 July 2016

**TO CREDITORS**

Dear Sir/Madam

**Killarnee Civil & Concrete Contractors Pty Ltd (In Liquidation)  
ACN 085 230 486 (the Company)  
ATF for the Thompson Family Trust**

We refer to our Circular to Creditors dated 16 May 2016 and the annual meeting of creditors and members held at our offices on 1 June 2016.

We provide the following update under the relevant sub-headings:

**Outcome of annual general meeting**

We confirm that the annual general meeting of creditors and members of the Company was held on 1 June 2016 at 11.00am. At that meeting, creditors in attendance resolved to:

1. Appoint Andrew Smith as a Joint and Several Liquidator of the Company.
2. Authorise the Liquidators to enter into any agreement with duration of longer than 3 months on the Company's behalf pursuant to section 477(2B) of the Corporations Act ("the Act").
3. Approve the further remuneration of the Liquidators as set out in the Remuneration Request Approval Report dated 16 May 2016.
4. Ratify the Liquidator's power to enable payment of pre-appointment outstanding fees and disbursements to Vantage Performance pursuant to section 477(1)(c) of the Act.
5. Not to appoint a committee of inspection.

**Liquidator's Application to the Federal Court of Australia (FCA) (WAD 181/2016)**

In our previous report, we advised that on 12 May 2016, we made an application to the FCA for directions to determine if Westpac Banking Corporation, as secured creditor has a priority to the compensation paid to the Liquidator following a claim pursuant to section 588FA of the Act to the extent of the amounts paid to the employees by the Administrators / Liquidators during the course of the voluntary administration and liquidation period.

On 8 July 2016, we filed an interlocutory application to amend the original application to include orders ratifying the Company's ability and Liquidator's power to realise the assets of the Thompson Family Trust (**Trust**).

SYDNEY  
MELBOURNE  
ADELAIDE  
BRISBANE  
PERTH  
KUALA LUMPUR  
SINGAPORE

Affiliated through:  
Zolfo Cooper  
CARIBBEAN  
UNITED STATES  
KLC Kennic Lui & Co.  
CHINA  
HONG KONG

In summary, we have approached the FCA to determine the following:

1. Directions as to whether the secured creditor, Westpac Banking Corporation has a priority in the preference claim recovery to the extent of the amounts paid to the employees by the Administrators / Liquidators.
2. An order that any sale of the assets of the Trust which have already taken place be deemed to be a sale within the power of the Liquidator and the Company as the trustee of the Trust.
3. An order that the Company through its liquidator be permitted to realise all assets of the Trust.
4. Directions that the Trust assets (including sale proceeds of any Trust assets) be dealt with by the Liquidator as assets of the Company.

Please find enclosed at **Annexure A**, our Notice to Creditors of the amended application for court directions.

Creditors who have any objection to the orders sought by the Liquidators, are advised to inform us in writing and provide the ground(s) of your objection (including any relevant supporting documents, where applicable) **on or before 5:00 pm (AWST) on Tuesday, 9 August 2016**. Alternatively, if you wish to be heard, you must file a notice of appearance, in the prescribed form, with the Federal Court Registrar and serve a copy of it on the Liquidators.

#### **First and Final Priority Dividend Process**

We had initially proposed to declare a first and final priority dividend distribution of outstanding employee entitlements on or before Thursday, 14 July 2016, however, this distribution has now been deferred pending the outcome of our application for directions as detailed above.

We are also currently working with the Australian Taxation Office (**ATO**) to reconcile and quantify the outstanding superannuation guarantee charge (**SGC**) as the initial claim received was significantly higher than the amounts recorded in the Company's records.

We also note that on 16 June 2016, we wrote to all former employees who had outstanding claims against the Company with a breakdown of their outstanding entitlements. Any former employees who dispute or do not agree with the amounts as outlined are required to make contact with either Nirav Shah ([Nirav.shah@fh.com.au](mailto:Nirav.shah@fh.com.au)) or Yvonne Liew ([Yvonne.liew@fh.com.au](mailto:Yvonne.liew@fh.com.au)) of this office as soon as possible.

We anticipate that we will be in a position to declare the first and final priority dividend on or around September / October 2016, but subject to receiving a determination from the FCA.

