

Form 529

Corporations Act, 2001

Subregulation 5.6.12(6)(c)

NOTICE OF MEETING OF CREDITORS

Bamboo Direct Pty Ltd (In Liquidation)
A.C.N. 095 151 321

NOTICE is given that a meeting of the creditors of the company will be held at Novatel Pacific Bay Resort, Corner of Bay Drive and Pacific Highway, Coffs Harbour NSW 2450 on 21 June 2016 at 2:30pm.

Agenda

1. To receive an account of the Liquidator's acts and dealings and the conduct of the winding up.
2. To consider the Liquidator's report to creditors.
4. To fix the additional remuneration of the Liquidator.
5. Any other business.

DATED this 6th day of June 2016.



D M Morgan
Liquidator

Notes:

1. A person is not entitled to vote as a creditor at the meeting unless he has lodged with the Chairman of the meeting, particulars of the debt or claim which he claims to be due to him from the company. Alternatively, particulars of the debt may be forwarded to Clout & Associates, PO Box 4453, Coffs Harbour Jetty NSW 2450 before the date of the meeting. An informal claim form is attached.
2. A proxy form is attached. Proxies must be made available to the Chairman.
3. Telephone conference facilities are available for this meeting pursuant to Regulation 5.6.13A of the Corporations Regulations:
 - (a) Relevant telephone no. is (02) 6650 5888.
 - (b) that a person, or the proxy or attorney of a person, who wishes to participate in the meeting by telephone must give to the convenor, not later than the second-last working day before the day on which the meeting is to be held, a written statement setting out:
 - (i) the name of the person and of the proxy or attorney (if any); and
 - (ii) an address to which notices to the person, proxy or attorney may be sent; and
 - (iii) a telephone number at which the person, proxy or attorney may be contacted; and
 - (iv) any facsimile transmission number to which notices to the person, proxy or attorney may be sent; and
 - (c) indicate that a person, or the proxy or attorney of a person, who participates in the meeting by telephone must pay any costs incurred by the person, proxy or attorney in participating and is not entitled to be reimbursed for those costs from the assets of the company.



Clout & Associates

Corporate & Personal Solvency Solutions

ABN: 30 040 104 668

Report To Creditors

Bamboo Direct Pty Ltd (In Liquidation)

ACN 095 151 321

Coffs Harbour Office

Suite 7, 26-28 Orlando Street Coffs Harbour NSW 2450

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		Federal Court of Australia
		David Morgan in his capacity as Liquidator of the Company
		Office of Renewable Energy Regulator
		Small-Scale Technology Certificates (formerly known as Renewable Energy Certificates ("RECs"))
		<i>Renewable Energy (Electricity) Act 2000</i>

1. Introduction

- I refer to my previous reports to creditors in relation to the winding up of the Company.
- The winding up has now reached a stage where I am able to provide creditors with a further update on the progress of the liquidation, the likely outcome in the liquidation for creditors and the estimated date of finalisation.

2. Matters Addressed Since Last Report to Creditors

- As outlined in my reports to creditors dated 19 June 2012, 26 September 2014 and 22 September 2015, the issues holding up the finalisation of the liquidation were the recovery of an unfair preference and the determination of who was legally entitled to the proceeds from the sale of the Small-Scale Technology Certificates (“STCs”) (formerly known as Renewable Energy Certificates (“RECS”)).
- The process taken to determine same is outlined below.

2.1 Small-Scale Technology Certificates

- The situation surrounding the STCs has evolved significantly since my initial appointment on 23 December 2011.
- Creditors will recall that STCs are part of the Federal Government program called the Small-Scale Renewable Energy Scheme.
- STCs have been created to provide a financial incentive to install installations such as solar water heats, heat pumps or solar panels.
- The value of STCs fluctuate with supply and demand and may be bought, sold and traded.
- The Company was a registered agent to realise the STCs on behalf of customers and held 57,672 STCs as at the date of my appointment as Administrator.

- Shortly after my appointment, the Office of Renewable Energy Regulator (“ORER”) froze all accounts held by the Company. The purpose of this was to allow ORER to conduct a full audit of the registered STCs in relation to their creation and assignment to the Company.
- During the audit process the ORER became the Clean Energy Regulator (“CER”).
- As a result of the audit, the STCs held by the Company can be classified in the following four categories, and have been dealt with in the manner described below:
 - i. **Category 1** – the ORER audit determined that the STCs in this category were both correctly created in accordance with the *Renewable Energy (Electricity) Act 2000* and correctly assigned to the Company. The CER removed the freeze on the Company’s REC Registry account to allow me to realise the 25,838 STCs in this registry. I confirm that total proceeds from the realisation were \$956,534.50.
 - ii. **Category 2** – the ORER audit determined that the STCs in this category were either incorrectly created or incorrectly assigned to the Company. I transferred 27,976 STCs in this category back to customers of the Company as a result of the ORER audit.
 - iii. **Category 3** – the ORER audit determined that the STCs in this category related to a certain solar hot water heater that did not hold the appropriate technical certification to enable the creation of STCs.
- I have surrendered 9,776 STCs in this category to the CER as a result of the ORER audit.
- iv. **Category 4** – the ORER audit determined that STCs in this category were created using system capacities larger than the product installed, or a scheme multiplier larger than what the customer was eligible for given the system type. I surrendered 1,902 STCs in this category to the CER as a result of the ORER audit.
 - I confirm that upon the completion of the realisation, transfer and surrender of the aforementioned STCs, I conducted a review of the Company’s books and records.
 - Based on my review of the Company’s books and records, I calculated that that there were approximately 359 customers who may not have been paid from the proceeds from the sale of Category 1 STCs that they had assigned to the Company.
 - Resulting from the above, two conflicting positions arose in relation to who was entitled to the proceeds from the realisation of Category 1 STCs.
 - The ORER audit established that the Category 1 STCs were both correctly created in accordance with the Renewable Energy Act and correctly assigned to the Company.
 - The question then arose were the funds the property of the Company and therefore available to be distributed to creditors under The Act or were the funds in fact held in

trust for customers, who had not been paid from Category 1 STCs.

