



## **General Information for Attending and Voting at Meetings of Creditors**

### **Time and Place of Meeting**

Pursuant to *Insolvency Practice Rules (Corporations) (IPR)* 75-30, a meeting of creditors must be convened at the time and place the Chairperson believes are convenient for the majority of creditors entitled to receive notice of the meeting.

### **Virtual Meeting**

The meeting will be held virtually using online video conferencing. There will be no in person meeting held for the company.

### **Quorum**

Pursuant to IPR 75-105, unless a quorum is present, a meeting must not act for any purpose other than:

- the election of a chairperson; and
- the proving of debts; and
- the adjournment of the meeting.

A quorum is present if two (2) or more persons are entitled to vote and at least two (2) persons are present at the meeting in person, by proxy or by power of attorney.

A quorum is present if only one (1) person is entitled to vote and that person is present at the meeting in person, by proxy or by power of attorney.

A person who participates in the meeting using electronic facilities is taken to be present in person at the meeting.

A meeting is sufficiently constituted if only one (1) person is present in person, if the person represents personally or by proxy or otherwise a number of persons sufficient to constitute a quorum.

### **Chairperson**

Pursuant to IPR 75-50, the external administrator is appointed Chairperson of the meeting. Alternatively, pursuant to IPR 75-50 and IPR 75-152 the external administrator may appoint someone else to act as chairperson of the meeting and authorise that person to use any proxies held by the external administrator on the external administrator's behalf.

For the second meeting of creditors in a Voluntary Administration, the Administrator must chair the meeting pursuant to IPR 75-50.

### **Voting**

Pursuant to IPR 75-85, creditors will not be eligible to vote at the meeting unless they have lodged particulars of their debt or claim prior to or at the meeting.

Accordingly, creditors who intend to vote at the meeting should ensure that they lodge a formal proof of debt with the external administrator prior to or at the meeting.

For meetings held virtually, a vote taken at the meeting must be taken on a poll if the notice of meeting specifies that votes taken at the meeting must be taken on a poll, or a poll is requested by the chairperson or by a person participating and entitled to vote at the meeting. Otherwise, a vote must be taken on a show of hands. A vote taken on a show of hands includes a vote taken using any electronic mechanism that indicates the intentions of a person in respect of their vote.

Where a vote is taken on a poll, the meeting may be adjourned by the chairperson for a short time should time be required to consider votes for each of the proposed resolutions.



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In the event of a deadlock, the chairperson may exercise a casting vote. In such situations, the minutes of the meeting must specify the chairperson's reasons for exercising, or not exercising, their casting vote.

Pursuant to IPR 75-115, should a poll be demanded or required:

- a resolution is passed if a majority in number and a majority in value vote in favour of the resolution; and
- a resolution is not passed if a majority in number and a majority in value vote against the proposed resolution.

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### Proxies

Pursuant to IPR 75-150, a person entitled to vote at a meeting may, in writing, appoint an individual as their proxy to attend and vote at the meeting on their behalf.

Accordingly, creditors who are unable to attend the meeting but who wish to be represented should ensure that a validly executed proxy form is lodged with the external administrator prior to the meeting.

### Corporate Creditors

Corporate creditors who wish to attend the meeting should note that an individual may only represent them if the corporation validly grants that person a proxy or power of attorney.

### Committee of Inspection

Pursuant to IPR 80-5, a person may only serve as a member of a Committee of Inspection if the person is:

- a creditor of the company personally; or
- the attorney of a creditor under a general power of attorney; or
- authorised in writing by a creditor; or
- a representative of the Commonwealth if a FEG claim has been, or the Commonwealth considers a claim is likely to be, made in relation to unpaid employee entitlements.

Corporate creditors who are members of a Committee of Inspection may be represented by an individual authorised in writing by the member to represent the member on the committee.



### Tips for Attending Virtual Meetings

1. **Arrive at least 30 minutes prior to the meeting.** To ensure the meeting can commence in accordance with the time specified on the agenda, please ensure you have logged into the virtual meeting at least 30 minutes prior to the meeting and familiarise yourself with the meeting software/[functionality for voting].
2. **Please ensure you are on mute.** Background noise disrupts the meeting and might prevent creditors from hearing the information presented by the chairperson. Please choose a quiet location and use the mute button when you are not speaking.
3. **Questions for the chairperson.** Please, if possible, save your questions until the end of each segment. The chairperson will open the meeting for questions at the end of each segment.
4. **Identify yourself.** Before you start to speak, please state your name and company (if applicable).
5. **Speak slowly and clearly.** Please try not to talk over another speaker. Be considerate and try to speak one at a time so that the chairperson can follow your point in its entirety.