

Antares Energy Limited (Administrators Appointed)
ACN 009 230 835
("the Company")

**Minutes for Second Meeting of Creditors convened for
11:00 AM (AEDT) on Friday, 2 December 2016 at the Han Room
Mezzanine Level, 3 Spring Street, SYDNEY NSW 2000**

PRESENT	Name	Capacity/Proxy
	Quentin James Olde	Chairperson
	Liam Healey	Assisting the Chairperson
	Manie Loprasert	Assisting the Chairperson
	The Creditors whose names appear in the Attendance Register at Annexure A	
PRESENT BY TELEPHONE	Name	Capacity/Proxy
	As detailed in the Meeting Attendance Registers	
OPENING	The Chairperson declared the meeting opened at 11:10 AM.	
CHAIRPERSON	The Chairperson advised that: <ol style="list-style-type: none">1. He is one of the Joint and Several Administrators of the Company; and2. He will chair the meeting as required by Section 439B(1) of the <i>Corporations Act 2001</i> ("the Act").	
INTRODUCTION	The Chairperson advised that: <ol style="list-style-type: none">1. He and Michael Ryan ("the Administrators") of FTI Consulting were appointed on 10 May 2016;2. The Administrators replaced the Former Administrators Bryan Hughes and Daniel Bredenkamp of Pitcher Partners at the First Meeting of Creditors; and3. The Administrators sought and were granted a six month extension of convening period by the Supreme Court of New South Wales.	
AUDIO RECORDING	The Chairperson advised that the meeting will be recorded to allow for accurate minute taking for reporting to ASIC unless any Creditor objects. No Creditor objected to the recording of the meeting.	
ATTENDANCE REGISTER	The Chairperson confirmed that all Creditors present in person or by proxy and all Observers had signed the attendance register.	

TELEPHONE LINK	The Chairperson noted that there was a telephone link through which a number of creditors were attending the meeting. The Chairperson confirmed that all creditors attending by telephone had identified themselves.
PERTH MEETING	The Chairperson advised the meeting that there was also a live meeting location in Perth available for creditors to attend at the offices of FTI Consulting.
HOUSEKEEPING	<p>The Chairperson advised that:</p> <ol style="list-style-type: none"> 1. Creditors must turn their mobile phones off or to mute; and 2. Creditors may ask questions / make comments during the meeting at the appropriate time. The Chairperson asked for any questions raised to be addressed through the Chairperson by a raise of hand and advising of their name and representing party.
NATURE OF MEETING	<p>The Chairperson advised that:</p> <ol style="list-style-type: none"> 1. The meeting is a Second Meeting of Creditors of the Company pursuant to section 439A of the Act; and 2. The purpose of the meeting is to decide the future of the Company by reference to the options set out at section 439C of the Act and to consider the formation of a committee of inspection. The Chairperson noted that there will be further explanation of those options and the function of the committee later in the meeting.
QUORUM	The Chairperson confirmed that a quorum for the meeting existed being at least two creditors in person or by proxy as required by Regulation 5.6.16 of the <i>Corporations Regulations</i> ("the Regulations").
PROXIES	The Chairperson read the proxies in his possession and tabled the proxies of creditors whose names appear in the Meeting Attendance Register.
CONVENING THE MEETING	<p>The Chairperson advised that he and Michael Ryan had convened the meeting in accordance with Section 439A(3) of the Act by:</p> <ol style="list-style-type: none"> 1. Giving written notice of the meeting to as many of the Company's Creditors as reasonably practicable by sending a notice of the meeting on 24 November 2016 by pre-paid post to: <ol style="list-style-type: none"> (a) Where the creditor is a person, the last known address of the place of residence or business; and (b) Otherwise, the head office, a registered office or a principal office of the Creditor. 2. On 24 November 2016, caused notice of the meeting to be published on the publication website established and maintained by ASIC in accordance with Regulation 5.6.75 of

the Regulations.

The Chairperson tabled and read:

1. The Statement In Writing of Posting of Notice of Meeting (Form 530) made on 24 November 2016; and
2. Notice of the meeting as published on the publication website established and maintained by ASIC.

TIME AND PLACE

The Chairperson advised that if there were no objections, he would declare that the meeting had been convened at a time and place most convenient to the majority of the Company's Creditors in accordance with Regulation 5.6.14 of the Regulations. No Creditor objected.

The Former Administrator, Bryan Hughes, was in attendance and commented that the meeting was being held at a time inconvenient to the majority of the creditors in Perth. **The Chairperson** reminded Mr. Hughes of his role as an observer.

No further issues were raised and **the Chairperson** noted that the minutes would reflect this.

DIRRI

The Chairperson tabled and read the Declaration of Independence, Relevant Relationships and Indemnities sent to Creditors on 10 May 2016.

ENTITLEMENT TO VOTE

The Chairperson explained that voting at the meeting was restricted to those Creditors whose debt or claim had been admitted wholly or in part by the Joint and Several Administrators, or who had lodged particulars of their debt or claim with the Joint and Several Administrators.

The Chairperson further explained that a Creditor must not vote in respect of:

1. an unliquidated debt;
2. a contingent debt;
3. an unliquidated or contingent claim; or
4. a debt the value of which is not established,

unless a just estimate of its value has been made.

ADJUDICATION ON PROOFS OF DEBT

The Chairperson tabled the Proofs of Debt admitted for voting at the meeting.

The Chairperson advised that he would not adjudicate on the proofs of debts unless a poll is demanded. **The Chairperson** noted that any adjudication will be for voting purposes only and would not determine the quantum of the Creditor's claim for distribution purposes.

A final ruling will only occur immediately prior to a distribution of a dividend to Creditors in which case each Creditor will be

required to submit a formal proof of debt and substantiate all claims with relevant documentation.

VOTING

The Chairperson advised that voting would be “on the voices” unless a poll is demanded.

The Chairperson advised that a poll may be demanded by:

1. the chairperson;
2. two persons present in person, by proxy or by attorney and entitled to vote; or
3. by a person representing not less than 10% of voting rights of all persons entitled to vote at the meeting.

The Chairperson advised that a resolution is carried if:

1. a majority of the Creditors voting (whether in person, by attorney or by proxy) vote in favour of the resolution; and
2. the value of the debts owed by the Company to those voting in favour of the resolution is more than half the total value of debts owed to all Creditors voting.

The Chairperson advised that he may exercise a “casting vote” if no result is reached for or against a resolution as allowed by Regulation 5.6.21 of the Regulations.

STATEMENT BY DIRECTORS

The Chairperson asked if any Directors were present to make a statement. No directors were present. Consequently, no statement was provided.

REPORT TO CREDITORS AND CHAIRPERSON'S ADDRESS

The Chairperson tabled the Report to Creditors dated 24 November 2016 which was prepared pursuant to Section 439A(4)(a) of the Act and circulated to Creditors (“**the Report**”).

The Chairperson advised the following relating to the group structure and actions on appointment:

- He and Michael Ryan were appointed Administrators of the Company on 10 May 2016, and immediately moved to obtain control of the Company and its subsidiaries.
- He and Michael Ryan of FTI Consulting replaced James Cruickchank and Vicky McAppion as directors of Santa Pty Limited (“**Santa**”) on 13 May 2016 by the Administrators of the Company as sole shareholder.
- He and Albert Conly of FTI Consulting were appointed directors of Antares Energy Company (“**AEC**”) on 18 May 2016 by resolution of the directors of Santa as sole shareholder replacing James Cruickshank.

