



**RCR Tomlinson Ltd (Administrators Appointed) ACN 008 898 486
and subsidiaries as listed in Annexure A
(collectively, the RCR Group or the Companies)**

Initial Information for Creditors

Jamie Harris, Matthew Caddy, Rob Brauer and I were appointed Voluntary Administrators (**Administrators**) of RCR Tomlinson Ltd (Administrators Appointed) and each of its wholly owned subsidiaries listed in Annexure A on 21 November 2018.

We have been appointed to represent the interests of all creditors. We are responsible for taking control of RCR Group's assets and business, investigating RCR Group's affairs, reporting and providing opinions to creditors and holding meetings of creditors to make decisions on the future of RCR Group.

According to RCR Group's records, you are or may be a creditor of RCR Group.

The purpose of this document is to provide you with information about the voluntary administration and your rights as a creditor.

Declaration of Independence, Relevant Relationships and Indemnities (DIRRI)

We attach our DIRRI. The DIRRI assists you to understand any relevant relationships that we have, and any indemnities or upfront payments that have been provided to us. We have considered each relationship and it is our opinion that none of the relationships disclosed in the DIRRI result in a conflict of interest or duty, or affect our independence.

Court Orders regarding the conduct of the voluntary administrations

On 23 November 2018, the Administrators sought and obtained orders from the Supreme Court of NSW in relation to the following:

- entering into a funding agreement;
- enabling the Administrators to transfer funds as required between the entities under Voluntary Administration;
- operating the Voluntary Administrations through a consolidated bank account or accounts, if necessary; and
- dispensation to issue the notice of the first meetings of creditors through electronic means where possible.

A copy of the orders that were made can be found at this link: <http://www.mcgrathnicol.com/creditors/rcr-group/>

What you should do

You should:

- read the attached information;
- decide whether you are going to participate in the first meeting; and if so
- complete and return your proof of debt and proxy form (if required) to Link Market Services (details of which are provided below) by **1:00PM AEDT on Friday, 30 November 2018**.



Meeting of creditors

As voluntary administrators, we are required to hold two meetings of creditors.

First meetings of creditors

The first meeting of creditors of the RCR Group has been convened for Monday, 3 December 2018 to be held concurrently at the following locations:

Sydney

Time: 1:00PM (AEDT)

Address: The Grand Lodge, Sydney Masonic Centre Conference & Function Centre, 66 Goulburn Street, Sydney NSW 2000

Brisbane

Time: 12:00PM (AEST)

Address: Cliftons Brisbane, 3/288 Edward Street, Brisbane City Qld 4000

Melbourne

Time: 1:00PM (AEDT)

Address: Level 17 Function Room, RACV City Club, 501 Bourke Street, Melbourne Vic 3000

Perth

Time: 10:00AM (AWST)

Address: Duxton Hotel Perth, 1 St Georges Terrace, Perth WA 6000

The purpose of this meeting is to consider:

- our appointment;
- whether to appoint a Committee of Inspection.

We attach a notice of meeting.

The Administrators propose holding the first meeting of creditors for all companies in Administration concurrently for convenience and because of the common interests of many creditors of the Companies.

Creditors should be aware that certain companies in the RCR Group are parties to a Deed of Cross Guarantee (**DXG**). For the purposes of the first meetings of creditors, the effect of the DXG is to allow creditors who are owed amounts by one company in the RCR Group to participate and vote as contingent creditors of the other companies which are parties to the DXG. Annexure A sets out which of the RCR Group entities are party to the DXG.

To participate in this meeting, you must submit a proof of debt and information to substantiate your claim as a creditor.

If the creditor is a person and will attend the meeting, this is all that is required. However, if the creditor is another type of entity (such as a company), they must also appoint a person – a “proxy” or person authorised under a power of attorney – to vote on behalf of the creditor at the meeting. A proxy also may be appointed if the creditor is a person, but is not available to attend the meeting. You can appoint the chairperson of the meeting as your proxy.

Proof of debt and proxy forms are attached. To ensure that the meeting is conducted as efficiently as possible, these documents should be lodged with Link Market Services (details of which are provided below) by **1:00PM AEDT on Friday, 30 November 2018**. Registration for the meeting will commence an hour before the meeting time on the day of the meeting.

Creditors who are unable to attend in person may view the meeting via a webcast subject to providing relevant proof of debt and proxy documents in advance. Please contact Link Market Services on or before COB 30 November 2018 should you wish to view the meeting via a webcast. Creditors will be able to ask questions via the webcast,



however, please note creditors will not be able to vote via the webcast. Creditors may view the meeting by webcast and participate in voting by nominating a proxy to attend and vote on their behalf as described above.

We also attach general information for attending and voting at meetings of creditors.

Committee of Inspection

At the first meeting, creditors will consider whether a Committee of Inspection (**COI**) should be appointed. The role of a COI is to consult with the voluntary administrators and receive reports on the conduct of the administration. A COI can also approve the voluntary administrators' fees.

