



**RCR Tomlinson Ltd (Administrators Appointed) ACN 008 898 486
and subsidiaries as listed in Attachment A
(the Companies)**

**Letter to Creditors
Online Report Notification**

Background

As you are aware, Jason Preston, Jamie Harris, Matthew Caddy and Rob Brauer were appointed Voluntary Administrators (**Administrators**) of the Companies on 21 November 2018.

The second meetings of creditors for the Companies have been convened to be held on Tuesday, 26 March 2019 (**Second Meetings of Creditors**). The meetings will be held at:

- The Lyceum, Wesley Conference Centre, 220 Pitt Street, Sydney NSW 2000 at 1:00PM AEDT.

Please note: These meetings are for creditors of all entities subject to the Administrators' appointment (as set out at Attachment A) **with the exception of** RCR Asset Maintenance Pty Ltd (Administrators Appointed) and A.C.N. 060 002 968 Pty Ltd (Administrators Appointed) (formerly known as RCR Resources (Heat Treatment) Pty Ltd). Separate meetings have been convened in Perth, Western Australia for the creditors of these two entities.

What you should do

You should:

- read the attached information;
- download and read the Administrators' Report (details provided below);
- decide whether you are going to participate in the Second Meetings of Creditors; and
- complete and return your proof of debt form (if you have not done so already) and proxy form (if required) by **10:00AM AEDT on Sunday, 24 March 2019**.

Administrators' Report to Creditors

In advance of the Second Meetings of Creditors, the Administrators' Report to Creditors (**Administrators' Report**) will be available for download on Tuesday, 19 March 2019 from <http://www.mcgrathnicol.com/creditors/rcr-group/>.

The purpose of the Administrators' Report is to provide creditors with details about the business, property, affairs and financial circumstances of the RCR Group in preparation for the Second Meetings of Creditors.

The Administrators' Report also informs creditors about the investigations undertaken by the Administrators and the Administrators' opinion about each of the options available to creditors to vote at the meetings in relation to the future of the Companies, together with the Administrators' opinion as to the course of action they recommend is in creditors' best interests.

Meeting formalities

Enclosed with this letter is the formal notice of meetings.

Creditors who intend to vote at the meetings are required to lodge a formal proof of debt. Creditors who have already lodged a proof of debt do not need to complete a new one.

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 Second Meetings of Creditors, the effect of the DXG is to allow creditors who are



owed amounts by one company in the DXG to participate and vote as contingent creditors of the other companies which are parties to the DXG. Attachment A sets out which of the RCR Group entities are party to the DXG.

Creditors may exercise their right to vote by voting at the meetings in person or by appointing a proxy. Proxy forms lodged by creditors for the first meetings of creditors cannot be used for the Second Meetings of Creditors. Accordingly, creditors should ensure that a proxy form, power of attorney or evidence of appointment of a company representative is completed and lodged by no later than **10:00AM AEDT on Sunday, 24 March 2019**.

Proof of debt and proxy forms are enclosed. Guidance notes for completion of the proof of debt and proxy forms are available for download from the above internet address. Proof of debt and proxy forms can be lodged with the Administrators by email to rcrtom@linkmarketservices.com.au.

Further information

If you do not have access to the internet or, for any other reason, would like a copy of the report mailed to you, please contact Link Market Services on 1300 911 275 or by email to rcrtom@linkmarketservices.com.au to obtain access details.

Dated: 18 March 2019

Jason Preston
Administrator

Enclosures(s):

1. Notice of Meetings of Creditors
2. Proof of debt form
3. Proxy form



Attachment A: RCR Group - entities over which the Administrators are appointed

	Company	ACN	DXG
1	RCR Tomlinson Ltd	008 898 486	Yes
2	A.C.N. 076 421 755 Pty Limited	076 421 755	No
3	Applied Laser Pty Ltd	123 597 991	No
4	Positron Group Pty Ltd	053 751 009	Yes
5	Positron Power Pty. Ltd.	100 647 756	No
7	RCR Building Products (Holdings) Pty Ltd	111 148 853	No
8	RCR Building Services (Egan Bros) Pty Ltd	056 237 006	No
9	RCR Corporate Pty. Ltd.	009 246 182	Yes
10	RCR Energy (Gladstone) Pty Ltd	010 941 054	Yes
11	RCR Energy (Stelform VRBT) Pty Ltd	099 683 584	No
12	RCR Energy (Stelform) Pty Ltd	003 416 564	No
13	RCR Energy Pty Ltd	080 753 680	Yes
14	RCR Energy Service Pty Ltd	009 133 475	Yes
15	RCR Haden (Holdings) Pty Ltd	111 148 844	Yes
16	RCR Haden (Telco) Pty Ltd	086 284 871	Yes
17	RCR Haden Pty Ltd	000 694 173	Yes
18	RCR Infrastructure (Corporate) Pty Ltd	126 817 883	Yes
19	RCR Infrastructure Group (XNFK) Pty Ltd	125 709 971	Yes
20	RCR Infrastructure Pty Ltd	060 002 959	Yes
21	RCR Laser Pty Ltd	116 641 144	Yes
22	A.C.N. 060 002 940 Pty Ltd (formerly known as RCR Mining Pty Ltd)	060 002 940	Yes
23	A.C.N. 111 148 835 Pty Ltd (formerly known as RCR O'Donnell Griffin (Holdings) Pty Ltd)	111 148 835	Yes
24	A.C.N. 151 990 573 Pty Ltd (formerly known as RCR O'Donnell Griffin (Projects) Pty Ltd)	151 990 573	Yes
25	A.C.N. 003 905 093 Pty Ltd (formerly known as RCR O'Donnell Griffin Pty Ltd)	003 905 093	Yes
26	RCR Oil & Gas Pty Ltd	121 838 702	Yes
27	RCR Power Pty Ltd	106 084 879	Yes
28	RCR Rel Corp Management Services Pty Ltd	080 877 756	No
29	RCR Resolve FM (Engineering) Pty Ltd	064 596 854	No
30	RCR Resolve FM (Holdings) Pty Ltd	111 148 862	Yes
31	RCR Resolve FM Pty Ltd	054 527 865	Yes
33	RCR Resources (Tripower) Pty Ltd	075 567 734	Yes
34	RCR Resources Pty Ltd	063 053 814	Yes
35	RCR Tomlinson (Custodian) Pty Ltd	060 012 419	Yes
36	RCR Trafalgar Building Products Pty Ltd	004 924 252	No
37	RCR Water (WA) Pty Ltd	134 043 815	Yes
38	RCR Water Pty Ltd	606 869 005	Yes
39	RCReate Pty Ltd	614 291 879	No
40	Sartap Pty Ltd	003 412 628	No
41	Stelform Piping Systems Pty Ltd	099 683 566	No



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**NOTICE OF MEETINGS OF
CREDITORS OF COMPANY UNDER EXTERNAL ADMINISTRATION**

1. Notice is now given that meetings of the creditors of the Companies will be held concurrently on Tuesday, 26 March 2019 at The Lyceum, Wesley Conference Centre, 220 Pitt Street, Sydney NSW 2000 at 1:00PM AEDT.
2. The purpose of the meetings is for creditors to:
 - a. determine that each of the meetings are to be held concurrently;
 - b. consider the Administrators' Report to Creditors and any other matters raised relating to the Companies' future, and then to resolve either that the Companies:
 - i. be returned to the control of the directors;
 - ii. enter into liquidation;
 - iii. enter into a DOCA (although, at this stage, a DOCA has not been proposed); or
 - iv. the meetings be adjourned;
 - c. if creditors resolve that the Companies should enter liquidation:
 - i. consider the appointment of a Committee of Inspection (for the purposes of a liquidation);
 - ii. consider authorising the liquidators to compromise debts of the certain companies pursuant to section 477(2A) of the Corporations Act; and
 - iii. consider authorising the liquidators to enter into agreements that may run for longer than three months pursuant to Section 477(2B) of the Corporations Act; and
 - d. consider any other relevant business which may arise.
3. The effect of Insolvency Practice Rules (Corporations) section 75-85 (entitlement to vote as a creditor at meetings of creditors) is:
 - a. A person other than a creditor (or the creditor's proxy or attorney) is not entitled to vote at a meeting of creditors.
 - b. Subject to subsections (3), (4) and (5), each creditor is entitled to vote and has one vote.
 - c. A person is not entitled to vote as a creditor at a meeting of creditors unless:
 - i. his or her debt or claim has been admitted wholly or in part by the external administrator; or
 - ii. he or she has lodged, with the person presiding at the meeting, or with the person named in the notice convening the meeting as the person who may receive particulars of the debt or claim:
 - those particulars; or
 - if required, a formal proof of the debt or claim.



- d. A creditor must not vote in respect of:
 - i. an unliquidated debt; or
 - ii. a contingent debt; or
 - iii. an unliquidated or a contingent claim; or
 - iv. a debt the value of which is not established, unless a just estimate of its value has been made.
4. Proofs of debt and proxies must be submitted by **10:00AM AEDT on Sunday, 24 March 2019**.
5. Creditors who are unable to attend the meetings in person may view the meetings via a webcast subject to providing relevant documents in advance. If a person wishes to observe in the meetings using the webcast facilities, they should please contact Link Market Services on 1300 911 275 or by email to rcrtom@linkmarketservices.com.au to obtain access details.

Please note that those attending the meetings by webcast will be able to submit questions online, however will not be able to verbally contribute to the meetings. If you wish to attend by webcast and cast a vote at the meetings, you must return a special proxy form or nominate a person as your general proxy to attend the meetings and vote on your behalf. Both special and general proxy forms must be submitted by 10.00AM AEDT on Sunday, 24 March 2019.

Dated: 18 March 2019

A handwritten signature in black ink, appearing to read 'Jason Preston'. The signature is fluid and cursive, with a large, sweeping flourish at the end.

Jason Preston
Administrator

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