The Chairperson then proceeded to advise the key challenges at the appointment of the Administration being:

- Limited funds available to the Administrators to preserve the assets of AEC or renew expired acreage leases;
- The Former Administrators asserted a lien over pre-

appointment funds resulting in no Company funds being available at the date of the appointment. **The Chairperson** advised that the Former Administrators were legally entitled to take this action;

- Funds in AEC were withdrawn as payment of employee entitlements for Mr. Cruickshank and Mr. Shoemaker;
- The exploratory nature of AEC assets and the location of acreage (peripheral position in Permian Basin) meant that the assets held were not conducive to high levels of market interest during the sale process despite recent sales activity occurring in other areas of the Permian Basin; and
- The general market conditions in the U.S. including falling crude oil prices prior to the appointment of the Administrators.

Mr. Hughes interjected and referred to the Report and commented that the Administrators' allegation that the group's funds had been withdrawn during Mr. Hughes' appointment is untrue. Mr. Hughes further advised that the funds had been withdrawn prior to and following Mr. Hughes' appointment.

The Chairperson advised that perceptions of the realisable assets of the group were largely distorted as a result of announcements made by management of the Company regarding the potential USD250 million sale to Wade Energy in late 2015.

The Chairperson provided a summary of the sales process and realisation of assets as follows:

- A Dual Track process (Australia and U.S.) was undertaken. No acceptable offers were received through this process;
- The lack of funds available meant that the Administrators were now required to extract themselves from their position and use funds generated from the sale of oil and gas assets to pay costs of the Administration; and
- The Administrators intend to realise the assets of the group by a combination of the following processes:
 - o Sale of the Northern Star Acreage
 - o Sale of the Northern Star Wellbores; and
 - o Recapitalisation of the Company via a Deed of Company Arrangement ("**DOCA**") (which includes the Big Star acreage)

The Chairperson discussed the formal DOCA proposal from Pager Partners Corporate Advisory ("**Pager Partners**") as part of the Australian EOI process including:

- Creditors trust;
- Status of claims; and
- Assets.

The Chairperson also discussed the options of a liquidation and

DOCA. The estimated result of a liquidation was nil other than recoveries resulting from legal claims against Mr. Cruickshank and Mr. Shoemaker, which are inherently expensive and uncertain.

QUESTIONS BY CREDITORS

The Chairperson opened the meeting for questions.

Brett Burrige (proxy for Brenat Pty Limited) enquired as to the reason the Big Star Acreage book valued at c\$3.7m had not yet been sold.

The Chairperson advised that Big Star's value is nominal and that the attempts to sell the Big Star Acreage were made in conjunction with two other projects. Both of these other projects were taken to the market and could not attract any value.

Creditor Query: What happens if the Former Administrators' fees are resolved not to be paid.

The Chairperson advised that if creditors resolve not to approve the Former Administrators' fees, the Former Administrators have the right to go to court to seek approval for their fees. If the Former Administrators are successful, the priority payment of their fees and costs would sit above those of the creditors and noteholders.

Creditor Query: What is the current status of the Director and Officer Insurance Policy ("**D&O Policy**"). **The Chairperson** advised that the insurer was put on notice by the Administrators solicitor of a potential claim within the requisite period.

Creditor Query: Whether the Administrators discovered anything false in the Company's last annual report.

The Chairperson advised that some areas of concern and the investigation is a work in progress and the Administrators are in the process of obtaining more information, including from ASIC to confirm whether they can identify any false information.

Creditor Query: The amount in the Creditors Trust should the DOCA be voted on.

The Chairperson advised that the amount in the Creditors Trust would be a contribution of \$500,000.00 from the Deed Proposer less the proceeds from assets sold less costs associated with the realisation process.

Creditor Query: The steps taken by the Former Administrators to maintain control of the significant assets of the group.

The Chairperson advised that the Former Administrator had provided an undertaking at their meeting on 10 May 2016, that no funds would be withdrawn from the group. However, substantial funds were withdrawn from AEC shortly after the replacement of the Former Administrators on 10 May 2016. Consequently in his view, the Former Administrators had failed to take appropriate action to take control of the Company's assets.

Mr. Hughes made the comment that based on the timing of the transaction, the funds were removed after his replacement and further commented that the Administrators did not take control of AEC until 18 May 2016. **The Chairperson** responded by commenting that the Administrators took genuine steps to take control of the assets of the subsidiaries where the Former Administrators had failed to do so.

Creditor Query: What the successful DOCA proposers will receive.

The Chairperson advised that the DOCA proposers will receive the right to recapitalise and ultimately own the Company.

A creditor enquired as to the auction process in the U.S.

Paul Jordan (FTI Consulting, Houston, Texas U.S.), provided a summary of the actions undertaken in the U.S. including:

- Corresponding with KLR group that contacted c240 companies for the sale of the assets;
- KLR holds a low opinion of the value of the assets;
- Dealing with Riviera Ensley Energy Advisers; and
- Obtaining expert reports on the assets:
 - o Land man reports;
 - o Antares MKL maker; and
 - o Other technical reports that further validated the Administrators opinion.

**QUESTIONS AND
FURTHER COMMENTS
BY THE FORMER
ADMINISTRATOR**

Mr. Hughes enquired about the number of people attending the meeting in the offices of FTI Consulting in Perth.

The Chairperson passed the enquiry onto Alex Dewhirst (FTI Consulting), assisting the Chairman in the Perth office. Mr. Dewhirst confirmed that there were two attendees present as observers in the Perth FTI Consulting office.

Mr. Hughes enquired as to the remuneration of the FTI Consulting in AEC. **The Chairperson** advised that the remuneration was fully disclosed in the Administrators Remuneration Report contained in the Report to creditors and had obtained advice that this was the appropriate action to take.

The **Chairperson** advised that, on 10 May 2016, a significant amount of funds was withdrawn from AEC.

No further questions were received by phone.

OPTIONS AVAILABLE TO CREDITORS

The **Chairperson** advised that the options available to Creditors at a Second Meeting of a Company under Administration are to:

1. Adjourn the meeting for up to 45 business days; or
2. Resolve that the Company enter into a deed of company arrangement; or
3. Resolve that the company be wound up; or
4. Resolve that the Administration end and the Company be returned to Directors.

The **Chairperson** noted that he had received a DOCA proposal and referred to schedule 8 in the report.

The **Chairperson** advised that the Administrators recommended that Creditors vote in favour of option 2 and against options 1, 3 and 4. However if option 2 was passed there was no need to put the other resolutions to the meeting.

RESOLUTION 1

The **Chairperson** put the following resolution to the meeting.

Antares Energy Limited (Administrators Appointed) enter into a Deed of Company Arrangement

Result of Resolution:

The **Chairperson** declared the resolution was passed unanimously on the voices, noting one abstention from The Trust Company/Perpetual Services.

The **Chairperson** then noted that Michael Ryan and he were appointed Deed Administrators of the Company and were able to exercise their powers jointly and severally.

RESOLUTION 2

The **Chairperson** put the following resolution to the meeting.

The remuneration of the Voluntary Administrators of Antares Energy Limited (Administrators Appointed) ACN 009 230 749 for the period 10 May 2016 to 21 November 2016 (inclusive) be calculated on a time basis at the hourly rates set out in the Schedules of FTI Consulting Standard Rates effective 1 January 2016, and is determined and approved for payment in the amount of \$534,078.00 plus GST and the Voluntary Administrators can draw the remuneration.

Mr. Hughes noted fees of the US subsidiary has not passed approval process. The **Chairperson** reiterated that the creditors were advised and the remuneration is fully disclosed in the Report. Furthermore, the **Chairperson** received legal advice

that this was not necessary as it related to a subsidiary, not in a formal insolvency process.

The Chairperson declared the resolution was passed unanimously on the voices, noting that the Chairperson abstained from voting the general proxies which he held with respect to the resolution.

