KPMG

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27 March 2020

To the creditor as addressed

Dear Sir / Madam,

Bardot Pty Ltd (In Liquidation) (the Company)
ACN 074 147 434

I refer to our Voluntary Administrators' Report to Creditors dated 17 March 2020.

At the meeting of creditors held on 25 March 2020, creditors resolved that the Company be wound up under Section 439C(c) of the Corporations Act 2001 and Ryan Eagle and I were appointed Liquidators of the Company.

The purpose of this letter is to provide you with information about the liquidation of the Company and your rights as a creditor. In this regard, we enclose the following documents:

Annexure	Document	Description
A	Formal proof of debt	Refer to section 7 of this letter
B	Information sheet - creditor rights in liquidation	Refer to section 8 of this letter

1 Declaration of independence, relevant relationships and indemnities

A copy of our Declaration of Independence, Relevant Relationships and Indemnities (**DIRRI**) was provided to creditors with our first circular dated 29 November 2019 during the Voluntary Administration. There have been no changes to the information disclosed in that DIRRI since it was provided to creditors.

2 Trading

2.1 Status of trading

The Administrators have ceased trade of all physical Bardot stores effective Sunday 22 March 2020, however the Company will continue to operate an online and wholesale business as the Liquidators enact an orderly wind-down and seek to maximise realisations from the Company's assets.

2.2 Contracts / agreements

The Liquidators expressly refrain from personally adopting any of the Company's contracts existing at the date of appointment. All contracts are currently under review. I will advise the status of contracts as soon as practicable.

3 Property used but not owned by the Company

We will write separately to known lease and hire purchase creditors regarding such assets. Please contact this office if you do not receive our correspondence.

4 Legal proceedings

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The appointment of Liquidators stays a proceeding in a court against the Company. You cannot commence or continue a proceeding against the Company without my written consent or the leave of the Court.

5 Employees

I have written separately to employees regarding the Company being placed into liquidation.

6 Investigations

The Director has prepared a Report on Company Activities and Property (**ROCAP**) which sets out details of the Company's business, property, affairs and financial circumstances as at the date of our appointment as Voluntary Administrators. A copy of the ROCAP has been lodged with the Australian Securities & Investments Commission (**ASIC**).

Further investigations, following those undertaken whilst the Company was in Administration will be conducted. Creditors who have any information which would assist our investigation are requested to write to us setting out full particulars. Specifically, please provide details on the following issues:

– Any demands, writs, judgments or other legal action taken by you against the Company.
– Copies of correspondence sent to and received from the Company regarding unpaid accounts.
– Advice when trading first commenced with the Company.

7 Estimated outcome for creditors

You may be aware that creditors are entitled to claim for a dividend in the liquidation for debts owed by the Company at the date of liquidation.

At this stage, unfortunately no dividend is likely to be paid to unsecured creditors. Accordingly, we do not intend formally fixing a day on or before which creditors must submit particulars of their debts or claims. However, I enclose a Proof of Debt form at **Annexure A** which creditors may complete and return to us together with documentation to support their claim.

Creditors who have already lodged a Proof of Debt during the Voluntary Administration are **not required** to lodge another Proof of Debt.

8 Creditor rights

Enclosed at **Annexure B** is an information sheet setting out your rights as a creditor in the liquidation of the Company, including:

– Making reasonable requests for a meeting or information;
– Giving directions to the Liquidator; and
– Appointing a reviewing Liquidator or replacing the Liquidator.

9 Liquidators' remuneration and fee estimate

In accordance with the Initial Remuneration Notice (**IRN**) provided to creditors during the Voluntary Administration, the Liquidators' remuneration will also be fixed on the basis of time spent by the Liquidators and the Liquidators' staff of an appropriate level having regard to the nature and complexity of the work, and calculated by reference to the hourly rates set out in that IRN.

We estimate fees for the liquidation of the Company's affairs at $620,000.00, plus applicable GST. Full details of the calculation and composition of the Liquidator's estimated remuneration was provided in our Remuneration Approval Request dated 17 March 2020 included with Voluntary Administrators' Report to Creditors. Our estimated remuneration for the liquidation was approved at the meeting of creditors held on 25 March 2020.

It should be noted that if, during the liquidation, any unanticipated issues arise, it may be necessary to revisit the fee estimate. If we become aware that our costs will exceed this amount we will advise you accordingly.