This left a significant amount of money that needed to be dealt with and the law was not clear cut as to how to deal with it. In fact, our lawyers found no direct precedent in this regard on which we could rely.

- Given this uncertainty I was advised to seek directions from the Federal Court of Australia.

- Sections 479(3) and 511 of the Act, allows a liquidator to apply to the Court for directions in relation to any particular matter arising during the course of a winding up.

- The directions sought from the Court can be summarised as follows:

1. That the Company holds the proceeds from the sale of STCs, in its own right and that the proceeds comprise part of the “property of the company” within the meaning of Section 501 of the Act, in the winding up of the Company; or alternatively

2. That the Company holds the proceeds on trust for customers of the Company.

- The matter was ordinarily listed for case management on 19 August 2015, where the Court made interim Orders for the purpose of giving notice of the proceeding to potential claimant customers, in order to allow them the opportunity to be heard in the proceeding.

- The matter was listed for further case management on 22 September 2015 at which time four (4) potential claimant customers were represented by Legal Aid, with a further six (6) in attendance and representing themselves.

- At that time Legal Aid sought to have the matter stood over for a period of two (2) months to allow them time to contact the remainder of the 359 possible participants, to ascertain their interest in the proceeding.

- The matter was listed again for case management on 26 November 2015.

- The Australia New Zealand Banking Group (“ANZ”) sought leave from the Court, pursuant to Regulation 2.13 of the *Federal Court (Corporations) Rules 2000 (Cth)*, to be heard at the proceeding without becoming a party to the proceeding,

- The ANZ’s argument was that the proceeds from the sale of the STCs comprise part of the “property of the company”.

- The matter was eventually heard by the Court on 5 February 2016 at which time the presiding judge reserved judgement.

- The Court determined that the proceeds were in fact “property of the company” within the meaning of Section 501 of the Act and made orders to this effect on 22 March 2016.

- As a result of these Orders, the proceeds are to be distributed as per the priority payments outlined in Section 556 of the Act.

- This means that the proceeds from the sale of the STCs will be available to pay the costs of the liquidation and application for directions then the balance of employee priority entitlements not covered by the preference recovery referred to in the next section with the remainder going to the ANZ toward its outstanding secured claim of \$537,234.34.

2.2. Other Recoveries

- Since my last report to creditors, I have been successful in the recovery of an unfair preference under Section 588FA of the Act, in relation to a payment of \$150,000 to a director related entity, which was uncovered as part of my investigations into the affairs of the Company.
- Section 588FA of the Act which provides, for in summary, the recovery of certain payments to creditors wherein the creditor receives a preference over other creditors of the Company within a six (6) month period prior to the relevant date.
- Recovery proceedings against the Estate of the Late Diana Caroline Lloyd in relation to the repayment of a \$150,000 loan during the relation back period, were commenced.
- After ongoing discussions with my lawyer and the lawyers acting on behalf of the executors, this matter was settled with the executors of the estate making a payment of \$105,616.19 to the Liquidator as a full and final settlement.
- The funds do not fall within the scope of the ANZ's non-circulating security interest and will be distributed to creditors in accordance with Section 556 of the Act as determined by the High Court of Australia in *NA Kratzmann Pty Ltd (In Liquidation) v Tucker (No2) [1968]*.

3. Current Position & Expected Outcome for Creditors

- A distribution will only be paid to cover employee entitlements including outstanding superannuation and the ANZ under their charge.
- Pursuant to Section 539(5) of the Act, the Liquidator's accounts of receipts and payments can be inspected at the offices of Clout & Associates, Suite 7, 26 – 28 Orlando Street, Coffs Harbour NSW 2450 during business hours.

- Attached as Annexure 1 is a Statement of Estimated Position detailing the actual receipts and payments that have occurred and the estimated receipts and payments for the remainder of the administration based on the information on hand.
- To date funds totalling \$1,510,668.74 have been recovered. The only other receipts that I anticipate receiving during the remainder of the liquidation is nominal bank interest on the funds currently held.
- To date expenses totalling \$854,524.28 inclusive of GST have been incurred.
- Due to the prolonged and drawn out process of finalising the STCs and the unfair preference the Liquidator's costs have exceeded the previously estimated and approved costs. As such further fee approval will be sought by the Liquidator which is discussed in the following section of this report.
- The Liquidator and staff have incurred fees of \$248,725.10 exclusive of GST up to 31 May 2016.
- It is anticipated that the Liquidator will incur further fees of \$15,000 exclusive of GST to complete the liquidation.
- Based on the information on hand, there are insufficient funds available to pay a distribution to ordinary unsecured creditors.