**Further queries**

Should you require any further information regarding the above, please do not hesitate to contact either Nirav Shah or Yvonne Liew of this office on (08) 9214 1444.

Yours faithfully

**Killarnee Civil & Concrete Contractors Pty Ltd**



**Martin Jones**

Joint and Several Liquidator

Encl.

## **Annexure A**

### **Notice to Liquidator's application for court directions**

#### **Killarnee Civil & Concrete Contractors Pty Ltd (In Liquidation) ACN 085 230 486 (the Company)**

NOTICE IS GIVEN that pursuant to an order of the Federal Court of Australia dated 11 July 2016 (No. WAD181/2016), the Court has granted leave for the Company to amend the Originating Process dated 12 May 2016. The amended Originating Process was filed with the Court on 12 July 2016 seeking:

1. Directions as to whether the secured creditor, Westpac Banking Corporation has a priority in the preference claim recovery to the extent of the amounts paid to the employees by the Administrators / Liquidators.
2. An order that any sale of the assets of the Thompson Family Trust ("Trust") which have already taken place be deemed to be a sale within the power of the Liquidator and the Company as the trustee of the Trust.
3. An order that the Company through its liquidator be permitted to realise all assets of the Trust.
4. Directions that the Trust assets (including sale proceeds of any Trust assets) be dealt with by the Liquidator as assets of the Company.

A copy each of the following are attached:

- a. Sealed Court Order dated 11 July 2016;
- b. Amended Ex parte Originating Process; and
- c. The Liquidator's Affidavit (attachments can be inspected at our office on arrangement).

Should creditors have any objection to the order sought by the Liquidator, you are advised to inform the Liquidator in writing and provide the ground(s) of your objection (including any relevant supporting documents, where applicable) **no later than Monday, 9 August 2016**. Alternatively, if you wish to be heard, you must file a notice of appearance, in the prescribed form, in the Registry and serve a copy of it on the Liquidator.

Dated this 19<sup>th</sup> day of July 2016.



**Martin Jones**  
Joint and Several Liquidator  
Killarnee Civil and Concrete Contractors Pty Ltd

Ferrier Hodgson  
GPO Box 2537  
Perth WA 6001

Tel: (08) 9214 1444  
Fax: (08) 9214 1400



Federal Court of Australia

District Registry: Western Australia

Division: General

No: WAD181/2016

**MARTIN BRUCE JONES IN HIS CAPACITY AS THE LIQUIDATOR OF  
KILLARNEE CIVIL & CONCRETE PTY LTD (IN LIQUIDATION)**

Plaintiff

**ORDER**

**JUDGE:** JUSTICE GILMOUR

**DATE OF ORDER:** 11 July 2016

**WHERE MADE:** Perth

**THE COURT ORDERS THAT:**

1. Leave be granted for the Plaintiff to amend the Originating Process dated 12 May 2016 in terms of the Minute of Amended Originating Process attached hereto.
2. The Confidential Affidavit of Martin Bruce Jones sworn on 5 July 2016 be filed marked Confidential and not allowed for inspection by any parties.
3. By 12 July 2016, the Plaintiff file the Amended Originating Process.
4. By 19 July 2016, the Plaintiff give notice of the Amended Originating Process and a copy of these orders to the creditors of Killarnee Civil & Concrete Pty Ltd (in Liquidation) and the Thompson Family Trust.
5. By 9 August 2016, any creditors who wish to object to the orders sought in the Amended Originating Process to provide to the plaintiff their grounds of opposition.
6. By 23 August 2016, the Plaintiff file and serve a further affidavit attaching any opposition received from creditors.
7. The Originating Process be listing for hearing on a date not before 23 August 2016.
8. The cost of this application be in the Cause.

Date that entry is stamped:



*Warrick Soden*  
Registrar

## NOTICE OF FILING AND HEARING

This document was lodged electronically in the FEDERAL COURT OF AUSTRALIA (FCA) on 12/07/2016 10:57:09 AM AWST and has been accepted for filing under the Court's Rules. Filing and hearing details follow and important additional information about these are set out below.

