

APPOINTMENT OF PROXY

**Specialty Mens Apparel Pty Ltd (Administrators Appointed)
ACN 149 766 307 (“the Company”)**

*I/*We _____(name of signatory) of _____(creditor name)

a creditor of **Specialty Mens Apparel Pty Ltd (Administrators Appointed)** appoint ____
_____(name of proxy)

of _____(address of proxy)

or in his or her absence _____(details of alternate proxy)

as *my/*our *general/*special proxy to vote at the meeting of creditors to be held on **Tuesday, 23 April 2019 at 12:00pm ACDT (local Adelaide time)**, or at any adjournment of that meeting.

If a special proxy, specify how you wish your proxy to vote for each of the resolutions.

Resolutions

	For	Against	Abstain
<p>Voluntary administration outcomes</p> <p><i>Only mark your vote for one of the following three options for the resolution below on voluntary administration outcomes.</i></p>			
<p>Resolution: Voluntary administration outcomes</p> <p><i>Note: option a) of this resolution is <u>not</u> applicable unless a Deed of Company Arrangement proposal is received prior to or on the day of the second meeting of creditors.</i></p> <p>a) “That the Company execute the proposed Deed of Company Arrangement and Brendan Richards and Gayle Dickerson to be appointed as Joint and Several Deed Administrators’.”</p>			
<p>b) “That the Company be wound up and that Brendan Richards and Gayle Dickerson be appointed as Joint and Several Liquidators’.”</p> <p>(Administrators’ recommendation)</p>			
<p>c) “That the Administration should end.”</p>			

Fee resolutions			
Resolution 1: Voluntary Administration (retrospective fees)			
<p>“That the remuneration of the Voluntary Administrators for the period 15 January 2019 to 31 March 2019, calculated at hourly rates as detailed in the report to creditors of 5 April 2019, is approved for payment in the sum of \$1,445,001.80, which includes GST of \$131,363.80, and that the Voluntary Administrators can draw the remuneration immediately or as required.”</p>			
Resolution 2: Voluntary Administration (prospective fees)			
<p>“That the future remuneration of the Voluntary Administrators from 1 April 2019 to 23 April 2019 is determined at a sum equal to the cost of time spent by the Voluntary Administrators and their partners and staff, calculated at the hourly rates as detailed in the report to creditors of 5 April 2019, up to a capped amount of \$150,000.00, exclusive of GST, and that the Voluntary Administrators can draw the remuneration on a monthly basis or as required.”</p>			
Resolution 3: Liquidation (prospective fees)			
<p>“That the future remuneration of the Liquidators from 23 April 2019 to finalisation of the liquidation is determined at a sum equal to the cost of time spent by the Liquidators and their partners and staff, calculated at the hourly rates as detailed in the report to creditors of 5 April 2019, up to a capped amount of \$150,000, exclusive of GST, and that the Liquidators can draw the remuneration on a monthly basis or as required.”</p>			
Resolution 4: Liquidation (prospective fees)			
<p>“That the KPMG Tax Advisory Services’ remuneration in respect of Specialty Mens Apparel Pty Ltd (Administrators Appointed), their partners and staff, for the period from 23 April 2019 to finalisation be approved in the amount of \$10,000 exclusive of GST, and that the Liquidators can draw the remuneration on a monthly basis or as required.”</p>			
Additional resolutions if the Company is wound up			
Resolution: Destruction of books and records			
<p>“That the Liquidators’ may apply to ASIC when appropriate or upon finalisation of the Liquidation for consent to destroy books within the retention period in accordance with IPS 70-35.”</p>			

<p>Resolution: Compromise of debts</p> <p>“That so far as is necessary for the beneficial winding up of the Company the Liquidators’ are authorised to compromise any debts to the Company greater than the prescribed amount pursuant to s477(2A) of the Corporations Act 2001 (Cth)”</p>			
<p>Resolution: Entering agreements > 3 months</p> <p>“That so far as is necessary for the beneficial winding up of the Company the Liquidators’ are authorised to enter into any agreement on the Company’s behalf involving a term or obligations extending for more than three months pursuant to s477(2B) of the Corporations Act 2001 (Cth)”</p>			

*I/*We authorise *my/*our proxy to vote as a general proxy on resolutions other than those specified above (*delete if not required*)

Signature: _____

Dated: _____

*Omit if inapplicable