4. Liquidator's Remuneration

- In compliance with the Australian Restructuring Insolvency & Turnaround Association Code of Professional Practice and the requirements of the Act, I have prepared and attached as Annexure 2 a remuneration report providing details of the remuneration for myself and staff of my firm in respect of the winding up of the Company.
- Creditors will recall that the time spent in administering the liquidation from 1 May 2013 to the completion of the administration would be \$60,000 exclusive of GST.
- The above remuneration limit was approved by creditors at a meeting of creditors held on 28 June 2013 and based on the actual remuneration incurred up to 30 April 2013 and the estimated remuneration expected to be incurred based on the information on hand at the time.
- Since 1 May 2013, the time spent in administering the liquidation has increased significantly from my estimate with fees incurred amounting to \$132,625.50 exclusive of GST, up to 31 May 2016. The significant increase is due to, but not limited to the following:

- More time spent recovering the unfair preference; and
- Time spent dealing with the proceeding before the Federal Court of Australia in relation to the STCs.
- The whole process taking years longer than originally anticipated and the corresponding increase in administration costs
- I now provide a comparison for the period 1 May 2013 to the completion of the liquidation, between my original estimate and actual up to 31 May 2016:

Task	Original Estimate	Actual up to 31 May 2016
i. Assets	\$20,000	\$ 8,381.00
ii. Creditors	\$15,000	\$ 36,462.00
iii. Employees	\$ 0	\$ 1,406.00
iv. Investigation	\$15,000	\$ 60,574.00
v. Dividend	\$ 0	\$ 120.00
vi. Administration	\$10,000	\$ 25,682.50
Total	\$60,000	\$132,625.50

- It is anticipated that the Liquidator will incur further fees of \$15,000 exclusive of GST to complete the liquidation.
- More time spent realising the STCs held in the Company's register;

- Significantly more time spent dealing with the Clean Energy Regulator in relation to compliance with the requirements of the *Renewable Energy (Electricity) Act 2000 (Cth)* and the *Renewable Energy (Electricity) Regulations 2001 (Cth)*;

- As such at forthcoming meeting referred to below, creditors will be asked to consider and if thought fit approve an increase of the Liquidator's remuneration limit from \$60,000 up to \$147,625.50 exclusive of GST.

- The detailed resolutions that I will be seeking in relation to the retrospective and prospective remuneration are contained in the attached remuneration report and be summarised as follows:

Appointee	Period	Amount
Liquidator	1 May 2013 to Completion	\$147,625.50

- Should any creditors have any queries as to the remuneration please contact this office prior to the meeting.

5. Meeting of Creditors

- A meeting of creditors has been convened for 21 June 2016 to enable the Liquidator to lay before the meeting an account of his acts and dealings and the conduct of the winding up.
- In addition, to consider this report to creditors and to consider and if thought fit, approve the further remuneration of the Liquidator.
- A formal Notice of Meeting accompanies this report.
- For a resolution to be passed at the meeting, a simple majority of creditors present at the meeting in person or by proxy must vote in favour of the resolution.
- In the event a poll is requested, for a resolution to be accepted, the majority in number and the majority in dollar value of creditors present at the meeting in person or by proxy are required to vote in favour of the resolution.
- Creditors can only vote if they have lodged details of their claims with the Liquidator.

6. Finalisation

- I will not be reporting to creditors again unless there are significant changes that will provide a benefit to creditors.
- Upon the distribution of the remaining funds held in the liquidation, it is my intention to immediately call a final meeting of members and creditors.
- I confirm that the Company will be deregistered within three (3) months of lodging a final return with ASIC.
- Should creditors have any queries in relation to the liquidation, please Michael Brennan of this office.

Dated this 6th day of June 2016.



D M Morgan
Liquidator

Bamboo Direct Pty Limited (In Liquidation)
A.C.N. 095 151 321

Statement of Estimated Position as at 6 June 2016

	To Date (\$)	Estimated Future (\$)	Total (\$)
Receipts			
Bank Interest	\$ 4,992.12	\$ 150.00	\$ 5,142.12
Bartercard Dollars	\$ 14,018.04	\$ -	\$ 14,018.04
Cash at Bank	\$ 3,386.97	\$ -	\$ 3,386.97
Cash in Hand	\$ 3.05	\$ -	\$ 3.05
GEERS Receipts	\$ 101,129.32	\$ -	\$ 101,129.32
GST Payable	\$ 109,402.99	\$ -	\$ 109,402.99
Motor Vehicles	\$ 843.47	\$ -	\$ 843.47
Plant & Equipment	\$ 86,972.00	\$ -	\$ 86,972.00
REC's/STC's	\$ 956,534.50	\$ -	\$ 956,534.50
Sales	\$ 1,671.62	\$ -	\$ 1,671.62
Sales - Liquidation Period	\$ 25,081.28	\$ -	\$ 25,081.28
Sales - No GST	\$ 1,200.36	\$ -	\$ 1,200.36
Settlement of Preferences	\$ 105,616.19	\$ -	\$ 105,616.19
Stock	\$ 95,442.27	\$ -	\$ 95,442.27
Sundry Debtors	\$ 3,913.02	\$ -	\$ 3,913.02
Workers Compensation Refund	\$ 461.54	\$ -	\$ 461.54
Total Receipts	\$ 1,510,668.74	\$ 150.00	\$ 1,510,818.74
Payments			
Advertising	\$ 6,246.24	\$ -	\$ 6,246.24
Advertising - Fixed	\$ 1,893.86	\$ -	\$ 1,893.86
Advertising - No GST	\$ 120.00	\$ -	\$ 120.00
Agent's Fees - Fixed	\$ 5,000.00	\$ -	\$ 5,000.00
Agents/Valuers Fees	\$ 3,226.84	\$ -	\$ 3,226.84
Agents/Valuers Fees - Fixed	\$ 3,765.47	\$ -	\$ 3,765.47
Australia New Zealand Banking Group	\$ 56,494.80	\$ 412,491.89	\$ 468,986.69
Bank Charges	\$ 984.70	\$ 120.00	\$ 1,104.70
Bartercard Expenses	\$ 3,670.22	\$ -	\$ 3,670.22
Cleaning - Fixed	\$ 1,650.00	\$ -	\$ 1,650.00
Commission Paid	\$ 15,747.97	\$ -	\$ 15,747.97
Commission Paid - Fixed	\$ 14,350.38	\$ -	\$ 14,350.38
Computer Costs	\$ 701.14	\$ -	\$ 701.14
Creditor - Fixed	\$ 1,000.00	\$ -	\$ 1,000.00
Debt Collection Costs	\$ 920.00	\$ -	\$ 920.00
Electricity	\$ 174.74	\$ -	\$ 174.74
Flooring Supplies	\$ 740.47	\$ -	\$ 740.47
GEERS Payments to Employees	\$ 99,178.94	\$ -	\$ 99,178.94
GST Clearing Account	\$ 68,739.19	\$ (9,397.84)	\$ 59,341.35