An information sheet concerning approval of remuneration in external administrations can be obtained from ASIC at www.asic.gov.au.

10 Electronic notification

You may elect to receive future notices or other documents, including circulars and reports regarding the liquidation, via email. Should you wish to do so, please tick the box on the attached Proof of Debt (**Annexure A**). Alternatively, email bardotcreditors@kpmg.com.au with the following information:

– The person to who matters regarding the liquidation should be directed;
– The full name of the creditor entity; and
– The email address at which the creditor is to receive future correspondence.

11 Next steps

We will continue to conduct the liquidation, including:

– Conducting an orderly wind down of the Company's business and realisation of its assets;
– Completing our investigation into the affairs of the Company;
– Distributing a dividend to priority and secured creditors of the Company; and
– Reporting to ASIC.

Our Statutory Report to creditors will be issued within 3 months from the date of our appointment to advise the outcome of our investigations.

12 Further information

For further information concerning the liquidation process and KPMG, you may wish to visit our website at www.kpmg.com.au. In addition, you can access general information about external administrations and insolvency from ARITA's website at www.arita.com.au.

Questions regarding the liquidation should be directed to bardotcreditors@kpmg.com.au.

Yours faithfully,

Brendan Richards
Joint Liquidator

Annexure A

Form 535 Informal Proof of Debt or Claim Form
Corporations Act 2001, Regulation 5.6.49(2)

Return to:
KPMG GPO Box 2291U, MELBOURNE VIC 3008
Tel: +61 3 8626 0959
Email: bardotcreditors@kpmg.com.au

Indebted Company: Bardot Pty Ltd Pty Ltd (In Liquidation) ACN 074 147 434
Date of Appointment: 25/03/2020

A. Name and Contact Details of Creditor

[1] (**the Creditor**)

(if in a personal capacity, given name and surname; if a corporate entity, full name of company, etc)

[2] of

(insert address)

[3] Tel: [4] Email:

☐ Tick this box to elect to receive electronic notification of notices or documents, in accordance with Section 600G of the Corporations Act 2001, at the email address specified above.

B. Details of Debt or Claim

[1] Amount owing:

(insert dollars and cents, inclusive of GST if applicable)

[2] Nature of Debt or Claim:

(insert description of debt and/or reference any supporting documentation)

[3] Select one of the following options:

☐ The Creditor is an unsecured creditor of the indebted Company

☐ The Creditor is a secured creditor of the indebted Company

☐ The Creditor is an employee / former employee of the indebted Company

☐ The Creditor is a related party (please indicate: secured / unsecured)

For all claims:

☐ [4] I have attached supporting documentation to substantiate the Creditor's claim *(secured creditors must attach evidence of security)*

☐ [5] To my knowledge or belief the creditor has not, nor has any person by the creditor's order had or received any satisfaction or security for the sum or any part of it except for the following:

(insert details and value of security where relevant)

C. Signature

[1] Dated:

[2] Signature:

[3] Name / Capacity:

Creditor Assistance Sheet: Completing a Proof of Debt Form

Section A – Name and Contact Details of Creditor

1. Insert the full name of the employee, individual, sole trader, partnership or company that the debt is owed to.
2. Insert the address of the employee, individual, sole trader, partnership or company that the debt is owed to.
3. Insert the telephone number of the employee, individual, sole trader, partnership or company that the debt is owed to.
4. Insert the email address of the employee, individual, sole trader, partnership or company that the debt is owed to.

Section B – Details of Debt or Claim

1. The amount owing should only include debts or claims which arose prior to the date of appointment.
2. Insert the currency if not Australian dollars.
3. Type of creditor: tick one of the options only.
4. For all claims, ensure supporting documentation is attached, such as invoices, statements, agreements.
5. For secured creditors, insert particulars of all securities held. If the securities are on the property of the company, assess the value of those securities. If any bills or other negotiable securities are held, indicate "refer attached" above and show them in a schedule in the following form:

Date	Drawer	Acceptor	Amount ($)	Due Date

Section C – Signature Instructions

1. Insert the date that the proof of debt form is being signed.
2. The form should be signed by **one** of the following persons:
   - If the debt is owed to an employee/individual, then the individual that the debt is owed to; or
   - If the debt is owed to a sole trader, then the sole trader that the debt is owed to; or
   - If the debt is owed to a partnership, then one of the partners of the partnership; or
   - If the debt is owed to a company, then a duly authorised office of the company (normally a director or secretary of the company).
3. Insert the name of the person signing the form, and note their capacity (that is, their role):
   - If the debt is owed to a sole trader, note their capacity as proprietor, eg: "[Full name], proprietor"; or
   - If the debt is owed to a partnership, note their capacity as partner, eg: "[Full name], partner of the firm named in Section A above"; or
   - If the debt is owed to a company, note their capacity as director or secretary, eg: "[Full name], director/secretary of the company named in Section A above"]