RESOLUTION 3

The Chairperson put the following resolution to the meeting.

The remuneration of the Voluntary Administrators of Antares Energy Limited (Administrators Appointed) ACN 009 230 749 for the period 22 November 2016 to 2 December 2016 (inclusive) is determined and approved for payment at a sum equal to the cost of time incurred by the Voluntary Administrators and staff of FTI Consulting, calculated at the hourly rates set out in the Schedule of FTI Consulting Standard Rates effective 1 January 2016, up to a capped amount of \$20,000.00 plus GST, and the Voluntary Administrators can draw the remuneration.

The Chairperson declared the resolution was passed unanimously on the voices, noting that the Chairperson abstained from voting the general proxies which he held with respect to the resolution.

RESOLUTION 4:

The Chairperson put the following resolution to the meeting.

The remuneration of the Voluntary Administrators of Antares Energy Limited (Administrators Appointed) ACN 009 230 749 in performance of services performed for the period from 2 December 2016 to the date the DOCA is executed (inclusive) is determined and approved for payment at a sum equal to the cost of time incurred by the Voluntary Administrators and staff of FTI Consulting, calculated at the hourly rates set out in the schedule of FTI Consulting Standard Rates effective 1 January 2016, up to an amount of \$50,000.00 plus GST, and the Voluntary Administrators can draw the remuneration as required.

The Chairperson declared the resolution was passed unanimously on the voices, noting that the Chairperson abstained from voting the general proxies which he held with respect to the resolution.

Mr. Burridge (proxy for Brenat Py Limited) enquired as to the future of the Company should the DOCA not be executed.

The Chairperson advised that the DOCA is to be executed within 15 business days after the day of the meeting. Should the DOCA not be executed, the Company would be placed into liquidation.

RESOLUTION 5:

The Chairperson requested that a Creditor propose that the following resolution be put to the Meeting:

The initial future remuneration of the Deed Administrators of Antares Energy Limited (Subject to Deed of Company Arrangement) ACN 009 230 749 for the period from the date the DOCA is executed to the termination of the DOCA (inclusive) is determined and approved for payment at a sum equal to the cost of time incurred by the Deed Administrators and staff of FTI Consulting, calculated at the hourly rates set out in the schedule of FTI Consulting Standard Rates effective 1 January 2016, up to an amount of \$150,000.00 plus GST, and the Deed Administrators can draw the remuneration as required.

The Chairperson declared the resolution was passed unanimously on the voices, noting that the Chairperson abstained from voting the general proxies which he held with respect to the resolution.

RESOLUTION 6:

The Chairperson requested that a Creditor propose that the following resolution be put to the Meeting:

That the remuneration of Bryan Hughes and Daniel Bredenkamp of Pitcher Partners, in their former capacity as Administrators of the Company, and their staff, for the period 28 April 2016 to 10 May 2016 in the amount of \$101,010.50 plus GST and disbursements, calculated in accordance with the Pitcher Partners (WA) Pty Limited scale of rates, be approved and the Former Administrators be authorised to draw the remuneration immediately.

The Chairperson advised that the Former Administrators had provided appropriate documentation relating to their remuneration disclosure and allowed Mr. Hughes to speak to the resolution.

Mr. Hughes advised that there was no basis for any claim against his firm as the Former Administrators undertook a full and complete job. In addition, he was of the view that the Former Administrators could have worked with the board and may have achieved a better result, but that would remain unknown.

Mr. Hughes also advised that he would be forced to go to court if the fees were not approved. He also advised the Creditors that there was already a discount on his fees as he currently has c\$20k WIP outstanding that would be written off.

ADJOURNMENT

The Chairperson adjourned the meeting at 12:39 PM to allow Mr. Hughes time to hold discussions with key noteholders.

RECONVENING THE MEETING

The Chairperson reconvened the meeting at 12:42 PM.

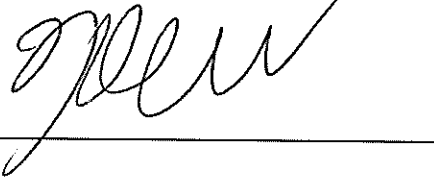
RESOLUTION 6:

The Chairperson put resolution 6 to the meeting and declared the resolution was passed unanimously on the voices, noting abstentions from City Natural Resources High Yield Trust PLC, New City Energy Limited, New High Yield Fund Limited and The Trust Company/Perpetual Services.

CLOSURE

There being no further business the Chairperson closed the respective meeting at 12.45 PM.

Signed as a true and correct record:

A handwritten signature in black ink, appearing to read 'Q. Olde', is written over a horizontal line.

Quentin James Olde

Chairperson

Date:

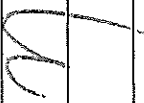
**Meeting Attendance Register - Creditors
Antares Energy Limited (Administrators Appointed)**

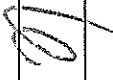

2nd Meeting of Creditors held at FTI Consulting, Level 15, 50 Pitt Street, SYDNEY NSW 2000 on 2 December 2016 at 11:00 AM
Chairperson: Quentin James Olde
All Creditors

Creditor Name	Name of Proxy or Attorney	Creditor RATA Amount	Creditor Claimed Amount	Admitted to Vote for	Signature of Person Attending
3KY PTY LTD		25,300.00	25,300.00	0.00	
789 PTY LTD		2.00	2.00	0.00	
A J KAVADIS SUPER PTY LTD		50,000.00	50,000.00	0.00	
ALEC HOLM SUPER PTY LTD		50,000.00	50,000.00	0.00	
ANNE WEBB HOLDINGS PTY LTD		100,000.00	100,000.00	0.00	
ANTHONY SMITH NOMINEES PTY LTD		6,000.00	6,000.00	0.00	
ARTLINK PTY LTD		50,000.00	51,442.15	0.00	
ASIC-AEL				0.00	
ASIC-SANTA				0.00	
Aspermont Limited				0.00	
ASX		45.65	45.65	0.00	
ATO-FBT				0.00	
AURORA FUNDS MANAGEMENT		102,800.00	102,800.00	0.00	
AUST EXECUTOR TRUSTEES LTD		340,896.00	340,896.00	0.00	
AUST EXECUTOR TRUSTEES LTD		1,560,064.00	1,560,064.00	0.00	
Australia Post				0.00	
Australian Taxation Office				0.00	

Creditor Name	Name of Proxy or Attorney	Creditor RATA Amount	Creditor Claimed Amount	Admitted to Vote for	Signature of Person Attending
AVANTEOS INVESTMENTS LIMITED		5,000.00	5,000.00	0.00	
AWESOME ASSET SECURITIES PTY		50,000.00	51,260.00	0.00	
BADGORTHY PTY LTD		240,000.00	240,000.00	0.00	
BEIRNE TRADING PTY LTD		77,900.00	77,900.00	0.00	
BENT FINANCE PTY LTD		8,688.00	8,688.00	0.00	
BERGER EQUITIES PTY LTD		561,400.00	561,400.00	0.00	
BLACKCOMB ENGINEERING PTY LTD	Chairperson	94,000.00	94,000.00	94,000.00	
BONAVIC PTY LTD		50,000.00	50,000.00	0.00	
BRENAT PTY LIMITED	Brett Burridge	60,000.00	60,000.00	60,000.00	
BRISAN PROJECTS PTY LTD		250,000.00	256,300.00	0.00	
BRYAN WELCH PTY LTD		172,000.00	176,300.00	0.00	
CAFQUE PTY LTD		100,000.00	50,000.00	0.00	
CARRAMAR CONSOLIDATED PTY LTD		10,000.00	10,000.00	0.00	
CHUDLEIGH INVESTMENTS PTY LTD	Chairperson	50,000.00	51,220.00	50,000.00	
CTTICORP NOMINEES PTY LIMITED		820,000.00	820,000.00	0.00	
City Natural Resources High Yield Trust PLC	Daniel Rose PPB	4,168,400.00	4,168,400.00	4,168,000.00	
CLARSEN SUPER FUND PTY LTD	Chris Clarsen	100,000.00	100,000.00	100,000.00	
CLOUD NINE SUPER PTY LTD		100,000.00	100,000.00	0.00	
COMPUMOD INVESTMENTS PTY LTD	Ardren Cum A.	50,000.00	51,260.00	51,260.00	
CORDIE PTY LTD		50,000.00	50,000.00	0.00	