### Filing and Hearing Details

Document Lodged:	Originating process (Rule 2.2): Federal Court (Corporations) Rules 2000 form 2
File Number:	WAD181/2016
File Title:	In the matter of Killarnee Civil & Concrete Pty Ltd (in liquidation)
Registry:	WESTERN AUSTRALIA REGISTRY - FEDERAL COURT OF AUSTRALIA
Reason for Listing:	To Be Advised
Time and date for hearing:	To Be Advised
Place:	To Be Advised



A handwritten signature in blue ink, reading 'Warwick Soden'.

Dated: 12/07/2016 11:03:43 AM AWST

Registrar

### Important Information

As required by the Court's Rules, this Notice has been inserted as the first page of the document which has been accepted for electronic filing. It is now taken to be part of that document for the purposes of the proceeding in the Court and contains important information for all parties to that proceeding. It must be included in the document served on each of those parties.

The Reason for Listing shown above is descriptive and does not limit the issues that might be dealt with, or the orders that might be made, at the hearing.

The date and time of lodgment also shown above are the date and time that the document was received by the Court. Under the Court's Rules the date of filing of the document is the day it was lodged (if that is a business day for the Registry which accepts it and the document was received by 4.30 pm local time at that Registry) or otherwise the next working day for that Registry.



Form 2  
Rule 2.2 and 15A.3

**Amended Originating Process**  
**Pursuant to Orders of Justice Gilmour Made on 11 July 2016**

No. 181 of 2016

Federal Court of Australia  
District Registry: Perth  
Division: General

**IN THE MATTER OF KILLARNEE CIVIL & CONCRETE CONTRACTORS PTY LTD (IN LIQUIDATION)**  
**ACN: 085 230 486**

**EXPARTE**

**MARTIN BRUCE JONES IN HIS CAPACITY AS THE LIQUIDATOR OF KILLARNEE CIVIL & CONCRETE PTY LTD (IN LIQUIDATION)**

Plaintiff

**A. DETAILS OF APPLICATION**

This application is made under Section 511 of the *Corporations Act* and s.89 of the *Trustees Act 1962 (WA)* for determination of a question arising in the winding up of Killarnee Civil & Concrete Contractors Pty Ltd (In Liquidation) ACN 085 230 586 (**Company**).

On the facts stated in the supporting affidavit, the plaintiff seeks:

1. Directions on the following questions:

1.(a) Whether it would be proper for the Plaintiff to pay the debt of Westpac Banking Corporation ACN 007 467 141 (**Westpac**) (or some of it) from the Company's monies within the Plaintiff's control in priority to the ordinary unsecured creditors of the Company.

2.(b) If the above direction is yes, how much is Westpac entitled to be paid in priority.

---

Filed on behalf of (name & role of party)	Applicant
Prepared by (name of person/lawyer)	Fei Fei Xue
Law firm (if applicable)	<b>Gadens</b>
Tel	08 9323 0999
Fax	08 9323 0900
Email	feifei.xue@gadens.com
<b>Address for service</b> (include state and postcode)	Level 7, 150 St Georges Terrace, Perth WA 6000

.Reference:  
26467739.1





2. An order pursuant to section 89(1) of the *Trustees Act 1962 (WA)* that any sale of the assets of the Thompson Family Trust (**Trust**) which have already taken place be deemed to be a sale within the power of Martin Bruce Jones as the liquidator of the Company (Liquidator) and the Company as the trustee of the Trust.
3. An order pursuant to section 89(1) of the *Trustees Act 1962 (WA)* and section 511 of the *Corporations Act 2001* that the Company through its Liquidator be permitted to realise all assets of the Trust.
4. Direction pursuant to section 511 of the *Corporations Act 2001* that the Trust assets (including the proceeds of sale of any Trust assets) be dealt with by the Liquidator as assets in the winding up of the Company and accounted for accordingly.
- 3-5. The costs of the application be costs of the winding up of the Company and paid from the Trust's assets.