Annexure B

Creditor Rights in Liquidations

As a creditor, you have rights to request meetings and information or take certain actions:

Right to request a meeting

In liquidations, no meetings of creditors are held automatically. However, creditors with claims of a certain value can request in writing that the liquidator hold a meeting of creditors.

A meeting may be requested in the first 20 business days in a creditors' voluntary liquidation by ≥ 5% of the value of the debts held by known creditors who are not a related entity of the company.

Otherwise, meetings can be requested at any other time or in a court liquidation by:

- > 10% but < 25% of the known value of creditors on the condition that those creditors provide security for the cost of holding the meeting
- ≥ 25% of the known value of creditors
- creditors by resolution, or
- a Committee of Inspection (this is a smaller group of creditors elected by, and to represent, all the creditors).

If a request complies with these requirements and is 'reasonable', the liquidator must hold a meeting of creditors as soon as reasonably practicable.

Right to request information

Liquidators will communicate important information with creditors as required in a liquidation. In addition to the initial notice, you should receive, at a minimum, a report within the first three months on the likelihood of a dividend being paid.

Additionally, creditors have the right to request information at any time. A liquidator must provide a creditor with the requested information if their request is 'reasonable', the information is relevant to the liquidation, and the provision of the information would not cause the liquidator to breach their duties.

A liquidator must provide this information to a creditor within 5 business days of receiving the request, unless a longer period is agreed. If, due to the nature of the information requested, the liquidator requires more time to comply with the request, they can extend the period by notifying the creditor in writing.

Requests must be reasonable. They are not reasonable if:

Both meetings and information:

(a) complying with the request would prejudice the interests of one or more creditors or a third party
(b) there is not sufficient available property to comply with the request
(c) the request is vexatious

Meeting requests only:

(d) a meeting of creditors dealing with the same matters has been held, or will be held within 15 business days

Information requests only:

(e) the information requested would be privileged from production in legal proceedings
(f) disclosure would found an action for breach of confidence
(g) the information has already been provided
(h) the information is required to be provided under law within 20 business days of the request

If a request is not reasonable due to (b), (d), (g) or (h) above, the liquidator must comply with the request if the creditor meets the cost of complying with the request.

Otherwise, a liquidator must inform a creditor if their meeting or information request is not reasonable and the reason why.

Right to give directions to liquidator

Creditors, by resolution, may give a liquidator directions in relation to a liquidation. A liquidator must have regard to these directions, but is not required to comply with the directions.

If a liquidator chooses not to comply with a direction given by a resolution of the creditors, they must document their reasons.

An individual creditor cannot provide a direction to a liquidator.

Right to appoint a reviewing liquidator

Creditors, by resolution, may appoint a reviewing liquidator to review a liquidator's remuneration or a cost or expense incurred in a liquidation. The review is limited to:

- remuneration approved within the six months prior to the appointment of the reviewing liquidator, and
- expenses incurred in the 12 months prior to the appointment of the reviewing liquidator.

The cost of the reviewing liquidator is paid from the assets of the liquidation, in priority to creditor claims.

An individual creditor can appoint a reviewing liquidator with the liquidator's consent, however the cost of this reviewing liquidator must be met personally by the creditor making the appointment.

Right to replace liquidator

Creditors, by resolution, have the right to remove a liquidator and appoint another registered liquidator.

For this to happen, there are certain requirements that must be complied with:

1.Meeting request

A meeting must be reasonably requested by the required number of creditors.

Creditors must inform the existing liquidator of the purpose of the request for the meeting.

1.Information and notice

Creditors must determine who they wish to act as the new liquidator (this person must be a registered liquidator) and obtain:

- Consent to Act, and
- Declaration of Independence, Relevant Relationships and Indemnities (DIRRI).

The existing liquidator will send a notice of the meeting to all creditors with this information.

1.Resolution at meeting

If creditors pass a resolution to remove a liquidator, that person ceases to be liquidator once creditors pass a resolution to appoint another registered liquidator.