

## NOTICE OF FILING AND HEARING

This document was lodged electronically in the FEDERAL COURT OF AUSTRALIA (FCA) on 29/09/2020 10:15:32 AM AEST 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:           | Interlocutory process (Rule 2.2): Federal Court (Corporations) Rules 2000 form 3   |
| File Number:               | NSD92/2020   |
| File Title:                | GAYLE DICKERSON, TIM MABLESON AND RYAN EAGLE IN THEIR CAPACITY AS JOINT AND SEVERAL ADMINISTRATORS OF MCWILLIAM'S WINES GROUP LTD (ADMINISTRATORS APPOINTED) ACN 000 024 108 AND MOUNT PLEASANT WINES PTY LTD (ADMINISTRATORS APPOINTED) ACN 000 024 813 & ORS |
| Registry:                  | NEW SOUTH WALES REGISTRY - FEDERAL COURT OF AUSTRALIA  |
| Reason for Listing:        | To Be Advised  |
| Time and date for hearing: | To Be Advised  |
| Place:                     | To Be Advised  |



*Sia Lagos*

Dated: 29/09/2020 10:36:39 AM AEST

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 3

# Interlocutory process

(rules 2.2, 15A.4, 15A.8 and 15A.9)



Federal Court of Australia  
District Registry: New South Wales  
Division: General

No. NSD92/2020

## IN THE MATTER OF MCWILLIAM'S WINES GROUP LTD (SUBJECT TO DEED OF COMPANY ARRANGEMENT) ACN 000 024 108

**Gayle Dickerson, Tim Mableson and Ryan Eagle in their capacity as joint and several Deed Administrators of McWilliam's Wines Group Ltd (Subject to Deed of Company Arrangement) ACN 000 024 108**

First Applicants

**McWilliam's Wines Group Ltd ACN 000 024 108 (Subject to Deed of Company Arrangement)**

Second Applicant

### A. DETAILS OF APPLICATION

This application is made pursuant to sections 444GA and 447A of the *Corporations Act 2001* (Cth) (**Act**) and section 90-15 of the *Insolvency Practice Schedule (Corporations)*, being Schedule 2 to the Act (**IPS**).

The First Applicants, in their capacity as joint and several deed administrators of McWilliam's Wines Group Ltd (Subject to Deed of Company Arrangement) ACN 000 024 108 (**McWilliam's**), seek orders for leave pursuant to section 444GA(1)(b) of the Act to transfer all the existing shares of McWilliam's to MCW BidCo Pty Ltd ACN 642 488 524 (**MCW**) in accordance with the terms of the deed of company arrangement dated 3 August 2020 (**DOCA**).

On the facts stated in the supporting affidavit of Gayle Dickerson sworn 29 September 2020 (**Affidavit**), the Applicants seek orders that:

1. Pursuant to section 444GA(1)(b) of the Act, the Applicants, in their capacity as joint and several deed administrators of McWilliam's, have leave to transfer all of the issued shares of McWilliam's (**Shares**) from the "members" (as defined by the Act) of McWilliam's (together, **the Members** and each, a **Member**) to MCW or its nominee, in accordance with the terms of the DOCA.

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Filed on behalf of Gayle Dickerson, Tim Mableson and Ryan Eagle in their capacity as joint and several deed administrators of McWilliam's Wines Group Ltd (Subject to Deed of Company Arrangement) ACN 000 024 108 and McWilliam's Wines Group Ltd (Subject to Deed of Company Arrangement) ACN 000 024 108, Applicants

Prepared by Grant Whatley

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2. Pursuant to section 447A(1) of the Act and/or section 90-15(1) of the IPS, any of the Applicants may jointly or severally:
  - (a) execute on behalf of the Members share transfer forms and any other documents as are necessary to effect the transfer of the Shares referred to in Order 1; and
  - (b) enter or procure the entry of the name of MCW or its nominee in McWilliam's register of members in respect of all Shares transferred to MCW or its nominee in accordance with order 1.
3. An order that the Applicants' costs of and incidental to this application be costs in the deed administration of McWilliam's.
4. Such further or other order as the Court deems fit.

Dated: 29 SEPTEMBER 2020

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Signed by Grant Whatley  
Lawyer for the Plaintiffs

This application will be heard by the Federal Court of Australia at Level 17, Law Courts Building, Queens Square, Sydney in the State of New South Wales                      am/pm on                      .

**B. NOTICE TO RESPONDENT(S) (IF ANY)**

TO:

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.

Before appearing before the Court, you must, except if you have already done so or you are the plaintiff in this proceeding, file a notice of appearance, in the prescribed form, in the Registry and serve a copy of it on the plaintiff in the originating process.

*Note* Unless the Court otherwise orders, a respondent 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**

This interlocutory process is filed by Grant Whatley of HWL Ebsworth Lawyers, solicitor for the Applicants.

**D. SERVICE**

The Applicants' address for service is:

C/- HWL EBSWORTH LAWYERS  
Level 14, Australia Square, 264-278 George Street  
Sydney NSW 2000  
DX 129 Sydney

