

Form 5011

Corporations Act 2001

s436E, 439A

Insolvency Practice Rules (Corporations) 2016

s75-145(1)(c)

Copy of minutes of meeting

Liquidator details

Registered liquidator number

390469

Registered liquidator name

GAYLE DICKERSON

Company details

Company name

MCWILLIAM'S WINES GROUP LTD

000 024 108

Section under which minutes are lodged

Date of meeting

20-01-2020

Are the minutes being lodged for a meeting convened under s436E, or
s439A of the Corporations Act 2001?

Yes

Certification

I certify that the attached minutes of meeting are a true copy of the original
minutes of meeting signed by the chair of the meeting as identified in the
minutes.

Yes

Authentication

This form has been authenticated by
Name GAYLE DICKERSON
This form has been submitted by
Name William GEORGE
Date 31-01-2020

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Telephone 1300 300 630

Minutes of the First Meeting of Creditors of the Group held concurrently at Lyceum Room, Wesley Conference Centre, 220 Pitt Street, Sydney NSW 2000 on 20 January 2020 at 11:00am (AEDT).

1 Present

Gayle Dickerson – Administrator
Tim Mablesen – Administrator
Luke Meany – KPMG
Candice Ferreira - KPMG
Irene Tang – KPMG
Grant Whatley – HWL Ebsworth
Naomi Philp – HWL Ebsworth
Millie Garvin – HWL Ebsworth

Creditors as indicated in the **attached** attendance and observer registers.

2 Chairperson

Gayle Dickerson, one of the Administrators of the Group, opened the meeting at 11:15am (AEDT) and advised that she would act as Chairperson of the meeting in accordance with Insolvency Practice Rules (Corporations) 2016 (IPR) 75-50.

The Chairperson noted that the meetings of the Group would be held concurrently, with separate resolutions heard for each company as appropriate.

3 Quorum

The Chairperson tabled the attendance registers and advised that a quorum, in accordance with IPR 75-105, was present for each company.

4 Notice of meeting

The Chairperson advised that the meeting had been called in accordance with the notice of meeting dated 9 January 2020, the meeting having been advertised on the Australian Securities & Investments Commission (ASIC) Insolvency Notices on 8 January 2020 in accordance with IPR 75-40.

The Chairperson tabled the notice of meeting.

5 Convening the meeting

The Chairperson advised that, in accordance with IPR 75-30, the meeting was being held at a date, time and place convenient to the majority of persons entitled to receive notice of the meeting.

6 Purpose of the meeting

The Chairperson advised that the purpose of the meeting was to determine:

- Whether to appoint a Committee of Inspection and, if so, who are to be the committee members;
- Confirm the appointment of the Administrators; and
- Any other business.

7 Role of the Administrators

The Chairperson also advised that the primary objective of the Voluntary Administration process is to maximise the chances of the Group's business (or as much of the business as possible) continuing as a going concern and, if that is not possible, to achieve a better return to creditors than would result from an immediate winding up of the Group.

The Chairperson summarised their role as Voluntary Administrator in the process and advised to the creditors that:

- They were appointed by directors, and represent interests of all creditors;
- The directors powers are suspended and as Administrators, we are in control of the Group;
- They are responsible for ongoing trading of the business;
- They would conduct a concurrent recapitalisation and sale campaign for all or part of the business or its assets;
- There will be meetings of creditor held through the administration process;
- They will be Investigating the reasons for the failure of the business;
- They are preparing a comprehensive report to creditors; and finally
- They will be making recommendations to the creditors about the future of the Group.

The Chairperson referred to the on screen presentation and described the statutory timeline and key events at the meeting and advised that:

- The first creditors meeting was required to be held within eight business days of the appointment of Administrators. The purpose of this meeting is for creditors to decide whether to appoint a Committee of Inspection and, if so desired, consider the replacement of Administrators.
- The second creditors meeting is the meeting which will decide the future of the Group. The Voluntary Administration timetable requires this meeting to be held by 13 February 2020 (unless the Court orders an extension to this date); and
- There are three outcomes which creditors can vote on at the second creditors meeting:
 - To execute a deed of company arrangement (DOCA);
 - That the voluntary administration should end; or
 - That the Group be placed in liquidation.

The Chairperson also advised that the Administrators are considering whether they will make an application to the Court to extend the period within which the second creditors meeting is to be convened by approximately 6 months to 31 July 2020.

8 Tabling of documents

The Chairperson tabled the following documents

- The Instrument of Appointment of Joint and Several Voluntary Administrators dated 8 January 2020
- The Notice of the Meeting of Creditors dated 9 January 2020 which was forwarded to all known creditors and employees of the Group.
- Circulars to Creditors dated 9 January 2020 which was forwarded to all known creditors and employees of the Group.
- The Notice of Appointment and First Creditors Meeting as it appeared on the Australian Securities and Investments Commission (ASIC) Insolvency Notices website on 8 January 2020.
- Schedule of meeting proxies received
- Schedule of proof of debts received
- The Statement of Writing and posting the notice of meeting dated 14 January 2020
- Attendance register which contains the creditor and observers lists attending this meeting.

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

The Chairperson tabled the Administrators' DIRRI dated 9 January 2020 and the revised version dated 17 January 2020. The Chairperson noted that the revised version included additional information regarding the circumstances of the Administrators' appointment. It was noted that the only change was to correct the typo omission of a former director's attendance at the meeting on 26 November 2019.

The Chairperson noted that:

- (a) A copy of the declaration dated 9 January 2020 had been provided to creditors with the notice of meeting; and
- (b) A copy of the revised declaration dated 17 January 2020 has been uploaded to the KPMG website.

10 Report on Company Activities and Property

The Chairperson noted that on appointment, the directors of the Group were requested to provide the Administrators with a Report on Company Activities and Property (ROCAP).

The Administrators granted the directors an extension of time to complete the ROCAPs until 29 January 2020 on the basis that December accounts are being finalised and some directors are overseas and/or impacted by bushfires.

11 Administrators' Update to Creditors

The Chairperson then provided some background to the Group including:

- The Group operates as a vertically integrated wine producer and distributor of Australian and international wine products and was established in 1877. Since then, the Group has established a presence and an extensive portfolio of vineyard and winery operations and properties in the New South Wales Riverina and Hunter Valley regions through the Mount Pleasant Estate and McWilliam's brand. The Group's head office is located in Pyrmont, NSW;
- The Group is a top 10 Australian wine producer (as measured by revenue). In its account lodged with the Australian Securities and Investment Commission for the financial year ended 30 June 2018, the Group recorded revenue of approximately \$87 million. In the financial year ended 30 June 2019, the Group recorded revenue of approximately \$97 million. McWilliams' is an unlisted public company owned by family and related members;
- The Group's current product range consist of, among others, the McWilliam's 1877 and Single Vineyard labels, the Mount Pleasant Estate and Show Reserve range of Fortified wines. The Group is also the sole Australian distributor for various global brands such as Champagne Taittinger, Mateus, Henkell and Mionetto; and
- The Group operated with a trade receivables facility with AssetSecure, which was in place on our appointment, and various other liabilities.

The Chairperson also provided a summary of the events and reasons for failure leading up to the appointment of the Administrators, which included:

- Loss making across FY 18 to FY 20, which has led to constraints on liquidity;
- Recapitalisation in January 2019 was unable to generate sufficient capital to support the Group's turnaround plan;
- Pressure on margins and continued decline in sales in FY 20, particularly in relation to the slowing and unprofitable sub \$10 RRP market;
- Challenges in repositioning brands and market focus;
- Onerous leases;
- Loss of Gallo distribution arrangement, limiting access to export markets since 2015; and
- Increasing debt burden and associated covenant and repayment breaches.

Tim Mablesen advised the meeting that subsequent to the Administrators' appointment:

- That operations have continued on a business as usual basis to protect value for creditors. The Administrators are working with bottling plants and customers to maximise sale of inventory through the normal channels; and
- The Administrators have committed to a 'Vintage 20' in the Harwood region, which is estimated to require approximately 17,000 tonnes of grapes. Production will be supported by supply of contract grapes from various growers in the NSW Riverina region.

The Chairperson further advised the meeting that the Administrators have:

- Received significant number of expressions of interest from parties both offshore and domestically regarding the sale of the Group's assets both in whole or partially but also on recapitalisation which may be undertaken through a Deed of Company Arrangement;

- The Expression of Interest Campaign will commence shortly with the sale process anticipated to be conducted over a 8 to 12 week period. The Administrators are considering engaging a co-agent to assist in this process.
- Attended to all statutory lodgements and notifications; and
- Secured the Group's bank accounts and obtained the necessary insurance.

12 Questions

The Chairperson then addressed some key questions that have been raised by creditors during the course of the VA process:

1. What happens to the amounts outstanding as at 8 January 2020?

Amounts due at the date of our appointment are frozen and will form part of your claim against the Group. If not completed already, a formal proof of debt form should be lodged with the Administrators.

2. What is the potential return to creditors?

I would like to draw your attention to the fact that as at the date of this meeting, we have been appointed as Administrators of the Group for just over one week. At this stage, it is too early for us to form a conclusive view on the potential return to unsecured creditors.

The order in which different classes of creditors are paid is determined by the Corporations Act. Generally, the order of priority is as follows:

- 1 Employees (from certain categories of assets);
- 2 Secured creditors;
- 3 Unsecured creditors; and
- 4 Shareholders.

Our detailed report to creditors before the second meeting of creditors will outline in more detail the estimated returns.