Date: 10 May 2016

  
Signed by **Gadens**  
Lawyer for the Applicant

This application will be heard by  
Australia at \_\_\_\_\_ am/pm on

at 1 Victoria Avenue, Perth, Western

## **B. NOTICE TO DEFENDANT(S) (IF ANY)**

If you or your legal practitioner do not appear before the Court at the time shown above, the application may be dealt with, and an order made, in your absence. As soon after that time as the business of the Court will allow, any of the following may happen:

- (a) the application may be heard and final relief given;
- (b) directions may be given for the future conduct of the proceeding;
- (c) any interlocutory application may be heard.

Before appearing before the Court, you must file a notice of appearance, in the prescribed form, in the Registry and serve a copy of it on the plaintiff.



*Note* Unless the Court otherwise orders, a defendant that is a corporation must be represented at a hearing by a legal practitioner. It may be represented at a hearing by a director of the corporation only if the Court grants leave.

**C. FILING**

Date of filing:

\_\_\_\_\_  
Registrar

This originating process is filed by Gadens for the plaintiff.

**D. SERVICE**

The plaintiff's address for service is [address of plaintiff's legal practitioner or of plaintiff].

It is intended to serve a copy of this originating process on each defendant and on any person listed below:

Westpac Banking Corporation  
109 St Georges Terrace  
PERTH WA 6000

**Attention: Mark Curran**

Australian Securities and Investments Commission  
Level 1  
11 Mounts Bay Road  
PERTH WA 6000

## NOTICE OF FILING

This document was lodged electronically in the FEDERAL COURT OF AUSTRALIA (FCA) on 5/07/2016 4:06:20 PM AWST and has been accepted for filing under the Court's Rules. Details of filing follow and important additional information about these are set out below.

### Details of Filing

Document Lodged: Affidavit - Form 59 - Rule 29.02(1)  
File Number: WAD181/2016  
File Title: In the matter of Killarnee Civil & Concrete Pty Ltd (in liquidation)  
Registry: WESTERN AUSTRALIA REGISTRY - FEDERAL COURT OF AUSTRALIA



A handwritten signature in blue ink, reading 'Warwick Soden'.

Dated: 6/07/2016 11:34:03 AM AWST

Registrar

### Important Information

As required by the Court's Rules, this Notice has been inserted as the first page of the document which has been accepted for electronic filing. It is now taken to be part of that document for the purposes of the proceeding in the Court and contains important information for all parties to that proceeding. It must be included in the document served on each of those parties.

The date and time of lodgment also shown above are the date and time that the document was received by the Court. Under the Court's Rules the date of filing of the document is the day it was lodged (if that is a business day for the Registry which accepts it and the document was received by 4.30 pm local time at that Registry) or otherwise the next working day for that Registry.



Form 59  
Rule 29.02(1)

**Affidavit**

WAD 181 of 2016

Federal Court of Australia  
District Registry: Perth  
Division: General

**IN THE MATTER OF KILLARNEE CIVIL & CONCRETE  
CONTRACTORS PTY LTD (IN LIQUIDATION)  
ACN: 085 230 486**

**EXPARTE**

**MARTIN BRUCE JONES IN HIS CAPACITY AS THE  
LIQUIDATOR OF KILLARNEE CIVIL & CONCRETE PTY LTD (IN  
LIQUIDATION)**

Plaintiff

Affidavit of: **MARTIN BRUCE JONES**

Address: Level 28, 108 St Georges Terrace, Perth, Western Australia

Occupation: Liquidator

Date: 5 July 2016

**Contents**

Document number	Details	Paragraph	Page
	Third Affidavit of <b>MARTIN BRUCE JONES</b>		1-7
1.	<b>Tab 1</b> of Annexure "MBJ3", being copy the Notice to Creditors of the company dated 16 May 2016 and Liquidator's Annual Report dated 16 May 2016	4	8-61
2.	<b>Tab 2</b> of Annexure "MBJ3", being copy of a List of Creditor's of the Company	5	62-75
3.	<b>Tab 3</b> of Annexure "MBJ3", being copy of Minutes of the Annual Meeting of Creditors and Members dated 1 June 2016	7	76-108
4.	<b>Tab 4</b> of Annexure "MBJ3", being copy of the Thompson Family Trust Deed dated 18 November 1998	8	109-138

Filed on behalf of (name & role of party)	The plaintiffs
Prepared by (name of person/lawyer)	Fei Fei Xue
Law firm (if applicable)	Cadens