Creditor Name	Name of Proxy or Attorney	Creditor RATA Amount	Creditor Claimed Amount	Admitted to Vote for	Signature of Person Attending
CORINNE CALVERT PTY LIMITED		300,000.00	302,500.00	0.00	
CRAIG & LOU INVESTMENTS PTY		90,000.00	50,000.00	0.00	
DALGLEISH SUPER FUND PTY LTD		50,000.00	50,000.00	0.00	
DANTELL PTY LTD		50,000.00	50,000.00	0.00	
DAVAN NOMINEES PTY LTD		20,000.00	20,000.00	0.00	
DAVID HORTON PTY LTD		90,000.00	90,000.00	0.00	
DDB SECURITIES PTY LTD (*RTS*)		5,000.00	5,000.00	0.00	
DENILIQJIN PHARMACY (NSW)	John Hargreaves	834,000.00	896,717.00	834,000.00	✓
Department of Transport				0.00	
DILLIC PTY LTD	Chairperson	50,000.00	51,260.00	50,000.00	✓
DLA Piper				0.00	
DOBSON PROJECT SERVICES PTY		5,000.00	5,000.00	0.00	
DR ALAN RICHARD F NEWNHAM & MRS SUZANNE MARGARET NEWNHAM		50,000.00	50,000.00	0.00	
DR ANDREW EDWARD GAULT & DR JUDITH ANN CARSON		50,000.00	50,000.00	0.00	
DR CHRISTIAN HEY & MRS JEANNETTE HEY		70,000.00	70,000.00	0.00	
DR CONSTANTINOS PETSOGLOU & DR SOPHIA BAKIS		9,920.00	9,920.00	0.00	
DR DAVID THOMAS & MRS JENIFER THOMAS	Chairperson	50,000.00	50,000.00	50,000.00	7
DR DONALD STEWART & MRS ROSEMARY STEWART	Darryl Bruce	50,000.00	50,000.00	50,000.00	BhPhene
DR GAD FISCHER & MRS BRIGITTE FISCHER		10,000.00	10,000.00	0.00	
DR GEOFFREY DAVID HOUSTON & MRS SUSAN HARMON HOUSTON		50,000.00	50,000.00	0.00	



Creditor Name	Name of Proxy or Attorney	Creditor RATA Amount	Creditor Claimed Amount	Admitted to Vote for	Signature of Person Attending
DR GEOFFREY DAVID HOUSTON & MS SUSAN HARMON HOUSTON	Chairperson	50,000.00	51,260.00	50,000.00	
DR JOHN MATTHEW ROGAN		300,000.00	300,000.00	0.00	
DR KENNETH WILLIAM FRYER & MRS BARBARA ANN FRYER		57,200.00	57,200.00	0.00	
DR MARK RODERICK OLIVE & DR BENG HOR EU		10,000.00	10,000.00	0.00	
DR SUSAN JANE WINSPEAR & MR TIMOTHY CHARLES WINSPEAR		20,000.00	20,000.00	0.00	
DR TREVOR MORRIS NEWNES		50,000.00	51,260.00	0.00	
DUE DI DUE PTY LTD		300,000.00	307,560.00	0.00	
Earnell Superannuation Fund				0.00	
ECA AUSTRALIA PTY LTD		10,000.00	10,000.00	0.00	
EDGAR & PARTNERS PTY LTD		35,000.00	35,000.00	0.00	
Eftel				0.00	
EQUITY CAPITAL PARTNERS HEDGE		33,000.00	33,000.00	0.00	
ERDEK PTY LIMITED		3,996.00	3,996.00	0.00	
Ernst & Young-Audit				0.00	
Ernst & Young-Tax				0.00	
EST MARY GRAHAM NEILD		12,000.00	12,000.00	0.00	
EST MR DUNCAN O'BRIEN		100,000.00	100,000.00	0.00	
EVIISON PTY LTD		50,000.00	50,000.00	0.00	
F BULLEN SUPER PTY LTD		40,000.00	41,008.00	0.00	
FAKHRI HOLDINGS PTY LTD		50,000.00	50,000.00	0.00	

Creditor Name	Name of Proxy or Attorney	Creditor RATA Amount	Creditor Claimed Amount	Admitted to Vote for	Signature of Person Attending
FLOYD GREENHOUSE PTY LIMITED		50,000.00	50,000.00	0.00	
FRIENDS LANE PTY LTD	Chairperson	50,000.00	50,000.00	50,000.00	
FRUITON HORTICULTURE (HB) LIMITED		7,678.00	7,678.00	0.00	
FUDABAMBI PTY LTD	Chairperson	50,000.00	50,000.00	50,000.00	
GAYNOR SUPER PTY LTD		150,000.00	150,000.00	0.00	
GEORGE TAUBER MANAGEMENT		100,000.00	102,520.00	0.00	
GRANTWALLY SUPERFUND PTY LTD	Not Given	4,000.00	4,000.00	4,000.00	
HALL FAMILY SUPERFUND PTY LTD		50,000.00	50,000.00	0.00	
HALMONT PTY LTD (*RTS*)		100,000.00	100,000.00	0.00	
HSBC CUSTODY NOMINEES		1,440,000.00	1,440,000.00	0.00	
HSBC CUSTODY NOMINEES		13,456,400.00	13,456,400.00	0.00	
INVIA CUSTODIAN PTY LIMITED		36,000.00	36,000.00	0.00	
INVIA CUSTODIAN PTY LIMITED		60,000.00	60,000.00	0.00	
iQuest Consulting				0.00	
IRM Pty Ltd				0.00	
ISLAND VALLEY PTY LTD		50,000.00	50,000.00	0.00	
J L BATES SUPER PTY LTD		100,000.00	100,000.00	0.00	
J P MORGAN NOMINEES AUSTRALIA		136,000.00	136,000.00	0.00	
JENNONIE HOLDINGS PTY LTD		50,000.00	50,000.00	0.00	
JEREHSS PTY LTD		50,000.00	51,260.00	0.00	

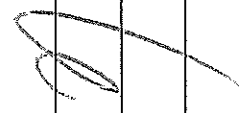
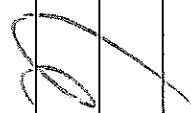
Creditor Name	Name of Proxy or Attorney	Creditor RATA Amount	Creditor Claimed Amount	Admitted to Vote for	Signature of Person Attending
JOHJAM PTY LTD		200,000.00	200,000.00	0.00	
JOLIMONT BOND PTY LTD		150,000.00	150,000.00	0.00	
JV BUCKETT PTY LTD		50,000.00	51,220.00	0.00	
K & A FISHER PTY LTD		35,000.00	35,000.00	0.00	
KALIJADE PTY LTD		2,600.00	2,600.00	0.00	
KALIJADE PTY LTD		2,800.00	2,800.00	0.00	
KAMPAR PTY LTD		95,946.00	95,946.00	0.00	
KENRODAN PTY LTD		60,000.00	61,512.00	0.00	
LABBEK PTY LTD		50,000.00	50,000.00	0.00	
LAMBLE PTY LIMITED		50,000.00	54,178.08	0.00	
LELOSA PTY LTD		26,000.00	26,000.00	0.00	
LION VENTURE PTY LTD		50,000.00	50,000.00	0.00	
LIVING MY LIFE PTY LTD		20,000.00	20,000.00	0.00	
LJT INVESTMENTS PTY LTD		12,176.00	12,176.00	0.00	
LJT SUPER FUND PTY LTD		10,102.00	10,102.00	0.00	
M E HOWARD PTY LTD		50,000.00	50,000.00	0.00	
MACFAM ENTERPRISES PTY LTD		50,000.00	50,000.00	0.00	
MAR 10 PTY LIMITED		16,000.00	16,000.00	0.00	
MARINE INSURANCE SERVICES PTY LTD		20,000.00	20,229.95	0.00	
Marsh Advantage Insurance Pty Ltd				0.00	