3. When can creditors expect to receive a dividend?

At this stage it is too early to determine the timing of a dividend and quantum of a dividend. We will continue to provide creditors with updates as the administration process progresses.

4. What is the estimated value creditors?

Our preliminary estimate based on the Group's books and records and creditor claims received to date is:

Creditor	Amount (\$'000)
Secured	6,231
PMSI	4,606*
Priority	1,555
Total	12,392

Our preliminary estimated unsecured creditor value is based on the Group's books and records and is as at 30 November 2019:

Creditor	Amount (\$'000)
Unsecured	22,373
Contingent	Unknown

5. *Are the businesses for sale or recapitalisation?*

We are continuing to field queries from parties interested in purchasing the business and a recapitalisation. A formal sales process has not yet commenced however we are working towards an Expressions of Interest Campaign.

We invite interested parties to contact our office.

6. *Who is meeting supplier costs from 8 January 2020?*

The Administrators are liable for the costs incurred from 8 January 2020 which relate to an authorised purchase order issued by the Administrators. All of these Administrator liabilities are paid in priority to pre-appointment creditors.

The Chairperson then opened the floor to questions.

1. *Brett Sullivan on behalf of the Deputy Commissioner of Taxation asked whether the operations have been affected by the recent bushfires.*

Tim Mablesen advised that any impact was only to the extent of potential supply of grapes due to smoke taint rather than due to loss of vineyards.

Tim Mablesen further advised that there will likely be no vintage at the Hunter Valley region but that the Administrators are currently assessing the situation.

2. *Brett Sullivan on behalf of the Deputy Commission of Taxation asked whether the directors are seeking any safe harbour protection for potential insolvent trading claims.*

The Chairperson first provided the meeting some background on the safe harbour provisions. The Chairperson advised that safe harbour is a legislative provision that provides directors a potential defence for insolvent trading if they take actions with the aim of achieving a better outcome for the Group.

The Chairperson noted that the Administrators were appointed on 8 January 2020 and that this will form part of the Administrators' investigations of the Group and will be included in the Administrators' report to creditors issued prior to the second meeting of creditors.

13 Resolutions

The Chairperson advised that a resolution put to the vote of the meeting must be decided on the voices unless a poll is demanded, before or on the declaration of the result of the voices (IPR 75-110):

- (a) By the Chairperson; or
- (b) By at least two persons present in person, by proxy or by attorney that are entitled to vote at the meeting; or
- (c) By a person present in person, by proxy or by attorney representing not less than 10% of the total voting rights of all the persons entitled to vote at the meeting.

The Chairperson advised that if a poll is demanded, a resolution is carried if:

- A majority of creditors voting (whether in person, by attorney or by proxy) vote in favour; and
- The value of the debts owed by the corporation to those voting in favour is more than half the total debts owed to all creditors voting (IPR 75-115).

14 Voting and use of casting vote

The Chairperson noted that:

- In accordance with IPR 75-115, the Chairperson may exercise a casting vote if no result is reached for or against. The Chairperson's decision to exercise this vote is subject to review by the Court upon application by a creditor (Sections 75-42 and 75-43 of Schedule 2 to the Corporations Act 2001 (Cth) (**the Act**)).
- A secured creditor may vote with respect to the whole of its debt or claim, without being required to estimate the value of its security (IPR 75-87).
- A related party is permitted to vote as a creditor at the meeting, provided its claim has been admitted by the Administrators for the purposes of voting (IPR 75-100).
- Where a debt claimed by a related creditor (within the meaning of Section 75-41(4) of Schedule 2 to the Act) has been assigned to that related creditor, the value for the purposes of voting is to be determined by taking the value of the assigned debt to be equal to the value of the consideration given by the related creditor for the assignment of the debt (IPR 75-110(7)).

15 Committee of Inspection (COI)

The Chairperson advised that the functions of the COI are:

- To consult with the Administrators about matters relating to the Administration; and
- To receive and consider reports by the Administrators.

The Chairperson advised creditors that Section 80-55 of Schedule 2 of the Act provides that a member of a COI must not directly or indirectly derive any profit or advantage from the external administration of the Company unless creditors resolve otherwise. Section 80-55(2) of Schedule 2 of the Act provides that a member of a COI is taken to derive a profit or advantage from the external administration of the Company if:

- the member directly or indirectly derives a profit or advantage from a transaction (including a sale or purchase) entered into for or on account of the Company; or
- the member directly or indirectly derives a profit or advantage from a creditor of the Company; or
- a related entity of the member directly or indirectly derives a profit or advantage from the administration of the Company.

In the event that the Administrators enter into any transaction with a member of the COI that may result in that member deriving a profit or advantage from the external administration of the Company, it will be necessary for creditors to consider a separate resolution to consent to that arrangement.

The Chairperson advised that at this point in time, the Administrators' recommend that a COI only be appointed for McWilliam's Wines Group Ltd (Administrators Appointed) given the number of creditors.

The Chairperson then tabled nominations received for the COI, being:

- Kristen Sager from QWIL Investments Pty Ltd;
- Karen McWilliam from Maxsons Pty Ltd; and
- Nathan Cameron from SMYP Pty Ltd.

The Chairperson then called for any additional nominations. A nomination was received at the meeting from:

- David Pitt an employee of McWilliam's Wines Group Ltd (Administrators Appointed);
- Emil Petar Pahljina from Pipeclay Lawson Ltd ATF Chullora Land Trust; and
- Alicia Beachley from April5 Pty Ltd.

The Chairperson noted that the nominations received included details of any transactions which those nominees contemplate entering into with the Group during the course of the external administration.

The Chairperson read the nominations and proposed:

"That a Committee of Inspection be appointed for McWilliam's Wines Group Ltd (Administrators Appointed) comprised as follows:"

Committee member name	Representing
Kristen Sager	QWIL Investments Pty Ltd
Karen McWilliam	Maxsons Pty Ltd
Nathan Cameron	SMYP Pty Ltd
David Pitt	Himself
Emil Petar Pahljina	Pipeclay Lawson Ltd ATF Chullora Land Trust
Alicia Beachley	April5 Pty Ltd

The resolution was proposed by: Scott Allan on behalf of Wellen Pty Ltd T/A Austcor Packaging

The resolution was seconded by: Kim Sandford on behalf of John James McWilliams

Mark Andrew Fogarty on behalf of Margaret River Wine Production Pty Ltd abstained from voting.

No creditor voted against the resolution.

The Chairperson declared the motion carried on the voices.

16 Creditor approval of transactions with members of the COI

The Chairperson advised that any member of the committee of inspection must not directly or indirectly derive any profit or advantage from the external administration of the company (Section 80-55(1)).

The Chairperson also advised that a member of the COI may derive a profit or advantage if:

- (a) the member directly or indirectly derives a profit or advantage from a transaction (including a sale or purchase) entered into for or on account of McWilliam's Wines Group Ltd (Administrators Appointed); or
- (b) the member directly or indirectly derives a profit or advantage from a creditor of McWilliam's Wines Group Ltd (Administrators Appointed); or
- (c) A related entity of the member directly or indirectly derives a profit or advantage from the external administration of McWilliam's Wines Group Ltd (Administrators Appointed) (Section 80-55(2)).

The transactions disclosed by the members of the COI were as follows:

- QWIL Investments Pty Ltd: lessor of vineyards to McWilliam's Wines Group Ltd (Administrators Appointed)
- Maxsons Pty Ltd: continued supply on normal trading terms
- SMYP Pty Ltd: continued supply on normal trading terms, lessee of Hanwood premises pursuant to lease and customer of related entity
- David Pitt: continued employment as per employment contract
- Pipeclay Lawson Ltd ATF Chullora Land Trust: owner and lessor of land at 68 Anzac Street, Chullora NSW 2190
- April5 Pty Ltd: continued supply on normal trading terms.

The Chairperson advised that for the purposes of considering this next resolution to be proposed by the Chairperson, the members of the COI were not permitted to vote (Section 80-55(4)).

In accordance with the requirements of Section 80-55 of Schedule 2 to the Act, it was proposed by the Chairperson:

"That, pursuant to Section 80-55(3) of Schedule 2 to the Act, creditors authorise and resolve for the members of the COI appointed on 20 January 2020 to enter into/continue with the transactions set out in the nomination forms tabled at this meeting or otherwise disclosed to this meeting, such that section 80-55(1) of Schedule 2 to the Act no longer applies to the members of the COI for those transactions."

The resolution was proposed by: Scott Allan on behalf of Wellen Pty Ltd T/A Austcor Packaging

The resolution was seconded by: Kim Sandford on behalf of John James McWilliams

The members of the COI and Mark Andrew Fogarty on behalf of Margaret River Wine Production Pty Ltd abstained from voting.

No creditor voted against the resolution.

The Chairperson declared the motion carried on the voices.

17 Appointment of Administrators

The Chairperson advised that pursuant to an Instrument of Appointment dated 8 January 2020, Gayle Dickerson, Ryan Eagle and Tim Mablesen were appointed Administrators of the Group.

The Chairperson advised that pursuant to Section 90-35 of Schedule 2 to the Act, creditors may, by resolution, appoint someone else as Administrator of the Group.

The Chairperson noted that there were no other nominations for Administrator and announced that the Administrators' appointment stands and accordingly, Gayle Dickerson, Ryan Eagle and Tim Mablesen remain as Administrators.

18 Closure of meeting

There being no further business, the Chairperson thanked those present for attending and advised that a further meeting would be held on or before 13 February 2020 (subject to the Administrators determining it necessary to seek an extension via an application to Court) to receive the Administrators' report as to the Group's business, property, affairs and financial circumstances, and resolve:

- Whether the Group should execute a Deed of Company Arrangement; or
- Whether the administration should come to an end; or
- Whether the Group should be wound up.