Tel	(08) 9323 0999	Fax	(08) 9323 0900
Email	Feifei.xue@cadens.com		
Address for service (include state and postcode)	Level 7, 150 St Georges Terrace PERTH WA 6000		

Document number	Details	Paragraph	Page
5.	Tab 5 of Annexure "MBJ3", being copy of the Thompson Family Trust 2014 Financial Report	9	139-148
6.	Tab 6 of Annexure "MBJ3" being copy of Gregsons Valuation dated 11 September 2014	13	149-174
7.	Tab 7 of Annexure "MBJ3", being copy of Geraldton Valuation	14	175-192
8.	Tab 8 of Annexure "MBJ3", being copy of Karratha Valuation	15	193-273
9.	Tab 9 of Annexure "MBJ3", being copy of Title Search of Mardie Road Property	17	274
10.	Tab 10 of Annexure "MBJ3", being copy of a spreadsheet of assets sold at Geraldton Depot	18	275-287
11.	Tab 11 of Annexure "MBJ3", being copy of spreadsheet calculating value attributed to companies assets sold at the Geraldton Depot	20	288-305
12.	Tab 12 of Annexure "MBJ3", being copy of spreadsheet which identifies what assets of the company were transported to Perth	21	306-347
13.	Tab 13 of Annexure "MBJ3", being copy of Tax Invoice from Gregsons Auctioneers dated 30 January 2015	21	348-350
14.	Tab 14 of Annexure "MBJ3", being copy of Tax Invoice from Gregsons Auctioneers dated 5 February 2015	21	351-355
15.	Tab 15 of Annexure "MBJ3", being copy of Tax Invoice from Gregsons Auctioneers dated 18 February 2016	21	356-364
16.	Tab 16 of Annexure "MBJ3", being copy of Tax Invoice from Gregsons Auctioneers dated 4 March 2015	21	365-366
17.	Tab 17 of Annexure "MBJ3", being copy of valuation of the 2007 Franna Articulated Crane AT15	21	367-368
18.	Tab 18 of Annexure "MBJ3", being copy of Tax Invoice from Gregsons Auctioneers dated 28 May 2015	21	369
19.	Tab 19 of Annexure "MBJ3", being copy of email from David Jeffs dated 30 July 2015	23	370-372
20.	Tab 20 of Annexure "MBJ3", being copy of email from David Jeffs to Jason Soo dated 2 May 2016	24	373
21.	Tab 21 of Annexure "MBJ3", being copy of summary of the Company's assets	28	374

I MARTIN BRUCE JONES say on oath:

1. I refer to my previous affidavits sworn 9 May 2016 (First Affidavit) and 31 May 2016 (Second Affidavit). Words have the same meaning as defined in the First and Second Affidavit.




2. The facts deposed to in this affidavit are within my own knowledge. Where they are not within my knowledge they are stated based on information and belief. Where this occurs, I state the basis of that information or belief.
3. Exhibited to me at the time of swearing this affidavit is a folder of documents marked "MBJ3". When I refer to a document in this affidavit, I do so by reference a Tag number being which the particular document is exhibited.
4. On 16 May 2016, I convened an annual meeting of creditors of the Company to be held on 1 June 2016. Attached hereto and at Tab 1 is a true copy of:
  - (a) the notice to creditors of the Company dated 16 May 2016 (the Notice);
  - (b) the Liquidator's Annual Report dated 16 May 2016 (Annual Report).
5. Attached hereto and at Tab 2 is a true copy of a list of creditors of the Company. A copy of the Notice and the Annual Report was forwarded to all creditors contained within the list.
6. In addition to giving notice of the Meeting, the Notice also informed the creditors of the Liquidator's Application in WAD 181/2016. In the Notice, I requested that any creditors who had objections to my application in the Federal Court to provide me with ground(s) of objection on or before Monday 6 June 2016. To the date of this affidavit, I have not received any objections.
7. Attached hereto and at Tab 3 is a true copy of the minutes of the annual meeting of creditors on 1 June 2016 signed by me.