It is our opinion that a COI would be useful to assist with the conduct of the voluntary administration. We attach a copy of the information sheet "Committees of Inspection" issued by ARITA. You should consider whether you would like to act as a member of the COI, if one is appointed.

Second meeting of creditors

We will also in due course call a second meeting of creditors.

The purpose of that meeting is for creditors to consider our report and make a decision on the future of RCR Group.

Before that meeting you will be sent the notice of meeting and a detailed report which will set out the options for the RCR Group's future. We will also provide our opinion as to what option we think is in the best interests of creditors.

You are encouraged to attend these meetings and participate in the voluntary administration process.

Question	Answer
What is a voluntary administration?	<p>A voluntary administration, or VA, in this case is a process initiated by the director(s) of the companies when they form the view the company is, or is likely to become, insolvent. 'Insolvent' means that the company is, or is likely to become, unable to pay its debts when they fall due.</p> <p>The objective of a voluntary administration is to preserve as much as possible of the business of the company or, if that is not feasible, seek a better outcome for creditors than an immediate liquidation of the company. The process involves the appointment of a voluntary administrator to the company to administer and investigate the business, property, affairs and financial circumstances of the company. A voluntary administrator must complete investigations, form an opinion about the company's financial position and its future and issue a detailed report to creditors of the company. Creditors are then given the opportunity to vote on the future of the company.</p>
What are your rights as a creditor?	<p>We attach a copy of the information sheet "Creditor Rights in Voluntary Administrations" issued by the Australian Restructuring Insolvency & Turnaround Association (ARITA). It includes information on your rights to:</p> <ul style="list-style-type: none">▪ make reasonable requests for information;▪ give directions to the Administrators;▪ appoint a reviewing liquidator; and▪ replace us as Administrators.



Question	Answer
<p>What happens to your debt?</p>	<p>All creditors of RCR Group are now creditors in the voluntary administration and your debt will be dealt with in the voluntary administration.</p> <p>It is important to note that a voluntary administration creates restrictions on creditors being able to enforce their rights. You generally cannot enforce your claim, recover your property, enforce your security, commence an action to place the company into liquidation or act on a personal guarantee.</p> <p>If you have leased property to RCR Group, have a retention of title claim or have a registered personal property security interest in relation to RCR Group, please contact my staff as soon as possible by email at rcrtomgeneral@mcgrathnicol.com.</p> <p>We are continuing to trade the business of RCR Group. If you are a supplier or employee, you should have received a separate communication on how this appointment affects your ongoing dealings with RCR Group. If you have not, please contact rcrtomgeneral@mcgrathnicol.com.</p>
<p>What is the cost of the voluntary administration?</p>	<p>We get paid out of RCR Group's money, including realisations from assets or from money paid to us by others. If there is not enough money in the voluntary administration, we do not get paid in full.</p> <p>We attach our Initial Remuneration Notice which provides you with information about how we propose to be paid for undertaking the voluntary administration.</p> <p>We will seek your approval of our remuneration at the second meeting of creditors, unless that remuneration is approved earlier by a COI (if one is appointed). We will provide you with detailed information about what tasks we have undertaken and the costs of those tasks.</p>
<p>What happens next with the voluntary administration?</p>	<p>We will proceed with the voluntary administration, which will include:</p> <ul style="list-style-type: none"> ▪ trading the business; ▪ potentially realising some or all of the assets of the company if that is the most appropriate course of action; ▪ preparing for and holding the meetings of creditors; ▪ investigating RCR Group's affairs; ▪ analysing any offer for a Deed of Company Arrangement that is proposed; and ▪ preparing our report to creditors. <p>As discussed above, you will receive further correspondence from us before the second meeting of creditors.</p>
<p>Where can you get more information?</p>	<p>ARITA provides information to assist creditors to understand voluntary administrations and insolvency. This information is available from ARITA's website at www.arita.com.au/creditors.</p> <p>A copy of the information sheet, "Insolvency information for directors, employees, creditors and shareholders", issued by the Australian Securities and Investments Commission (ASIC) is also attached for your information.</p>



If you require any further information, please contact Link Market Services on 1300 911 275 or by email rcrtom@linkmarketservices.com.au.

Dated: 26 November 2018

Jason Preston
Voluntary Administrator

Attachments:

- 1 Annexure A – The RCR Group
- 2 ARITA Information Sheet – Creditor Rights in Voluntary Administrations
- 3 Declaration of Independence, Relevant Relationships and Indemnities
- 4 Notice of Meeting
- 5 General information for attending and voting at meetings of creditors
- 6 ARITA Information Sheet – Committees of Inspection
- 7 Initial Remuneration Notice
- 8 ASIC Information Sheet – Insolvency information for directors, employees, creditors and shareholders
- 9 Proof of Debt form
- 10 Proxy form