GST Receivable	\$ 55,290.81	\$ 9,397.84	\$ 64,688.65
Hire - Fork Lift/Trip Truck	\$ 682.85	\$ -	\$ 682.85
Hire - Fork Lift/Trip Truck - Fixed	\$ 348.87	\$ -	\$ 348.87
Hire of Meeting Room	\$ 695.45	\$ -	\$ 695.45
Hot Water Approval	\$ 6,655.00	\$ -	\$ 6,655.00
Lease Payments	\$ 2,262.71	\$ -	\$ 2,262.71
Legal Fees	\$ 148,755.29	\$ -	\$ 148,755.29
Legal Fees - No GST	\$ 1,255.00	\$ -	\$ 1,255.00
Liquidator's Expenses - Destruction of Books and Records	\$ -	\$ 1,852.50	\$ 1,852.50
Liquidator's Expenses - Locksmith	\$ 582.27	\$ -	\$ 582.27
Liquidator's Expenses - Postage	\$ 2,938.28	\$ 904.40	\$ 3,842.68
Liquidator's Expenses - Search Fees	\$ 92.83	\$ -	\$ 92.83
Liquidator's Expenses - Stationery & Printing	\$ 7,015.19	\$ 1,246.00	\$ 8,261.19
Liquidator's Expenses - Statutory Advertising	\$ 3,628.87	\$ 302.00	\$ 3,930.87
Liquidator's Expenses - Storage Costs	\$ 13,722.75	\$ 2,340.00	\$ 16,062.75
Liquidator's Expenses - Telephone & Facsimile	\$ 652.56	\$ 10.00	\$ 662.56
Liquidator's Remuneration	\$ 314,676.60	\$ 87,625.50	\$ 402,302.10
Overpayment of GEERS	\$ 1,950.38	\$ -	\$ 1,950.38
Professional Fees	\$ 4,980.00	\$ -	\$ 4,980.00
Re-Direction of Mail	\$ 50.00	\$ -	\$ 50.00
REC's/STC's Fees	\$ 2,751.85	\$ -	\$ 2,751.85
REC's/STC's Trading Expenses	\$ 1,616.70	\$ -	\$ 1,616.70
Solar Inverters	\$ 1,192.00	\$ -	\$ 1,192.00
Solar Panels	\$ 980.40	\$ -	\$ 980.40
Transport/Courier	\$ 3,750.35	\$ -	\$ 3,750.35
Transport/Courier - Fixed	\$ 1,968.62	\$ -	\$ 1,968.62
Wages & Salaries	\$ 8,351.86	\$ -	\$ 8,351.86
Waste Removal	\$ 1,112.46	\$ -	\$ 1,112.46
Withholding Tax (PAYG)	\$ (18,040.63)	\$ -	\$ (18,040.63)
Total Payments	\$ 854,524.28	\$ 506,892.29	\$ 1,361,416.57

Cash at Bank and Estimated Funds Available for Creditors \$ 656,144.46 \$ (506,742.29) \$ 149,402.17

Creditor Claims	Proofs Lodged (\$)	Estimated Claims (\$)	Estimated Distribution (%)
Priority Creditors	\$ 149,402.17	\$ 149,402.17	100.00%
Ordinary Unsecured Creditors	\$ 6,506,143.60	\$ 6,713,724.02	0.00%

Cash at Bank as at 6 June 2016 \$ 656,144.46

NOTE: Statement of Estimated Position should be read in conjunction with the Liquidator's Report to Creditors

Remuneration Request Approval Report

6 June 2016

Company	Bamboo Direct Pty Limited (In Liquidation) A.C.N. 095 151 321		
Practitioner	David Morgan	Firm	Clout & Associates
Administration Type	Creditors Voluntary Liquidation		
Date of Appointment	11 July 2012		

Part 1: Declaration

I, David Morgan of Clout & Associates have undertaken a proper assessment of this remuneration claim for my appointment as Liquidator of Bamboo Direct Pty Limited (In Liquidation) in accordance with the law and applicable professional standards. I am satisfied that the remuneration claimed is in respect of necessary work, properly performed, or to be properly performed, in the conduct of the Administration.

Part 2: Executive Summary

To date, remuneration totalling \$364,676.60, exclusive of GST, has been approved and paid in the combined Voluntary Administration, Deed of Company Arrangement and Liquidation periods. This remuneration report details approval sought for the following fees:

Period	Report Reference	Amount (ex GST)
Past remuneration approved:		
Voluntary Administration:		
23 December 2011 to 29 January 2012		\$85,377.00
30 January 2012 to 9 February 2012		\$10,000.00
9 February 2012 to DOCA sign		\$8,500.00
Deed of Company Arrangement:		
1 March 2012 to 10 July 2012		\$84,700.00
Liquidation:		
11 July 2012 to 30 April 2013		\$116,099.60
1 May 2013 to Completion		\$60,000.00
Total past remuneration approved:		\$364,676.60
Current remuneration approval sought:		
Liquidation:		
Resolution [1]: Remuneration incurred by the Liquidator from 1 May 2013 to conclusion of the liquidation be increased from the previous limit of \$60,000.	Part 4	\$147,625.50
Total current remuneration approval sought:		\$147,625.50
* Approval for the future remuneration sought is based on an estimate of the work necessary to the completion of the administration. Should additional work be necessary beyond what is contemplated,		

further approval may be sought from creditors.