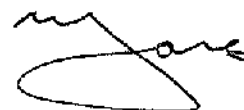
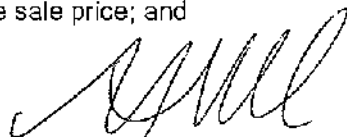
#### Application for Orders in relation to Trust

8. Based on my investigations, I am aware that from when it was first incorporated on 18 November 1998, the Company was appointed the trustee of the Thompson Family Trust (Trust). Attached hereto and at Tab 4 is the trust deed dated 18 November 1998 entered into between Shamrock Holdings (WA) Pty Ltd (the Company's previous name) as the Trustee and Paul Gregory Davis as the Settlor in relation to the Trust (Trust Deed).
9. As trustee, the Company conducted the Trust's business trading as Killarnee Civil & Concrete Contractors (Business). Attached hereto and at Tab 5 is a true copy of the 2014 Financial Report of the Thompson Family Trust trading as Killarnee Civil & Concrete Contractors.
10. As far as I am aware, other than as trustee of the Trust, the Company never engaged in activities on its own behalf. All assets of the Company were held by the Company in its capacity as the trustee of the Trust.
11. It was a term of the Trust Deed at clause 21 that *"the trustee shall be disqualified from holding office if such Trustee being a company shall enter into liquidation whether compulsory or*



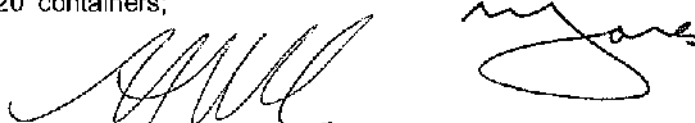
*voluntary (not being merely a voluntary liquidation for the purposes of amalgamation or reconstruction)."*

12. At the time I was appointed the administrator of the Company (1 September 2014), the assets of the Trust (plant and equipment and stocks and consumables) were mainly located at 3 locations:
  - (a) the Company's Geraldton Depot at 35 Boyd Street, Webberton, WA (**Geraldton Depot**);
  - (b) the Company's Karratha Depot at Lot 5 Exploration Drive, Gap Ridge Estate, Karratha WA (**Karratha Depot**); and
  - (c) the Company's work site at Barrow Island.
13. Attached hereto at **Tab 6** is a valuation of all assets at Barrow Island dated 11 September 2014 prepared by Gregsons Auctioneers & Valuers (**Gregsons Auctioneers**) based on photographs and information of the assets provided by my staff.
14. Attached hereto at **Tab 7** is a valuation of all assets at the Geraldton Depot prepared by Ross's Auctioneers & Valuers (**Ross's Auctioneers**).
15. Attached hereto at **Tab 8** is a valuation of the Company's assets at the Karratha Depot prepared by Ross's Auctioneers.
16. Killarnee Equipment Holdings Pty Ltd (**KEH**) had assets situated at the Geraldton and the Karratha Depots. The assets valued in **Tab 7** and **Tab 8** includes, in addition to the Company's assets, the assets of **KEH**.
17. The Company is also the registered proprietor of a property located at 1031 Mardie Road, Karratha WA 6714 (**Mardie Road Property**). Attached hereto at **Tab 9** is a true copy of the title search of Mardie Road Property.
18. During my appointment as the administrator of the Company, I arranged for the Company to realise the following assets:
  - (a) the assets located at Barrow Island were transferred to CS as part of the Final BSA (**MBJ1, Tab 13**).
  - (b) the assets located at the Geraldton Depot were sold at an auction held on site on 25 October 2014. Attached hereto at **Tab 10** is a copy of a spreadsheet prepared by my staff member, Jason Soo, listing:
    - (i) descriptions of the assets sold;
    - (ii) the sale price; and



(iii) whether the assets were assets of the Company or KEH.