Creditor Name	Name of Proxy or Attorney	Creditor RATA Amount	Creditor Claimed Amount	Admitted to Vote for	Signature of Person Attending
Marsh Pty Ltd				0.00	
METIS PTY LTD		100,000.00	100,000.00	0.00	
Micropay Pty Ltd				0.00	
MINNOK PTY LTD	Chairperson	50,000.00	50,000.00	50,000.00	
MISS ANNA CZARNOCKA		42,000.00	42,000.00	0.00	
MISS JASMINE LOUISE HELLINGS		20,000.00	20,000.00	0.00	
MISSONI INVESTMENTS PTY LTD		20,000.00	20,000.00	0.00	
MONFORD NOMINEES PTY LTD		1,400.00	1,400.00	0.00	
MR ADAM CLIFFORD JOHN BAJCARZ		4,310.00	4,310.00	0.00	
MR ADRIAN ALDRIDGE & MRS CINDY-LEE ALDRIDGE		5,000.00	5,000.00	0.00	
MR ADRIAN SUAN-YEE CHEN		5,000.00	5,000.00	0.00	
MR ALEXANDER FORBES HARVEY & MRS KAREN BELINDA HARVEY (*RTS*)		10,000.00	10,000.00	0.00	
MR ALPHONSUS VAN DEN ACKER		50,000.00	50,000.00	0.00	
MR ANDREW DAVID BURGESS & MRS FIONA MCDONALD BURGESS		10,000.00	10,000.00	0.00	
MR ARUNKUMAR THANGARAJ		50,000.00	51,260.00	0.00	
MR BARRIE FREDRICK BAMKIN		30,000.00	30,000.00	0.00	
MR BARRY JOHN ASHWIN & DR DESIREE SILVA		24,000.00	24,000.00	0.00	
MR BARRY JOHN ASHWIN & DR DESIREE THERESE SILVA		34,700.00	34,700.00	0.00	
MR BARRY JONES		5,000.00	5,000.00	0.00	
MR BERNARD JOHN WEEKS & MRS SUZANNE MARY WEEKS		200,000.00	205,000.00	0.00	


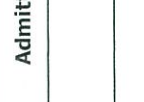
Creditor Name	Name of Proxy or Attorney	Creditor RATA Amount	Creditor Claimed Amount	Admitted to Vote for	Signature of Person Attending
MR BRIAN REGINALD LYSLE & MRS DALE ANNICE LYSLE		9,000.00	9,000.00	0.00	
MR BRIAN WILLIAM O'FLYNN & MRS SUSETTE JOY O'FLYNN	Chairperson	50,000.00	50,000.00	50,000.00	
MR BRUCE RICHARD GRAHAM & MRS BARBARA AUDREY GRAHAM		50,000.00	50,000.00	0.00	
MR BRYAN WELCH & MRS GLYNDA WELCH		22,000.00	22,000.00	0.00	
MR CAIN DANIEL FYFE & MRS MARNIE BETH FYFE		15,000.00	15,000.00	0.00	
MR CHRISTOPHER KENNARD & MRS MARGARET BETH KENNARD		50,000.00	50,000.00	0.00	
MR CHRISTOPHER MARTIN KEATING		2,000.00	2,000.00	0.00	
MR CHUNG PENG		24,000.00	24,000.00	0.00	
MR COLIN ERIC GLOVER & MRS GLENDA JOAN GLOVER		50,000.00	50,000.00	0.00	
MR COLIN MARSHALL		18,000.00	18,000.00	0.00	
MR COLIN WEEKES		20,000.00	20,000.00	0.00	
MR CRAIG KENNETH DOCHERTY & MS BEATA TERESA SMJETANSKI		4,000.00	4,000.00	0.00	
MR DANIEL MARK TAN		2,674.00	2,674.00	0.00	
MR DANIEL PAUL JETTER		626.00	616.00	0.00	
MR DANNY OLIVER ATTWOOD & MR PETER TAMBLYN		5,000.00	5,000.00	0.00	
MR DARREN KEENE		15,000.00	15,000.00	0.00	
MR DARRYL BRIAN MORIARTY		9,000.00	9,000.00	0.00	
MR DAVID HENRY TWITT		50,000.00	51,250.00	0.00	
MR DAVID LESLIE NORTON & MRS INGRID ANITA NORTON		80,000.00	80,000.00	0.00	
MR DAVID MOORE & MRS HEATHER JANETTE RUDELL		100,000.00	100,000.00	0.00	


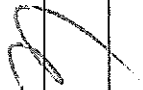
Creditor Name	Name of Proxy or Attorney	Creditor RATA Amount	Creditor Claimed Amount	Admitted to Vote for	Signature of Person Attending
MR DAVID ROBERT DEWICKHAM (*RTS*)		21,500.00	21,500.00	0.00	
MR DAVID WILLIAM MAXFIELD		13,278.00	13,278.00	0.00	
MR DEAN GARY WATSON & MRS MEESHA SARAH WATSON (*RTS*)		30,000.00	30,000.00	0.00	
MR DORAI SUNDARAM		50,000.00	51,220.00	0.00	
MR DOUGLAS JOHN NEALE & MR JOHN JAMES JONES	Chairperson	50,000.00	50,000.00	50,000.00	
MR DOUGLAS KENNETH EAGER & MRS ELAINE EAGER		42,000.00	42,000.00	0.00	
MR DOUGLAS LEIGH NICHOLSON		5,000.00	5,000.00	0.00	
MR EDWARD BERNARD NORRIS & MRS GERALDINE FAYNE NORRIS		50,000.00	50,000.00	0.00	
MR EDWARD JACK RATCLIFFE		100,000.00	100,000.00	0.00	
MR FERDINANDUS JOHAN DE LOOZE & MS TRACY LEE CARTHEW	Chairperson	50,000.00	51,260.00	50,000.00	
MR FERGUS MCMASTER FYSH		15,530.00	15,530.00	0.00	
MR GABRIEL BERGER		1,053,600.00	1,053,600.00	0.00	
MR GARRY ARNOLD RUGE & MRS DEBORAH ANN RUGE		50,000.00	51,260.00	0.00	
MR GARRY JOHN DOWD & MRS JULIE ANNE DOWD		50,000.00	50,000.00	0.00	
MR GARY CHARLES WALTON & MRS HELENA SUSAN ANNE WALTON		41,800.00	41,800.00	0.00	
MR GARY MICHAEL HOGAN & MRS LISA MAREE HOGAN		200,000.00	205,040.00	0.00	
MR GARY NORMAN EARNELL & MRS JENNIFER DJIANNE EARNELL		14,500.00	15,230.80	0.00	
MR GEOFFREY ALAN ROBB & MRS DIANA JOY ROBB		100,000.00	50,000.00	0.00	
MR GEOFFREY ARNOLD ATKINSON & MRS VIVIEN MAY ATKINSON		80,000.00	80,000.00	0.00	
MR GEORGE KAKAFIKAS	Not Given	90,000.00	90,000.00	90,000.00 0.00	✓ by Phone.