Please refer to report section references detailed above for full details of the calculation and composition of the remuneration approval sought.

Part 3: Remuneration Methods

In compliance with the Australian Restructuring Insolvency & Turnaround Association Code of Professional Practice and the requirements of the *Corporations Act, 2001* ("the Act"), I set out below details of remuneration of myself and staff of my firm in respect of the administration of the Company.

Part 3.1: Available Methods

There are four basic methods that can be used to calculate the remuneration charged by an Insolvency Practitioner. They are:

a. Time Based / hourly rates

This is the most common method. The total fee charged is based on the hourly rate charged for each person who carried out the work multiplied by the number of hours spent by each person on each of the tasks performed.

b. Fixed fee

This total fee charged is normally quoted at the commencement of the administration and is the total cost for the administration. Sometimes a Practitioner will finalise an administration for a fixed fee.

c. Percentage

The total fee charged is based on a percentage of a particular variable, such as the gross proceeds of assets realisations.

d. Contingency

The practitioner's fee is structured to be contingent on a particular outcome being achieved.

Part 3.2: Method Chosen

As outlined in my previous reports, given the nature of this administration I proposed that our remuneration be calculated on time based/hourly rates basis. This is because:

- It ensures that creditors are only charged for work that is performed. Time is recorded and charged in six (6) minute increments.
- We are required to perform a number of tasks which do not relate to the realisation of assets, for example responding to creditor enquiries, reporting to ASIC, distributing funds in accordance with the provisions of the Act; and
- I am unable to estimate with certainty the total amount of fees necessary to complete all tasks required in this administration because there are many issues that require investigation and the results of those investigations can't be anticipated.

Part 3.3: Explanation of Hourly Rates

The rates for our remuneration calculation are set out in the following table together with a general guide showing the qualifications and experience of staff engaged in the administration and the role they take in the administration. Given the top heavy structure of this practice we also adjust our rates commensurate to the degree of difficulty and level of expertise necessary for the tasks being performed. The hourly rates charged encompass the total cost of providing professional services and should not be compared to an hourly wage.

Title	Description	Hourly Rate (excl GST)
Partner/Appointee	Registered Liquidator/Trustee, Partner bringing his/her specialist skills to the administration and/or insolvency tasks	\$400.00
Manager	Typically qualified with 6-8 years' experience with well-developed technical and commercial skills. Experienced at all levels and considered very competent	\$330.00
Supervisor	Typically graduate/qualified with 4-7 years' experience and will have had conduct of minor administrations. Assists with planning & control of medium to larger jobs.	\$275.00
Senior	Typically graduate with 2-4 years' experience. Required to control and/or assist on the field work on administrations and/or insolvency tasks.	\$200.00
Intermediate	Typically undergraduate or graduate with 0-2 years' experience. Required to assist in day to day field work under supervision of more senior staff.	\$170.00
Secretary/Office Assistant	Appropriate skills including machine usage	\$120.00

Part 4: Description of work completed / to be completed

Resolution [1]: Liquidation Period - Description of work completed [1 May 2013 to 31 March 2016]

Creditors will recall that from my initial estimate the costs in administering the liquidation from 1 May 2013 to completion of the administration would be \$60,000.00 exclusive of GST.

The above remuneration limit was approved by creditors at a meeting of creditors held on 28 June 2013.

Since 1 May 2013, the time spent in administering the liquidation has increased significantly from my estimate with fees incurred amounting to \$132,625.50 exclusive of GST, up to 31 May 2016. The significant increase is due to, but not limited to the following:

- Significantly more time spent dealing with the Clean Energy Regulator in relation to compliance with the requirements of the *Renewable Energy (Electricity) Act 2000 (Cth)* and the *Renewable Energy (Electricity) Regulations 2001 (Cth)*;
- More time spent realising the STCs held in the Company's register;
- More time spent recovering the unfair preference; and
- Time spent dealing with the proceedings before the Federal Court of Australia.

For details of work completed for the period 1 May 2013 to 31 May 2016, I have attached a summary of the work completed by myself and staff as Appendix 2. This also includes a summary of the time incurred by the relevant staff at the relevant rates.

Resolution [1]: Liquidation Period - Description of work to be completed [1 June 2016 to Completion]

A summary of the work to be completed in the remainder of the liquidation is as follows:

Task Area	General Description	Includes
Creditors	Creditor Enquiries	Receive and follow up creditor enquiries via

[\$7,000.00]		telephone.
		Prepare correspondence to creditors and their representatives via facsimile, email and post.
		Review outgoing correspondence to creditors.
	Secured Creditor Reporting	Responding to secured creditor's queries.
		Liaising with secured Creditor via telephone
	Creditor Reports	Preparing all reports to creditors
		Review of reports and notifications to creditors.
		Responding to Creditors general queries
		Preparation of Remuneration report
	Meeting of Creditors	Preparation of meeting notices, proxies and advertisements.
		Preparation of meeting folder, including agenda, certificate of postage, attendance register, list of creditors, reports to creditors, advertisement of meeting and draft minutes of meeting
		Attend meeting of creditors
		Preparation, finalisation and lodgement of minutes of meetings.
		Respond to stakeholder queries and questions immediately following meeting.
	Review of meeting folder and minutes of meeting.	
Dividend [\$1,000.00]	Dividend Procedures	Preparation of POD register
		Preparation of dividend calculation
		Preparation of distribution including correspondence to creditors enclosing payment of dividend
		Review of dividend processes
		Signing of dividend cheques
Administration [\$7,000.00]	Document Maintenance	Filing and photocopying of documents, preparation & dispatch of correspondence, reports and other documents.
		File Review
		Updating checklists
		Production of WIP and disbursement reports
		Coding of Diaries
	Receipts & Payments	Preparation of receipts and payments report including estimated positions, calculating future receipts & payments & estimated dividend
		Review of receipts and payments report and other calculations
	Bank Account Administration	Preparing correspondence, opening and closing accounts
		Entering receipts and payments and production of vouchers
		Bank account reconciliations
	ASIC Statutory Forms	Preparing and lodging ASIC forms including 505,524,911, etc
		Correspondence with ASIC regarding statutory forms
		Review of statutory forms and correspondence with ASIC
	ATO	Preparing BAS
		Review of ATO correspondence and reports

	Cancelling ABN / GST / PAYG registration
	General correspondence with ATO regarding various issues.
Panning / Review	Discussions regarding the status of the administration
Books & Records / Storage	Dealing with records in storage
	Sending job files to storage
Finalisation of Administration	All matters dealing with the finalisation of the administration.

