



## **Declaration of Independence, Relevant Relationships and Indemnities (DIRRI)**

**SNDC (WA) Pty Ltd (In Liquidation) in its own capacity and as trustee for the SNDC Unit Trust  
ACN 621 667 463  
(SNDC)**

The purpose of this document is to assist creditors with understanding any relationships that the Liquidators have and any indemnities or upfront payments that have been provided to the Liquidator. None of the relationships disclosed in this document are such that the independence of the Liquidator is affected.

This information is provided to you to enable you to make an informed assessment on any independence concerns, so you have trust and confidence in our independence and, if not, can act to remove and replace us if you wish.

This declaration is made in respect of ourselves, our partners, the firm McGrathNicol, which for the purpose of this declaration includes the McGrathNicol Partnership, the McGrathNicol Advisory Partnership and McGrathNicol Services Pty Ltd.

### **A. Independence**

We, Robert Kirman and Robert Brauer, of the firm McGrathNicol have undertaken an assessment of the risks to our independence prior to accepting the appointment as Liquidators of SNDC in accordance with the law and applicable professional standards. This assessment identified no real or potential risks to our independence. We are not aware of any reasons that would prevent us from accepting this appointment.

### **B. Declaration of Relationships**

#### **B1. *Circumstances of appointment***

The appointment was referred to us on 26 October 2020 by Murfett Legal, a legal advisor of SNDC..

Murfett Legal provides legal advice from time to time to assist McGrathNicol's restructuring and advisory project and Murfett Legal periodically refer engagements to McGrathNicol. We believe this referral does not result in a conflict of interest or duty because:

- the referral is unconditional;
- these engagements are only commenced after full regard is given to potential conflicts of interest in relation to all interested stakeholders;
- McGrathNicol has not undertaken any previous work or had prior involvement with SNDC either on referral from Murfett Legal or otherwise;
- each professional engagement referred by Murfett Legal in relation to a particular entity is conducted on an entirely separate basis which has no bearing on this appointment; and
- referrals from lawyers, accountants and other professional advisers are commonplace and do not impact our independence in carrying out our duties as Liquidators.

Robert Kirman had one meeting with Domenico Calabro, Stephen Siciliano, Antonio Calabro and Carmela Calabro, four of SNDC's directors, and SNDC's legal advisors, Murfett Legal, on 30 October 2020 for the purposes of:

- gaining a high-level understanding of the structure, operations and current and evolving financial position of SNDC;
- discussing the types of assistance that McGrathNicol could provide to SNDC, including providing an overview of the various insolvency processes, particularly the liquidation process;
- answering queries regarding insolvency options and processes; and



- planning for a potential appointment.

We received no remuneration for this meeting.

In our opinion, this meeting does not affect our independence for the following reasons:

- It is recognised by the Courts and Australian Restructuring, Insolvency and Turnaround Association's (ARITA) Code of Professional Practice (CoPP) that pre-appointment advice on the insolvency process and available options is necessary and does not amount to an impediment to accepting an appointment; and
- The nature of the limited scope advice, focussed on receiving briefings and providing information about insolvency options, was such that it would not be subject to review and challenge during the course of the administration. Nor would the advice influence our ability to be able to fully comply with the statutory and fiduciary obligations associated with the administration in an objective and impartial manner.

We have provided no other information or advice to SNDC, its directors and its advisors prior to our appointment beyond that outlined in this DIRRI.

**B2. *Prior professional services to the Insolvent***

Neither we, nor our firm, have provided any professional services to, or in relation to, SNDC in the previous 24 months.

**B3. *Relevant Relationships (excluding professional services to the Insolvent)***

Neither we, nor our firm, have, or have had, within the preceding 24 months, any relationships with SNDC, an associate of SNDC, a former insolvency practitioner appointed to SNDC, or any person or entity that is entitled to enforce a security interest in the whole or substantially the whole of SNDC's property.

**B5. *No other relevant relationships to disclose***

There are no other known relevant relationships, including personal, business and professional relationships, from the previous 24 months with SNDC, an associate of SNDC, a former insolvency practitioner appointed to SNDC or any person or entity that is entitled to enforce a security interest in the whole or substantially the whole of SNDC's property that should be disclosed.

**C. *Indemnities and up-front payments***

We have not been indemnified in relation to this liquidation, other than any indemnities that we may be entitled to under statute, and we have not received any up-front payments in respect of our remuneration or disbursements.

Dated: 5 November 2020

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**Robert Kirman**

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**Robert Brauer**

Note:

If the circumstances change or new information is identified, we are required under the Corporations Act 2001 and the ARITA Code of Professional Practice to update this Declaration and provide a copy to creditors with our next communication, as well as table a copy of any replacement Declaration at the next meeting of the insolvent's creditors. For Creditors' Voluntary Liquidations and Voluntary Administrations, this document and any updated versions of this document are required to be lodged with ASIC.

Please note that the presentation of the above information is in accordance with the standard format suggested by ARITA.