Creditor Name	Name of Proxy or Attorney	Creditor RATA Amount	Creditor Claimed Amount	Admitted to Vote for	Signature of Person Attending
MR GEORGE KAKAFIKAS & MRS ANITA GERDA BEK	Not Given	100,000.00	100,000.00	100,000.00	by Phone.
MR GLENN VERNON MORRIS		1,620.00	1,620.00	0.00	
MR GREGORY JOHN WELSH & MRS JULIE WELSH		20,000.00	20,000.00	0.00	
MR GREGORY TODD BEIRNE		10,000.00	10,000.00	0.00	
MR HENRY WEY ONG LIM		5,000.00	5,000.00	0.00	
MR IAN LEONARD CHAPMAN & MRS KIM DENISE CHAPMAN		50,000.00	51,260.00	0.00	
MR JAKE JOHN RUTTEN & MRS DINAH ANN RUTTEN		96,000.00	96,000.00	0.00	
MR JAKE JOHN RUTTEN & MS DINAH ANN RUTTEN		158,700.00	158,700.00	0.00	
MR JAMES IAN DRYSDALE	Robert Drysdale General	500,000.00	512,200.00	0.00	
MR JAMES JOSEPH ESMONDE		50,000.00	51,220.00	0.00	
MR JAMES SINCLAIR GREEN		3,000.00	23,764.14	0.00	
MR JAMES SINCLAIR GREEN		5,000.00	5,000.00	0.00	
MR JAMES SINCLAIR GREEN		20,180.00	23,764.14	0.00	
MR JASON LEE BERRY		28,000.00	28,000.00	0.00	
MR JOE AZCUE		8,000.00	8,000.00	0.00	
MR JOHN ANDREW ANDERSON		2,000.00	2,000.00	0.00	
MR JOHN BARRINGTON MARTIN & MRS MARY PENHALE MARTIN		5,000.00	5,000.00	0.00	
MR JOHN CANE		15,000.00	15,000.00	0.00	
MR JOHN DOUGLAS OVENDEN	Chairperson	100,000.00	100,000.00	100,000.00	
MR JOHN DURHAM PASCOE		5,000.00	5,000.00	0.00	

Creditor Name	Name of Proxy or Attorney	Creditor RATA Amount	Creditor Claimed Amount	Admitted to Vote for	Signature of Person Attending
MR JOHN FRANCIS KINCADE & MRS JUDITH ANNE KINCADE		200,000.00	200,000.00	0.00	
MR JOHN FREDERICK LAVALLAN D'ARCY		7,000.00	7,000.00	0.00	
MR JOHN FYFE & MRS EVELYN FYFE		122,000.00	126,581.00	0.00	
MR JOHN GERARD MOODIE		6,000.00	6,000.00	0.00	
MR JOHN POYNTZ RICKETTS		10,000.00	10,000.00	0.00	
MR JOHN STANLEY BOURKE & MRS BEVERLY JOAN BOURKE		50,000.00	51,260.00	0.00	
MR JOHN VALENTINE HUITFELDT & MRS JUNE RUBINA HUITFELDT		50,000.00	50,000.00	0.00	
MR JOHN WARREN MCCORMACK & MRS MADONNA ELLEN MCCORMACK	Chairperson	50,000.00	51,260.00	50,000.00	
MR JORDEN DARRYL HOLLINGWORTH		5,000.00	5,000.00	0.00	
MR JOSEF WURM & MR DOLORES NICCOLINA WURM		20,000.00	20,000.00	0.00	
MR JOSEPH ALBYN MILES		10,000.00	10,252.00	0.00	
MR JOSEPH MICHAEL OLLJNYK & MRS LIZ OLLJNYK		50,000.00	50,000.00	0.00	
MR JOSEPH NYSSSEN & MRS TRUDY FRANCES NYSSSEN		25,000.00	25,000.00	0.00	
MR JOSIP ZAMBONI & MRS MOMIRKA ZAMBONI		50,000.00	50,000.00	0.00	
MR KENNETH MONTGOMERY		4,000.00	4,000.00	0.00	
MR KEVIN CLARENCE HEIN & MR SHANE BRENTON HEIN	Chairperson	70,000.00	70,000.00	70,000.00	
MR LESLIE JAMES HARROLD & MRS DIANNE ROSALIE HARROLD		10,000.00	10,000.00	0.00	
MR LINCOLN ALEXANDER TRAGARDH & MRS KYLIE MAREE TRAGARDH		16,000.00	16,000.00	0.00	
MR LUCAS RUTTEN & MR JULIAN RUTTEN		60,000.00	60,000.00	0.00	
MR MALCOLM GEORGE BENNETT & MRS BEVERLEY ANNE BENNETT		100,000.00	100,000.00	0.00	



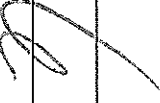
Creditor Name	Name of Proxy or Attorney	Creditor RATA Amount	Creditor Claimed Amount	Admitted to Vote for	Signature of Person Attending
MR MARK KEITH BRADBURY & MRS LUCINDA JANE BRADBURY		52,000.00	52,000.00	0.00	
MR MARTIN KIM		51,302.00	51,302.00	0.00	
MR MICHAEL EDWARD CONSTABLE		56,000.00	56,000.00	0.00	
MR MICHAEL EDWARD WRIGHT & MRS JACQUELINE HARRINGTON WRIGHT		5,000.00	5,000.00	0.00	
MR NANOOBHAI NARSAI		18,000.00	18,000.00	0.00	
MR NANOOBHAI NARSAI		30,000.00	30,000.00	0.00	
MR NATHANIAL JAMES BOYCE & MRS NADINE BOYCE (*RTS*)		17,000.00	17,000.00	0.00	
MR NEIL SCOTT DONALDSON		2,274.00	2,274.00	0.00	
MR NICHOLAS JOHN O'CONNOR & MRS TERRI LEE O'CONNOR		50,000.00	50,000.00	50,000.00	N. Stoen
MR NICHOLAS PONTING & MS CLAIRE BRERETON		50,000.00	51,260.00	0.00	
MR NORMAN FREDERICK BROWN		19,900.00	19,900.00	0.00	
MR PATRICK ROSENWALD		5,000.00	5,000.00	0.00	
MR PATRICK ROSENWALD & MR ARTHUR FRANCOIS ROSENWALD & MRS GEERTRUDA MARIA ROSENWALD		5,000.00	5,000.00	0.00	
MR PAUL HORTON & MR TIMOTHY HORTON		30,000.00	30,000.00	0.00	
MR PAUL THOMAS GRANT & MRS CAROLYN WENDY GRANT		100,000.00	102,520.00	0.00	
MR PETER DE LEO & MRS TIANA DE LEO		7,000.00	7,000.00	0.00	
MR PETER FABIAN HELLINGS & MRS JACQUELINE KIM GUN HELLINGS		26,000.00	26,634.40	0.00	
MR PETER JOHN INGLIS		8,000.00	8,000.00	0.00	
MR PETER LEONARD RAINES & MR LUIGI ANIELLO CASTELLANO		50,000.00	50,000.00	0.00	
MR RICHARD JOHN MORRIS & MRS JEAN DOROTHY MORRIS	Richard Morris	38,400.00	39,367.68	39,367.68	R. J. Morris

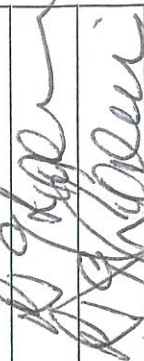



Creditor Name	Name of Proxy or Attorney	Creditor RATA Amount	Creditor Claimed Amount	Admitted to Vote for	Signature of Person Attending
MR RICHARD MAXWELL HIPKINS		30,000.00	30,000.00	0.00	
MR RICHARD PRICE & MRS NATALIE RAE PRICE		18,000.00	18,000.00	0.00	
MR ROBERT KANDRALINGAM CHELLIAH		30,000.00	30,000.00	0.00	
MR RONALD LANGDON SWEET	Chairperson	50,000.00	51,260.00	50,000.00	
MR ROSS FRANCIS AHRENS	✓	187,800.00	187,800.00	187,800.00	
MR RUSSELL JOHN SKINNER & MRS RHONDDA LOIS SKINNER		100,000.00	100,000.00	0.00	
MR SACHA JOSEF SKAWRONSKI & MRS SANDRA LORRAINE SKAWRONSKI		5,000.00	5,000.00	0.00	
MR SCOTT ALLAN BRYAN & MRS MELISSA JOY BRYAN		19,000.00	19,000.00	0.00	
MR SHANE WIGNEY & MRS GERALDINE JOSEPHINE WIGNEY (*RTS*)		10,000.00	10,000.00	0.00	
MR STEPHEN ARTHUR O'KEEFE & MRS SUSAN PATRICE O'KEEFE		50,000.00	50,000.00	0.00	
MR STEPHEN ERNEST BRITTON & MRS MICHELLE LYNNE BRITTON		12,740.00	12,740.00	0.00	
MR STEPHEN VARNEY & MRS TAMI ELSIE VARNEY		12,000.00	12,000.00	0.00	
MR STEVEN DAVID WYATT & DR JACQUELINE ROSEMARY WYATT		50,000.00	51,220.00	0.00	
MR TERENCE GRAHAM & MRS SHOKO GRAHAM		50,000.00	51,250.00	0.00	
MR THEO NEWTON WIGGILL & MRS CLARE BEAVIS WIGGILL		80,000.00	80,000.00	0.00	
MR TIMOTHY LUKE CROWLEY & MRS LENA MARY CROWLEY		3,684.00	3,684.00	0.00	
MR TREVOR CHARLES BAKER & MR TROY NATHAN BAKER & MR BRETT JUSTIN BAKER		211,540.00	211,540.00	0.00	
MR TREVOR JOHN OWENS		12,000.00	12,000.00	0.00	
MR VAUGHAN PATRICK & MRS SHIRLEY ANNE PATRICK		30,000.00	30,000.00	0.00	
MR VLADIMIR SAZHIN & MRS OLGA SYSOEVA		5,000.00	5,000.00	0.00	


Creditor Name	Name of Proxy or Attorney	Creditor RATA Amount	Creditor Claimed Amount	Admitted to Vote for	Signature of Person Attending
MR WALTER HALL & MRS HILARY HALL		150,000.00	150,000.00	0.00	
MR WARREN PACE & MRS LISA PACE		7,000.00	7,000.00	0.00	
MR WAYNE RICHARD JAMES	Chairperson	100,000.00	102,520.00	100,000.00	
MR WAYNE RICHARD JAMES & MRS CAROL MARY JAMES	Chairperson	300,000.00	307,560.00	300,000.00	
MR WAYNE STEWART ROUTLEDGE & MRS GAY EDWINA ROUTLEDGE		50,000.00	50,000.00	0.00	
MR WILLIAM IRELAND JONES & MRS LOUISE ANNE JONES		50,000.00	50,000.00	0.00	
MR WILLIAM NORMAN CLARKE & MRS PATRICIA CLARKE		100,000.00	100,000.00	0.00	
MR WILLIAM ROBERT GIBSON		20,000.00	20,500.00	0.00	
MR YEE TECK TEO		240,000.00	240,000.00	0.00	
MRS ABBIE LOUISE LAMBERT		22,000.00	22,000.00	0.00	
MRS AGATINA ROMANO		50,000.00	51,260.00	0.00	
MRS ANNE MARIE ROBINSON		50,000.00	50,000.00	0.00	
MRS BARBARA DAWN CUSH & DR ALLAN WAYNE CUSH & MR ANTON DOUGLAS CUSH		50,000.00	51,260.00	0.00	
MRS CAROLINE ANN PICKERING		20,000.00	20,000.00	0.00	
MRS CHRISTINE GAIL FITZELL		20,000.00	20,504.00	0.00	
MRS CORINNE CALVERT		20,000.00	20,000.00	0.00	
MRS DORIAN PATRICIA RADUE	Chairperson	9,750.00	9,996.00	9,750.00	
MRS ELAINE MACKECHNIE		40,000.00	40,000.00	0.00	
MRS ELIZABETH ANNE MITCHELL		6,000.00	6,000.00	0.00	
MRS ELIZABETH GUTTERIDGE & MR STEPHEN DOUGLAS & MR JONATHAN FREW		50,000.00	50,000.00	0.00	

Creditor Name	Name of Proxy or Attorney	Creditor RATA Amount	Creditor Claimed Amount	Admitted to Vote for	Signature of Person Attending
MRS FRANCEINE MARGARET LADBROOK		5,000.00	5,000.00	0.00	
MRS GAIL LESLEY NEWNAN		100,000.00	100,000.00	0.00	
MRS GLYNDA WELCH		10,000.00	10,250.00	0.00	
MRS HEATHER ELAINE SANDERS		5,000.00	5,000.00	0.00	
MRS HELEN MARGARET SMITH & MR KEVIN GREIG SMITH		100,000.00	100,000.00	0.00	
MRS JACQUELINE KIM GUN HELLINGS		20,000.00	20,488.00	0.00	
MRS JANE LINDSAY		10,000.00	10,000.00	0.00	
MRS JANETTE FLOYD FOULKES-TAYLOR		5,000.00	5,000.00	0.00	
MRS JANICE MAREE OLSSON		50,000.00	512,220.00	0.00	
MRS JEAN FRANCES FUNNEL		5,000.00	5,000.00	0.00	
MRS JUDITH LILLIAN MAY SYMINGTON		5,000.00	5,000.00	0.00	
MRS KATHLEEN DENISE ALLEN & MR ANTHONY OLAF MARJORAM ALLEN		9,000.00	9,000.00	0.00	
MRS KATHLEEN MIRA LIM	Chairperson	50,000.00	52,520.00	50,000.00	
MRS KIRSTEN GEERSEN		6,000.00	6,000.00	0.00	
MRS LYNNETTE MARGARET STARR		10,000.00	10,000.00	0.00	
MRS MARY ESTHER PUTT		8,000.00	8,000.00	0.00	
MRS RUTH MACKAY & MR TIMOTHY MACKAY (*RTS*)		40,000.00	40,000.00	0.00	
MRS SUSAN BIRRELL	Chairperson	5,000.00	5,378.00	5,000.00	
MRS SUSAN GARDNER & MS DANIELLE LOUISE GARDNER (*RTS*)		30,000.00	30,000.00	0.00	
MRS SUSAN MARGARET BELL		10,000.00	10,000.00	0.00	

Creditor Name	Name of Proxy or Attorney	Creditor RATA Amount	Creditor Claimed Amount	Admitted to Vote for	Signature of Person Attending
MRS SUSANNA EDITH HENRY		5,000.00	5,000.00	0.00	
MRS TONI MATHIESON FRANK		80,000.00	80,000.00	0.00	
MRS YVONNE LORRAINE MORRIS		5,000.00	5,000.00	0.00	
MS ANGELA MURIEL HUTSON		1,668.00	1,668.00	0.00	
MS ANNALEE SURTNOW		1,252.00	1,252.00	0.00	
MS ANNE MAREE WITTY		5,000.00	5,000.00	0.00	
MS ANNE MARIE GISLER & MR MATTHEW ALLAN GISLER		206,278.00	206,278.00	0.00	
MS CHARLOTTE GUIDOLIN		5,000.00	5,000.00	0.00	
MS DAWN JEANETTE ALLAN		100,000.00	100,000.00	0.00	
MS GORETTI CHAO		20,000.00	20,000.00	0.00	
MS JOANNE ELIZABETH CLARKE		10,000.00	10,000.00	0.00	
MS KYM HUTSON		1,666.00	1,666.00	0.00	
MS LISA RUTH MCCALLUM		30,000.00	30,000.00	0.00	
MS YEE LAN TEO		200,000.00	200,000.00	0.00	
MULTI PROGRAM P/L		10,000.00	10,000.00	0.00	
MYCOS PTY LTD		104,000.00	104,000.00	0.00	
NAVIGATOR AUSTRALIA LTD		112,404.00	112,404.00	0.00	
NAVIMINERALMAKEUP PTY LTD (*RTS*)		4,000.00	4,000.00	0.00	
NET SUPPLIES AUSTRALIA PTY LTD		20,000.00	20,000.00	0.00	
New City Energy Limited	Daniel Rose (PPB)	0.00	1,240,000.00	1,240,000.00	






Creditor Name	Name of Proxy or Attorney	Creditor RATA Amount	Creditor Claimed Amount	Admitted to Vote for	Signature of Person Attending
New High Yield Fund Limited	Daniel Rose (PPB)	0.00	9,288,000.00	9,288,000.00	
NOOSA PROPERTIES PTY LTD		50,000.00	51,260.00	0.00	
NORTHWICK SUPERANNUATION PTY LTD		19,800.00	19,800.00	0.00	
NOTRE ARGENT PTY LTD	Not given	200,000.00	200,000.00	200,000.00	
NOVANDER PTY LTD		7,900.00	7,900.00	0.00	
Osborne Park Ezi Storage				0.00	
P & M MATTERS PTY LTD		100,000.00	100,000.00	0.00	
P B L INVESTMENTS PTY LTD		20,000.00	20,000.00	0.00	
PARKER QUEST PTY LTD		60,000.00	60,000.00	0.00	
PEAG PTY LTD		20,000.00	20,000.00	0.00	
PENRON INVESTMENTS PTY LTD		100,000.00	100,000.00	0.00	
PERYN PTY LTD		50,000.00	50,000.00	0.00	
PHORONEUS PTY LTD		50,000.00	51,260.00	0.00	
POTOMAC PTY LTD		30,000.00	30,000.00	0.00	
PRESIDENTIAL NOMINEES PTY LTD		50,000.00	50,000.00	0.00	
Professional Advantage				0.00	
PW & JCA SWINNERTON PTY LTD		50,000.00	50,000.00	0.00	
R AND S FREEMAN PTY LTD		50,000.00	50,000.00	0.00	
RASTRICK PTY LTD	Chairperson	50,000.00	50,000.00	50,000.00	
REALWEST HOLDINGS PTY LTD		200,000.00	205,040.29	0.00	

Creditor Name	Name of Proxy or Attorney	Creditor RATA Amount	Creditor Claimed Amount	Admitted to Vote for	Signature of Person Attending
RJEAN PTY LIMITED	Richard Morris	160,000.00	152,674.83	152,674.83	
RJEAN PTY LTD	"	148,922.00	164,032.00	164,032.00	
RIVERS HOLDINGS PTY LTD		10,000.00	10,000.00	0.00	
ROBOS PTY LTD		28,876.00	28,876.00	0.00	
RODAVSUPER PTY LTD		50,000.00	50,000.00	0.00	
ROOLOO HOLDINGS PTY LTD		40,000.00	40,000.00	0.00	
ROSLYN SUPER PTY LTD		30,000.00	30,000.00	0.00	
SARBET PTY LTD		105,000.00	105,000.00	0.00	
SEAVISTA ENTERPRISES PTY LTD		10,000.00	10,000.00	0.00	
Security Transfer Registrars				0.00	
SERLETT PTY LTD		100,000.00	100,000.00	0.00	
SHANNON MILLIGAN HOLDINGS PTY LTD (*RTS*)		4,000.00	4,000.00	0.00	
SKUNKY INVESTMENTS PTY LTD	Chairperson	100,000.00	105,040.00	100,000.00	
SO&DCFALSTERSUPER PTY LTD		50,000.00	50,000.00	0.00	
STILLWATER HOLDINGS PTY LTD		12,000.00	12,000.00	0.00	
STRACHAN CORPORATE PTY LTD		40,000.00	40,000.00	0.00	
T & P ACUTT SUPER FUND PTY LTD		50,000.00	51,191.00	0.00	
TAYLOR EQUITY PARTNERS		20,000.00	20,000.00	0.00	
Telstra Corporation Limited				0.00	
THE ESTEEM FOUNDATION PTY LTD	Chairperson	1,500,000.00	1,500,000.00	1,500,000.00	

Creditor Name	Name of Proxy or Attorney	Creditor RATA Amount	Creditor Claimed Amount	Admitted to Vote for	Signature of Person Attending
The Trust Company/Perpetual Services	Daniel Rose	0.00	399,636.46 399,636.46	399,636.46 399,636.46	
TODAMAHO SA PTY LTD		50,000.00	50,000.00	0.00	
TOJOHN NOMINEES PTY LTD		50,000.00	51,220.00	0.00	
TOOTH SUPER PTY LTD		50,000.00	50,000.00	0.00	
TREBMAL PTY LTD		50,000.00	50,000.00	0.00	
UBS NOMINEES PTY LTD		6,467,380.00	6,782,988.15	0.00	
V S I HARDWARE PTY LTD	Robert Drysdale	1,740,000.00	1,782,456.00	1,740,000.00	
VCM INVESTMENTS PTY LTD		120,666.00	120,666.00	0.00	
VENTURE ASSOCIATES PTY LIMITED		20,000.00	20,000.00	0.00	
VIEWADE PTY LIMITED		70,000.00	71,708.00	0.00	
VITARICA PTY LTD		50,000.00	51,260.00	0.00	
VLANDIS GROUP PTY LTD		95,000.00	95,000.00	0.00	
VLANSAM PTY LTD		9,490.00	9,490.00	0.00	
WALLACIA INVESTMENTS PTY LTD		100,000.00	102,520.00	0.00	
WAYVILLE LAKE PTY LTD		3,000.00	3,000.00	0.00	
Wembley Corporate	Not Given	0.00	10.50	0.00	
WHITE CREST CONSULTING PTY LTD		6,500.00	6,500.00	0.00	
WHITE-LUCAS PTY LTD	Chairperson	146,522.00	146,522.00	146,522.00	
WOODSTOCK JUBILEE PTY LTD		50,000.00	50,000.00	0.00	
ZAK TWO PTY LIMITED		86,000.00	84,488.00	0.00	

**Meeting Attendance Register - Observers
Antares Energy Limited (Administrators Appointed)**

2nd Meeting of Creditors held at FTI Consulting, Level 15, 50 Pitt Street, SYDNEY NSW 2000 on 2 December 2016 at 11:00 AM
Chairperson: Quentin James Olde

Name of Observer	Signature of Person Attending
Teresa Chan (The Trust Company)	
Sonia Anderson (Baker + McKenzie, Lawyers for the Administrators)	
BRYAN HUGHES	
Michael J. Scott	
JOHN BROWN	
Amy Black.	By Phone.
Alex Dewhurst	By Phone.
Paul Jordan	By Phone