Part 5: Statement of remuneration claim

When creditors meet on 21 June 2016, I will ask for approval to be paid remuneration for services provided. This remuneration will be approved to a capped amount.

At the forthcoming meeting of creditors, creditors will be asked to pass the following resolutions:

"The the Liquidator's previous remuneration limit set for the period 1 May 2013 to the conclusion of the Liquidation be increased from \$60,000.00 plus \$6,000.00 GST up to a new limit of \$147,625.50 plus \$14,762.55 GST on a time basis in accordance with the rates of Clout & Associates as detailed in the remuneration report dated 6 June 2016 and that the Liquidator be entitled to apply any GST refunds against same at any time including after the conclusion of the matter."

Part 6: Remuneration recoverable from external sources

To date I have not received funding from external sources.

Part 7: Disbursements

Disbursements are divided into three types: **A, B1, B2.**

- A** disbursements are all externally provided professional services. These are recovered at cost. An example of an A disbursement is legal fees.
- B1** disbursements are externally provided non-professional costs such as travel, accommodation and search fees. B1 disbursements are recovered at cost.
- B2** disbursements are internally provided non-professional costs such as photocopying, printing and postage. B2 disbursements, if charged to the Administration, would generally be charged at cost; though some expenses such as telephone calls, photocopying and printing may be charged at a rate which recoups both variable and fixed costs.

I have undertaken a proper assessment of disbursements claimed for Bamboo Direct Pty Limited (In Liquidation) in accordance with the law and applicable professional standards. I am satisfied that the disbursements claimed are necessary and proper.

Disbursements	Rate (Excl GST)
Search Fees	At Cost
Advertising	At Cost
Courier	At Cost
Photocopies - Reports and Circulars	\$0.25 per page
Faxes & Photocopies - Other	\$1.00 per page
Postage	At Cost
Printing	At Cost
Storage and Destruction of Records	At Cost
Other Disbursements including Legal Fees	At Cost

Creditors have the right to question the incurring of the disbursements and can challenge disbursements in court.

Part 8: Summary of Receipts and Payments

A Statement of Estimated Position detailing the actual and estimated future receipts and payments for the administration is attached to my report to creditors dated 6 June 2016.

Part 9: Queries

The above information is provided to assist creditors consider the appropriateness of the remuneration claim that is made.

Creditors should feel free to contact the administrator's office to seek further information concerning the remuneration claim if they so need.

Part 10: Information Sheet

The Australian Securities & Investments Commission has produced a document entitled "**INFO 85 Approving Fees: a guide for creditors**" that can be downloaded from the ASIC website www.asic.gov.au or alternatively a copy can be obtained if you contact this office.

Bamboo Direct Pty Limited (In Liquidation) - Calculation of Remuneration
For all Remuneration for the period 01 May 2013 to 31 May 2016

Employee	Position	\$/hour (ex GST)	Total actual hours	Total (\$)	Task Area														
					Assets hrs	Assets \$	Creditors hrs	Creditors \$	Employees hrs	Employees \$	Trade On hrs	Trade On \$	Investigations hrs	Investigations \$	Dividend hrs	Dividend \$	Administration hrs	Administration \$	
David Morgan	Partner	400	69.10	27,640.00	8.30	3,320.00	29.60	11,840.00	1.20	480.00	0.00	0.00	19.60	7,840.00	0.00	0.00	10.40	4,160.00	
David Morgan	Partner	475	1.60	640.00	1.30	520.00	0.00	0.00	0.00	0.00	0.00	0.00	0.30	120.00	0.00	0.00	0.00	0.00	
Morgan Chubb	Partner	400	22.90	9,160.00	0.00	0.00	7.10	2,840.00	0.00	0.00	0.00	0.00	9.40	3,760.00	0.00	0.00	6.40	2,560.00	
David Morgan	Manager 1	330	2.00	660.00	0.00	0.00	2.00	660.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
David Morgan	Supervisor	275	2.30	632.50	0.00	0.00	2.30	632.50	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
Stewart Ware	Supervisor	275	1.80	495.00	0.00	0.00	1.70	467.50	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.10	27.50	
Michael Brennan	Senior 1	200	281.80	56,360.00	2.90	580.00	37.20	7,440.00	0.60	120.00	0.00	0.00	211.80	42,360.00	0.40	80.00	28.90	5,780.00	
Richard Johnson	Senior 1	200	1.00	200.00	0.00	0.00	0.80	160.00	0.00	0.00	0.00	0.00	0.00	0.00	0.20	40.00	0.00	0.00	
Stewart Ware	Senior 1	200	0.30	60.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.30	60.00	
Alyssa Stanlan	Intermediate 1	170	0.20	34.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.20	34.00	
Konrad Wheatley	Intermediate 1	170	16.90	2,873.00	0.00	0.00	4.00	680.00	0.00	0.00	0.00	0.00	5.30	901.00	0.00	0.00	7.60	1,292.00	
Melanie	Intermediate 1	170	2.90	493.00	0.00	0.00	2.40	408.00	0.00	0.00	0.00	0.00	0.10	17.00	0.00	0.00	0.40	68.00	
Michael Brennan	Intermediate 1	170	120.20	20,434.00	21.40	3,638.00	38.40	6,528.00	4.60	782.00	0.00	0.00	29.10	4,947.00	0.00	0.00	26.70	4,539.00	
Sam Amos	Intermediate 1	170	35.20	5,984.00	0.70	119.00	7.80	1,326.00	0.00	0.00	0.00	0.00	3.70	629.00	0.00	0.00	23.00	3,910.00	
Alyssa Stanlan	Administration	120	47.30	5,676.00	1.70	204.00	29.00	3,480.00	0.20	24.00	0.00	0.00	0.00	0.00	0.00	0.00	16.40	1,968.00	
Sam Amos	Administration	120	10.50	1,260.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	10.50	1,260.00	
Stewart Ware	Administration	120	0.20	24.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.20	24.00	
TOTAL HOURS			616.20																
TOTAL REMUNERATION				132,625.50															
Cost Adjustments				0.00	36.30	8,381.00	162.30	36,462.00	6.60	1,406.00	0.00	0.00	279.30	60,574.00	0.60	120.00	131.10	25,682.50	
GST				13,262.55															
TOTAL (Including GST)				145,888.05															
Average hourly rate (Excluding GST)				215.23		230.88		224.66		213.03		0.00		216.88		200.00		195.90	