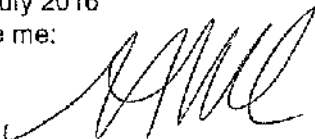
19. According to **Tab 10**, the proceeds realised from the Company's assets located at the Geraldton Depot totalled \$163,600 (exclusive of GST).
20. Attached hereto at **Tab 11** is a spreadsheet prepared by Jason Soo calculating the total value attributed to the Company's assets located at the Geraldton Depot according to the valuation which is at **Tab 7**. According to **Tab 11**, the value of Company's assets located at the Geraldton Depot was between \$51,905 to \$69,295 (exclusive of GST).
21. During my appointment as the liquidator of the Company, I have arranged for the Company to realise the following assets:
- (a) for the purpose of realisation, I arranged for some of the plant and equipment located at the Karatha Depot to be transported to Perth. Attached hereto at **Tab 12** is a spreadsheet prepared by Jason Soo based on the valuation in **Tab 8**, which identifies whether the asset was that of the Company or KEH and whether the asset was transported to Perth.
  - (b) all assets transported to Perth were sold by Gregsons Auctioneers at auctions held on 17 January 2015, 29 January 2015, 5 February 2015 and 26 February 2015. Attached hereto at:
    - (i) **Tab 13** is the tax invoice issued by Gregsons Auctioneers for the assets sold at auction on 17 January 2015;
    - (ii) **Tab 14** is the tax invoice issued by Gregsons Auctioneers for the assets sold at auction on 29 January 2015;
    - (iii) **Tab 15** is the tax invoice issued by Gregsons Auctioneers for the assets sold at auction on 5 February 2015;
    - (iv) **Tab 16** is the tax invoice issued by Gregsons Auctioneers for the assets sold at auction on 26 February 2015;
  - (c) the Company owned a 2007 Franna Articulated Crane AT15 which had an auction value of between \$60,000 to \$70,000 (exclusive of GST). Attached hereto at **Tab 17** is a valuation of the crane.
  - (d) on 16 May 2015, the Crane was sold at an auction by Gregsons Auctioneers for \$44,500 (exclusive of GST). Attached hereto at **Tab 18** is a tax invoice issued by Gregsons Auctioneers for the Franna Crane sold at auction on 16 May 2015.
22. The only assets of the Company which remained at the Karratha Depot are:
- (a) five 20' containers;



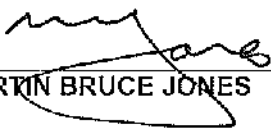


- (b) one 40' container; and
- (c) some tools, office furniture and shelving.
23. On 30 July 2015, David Jeffs of Gregsons Auctioneers valued the containers at \$1,300 each for 20' containers and \$2,000 each for 40' containers. Attached hereto at Tab 19 is a copy of the email from David Jeffs dated 30 July 2015.
24. On 2 May 2016, David Jeffs valued the tools, office furniture and shelving in those containers at \$1,500. Attached hereto at Tab 20 is a copy of the email from David Jeffs dated 2 May 2016.
25. On or about 24 May 2016, I arranged to sell the remaining assets as outlined in paragraph 22 above and assets of KEH at the Karratha Depot to the potential purchaser of the Karratha Depot (**Karratha Depot Agreement**) for the sum of \$30,000 (exclusive of GST). The agreement is conditional upon settlement of the potential purchaser's purchase of the Karratha Depot.
26. I have also entered into an agreement to sell the Mardie Road Property (**Mardie Road Agreement**). This agreement is conditional upon the purchaser completing due diligence inquire upon the Property.
27. As settlement is still pending in respect of both the Karratha Depot Agreement and the Mardie Road Agreement, those agreements are commercially sensitive. Copies of those agreements will be attached to a separate confidential affidavit.
28. Attached hereto and marked Tab 21 is a spreadsheet prepared by Jason Soo summarising the total assets of the Company, the total proceeds of sale received and valuation amount for attributed to the different categories of assets.
29. I have reviewed the calculation contained in the spreadsheets prepared by Jason Soo and verily believe that all information contained in the spreadsheet are true and correct to the best of my knowledge and believe.
30. I swear this affidavit in support of the Plaintiff's application for leave to amend the Originating Process and for orders set out in the Originating Process.

SWORN BY:  
**MARTIN BRUCE JONES**  
 at Perth, Western Australia  
 on 5 July 2016  
 Before me:



\_\_\_\_\_  
 A legal practitioner who has held a practice certificate for at least 2 years and who holds a current practice certificate

\_\_\_\_\_ )  
  
**MARTIN BRUCE JONES**

**Helene Chryssidis**  
 A legal practitioner who has held a practice certificate for at least 2 years and who holds a current practice certificate