The Chairperson advised that a circular would be forwarded to creditors advising them of the next meeting or if there were going to be changes to the statutory timetable as an extension had been sought and granted.

The Chairperson declared the meeting closed at 12:45pm (AEDT)

Signed as a correct record.



Gayle Dickerson
Chairperson

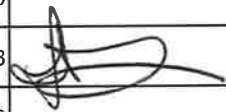
Meeting Attendance Register - Creditors
McWilliam's Wines Group Ltd (Administrators Appointed)


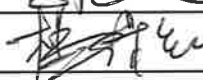
First meeting of creditors held at Wesley Conference Centre, 220 Pitt Street, Sydney NSW 2000 on Monday, 20 January 2020 at 11:00 AM

Chairperson: Gayle DICKERSON

All Creditors


Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
123 TRAINING SOLUTIONS							0.00	
2IC SOFTWARE PTY LTD							0.00	
3C TECHNOLOGY SHOP PTY LTD							0.00	
A & G ENGINEERING PTY LTD							0.00	
A J FREIGHTERS		Jade Gooda	General	0.00	20,241.10		20,241.10	<i>By telephone</i>
A&D REFRIGERATION & AIR CONDITIONING							0.00	
A. L. VITUCCI PTY LTD (RAYMOND VITUCCI)							0.00	
AAPC LIMITED - CO-OP ACCOUNT							0.00	
ABACUS TAX LIMITED							0.00	
ABERA-GEORGE, NALANI (MISS)							0.00	
ABEYSINGHA JAYAWARDANA, JAYAWARDANA, (MR)							0.00	
ACE GLOBAL LOGISTICS							0.00	
ACE WATER CARTAGE							0.00	
ACROSS THE OCEAN SHIPPING PTY LTD							0.00	
ADHESIF LABELS PTY LTD							0.00	
ADVANCED BOILERS & COMBUSTION P/L							0.00	
AEB OCEANIA PTY LTD							0.00	

Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
AGILENT TECHNOLOGIES AUSTRALIA PTY LTD							0.00	
AGL Retail Energy Limited					11,743.50		0.00	
AGOSTINO, RODGER (MR)							0.00	
AINSWORTH, CLINT (MR)							0.00	
AIR LIQUIDE AUSTRALIA LIMITED *MC6700							0.00	
AIR LIQUIDE AUSTRALIA LTD *MCV100							0.00	
Albatrans International Freight Forwarders Pty Limited				0.00	1,290.00		0.00	
ALCHEMY WINE CONSULTING							0.00	
ALDRED, JASMIN (MS)							0.00	
ALL SEPTIC SERVICES							0.00	
AMAZON WEB SERVICES INC							0.00	
AMERICAN EXPRESS INT. INC.							0.00	
AMY, STEPHEN (MR)							0.00	
ANTON PAAR AUSTRALIA PTY LTD							0.00	
Aon Risk Services Australia Limited							0.00	
APPLIED ENGINEERING SERVICES GRIFFITH							0.00	
APRIL 5 PTY LTD		Alicia Beachley	General	0.00	96,728.73		96,728.73	
ARA FIRE PROTECTION SERVICES PTY LTD							0.00	
ASC LOGISTICS (AUSTRALIA) PTY LTD							0.00	
ASHTON, LISA (DR)							1.00 0.00	In attendance


Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
AT WELDING SERVICES PTY LTD							0.00	
Atlas Copco Australia Pty Ltd							0.00	
ATLAS CREATIVE TRADING PTY LTD							0.00	
ATO				0.00	1,398,065.41		0.00	
AUR LTD							0.00	
AUS-KAM PTY LTD							0.00	
AUSPERL PTY LTD							0.00	
AUSTCOR PACKAGING		Scott Allan	General		21,471.74 1.00		21,471.74 1.00	
AUSTRALIA BRILLIANCE INVESTMENT GROUP PTY LTD		Baolong Yang	General				0.00	
Australia Brilliance Investment Group Pty Ltd		Baolong Yang	General	0.00	29,580.79		29,580.79	
Australia Post							0.00	
Australian Associated Press Pty Limited							0.00	
AUSTRALIAN DEFIBRILLATORS PTY LTD							0.00	
AUSTRALIAN GRAPE AND WINE AUTHORITY							0.00	
AUSTRALIAN GRAPE AND WINE INCORPORATED				0.00	52,317.36		0.00	
Australian Super				0.00	41,547.88		0.00	
AUSTRALIAN TARTARIC PRODUCTS							0.00	
AUSTRALIA'S FIRST FAMILIES OF WINE PTY LTD							0.00	
AUSTWINE BROKERS PTY LTD							0.00	
AUTHENTIC WINES & SPIRITS MERCHANTS							0.00	


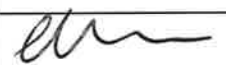

Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
Automatic Data Processing Limited							0.00	
AWARDS CLEANING GROUP							0.00	
AXI-KEM PTY LTD				0.00	2,319.32		0.00	
B.F. PEST CONTROL (YOUNG) P/L							0.00	
BACK SCHWARTZ VAUGHAN							0.00	
BADENHORST, GERHARDUS (MR)							0.00	
BAGIANTE, MITCH (MR)							0.00	
BAILO, ROBERT (MR)							0.00	
BALL, GUY (MR)							0.00	
BARBIROTTA, DANIELLA (MISS)							0.00	
BASTION S & GO PTY LTD							0.00	
BAYFIELD HOTELS (RETAIL) PTY LTD							0.00	
BAYTWIG PTY LTD							0.00	
BECKER, SCOTT (MR)							0.00	
BELL, LOUISA (MRS)							0.00	
BELLATO PLUMBERS PTY LTD							0.00	
BERNARDINO, MEGAN (MISS)							0.00	
BERTOLDO'S BAKERY GRIFFITH P/L							0.00	
BEST SQUEEZED BEVERAGES PTY LTD							0.00	
BEVCHAIN PTY LIMITED		Andrew Martin Inglis	General	0.00	455,693.61		455,693.61	Andrew Inglis


Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
BIG SPRINGS RIVERINA							0.00	
BIMBADGEN ESTATE PTY LTD							0.00	
BINJARA VINE NURSERY PTY LTD							0.00	
BINNORIE DAIRY							0.00	
BLUE H2O FILTRATION PTY LTD							0.00	
BMS RETAIL GROUP PTY LTD CO-OP A/C							0.00	
BOARDWORX AUSTRALIA PTY LTD							0.00	
BOC Limited				0.00	21,109.57		0.00	
BOLLORE LOGISTICS AUSTRALIA PTY LTD							0.00	
BOOTH TRANSPORT PTY LTD				0.00	42,752.18		0.00	
BORDER PEST CONTROL		Katie Comfort	General	0.00	1,287.00		1,287.00	
BOTTLECYCLER AUSTRALIA PTY LTD							0.00	
BRAYNE, JAMES (MR)							0.00	
BSM GLOBAL PTY LTD							0.00	
BUCHANAN GROUP PTY LTD							0.00	
BUNNINGS GROUP LIMITED *027							0.00	
Bunzl Outsourcing Services Limited							0.00	
BURKE, AOIFE (MS)							0.00	
Burson Automotive Pty Ltd							0.00	
BUSINESS ELECTRONICS HOLDINGS							0.00	

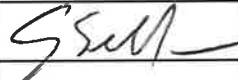
Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
BUTLER, PETER (MR)							0.00	
BYRNES, REUBEN (MR)							0.00	
C.J. WALLIS PTY LTD							0.00	
CABCHARGE AUSTRALIA LIMITED							0.00	
CAFE DELI							0.00	
CALABRIA FAMILY WINES PTY LTD							0.00	
CALABRIA, ANTHONY (MR)							0.00	
CALABRO, VINCENT (MR)							0.00	
CANGELLI, DANIELA (MISS)							0.00	
CARGO CREW PTY LTD							0.00	
CARR, JAMES (MR)				0.00	4,508.95		4,508.95 0.00	
CARRA, RODNEY (MR)							0.00	
CASELLA WINES PTY LTD							0.00	
CASHFLOW FINANCE AUSTRALIA PTY LTD							0.00	
CAVANAGH, SARAH (MISS)							0.00	
CBus Superannuation				0.00	6,713.11		0.00	
CCL LABEL							0.00	
CESSNOCK CITY COUNCIL							0.00	
CFO PLUS PTY LTD				0.00	30,867.18		0.00	
CHAN, ALAN (MR)							0.00	

Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
CHANDLER MACLEOD GROUP							0.00	
CHAPMAN, JONATHON (MR)							0.00	
CHARLES STURT UNIVERSITY							0.00	
CHEMCERT TRAINING GROUP PTY LTD				0.00	625.00		0.00	
CHEN, PHIL (MR)							0.00	
Chep Australia							0.00	
CHESTERFIELD AUSTRALIA							0.00	
CHOY, ROBYN (MS)							0.00	
CHRIS ELFES PHOTOGRAPHY PTY LTD							0.00	
CHRISTINAT, ANNIE (MS)							0.00	
Chubb Fire & Security Pty Limited							0.00	
Ciatti Australia Pty Ltd							0.00	
CITY SEPTIC SERVICES PTY LTD							0.00	
CLARK, JASE (MR)							0.00	
CLARK, NARELLE (MS)							0.00	
Classic oak products							0.00	
CLEANAWAY WAGGA WAGGA							0.00	
CLIVE MURPHY SELF EMPOWERMENT CENTRE							0.00	
CMT GROUP				0.00	991.54		0.00	
Coates Hire Operations Pty Ltd							0.00	

Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
CODEMO MACHINERY SERVICES P/L							0.00	
CODY, RUSSELL (MR)		Katerina Kaspirov	General	0.00	37,922.59		37,922.59	
COLBERT, DAMIEN (MR)							0.00	
COLES REFRIGERATION & AIR CONDITIONING P/L							0.00	
COLLARROY SURF LIFE SAVING CLUB							0.00	
COLLECTOR OF CUSTOMS							0.00	
COLLIER & MILLER PTY LTD				0.00	16,560.28		0.00	
COLLOTYPE LABELS PTY LTD							0.00	
Commissioner Of State Revenue - NSW							0.00	
Commissioner Of State Revenue - QLD							0.00	
Commissioner of State Revenue - Victoria							0.00	
COMMONWEALTH BANK OF AUSTRALIA							0.00	
COMPLETE OFFICE SUPPLIES							0.00	
COMPREHENSIVE BUSINESS IMPROVEMENT SOLUTIONS PTY LTD (CBIS)							0.00	
CONLIN, DANIEL (MR)							0.00	
COOLAMON CHEESE COMPANY PTY LTD							0.00	
Coregas Pty Ltd							0.00	
COSPAK PTY LTD							0.00	
COSTA ENTERPRISES							0.00	
COULTHARD, DENNIS (MR)							0.00	


Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
COWAN, ROBERT (MR)							0.00	
COZWINE				0.00	50,246.66		0.00	
CREATIVELY SQUARED PTY LTD							0.00	
CREDITWORKS AUSTRALIA PTY LTD							0.00	
CRM CONSULTANT SYDNEY PTY LTD				0.00	924.00		0.00	
CROALL, ALISTAIR (MR)							0.00	
CSC CORPORATE DOMAINS INC.							0.00	
CSIRO (QLD)							0.00	
CWSA LIMITED							0.00	
Data#3 Limited							0.00	
DEE VINE ESTATE PTY LTD		Michael Farah	General	0.00	36,295.60		36,295.60	
Deloitte Touche Tohmatsu Limited							0.00	
DENOMINATION PTY LTD		Chairperson	General	0.00	7,975.00		7,975.00	
Department of Agriculture, Fisheries and Forestry							0.00	
DEPUTY COMMISSIONER OF TAXATION		Brett Sullivan	General	0.00	1,398,065.41		1,398,065.41	by telephone
DEXION LIVERPOOL				0.00	308.00		0.00	
DHANOA ENTERPRISES PTY LTD				0.00	1,503.45		0.00	
DHL EXPRESS (AUSTRALIA) PTY LTD							0.00	
DIALOGUE PR & COMMUNICATIONS PTY LTD		KATHRYN BRADLEY	General	0.00	81,813.00		81,813.00	
DILIGENT BOARD SERVICES AUSTRALIA PTY LTD							0.00	


Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
DINORA FRENCH							0.00	
DISABILITY SERVICES AUSTRALIA LIMITED							0.00	
DKM GLOBAL PTY LTD							0.00	
DLC SERVICES, LLC							0.00	
DOMINIC WINES							0.00	
DONKIN, STEPHANIE (MRS)							0.00	
DOUBLESHOT							0.00	
DUFOUR, BRENDAN (MR)							0.00	
DUONG, KEN (MR)							0.00	
ECCO DOMANI USA, INC							0.00	
ECOWISE AUSTRALIA PTY LTD							0.00	
EE MUIR AND SONS PTY LIMITED (ACN 004 524 387)		Chairperson	General	0.00	7,150.00		7,150.00	
ELDERS LIMITED							0.00	
ELGAS							0.00	
ELKFOX							0.00	
EMTIVAC ENGINEERING PTY LTD							0.00	
ENARTIS PACIFIC PTY LTD							0.00	
Energy Australia							0.00	
ENOPLASTIC AUS PTY LTD							0.00	
ENTERPRISE IMPROVEMENT SOLUTIONS AUSTRALIA PTY LTD		Kellie Hurkett	General	0.00	66,066.63		66,066.63	By telephone


Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
ENVIROAG AUSTRALIA PTY LTD							0.00	
EQUIFAX AUSTRALIA INFORMATION SERVICES AND SOLUTIONS PTY LIMITED							0.00	
ERGOS, JOHN (MR)							0.00	
ERGOS, MARIA (MRS)							0.00	
ESTIA INVESTMENTS PTY LTD							0.00	
EVANS & TATE PTY LTD				0.00	103,886.93		0.00	
EXP HOSPITALITY PTY LTD							0.00	
EXPENSEMANAGER SOFTWARE PTY LTD							0.00	
EXPRESS CUSTOMS & FORWARDERS							0.00	
EYEPOINT INSTRUMENTS							0.00	
F. & R. N. MCNABB PTY LTD							0.00	
FAB SLABS							0.00	
FARRONATO AUTOBODY REPAIRS PTY LTD							0.00	
FAVERO, JUSTIN (MR)							0.00	
FERGUSON, STEVEN (MR)							0.00	
FIELD, BRITTNEY (MRS)							0.00	
FINANCIAL REPORTING SPECIALISTS PTY LIMITED							0.00	
FIRST CREEK WINES		Gregory Brian Silkman	General	0.00	1,982.10		1,982.10	
FISHER, BRAD (MR)							0.00	
FITZGERALD, NATHAN (MR)							0.00	



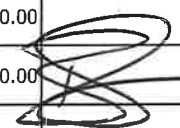
Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
FLEETPLUS PTY LTD							0.00	
FLEETPLUS PTY LTD				0.00	29,500.17		0.00	
Fogarty Family Wines Pty Ltd				0.00	102,898.33		0.00	
FOOD AND BEVERAGE MEDIA PTY LTD							0.00	
FOSS PACIFIC PTY LTD							0.00	
FRAMINGHAM WINE							0.00	
FRASER, GORDON (MR)							0.00	
FRITH, CRAIG (MR)							0.00	
Fuji Xerox Australia Limited							0.00	
FULLER, MICHAEL (MR)							0.00	
GEA WESTFALIA SEPARATOR AUSTRALIA PTY LTD							0.00	
GEORGILAS, ANDROMAHI (MRS)							0.00	
GET FREIGHTED							0.00	
GIBBO'S AUTO ELECTRIC'S P/L							0.00	
GIZMO INDUSTRIES							0.00	
GLOBAL PACKAGING AUSTRALIA PTY LTD							0.00	
GLORYPAK, AST PTY LTD							0.00	
GORDON, BRADLEY (MR)							0.00	
GORDON, JOHN (MR)							0.00	
GORI AUSTRALIA							0.00	

Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
GORMAN, RACHAEL (MS)							0.00	
GRACE RECORDS MANAGEMENT (AUST) P/L							0.00	
GRAPE.SOUNDS COMPANY LIMITED							0.00	
GRAPEWORKS PTY LTD				0.00	11,784.74		0.00	
GREAT SOUTHERN ELECTRICAL							0.00	
GREATER UNION ORGANISATION PTY LTD							0.00	
GRIFFITH APPLIANCE REPAIRS							0.00	
GRIFFITH BEARINGS PTY LTD							0.00	
Griffith City Council							0.00	
GRIFFITH CITY HIRE							0.00	
GRIFFITH CITY PUMPOUT SERVICES							0.00	
GRIFFITH HYDRAULICS PTY LTD							0.00	
GRIFFITH KEYS & LOCKS							0.00	
GRIFFITH TRUCK SALES & REPAIRS PTY LTD							0.00	
GS1 Australia							0.00	
GUALA CLOSURES AUSTRALIA P/L							0.00	
GUIDOLIN AGRIMAC AUSTRALIA PTY LTD							0.00	
Hahn Corporation Pty Ltd							0.00	
HALAMKOVA, TATIANA (MRS)							0.00	
HANWOOD CRICKET CLUB							0.00	



Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
HANWOOD VILLAGE STORE PTY LTD							0.00	
HARBOUR IT							0.00	
HARDEN BEARINGS & HARDWARE							0.00	
HARRY THE HIRER							0.00	
HARVEY, PAUL (MR)							0.00	
HARVISON, GARRICK (MR)							0.00	
HELLMANN WORLDWIDE LOGISTICS							0.00	
HENKELL & SOHNLEIN				0.00	1,667,391.69		0.00	
HIE HUNTER SIGNS PTY LTD							0.00	
HIGGINS, ANDREW (MR)		Katerina Kiparizov	General	0.00	89,821.78		89,821.78	
HIGGINS, LES (MR)							0.00	
HILLTOPS COUNCIL							0.00	
HINTON, CHLOE (MISS)							0.00	
HostPlus Superannuation				0.00	34,672.89		0.00	
HOTEL & TOURISM MANAGEMENT							0.00	
HOUGHTON, LEANNE (MRS)							0.00	
HP Financial Services (Australia) Pty Limited							0.00	
HUNTER PETROLEUM PRODUCTS P/L							0.00	
HUNTER SPRING WATER							0.00	
HUNTER VALLEY (CL) MANAGEMENT PTY LTD							0.00	

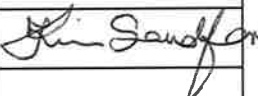
Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
HUNTER VALLEY WINE AND TOURISM ASSOCIATION							0.00	
HUTCHEON & PEARCE OPERATIONS PTY LTD		Chairperson	General	0.00	10,503.26		10,503.26	
HUTCHINSON, CATHERINE (MS)							0.00	
HWL Ebsworth Lawyers							0.00	
HWL EBSWORTH LAWYERS -TRUST ACCOUNT							0.00	
IBEX CLEANING SERVICES							0.00	
ICARE WORKERS INSURANCE							0.00	
ICE BOX LIQUOR PTY LTD - CO-OP A/C							0.00	
INDEPENDENT AIR FLOW SERVICES PTY LTD							0.00	
INDEPENDENT LIQUOR RETAILER (CO-OP)							0.00	
INFORMATION RESOURCES (AUSTRALIA) PTY LTD				0.00	113,516.52		0.00	
Initial							0.00	
INLOM PTY LTD - CO-OP ACCOUNT							0.00	
INPRESS PRINTING				0.00	226.60		0.00	
INS CONSULTING CO. LTD							0.00	
Integra Water Treatment Solutions							0.00	
INTEGRATED INDUSTRIES RIVERINA PTY LTD							0.00	
Internode							0.00	
INTERVINTNER WINEBROKERS							0.00	
IWS LOGISTICS							0.00	

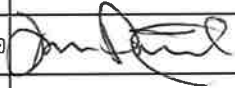
Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
J & D VARDANEGA ELECTRICAL				0.00	10,256.57		0.00	
J & J SECURITY				0.00	8,615.20		0.00	
J & P MOTORCYCLES				0.00	223.95		0.00	
J J STEVENSON READY MIX							0.00	
J.F. HILLEBRAND AUSTRALIA P/L							0.00	
J.F. HILLEBRAND AUSTRALIA P/L		ARTHUR THEODOS	GENERAL	0.00	200,789.45		200,789.45 0.00	
JANET'S DESIGN & SIGNS							0.00	
JCT BUILDING MAINTENANCE							0.00	
JDO LTD							0.00	
JEFFREY J STEVENSON MANAGEMENT PTY LTD				0.00	8,002.50		0.00	
JENNINGS MOWERS & SAWS							0.00	
JLMJ ELECTRICAL PTY LTD							0.00	
K & C HARRIS							0.00	
K.P & D.C MACHINERY OVERHAULS							0.00	
KALGIN INTERNATIONAL FREIGHT SERVICES							0.00	
KARRUNDA PTY LTD							0.00	
KASESALU, KRISTIN (MISS)							0.00	
KAURI AUSTRALIA							0.00	
KAWASAKI CONNECTION							0.00	
KENNARDS SELF STORAGE MOORE PARK							0.00	

Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
KENNY, KERRIE (MRS)							0.00	
KENSHAW ELECTRICAL PTY LTD							0.00	
KHAN AND KHAN ENTERPRISES PTY LTD							0.00	
KINGSTON ESTATE WINES PTY LTD							0.00	
KIPARIZOV, KATERINA (MS)							1.00	
KONECRANES PTY LTD							0.00	
Kuehne & Nagel							0.00	
Kuehne & Nagel Pty Ltd				0.00	1,418.36		0.00	
KUEHNE & NAGEL(AUSTRALIA) PTY LIMITED							0.00	
L&M PITTARI TRANSPORT PTY LTD					148,265.04		0.00	
LA PICCOLA GROSSERIA GRIFFITH							0.00	
LAFFORT AUSTRALIA PTY LTD				0.00			0.00	
LANDMARK OPERATIONS LIMITED							0.00	
LEDNYAK & ASSOCIATES PTY LTD							0.00	
LENNOX, BEVERLY (MRS)				0.00	5,180.00		0.00	
LEVU, GRAHAM (MR)							0.00	
LIEN, RAFAEL (MR)							0.00	
LIFTEK GRIFFITH		Vince Staltale	General		45,832.86		45,832.86	In attendance
LIGHTHOUSE PRINT GROUP PTY LTD							0.00	
LINDSAY, CATHERINE (MRS)							0.00	


Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
LINDT & SPRUNGLI (AUSTRALIA) PTY LTD							0.00	
LINKT							0.00	
LINNEY ENGINEERING SERVICES PTY LTD				0.00	17,459.75		0.00	
LINX PORTS PTY LTD							0.00	
LIQUOR BARONS CO-OPERATIVE LTD (CO-OP)							0.00	
LIQUOR MARKETING GROUP LTD (CO-OP)							0.00	
LIQUOR STAX AUSTRALIA PTY LTD							0.00	
LITTLE, JEREMY (MR)							0.00	
LIZZIO, SALVATORE (MR)							0.00	
LODDING, JODY (MR)							0.00	
LONE WORKER AUSTRALIA PTY LTD							0.00	
Lougher, Edmund							0.00	
Lougher, Garry				0.00	592,801.96		0.00	
LUCAS, STEPHANIE (MISS)							0.00	
LVX ENGINEERS PTY LTD							0.00	
LVX IOT PTY LTD				0.00	26,928.00		0.00	
LVX LOT PTY LTD							0.00	
LYMAN, ALASTAIR (MR)							0.00	
M.I.A. CASA							0.00	
M2 COMMANDER PTY LTD							0.00	






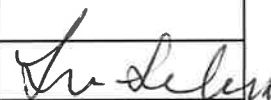
Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
MACDONALD, IVOR (MR)							0.00	
MACDOUGAL, DAVID (MR)							0.00	
MAD HARRY'S							0.00	
MAGAT, ERWIN (MR)		Katerina Kipatrov					1.00 0.00	
MAIN RANGE PASTORAL CO							0.00	
MALLAS, ANASTASIA (MISS)							0.00	
MALTESE FALCON PTY LTD							0.00	
MARCHIORI CONSTRUCTION PTY LTD				0.00	162,376.40		0.00	
MARGARET RIVER WINE PRODUCTION PTY LTD		Mark Andrew Fogarty	General	0.00	6,231,019.76		6,231,019.76 0.00	By telephone
MARGARET RIVER WINE PRODUCTION PTY LTD							0.00	
MARK POWDERLY							0.00	
MARTIN, ALEXANDER (MR)							0.00	
MARTINIANO TERRA, TERRA, (MRS)							0.00	
MARTOS OLIVA, OLIVA, (MS)		Deborah Vallentine	General	0.00	26,803.71		26,803.71	In attendance
MARTYN, JESSICA (MS)							0.00	
MAXSONS PTY LIMITED (GREG MCWILLIAM)		Karen McWilliam	General	0.00	4,448,813.00		4,448,813.00	
Maxsons Pty Ltd							0.00	
MCCUAIG, RORY (MR)							0.00	
MCDUFF, LORENA (MRS)							0.00	
McGrathNicol							0.00	





Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
MCGREGOR, ANITA (MS)							0.00	
MCGUIRES COLMSLIE HOTEL (CO-OP)							0.00	
MCKERSIE, LAURA-GENE (MISS)							0.00	
MCLAUGHLIN, KENNETH (MR)							0.00	
MCMULLEN, ANGE (MS)							0.00	
MCWILLIAM, AUSTIN (MR)							0.00	
MCWILLIAM, CHRIS (MR)							0.00	
McWilliam, Elizabeth							0.00	
McWilliam, John		Kim Sanford	General	0.00	1,512,288.64		1,512,288.64	
McWilliam, Jonathan				0.00	400,141.32		0.00	
MCWILLIAM, KAREN (MS)							0.00	
MCWILLIAM, MEL (MISS)							0.00	
McWilliam, Neil							0.00	
McWilliam, Penelope				0.00	334,350.00		0.00	
McWilliam, Robyn							0.00	
MCWILLIAM, SCOTT (MR)							0.00	
McWilliam, Stephen							0.00	
MCWILLIAM, STEPHEN (MR)							0.00	
MCWILLIAM, TIMOTHY (MR)							0.00	
MCWILLIAMS WINES - AVL WAREHOUSE							0.00	

Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
MD-SAFETY							0.00	
MEASUREMENT ENGINEERING P/L							0.00	
MELLSOP, JOSHUA (MR)							0.00	
MEP INSTRUMENTS PTY LTD							0.00	
MIA CRANE SERVICE							0.00	
MIA PARTY HIRE							0.00	
MIA PASSENGER EXPRESS PTY LTD							0.00	
MIA QUIK WASTE							0.00	
MIA SPRAYING SERVICE							0.00	
MICROANALYTIX PTY LTD							0.00	
MICROSOFT PTY LTD							0.00	
MICROSYSTEMS PTY LTD							0.00	
MIDNIGHT TECHNOLOGIES PTY LTD							0.00	
MILAWA TRANSPORT SERVICES P/L				0.00	95,333.27		0.00	
MILBRAE CONCRETE PTY LTD				0.00	36,569.37		0.00	
MINCHIN COMMUNICATIONS							0.00	
MOLASSES		DAN DARRITT	GENERAL	0.00	85,833.00		85,833.00 0.00	
MOOREMC PTY LTD							0.00	
MOORHOUSE, ERIN (MRS)							0.00	
MORAN, JOHN (MR)							0.00	


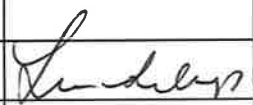
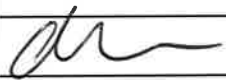
Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
Morse, Helen							0.00	
MOWLA PTY LTD							0.00	
MULROONEY-CASTELLANO, ALEXANDER (MR)							0.00	
MUNRO ENGINEERS PTY LTD							0.00	
MURRUMBIDGEE IRRIGATION LTD							0.00	
NADAYA, TANYA (MRS)							0.00	
NARRATIVE CREATURES PTY LTD							0.00	
NASCIMBEN, JOSHUA (MR)							0.00	
NAT. PACKAGING COVENANT IND. ASSOC.							0.00	
NATIONAL CREDIT INS. (BROKERS)							0.00	
NAYAK, NIKITA (MRS)							0.00	
NEGOCIANTS AUSTRALIA PTY LTD							0.00	
NEGUS, MARK (MR)							0.00	
NEIL, SUZELLA (MISS)							0.00	
NEVILLE, PAUL (MR)							0.00	
NG BROWN & ASSOCIATES PTY LTD							0.00	
NICHOLS, SARAH (MRS)							0.00	
NILE WATERS PTY LTD							0.00	
NOLAN, LIZ (MISS)							0.00	
NSW BUSINESS CHAMBER LIMITED							0.00	

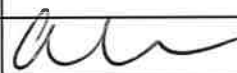


Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
NSW WINE INDUSTRY ASSOCIATION INC.							0.00	
OAK SOLUTIONS GROUP							0.00	
O'BRIEN BOILER SERVICES PTY LTD							0.00	
OCONNOR, BRETT (MR)							0.00	
ODETTE AND WILLOW							0.00	
O'DONNELL'S							0.00	
OFFICE CHOICE GRIFFITH							0.00	
OMYA AUSTRALIA PTY LIMITED							0.00	
ONE STONE PICTURES PTY LTD							0.00	
O'NEILL'S T.M.E. CESSNOCK							0.00	
ONEMUSIC AUSTRALIA							0.00	
ONE-STEP PROMOTIONS							0.00	
OPEN TEXT PTY LTD							0.00	
Origin Energy Electricity Limited							0.00	
ORORA GLASS							0.00	
ORORA CLOSURES SYSTEMS							0.00	
ORORA FIBRE PACKAGING							0.00	
ORORA SPECIALTY PACKAGING							0.00	
OZPAK PTY LTD		Chairperson	General	0.00	10,403.53		10,403.53	
P & M ROSSITER PTY LTD				0.00	9,805.50		0.00	

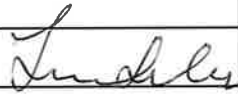
Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
PACIFIC MAGAZINES PTY LTD							0.00	
PALERMO, LINA (MS)							0.00	
PALINTEST AUSTRALIA		Chairperson	General	0.00	2,088.90		2,088.90	
Pall Australia							0.00	
PALLET CONTROL ENTERPRISES PTY LTD							0.00	
PANKHURST, GREGORY (MR)							0.00	
PAPERLESS WAREHOUSING PTY LTD		Chairperson	General	0.00	5,153.40		5,153.40	
PARISOTTO, LEEANNE (MISS)							0.00	
PARISOTTO, REBECCA (MISS)		Gary Whitehouse	General	0.00	2,200.00		2,200.00	
PARSONS, MADELYN (MISS)				0.00	784.40		0.00	
PATRICK ILAND WINE PROMOTIONS							0.00	
PEACOCK BROS. PTY. LTD.							0.00	
PELLENC AUSTRALIA PTY LTD							0.00	
PENDULUM CAPITAL PTY LTD							0.00	
PENTON, KAREN (MRS)							0.00	
PERLOWSKI, JOSHUA (MR)							0.00	
PFD FOOD SERVICES PTY LTD							0.00	
PIPECLAY LAWSON LTD		Emil Petar Pahljina	General	0.00	205,434.71		205,434.71	
PIRTEK MAITLAND OPERATIONS PTY LTD							0.00	
PISAN, DEBRA (MRS)		Lisa Schipp	Special	0.00	12,490.56		12,490.56	


Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
PITT, DAVID (MR)				0.00	27,269.84		27,269.84 0.00	
PKP & ASSOCIATES							0.00	
PLATINUM WORLD TRUST CO-OP A/C							0.00	
PLUMMER'S FREIGHT							0.00	
PMA GLOBAL PTY LTD		Chairperson	General	0.00	59,511.61		59,511.61	
PORTAVIN NSW PTY LTD							0.00	
POWDERLY'S PUMPING & IRRIGATION				0.00	1,166.30		0.00	
POWER PLUS LIGHTING & ELECTRICAL SUPPLIERS		Adam Truscott	General	0.00	12,341.56		12,341.56	
PROGRESSIVE GROUP AUST PTY LTD							0.00	
PROMINENT FLUID CONTROLS PTY LTD							0.00	
PRUNERITE VINEYARD CONTRACTING							0.00	
QINGDAO C & G INTERNATIONAL CO., LTD							0.00	
QUANTUM							0.00	
QWIL INVESTMENTS PTY LTD		Angus Barrington-Case / Krien Sager	General	0.00	63,111.32		63,111.32	
QWIL INVESTMENTS PTY LTD		Angus Barrington-Case / Kristen Sager	General	0.00	2,910,000.00		2,910,000.00 0.00	
RAKHMATOVA, NARGIZA (MRS)							0.00	
RAPIDCLEAN GRIFFITH							0.00	
REDDEN & ASSOCIATES AUSTRALIA FAMILY TRUST							0.00	
Redox Pty Limited							0.00	
REGOH PTY LTD			Invalid	0.00	5,599.00		0.00 5,599.00	

Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
RENTOKIL INITIAL PTY LTD							0.00	
Rest Superannuation				0.00	39,577.95		0.00	
RETALLACK VITICULTURE PTY LTD							0.00	
RICHARDS, LACHLAN (MR)							0.00	
RICHARDSON, PAUL (MR)							0.00	
RICHARDSON, VANESSA (MS)							0.00	
RIDGELEA PTY LTD							0.00	
RITCHIES STORES PTY LTD (CO-OP ACCOUNT)							0.00	
RIVERINA BELTING CO PTY LTD							0.00	
RIVERINA NURSERY PTY LTD							0.00	
RIVERINA WATER ENGINEERING							0.00	
ROBERT CAUGHEY							0.00	
Robert Walters Pty Ltd							0.00	
ROMTECK GRID PTY LTD				0.00	3,552.00		0.00	
ROOTY HILL RSL CLUB LTD							0.00	
ROSS VECCHIO SOUND ENGINEERING							0.00	
ROSSDALE GOLF CLUB							0.00	
ROUGHANS VITI-HORT PTY LTD							0.00	
ROUTE 66 LIQUOR LIMITED							0.00	
Rowe Scientific Pty Limited							0.00	


Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
RSN AUSTRALIA PTY LIMITED				0.00	953.23		0.00	
RUBY'S MOUNT KEMBLA							0.00	
RURAL PRESS PTY LTD							0.00	
RYAN, MITCHELL (MR)							0.00	
SAFE SITE SECURITY							0.00	
Sai Global							0.00	
SALENA ESTATE WINES PTY LTD							0.00	
SANTIAGO, LACHLAN (MR)		Deb Vallentine	General	0.00	599.37		599.37	
SAPIO PTY LTD							0.00	
SARTOR, IVO (MR)							0.00	
SAVERGLASS AUSTRALIA PTY LTD							0.00	
SAVOLDI, MARK (MR)							0.00	
SAW-TEK							0.00	
SCARFONE, STEVEN (MR)							1.00 2.00	
SCHIPP, LISA (MRS)				0.00	4,558.92		0.00	
SCI AUSTRALIA PTY LTD							0.00	
SCOTTISH PACIFIC BUSINESS FINANCE							0.00	
SCOTTYS WELDING & FABRICATION PTY LTD		Chairperson	General	0.00	4,520.49		4,520.49	
SCT LOGISTICS				0.00	37,451.54		0.00	
SEGUIN MOREAU AUSTRALIA							0.00	


Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
SENEWORTH PTY LTD				0.00	8,532.35		0.00	
SERAFIN LANDPOWER		Chairperson	General	0.00	3,103.30		3,103.30	
SERGI, DOMENIC (MR)							0.00	
SERGI, FRANCESCO (MR)							0.00	
SERGI, GARRY (MR)							0.00	
SERGI, JOEL (MR)							0.00	
SERRANO, LILILANA (MRS)							0.00	
SHEATHER, BRENTON (MR)							0.00	
SHRIRO HOLDINGS AUSTRALIA		Chairperson	General	0.00	6,437.20		6,437.20	
SIAM ENGINEERING							0.00	
SIGNET							0.00	
SIGNOR GARRY AND JANET							0.00	
SIVEY'S REPAIRS							0.00	
SKUVANTAGE							0.00	
SL OPERATING PTY LTD							0.00	
SMITH, ANTHONY (MR)							0.00	
SMYP PTY LTD							0.00	
SMYP PTY LTD		AMON SHEHATA	GENERAL	0.00	1,636,603.89		1,636,603.89	
SOGRAPE VINHOS SA							0.00	
SOLANO, STEVEN (MR)							0.00	


Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
SOUFFLE PTY LTD							0.00	
SOUTH WEST COMMUNICATION & SECURITY PTY LTD				0.00	222.50		0.00	
SOUTH WEST TRACTORS				0.00	135.00		0.00	
SOUTHWEST FUEL CENTRE PTY LTD							0.00	
SPANOS, MICHAEL (MR)							0.00	
SPARKS, ADRIAN (MR)							0.00	
SPILLANE, PADRAIG (MR)		Lisa Schipp	General	0.00	20,368.50		20,368.50	
SSS HOLDINGS PTY LIMITED							0.00	
ST JOHN AMBULANCE AUSTRALIA NSW							0.00	
ST.JOHN AMBULANCE AUST. (NSW)							0.00	
STEINEPREIS PAGANIN							0.00	
STELLMACH, MARTIN (MR)							0.00	
STEVENSON BROS PLANT HIRE P/L				0.00	3,209.80		0.00	
STEVENSON, GLEN (MR)							0.00	
STORAGE CHOICE MAROOCHYDORE							0.00	
STUART, NESHA (MS)							0.00	
Suez Environment							0.00	
SUGARMILL PATISSERIE							0.00	
SULLAIR AUSTRALIA PTY LTD							0.00	
SUPA STIK LABELS & LABELING SYSTEMS PTY LTD							0.00	

Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
Supagas (NSW)							0.00	
SURVIVAL SOLUTIONS							0.00	
SWCS PTY LTD - EACOM GRIFFITH							0.00	
SYMANTEC (AUSTRALIA) PTY LTD							0.00	
T.C. WASTE SERVICES PTY LTD							0.00	
TAITTINGER							0.00	
TAYLORS TAXI TRUCKS							0.00	
TELLO SERVICES PTY LTD				0.00	13,037.60		0.00	by telephone
TELSTRA CORPORATION							0.00	
TERRA AG FUEL PTY LTD				0.00	2,042.77		0.00	
THE ARTISAN CHEESE ROOM							0.00	
THE AUST WINE RESEARCH INSTITUTE							0.00	
THE BUCKNER GROUP							0.00	
THE FRENCHAMS GROUP							0.00	
THE JOY AGENCY PTY LTD		Scott Accan		0.00	344,416.09		344,416.09	
THE KIDMAN WAYSIDE INN							0.00	
THE TRUSTEE FOR THE LMFT FAMILY TRUST							0.00	
THERMO FISHER SCIENTIFIC AUSTRALIA PTY LTD							0.00	
THERMOWRAP AUSTRALIA PTY LTD							0.00	
THREAD AND INK WORKWEAR							0.00	

Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
Tilisa Pty Ltd		Lisa Ashton		0.00	156,276.00		0.00	
TIM MITCHELL EXCAVATIONS							0.00	
TLE ELECTRICAL							0.00	
TNT Express							0.00	
TOTAL PUMPS & IRRIGATION							0.00	
TOUKLEY GOLF CLUB LTD							0.00	
TOWN & COUNTRY TYRES							0.00	
TRAVIESO, ADRIAN (MR)							0.00	
Tri Tech Refrigeration Australia Pty Ltd							0.00	
TRIMECH PTY LTD							0.00	
TUMUT RIVER BREWING CO							0.00	
TURNER PLUMBING & GAS SERVICES							0.00	
TWG AUSTRALIA II PTY LTD							0.00	
UNITED INN-KEEPER ASSOCIATION LTD.							0.00	
VALERI, PETER (MR)							0.00	
VALLENTINE, DEBORAH (MISS)							0.00	
Vanguard Logistics Services (Aust) Pty Limited							0.00	
VIATEK SOUTHERN PTY LTD							0.00	
VINCLARO PTY LTD				0.00	13,749.95		0.00	
VINE SIGHT							0.00	

Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
VINTESSENTIAL LABORATORIES P/L							0.00	
VINTNERS NEW ZEALAND LTD (OZFOREX)							0.00	
VIVIAN, NATALIE (MRS)							0.00	
WAGGA EXPORT PALLETS							0.00	
WAGGA FIRE & SECURITY							0.00	
WARBAH WEIGHING SERVICE				0.00	2,385.00		0.00	
WARBURN ESTATE							0.00	
WARBURN ESTATE PTY LTD							0.00	
WATERTEK PTY LTD							0.00	
WATSON'S WINE CELLAR							0.00	
WATTS, PAUL (MR)							0.00	
WCP MEDIA							0.00	
WEIR, DAVID (MR)							0.00	
WEST TANKERS PTY LTD							0.00	
WESTERN RIVERINA COMMUNITY COLLEGE				0.00	4,025.00		0.00	
Western Union Business Solutions				0.00	4,116.52		0.00	
WHITE INK							0.00	
WHITE, BELINDA (MRS)							0.00	
WHITE, JASON (MR)							0.00	
WHITEHOUSE, GARY (MR)				0.00	2,850.00		2,850.00 0.00	

Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
WILLIAMS, KEVIN (MR)							0.00	
WILLIAMSON, ALAN (MR)							0.00	
WILSON, MADDISON (MISS)		Katerina Kiparizov	General	0.00	1,542.68		1,542.68	
WINE AND SPIRITS CULTURE ASSOCIATION							0.00	
Wine Australia		Ellen Leemans	General	0.00	6,478.28		6,478.28	
WINE BUSINESS SOLUTIONS							0.00	
WINE PRESS							0.00	
WINE TECH SERVICES PTY LTD							0.00	
WINEFRIDGE PTY LTD							0.00	
Winequip Products							0.00	
WOODS, MITCHELL (MR)							0.00	
WOODSCANNON							0.00	
WOOLFE, LISA (MISS)							0.00	
YATES, SARAH (MISS)							0.00	
Yeates, Lynette							0.00	
YOUNG HARDWARE CENTRE							0.00	
YOUNG HARDWARE STORE P/L							0.00	
YOUNG TYREPOWER							0.00	
ZOOM2U							0.00	
ZOU, HANLIN (MR)							0.00	

Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
SONATHON S. P. WILLIAMS		SELF			\$400141.32			
Hunter Premium Funding Ltd		Scott Allan	General		\$411,093.28		411,093.28	no attendance

Meeting Attendance Register - Creditors
Mount Pleasant Wines Pty Ltd (Administrators Appointed)

First Creditors Meeting held at Wesley Conference Centre, 220 Pitt Street , SYDNEY NSW 2000 on Monday, 20 January 2020 at 11:00 AM



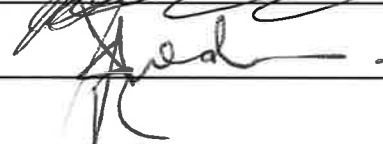
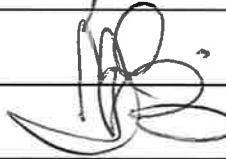
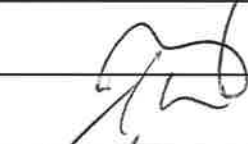



Chairperson: Gayle DICKERSON

All Creditors

Creditor Name	Related Party? state 'Yes'	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Creditor ROCAP Amount	Creditor Claimed Amount	Value of Security	Admitted to Vote for	Signature of Person Attending
BOTTLECYCLER AUSTRALIA PTY LTD				0.00	594.55		0.00	
Deputy Commissioner of Taxation		Brett Sullivan	General	0.00	1.00		1.00	By telephone
MARGARET RIVER WINE PRODUCTION PTY LTD		Mark Andrew Fogarty	General	0.00	6,231,019.76		0.00	By telephone
PATRICK ILAND WINE PROMOTIONS		Chairperson	General	0.00	440.00		0.00	

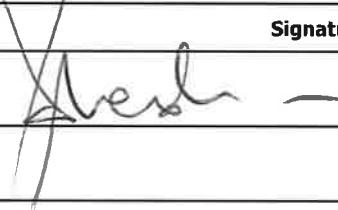
Meeting Attendance Register - Observers
McWilliam's Wines Group Ltd (Administrators Appointed)

First meeting of creditors held at Wesley Conference Centre, 220 Pitt Street, Sydney NSW 2000 on Monday, 20 January 2020 at 11:00 AM
 Chairperson: Gayle DICKERSON

Name of Observer	Signature of Person Attending
MARK PRECHELT	
PAUL HEWSON	
Kent Stannard	
DAVID PRODMAN	
POW SINGH	
Nathan Cameron	
CHARLIE BRUGHTON	
Rene Cabessa	
MM2C DUBIN	
LISA ASHTON	
Jimi Brayne	
DEBB McWILLIAM	
Aman Sh	
David Napier	By telephone

Meeting Attendance Register - Observers
Mount Pleasant Wines Pty Ltd (Administrators Appointed)

First Creditors Meeting held at Wesley Conference Centre, 220 Pitt Street , SYDNEY NSW 2000 on Monday, 20 January 2020 at 11:00 AM
Chairperson: Gayle DICKERSON

Name of Observer	Signature of Person Attending
DAVID PRUDMAN	



McWilliam's Wines Group Ltd
ACN 000 024 108

Mount Pleasant Wines Pty Ltd
ACN 000 024 813

**(Both Administrators Appointed)
(Collectively referred to as "the Group")**

First Meeting of Creditors

20 January 2020

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kpmg.com.au



General housekeeping

- **Please switch off mobile phones**
- **If you are part of the media, please identify yourself and exit the room**
- **Meeting is being recorded**
- **Minutes** - A copy of the minutes of the meeting will be lodged with ASIC
- **Proxies (Pink slip)** – you are entitled to ask questions
- **Observers (Blue slip)** – you will not be entitled to ask any questions
- **Questions**
 - a. General** - State your name, who you're holding a proxy for or if you are a representative of a company, which company you are representing
 - b. Attendees** – please use microphone
 - c. Teleconference attendees** – you may ask questions but should wait until directed once questions from the floor have ceased

Agenda for today's meeting

Introduction and procedural matters

1

Group background and Administrators' update to creditors

2

FAQs and other questions

3

Resolutions for consideration by creditors

4



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Introduction and procedural matters

Introduction and procedural matters

- **Chairperson** Gayle Dickerson, Administrator, joined by Tim Mablesen, Administrator
- **Meetings held concurrently**
- **Proofs of Debt and Proxies**
- **Quorum**
- **Notice of meeting**
- **Place of Meeting**
- **Declaration of Independence, Relevant Relationships and Indemnities (“DIRRI”)**
- **Voting at a meeting**

Purpose of today's meeting



Purpose of today's meeting

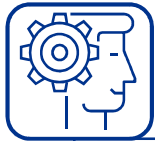
Update as to the Voluntary Administration

Convened under Section 436E of the Corporations Act

- Determine whether to appoint a committee of inspection to McWilliam's Wines Group Ltd (Administrators Appointed) and if so, who the committee members are
- Consider removal of the Administrators and appoint an alternative Administrator

At the second meeting of creditors, a decision will be made by creditors regarding the future of the Company

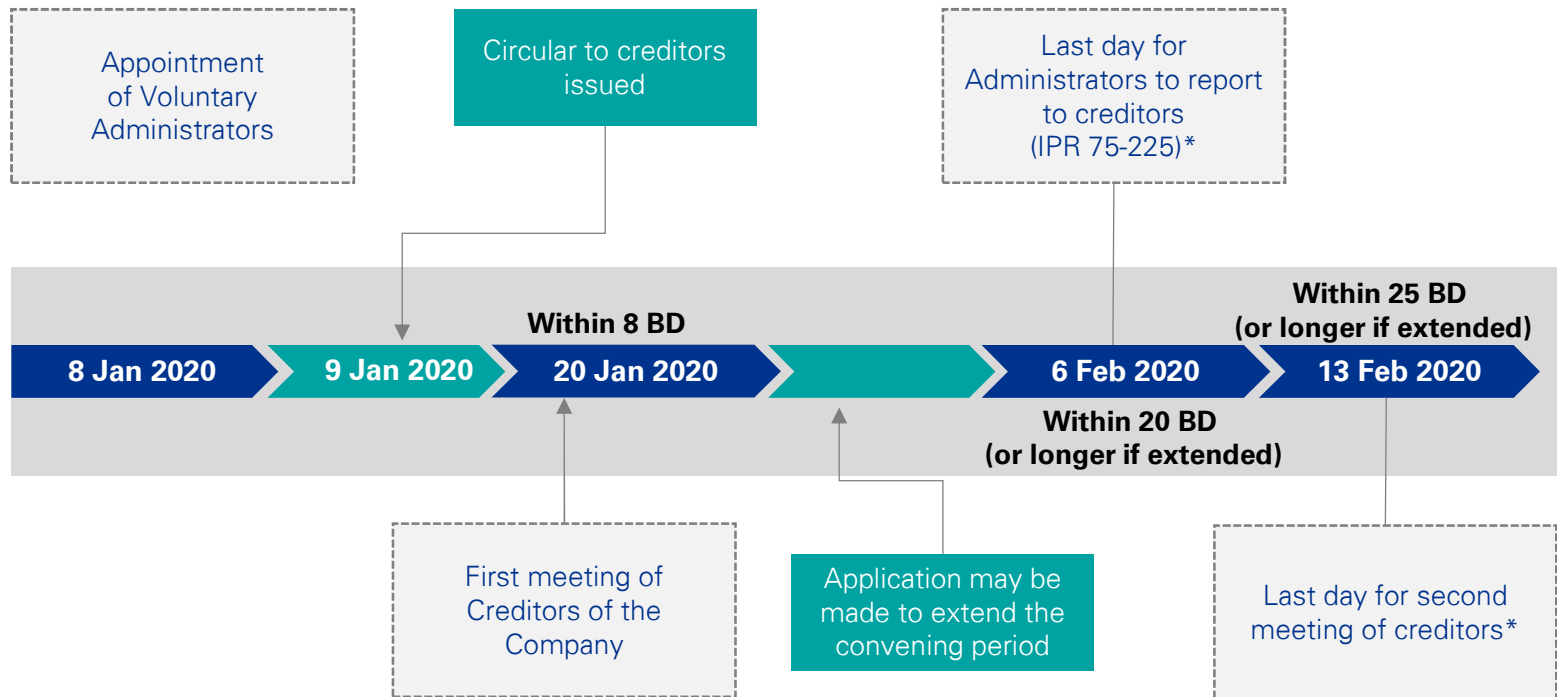
Role of Voluntary Administrators



Voluntary Administration process

- Appointed by directors, and represent interests of all creditors;
- Directors powers are suspended and Administrators are in control of the Group;
- Responsible for ongoing trading of the business;
- Running recapitalisation / sale campaign for all or part of the business or its assets;
- Holding meetings of creditors;
- Investigating the reasons for the failure of the business;
- Preparing a comprehensive report to creditors; and
- Making recommendations to the creditors about the future of the Group.

Voluntary Administration timeline



**Subject to an extension of the convening period being sought and granted by the Court*



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Group background and Administrators' update to creditors

Background

Iconic family owned business, established in 1877

Exclusive Australian distributor of major global brands with strong international brand recognition

Portfolio of vineyard and winery operations in Riverina and Hunter Valley wine growing regions

Head office located in Sydney



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EVENTS LEADING UP TO THE APPOINTMENT OF ADMINISTRATORS



Some of the key reasons for failure including circumstances in the lead up to appointment of Administrators

- Loss making across financial years and liquidity constrained
- Recapitalisation in January 2019 did not generate sufficient capital to support its turnaround plan
- Loss of Gallo distribution arrangement to export markets in late 2015
- Challenges in repositioning brands and market focus
- Pressure on sales and margin in 1H FY20
- Onerous contracts
- Debt levels and associated covenant / repayment breaches

Administrators' work to date

Administrators appointed on 8 January 2020. A summary of the major tasks undertaken since the appointment includes:



Attended to all statutory lodgements and notifications arising from the appointment of Administrators



Secured the Group's bank accounts and obtained insurance



Sought suppliers and employees support to allow the Group to continue trading during Administration



Continued to trade on a 'business as usual' basis with the aim of selling the business on a going concern basis or recapitalising the Group through a DOCA



The Administrators have assessed and determined that they will proceed with vintage 2020



Prepared for the first meeting of creditors



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FAQs and other questions

1: What happens to the amounts outstanding as at 8 January 2020?

A: Amounts due at the date of our appointment are frozen and will form part of your claim against the Group.

If not completed already, a formal proof of debt form should be lodged with the Administrators.



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2: What is the potential return to creditors

A: At this stage, it is too early for us to form a conclusive view on the potential return to unsecured creditors.

The order in which different classes of creditors are paid is determined by the Corporations Act. Generally, the order of priority is as follows:

1. Employees (from certain categories of assets);
2. Secured creditors;
3. Unsecured creditors; and
4. Shareholders.

Prior to the second meeting of creditors the Administrators will issue a detailed report to creditors including information on potential returns.



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3. When can creditors expect to receive a dividend?

A: At this stage it is too early to determine the timing of a dividend and quantum of a dividend.

We will continue to provide creditors with updates as the administration progresses.



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4: What is the estimated value of creditors?

A: Our preliminary estimate based on the Group's books and records and creditor claims received to date is:

Creditor	Amount (\$'000)
Secured	6,231
PMSI	4,606*
Priority	1,555
Total	12,392

Our preliminary estimated unsecured creditor value is based on the Group's books and records and is as at November 2019:

Creditor	Amount (\$'000)
Unsecured	22,373
Contingent	Unknown



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5. Are the businesses for sale?

A: We are continuing to field queries from parties interested in purchasing or recapitalising the business. A formal process has not yet commenced but will do so shortly.

Any party who would like to be included should contact our office.



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6. Who is meeting supplier costs from 8 January 2020?

A: The Administrators are liable for the costs incurred from 8 January 2020 which relate to an authorised purchase order issued by the Administrators.

Payment of Administrators' liabilities have priority over the payment of pre-appointment debts.



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Other questions?



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Resolutions for consideration

Committee of Inspection

Background

- Creditors have the right to appoint a Committee of Inspection (**COI**) under Insolvency Practice Schedule (Corporations) **IPS 80-10**
- The COI is **voluntary** and members are not paid
- It is used as a **consultative advisory board** and is elected to represent the **interests of all creditors**
- Consult** with and receive reports from the Administrators
- Assist the Administrators as a **“sounding board”** for proposals
- Approve** the Administrators’ remuneration

Committee of Inspection

Pursuant to Section 436E the Corporations Act 2001, creditors may resolve at this meeting to form a Committee of Inspection. The role of a Committee of Inspection is to:



1

Consult with the Administrators about matters relating to the administration; and

2

Receive and consider reports by the Administrators (but not instruct the Administrators).

Committee of Inspection

Creditors may nominate to be on the Committee of Inspection.

Resolutions

“That a Committee of Inspection of McWilliam’s Wines Group Ltd (Administrators Appointed) be established and if so, the appointed members will be...”

“That, pursuant to Section 80-55(3) of Schedule 2 to the Act, creditors authorise and resolve for the members of the COI appointed on 20 January 2020 to enter into/continue with the transactions set out in the nomination forms tabled at this meeting or otherwise disclosed to this meeting, such that section 80-55(1) of Schedule 2 to the Act no longer applies to the members of the COI for those transactions.”





Next steps

Next step

Extension of Convening Period

The Administrators are considering whether they will make an application to the Court to extend the period within which the second creditors meeting is to be convened by c.6 months to 31 July 2020, to enable the Administrators:

1. To trade the business beyond the statutory convening period, whilst vintage is being undertaken;
2. To enable a formal process for the sale of business / recapitalisation to be undertaken and provide creditors with an informed recommendation on the future of the Group; and
3. To provide sufficient time to properly investigate the affairs of the Group in order to report to the creditors (Section 439A report) given size and complexity of the business.

Key points

- It is not possible for a Voluntary Administrator to pass a formal resolution seeking creditors' approval to extend the convening period.
- Creditors will be updated in due course of the outcome of the Court application



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Thank you





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