Remuneration Report - Description of Work Completed

Company	Bamboo Direct Pty Limited (In Liquidation)
Practitioner	David Morgan
Firm	Clout & Associates
Administration Type	Creditors' Voluntary Liquidation
Report Period	01 May 2013 to 31 May 2016

Task Area	General Description	Includes
Assets Hours 36.30 \$8,381.00	Plant and Equipment	Review & discuss the best course of action to realise assets
	Assets subject to specific charges	All tasks associated with realising a charged asset
	Debtors	Reviewing and assessing debtors ledgers
	Other Assets	Tasks associated with realising other assets Liaising with regulatory bodies in the preservation of licences / permits / registrations / etc.
Creditors Hours 162.30 \$36,462.00	Creditor Enquiries	Receive and follow up creditor enquiries via telephone Review and prepare correspondence to creditors and their representatives via facsimile, email and post
	Secured creditor reporting	Responding to secured creditor's queries
	Creditor reports	Preparing 439A, investigation, meeting and general reports to creditors Review of creditor reports & notifications to creditors

Remuneration Report - Description of Work Completed

Company	Bamboo Direct Pty Limited (In Liquidation)
Practitioner	David Morgan
Firm	Clout & Associates
Administration Type	Creditors' Voluntary Liquidation
Report Period	01 May 2013 to 31 May 2016

Task Area	General Description	Includes
Creditors <i>Continued</i>		Preparation of Remuneration Report / DIRRI
	Dealing with proofs of debt	Receipting and filing POD's when not related to a dividend
	Meeting of Creditors	<p>Preparation meeting notices, proxies and advertisements</p> <p>Preparation of meeting file, including agenda, certificate of postage, attendance register, list of creditors, reports to creditors, advertisement of meeting and draft minutes of meeting.</p> <p>Preparation and lodgement of minutes of meetings with ASIC</p> <p>Attend meeting of Creditors</p> <p>Review minutes of meeting</p>
	Director/Bankrupt/Shareholder enquires	<p>Correspondence with shareholder / director / bankrupt</p> <p>Reports & telephone conversations with various stakeholders</p>
Employees Hours 6.60 \$1,406.00	Employee Enquiry	Receive and follow up employee enquiries via telephone

Remuneration Report - Description of Work Completed

Company	Bamboo Direct Pty Limited (In Liquidation)
Practitioner	David Morgan
Firm	Clout & Associates
Administration Type	Creditors' Voluntary Liquidation
Report Period	01 May 2013 to 31 May 2016

Task Area	General Description	Includes
Employees <i>Continued</i>		<p>Review outgoing correspondence to employees</p> <p>Prepare correspondence to employees and their representatives via facsimile, email and post</p> <p>Receive and prepare correspondence in response to employees objections to leave entitlements</p>
	FEG	Correspondence with FEG
	Calculation of entitlements	<p>Calculating employee entitlements</p> <p>Reviewing employee files and company's books and records</p>
	Workers compensation claims	<p>Receipt of claim</p> <p>Liaising with insurers and solicitors regarding claims</p>
	Other employee issues	Correspondence with Child Support
Investigation Hours 279.30 \$60,574.00	Conducting Investigations	<p>Collecting, cataloguing & review of company books & records of company books and records</p> <p>Preparation of comparative financial statements</p> <p>Review of specific transactions and liaising with directors regarding certain transactions</p>

Remuneration Report - Description of Work Completed

Company	Bamboo Direct Pty Limited (In Liquidation)
Practitioner	David Morgan
Firm	Clout & Associates
Administration Type	Creditors' Voluntary Liquidation
Report Period	01 May 2013 to 31 May 2016

Task Area	General Description	Includes
Investigation <i>Continued</i>		Preparation of investigation file & conduct investigation into affairs, disclosure of assets, etc. Review of investigation and correspondence
	Litigation / Recoveries	Internal meetings to discuss status of litigation Preparing brief to solicitors Liaising with solicitors regarding recovery actions Attending to negotiations Attending to settlement matters Review of advice from solicitors Correspondence with solicitors
	ASIC reporting	Preparing statutory investigation reports Liaising with ASIC
	AFSA reporting	Preparing statutory investigations and offences reports
Dividend Hours 0.60 \$120.00	Processing proofs of debt	Receipt of PODs

Remuneration Report - Description of Work Completed

Company	Bamboo Direct Pty Limited (In Liquidation)
Practitioner	David Morgan
Firm	Clout & Associates
Administration Type	Creditors' Voluntary Liquidation
Report Period	01 May 2013 to 31 May 2016

Task Area	General Description	Includes
Administration Hours 131.10 \$25,682.50	Document maintenance/file review/checklist	Initial File Setup Filing / photocopying / preparation & dispatch of documents & reports File reviews Updating checklists & creating file notes Producing WIP & Disbursements reports
	General Administration	Time spent travelling to & from client's premises
	Bank account administration	Preparing correspondence opening and closing accounts Entering receipts & payments Bank account reconciliations Time spent depositing funds at bank Authorizing vouchers for receipts & payments
	Statutory Lodgements	Preparing and lodging ASIC forms including 505, 524, 5011 etc Review of statutory forms & correspondence with ASIC / AFSA

Remuneration Report - Description of Work Completed

Company	Bamboo Direct Pty Limited (In Liquidation)
Practitioner	David Morgan
Firm	Clout & Associates
Administration Type	Creditors' Voluntary Liquidation
Report Period	01 May 2013 to 31 May 2016

Task Area	General Description	Includes
Administration <i>Continued</i>	ATO and other statutory reporting	<p>Preparing BAS'</p> <p>General correspondence with ATO regarding various issues</p> <p>Review all ATO reports and correspondence</p>
	Finalisation	All matters relating to the finalisation of the administration
	Planning / Review	<p>Discussions regarding status of administration</p> <p>General advice & dealings with solicitor / accountant</p> <p>Preparation of statement of estimated position including receipts and payments</p> <p>Review estimated position</p>
	Books and records / storage	<p>Dealing with records in storage</p> <p>Chasing books & records</p>

INFORMAL PROOF OF DEBT FORM

Regulation 5.6.47

**Bamboo Direct Limited (In Liquidation)
A.C.N. 095 151 321**

Name of Creditor:

Creditors Address:
.....

Creditor's Email Address:

Creditors Preferred Method to Receive Written Communication: Post or Email (please circle preferred method)

Creditor's ABN (if a company):

Amount of debt claimed: (see note)

Consideration for debt:

Whether debt secured or unsecured:

If secured, give details of security including dates, etc:
.....
.....
.....

Balance, if any, after deducting value of security (see note):
.....
.....

Name: Telephone No.:

(Person Authorised to Sign Proof of Debt)

Signature: Date:/...../.....

Note:

Under the Corporations Regulations, a creditor is not entitled to vote at a meeting unless (Regulation 5.6.23):

- a. his claim has been admitted, wholly or in part, by the Administrator; or
- b. he has lodged with the Liquidator particulars of the debt or claim, or if required, a formal proof of debt.

For the purposes of Part 5.3A, a secured creditor may vote (Regulation 5.6.24):

- a. for the whole of his debt without regard to the estimated value of his security.

Proxies must be made available to the Administrator.

Admin Use Only		Liquidator Use Only		
Creditor ID		<input type="checkbox"/> 1 <input type="checkbox"/> 2 <input type="checkbox"/> 3	Preferential	\$
Liability ID		Amount Rejected	\$	Ordinary
POD No.		Reason Rejected	Deferred	\$
RATA Amount			Total Admitted	\$
Registered in Administration		Administrator's Signature		
Date of Registration				

Appointment of Proxy

Bamboo Direct Pty Limited (In Liquidation)
A.C.N.: 095 151 321 (“the Company”)

Form 532
Regulation 5.6.29
Corporations Act 2001

1. Insert Full Name and Contact Details (please print)

 Creditor's name (individual or company)

 Name of company contact or director(s)/company secretary

 Email address

 Telephone number

 Address

2. Appointment of a Proxy (please complete)

I/We, a creditor of the Company, appoint (name of proxy)
 Or the Chairperson, or in his/her absence, (name of alternative) or
 the Chairperson, as my/our proxy, to vote at the meeting of creditors to be held on 21 June 2016 at Novatel Pacific Bay Resort, Corner of Bay Drive and Pacific Highway, Coffs Harbour NSW 2450 at 2.30pm or at any adjournment of that meeting.

3. Voting by your Proxy

Option 1: If appointed as a general proxy, as he/she determines on my/our behalf.

and/or

Option 2: If appointed as a special proxy for some or all resolutions, as specified below, otherwise as a general proxy. (please tick one option per those resolutions where special proxy appointed).

Resolution (please specify the particular resolution)	For	Against	Abstain
1. That the Liquidator's previous remuneration limit set for the period 1 May 2013 to the conclusion of the Liquidation be increased from \$60,000 plus \$6,000 GST up to a new limit of \$147,625.50 plus \$14,762.55 GST on a time basis in accordance with the rates of Clout & Associates as detailed in the remuneration report dated 6 June 2016 and that the Liquidator be entitled to apply any GST refunds against same at any time including after the conclusion of the matter.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. That subject to receiving the approval of the Australian Securities and Investments Commission under Section 542(4) of the Corporations Act 2001, the books and records of the company and the liquidation be disposed of by the liquidator six months after the dissolution of the company or earlier at the discretion of the Australian Securities and Investments Commission.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

4. Signature Section (in accordance with Sections 127 or 250D of the Corporations Act 2001)

Signature of individual or person authorised by corporate resolution to represent corporation detailed in section 1:

The common seal was affixed hereto in the presence of the directors/company secretary as detailed in section 1:

Director

Dated

Director/Company Secretary

Certificate of Witness

Please Note: This certificate is to be completed only where the person giving the proxy is blind or incapable of writing. The signature of the creditor is not to be attested by the person nominated as proxy.

..... of
certify that the above instrument appointing a proxy was completed by me in the presence of and at the request of the person appointing the proxy and read to him before he attached his signature or mark to the instrument.

Signature of witness: