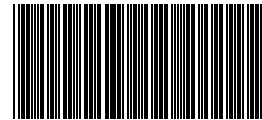




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Form 40
UCPR 35.1

AFFIDAVIT OF Katherine Sozou - 18 December 2020

COURT DETAILS

Court	Supreme Court of NSW
Division	Equity
List	Corporations List
Registry	Supreme Court Sydney
Case number	2019/00155343

TITLE OF PROCEEDINGS

First Applicant	Katherine Sozou
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FILING DETAILS

Filed for	Katherine Sozou, Applicant 1
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Legal representative	Scott Andrew Atkins
Legal representative reference	

Telephone	02 9330 8000
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ATTACHMENT DETAILS

In accordance with Part 3 of the UCPR, this coversheet confirms that both the Affidavit (General) (e-Services), along with any other documents listed below, were filed by the Court.

Affidavit (UCPR 40) (20.12.18 - Affidavit of K Sozou sworn 18 December 2020.PDF)

[attach.]

IN THE SUPREME COURT OF NEW SOUTH WALES
EQUITY DIVISION: CORPORATIONS LIST
REGISTRY: SYDNEY

No. 2019/00155343

Affidavit

IN THE MATTER OF DSHE HOLDINGS LTD (RECEIVERS & MANAGERS APPOINTED) (IN LIQUIDATION) ACN 166 237 841 & OTHERS

Jason Preston in his capacity as liquidator of DSHE Holdings Ltd (receivers & managers appointed) (in liquidation) ACN 166 237 841 (and others named in the schedule)
First Plaintiff

Katherine Sozou in her capacity as deed administrator of Black Range Metals (Resources) Pty Ltd (subject to deed of company arrangement) ACN 076 987 329
Fourth Plaintiff / First Applicant

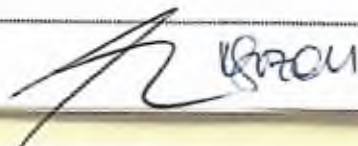
I Katherine Sozou, of Level 12, 20 Martin Place, Sydney NSW 2000, registered liquidator say on oath:

- 1 I am a registered liquidator and partner of the firm McGrathNicol.
- 2 I am the Fourth Plaintiff/First Applicant and deed administrator of Black Range Metals (Resources) Pty Ltd (subject to deed of company arrangement) ACN 076 987 329 (Resources).
- 3 I make this affidavit from my own knowledge except where otherwise indicated. Where I make this affidavit from facts outside of my personal knowledge, I am informed by the source stated and believe those facts to be true.
- 4 I refer to my affidavit sworn 28 October 2020 in these proceedings (First Affidavit) and adopt the defined terms in the First Affidavit.

Corrections to First Affidavit

- 5 I refer to paragraph 12(h) of the First Affidavit, which states:

Filed on behalf of (name & role of party)	Katherine Sozou as deed administrator of Black Range Metals (Resources) Pty Ltd (subject to deed of company arrangement) & Ors, Applicants	
Prepared by (name of person/lawyer)	Jonathon Turner, Norton Rose Fulbright Australia	
Law firm (if applicable)	Norton Rose Fulbright Australia	
Tel	02 9330 8000	Fax 02 9330 8111
Email	jonathon.turner@nortonrosefulbright.com; aaron.kam@nortonrosefulbright.com	
Address for service (include state and postcode)	Level 5, 60 Martin Place, Sydney NSW 2000	



I also seek an order under section 90-15 of the IPS (Deregistration Order) that section 509 of the Corporations Act is to operate such that it applies if an end of administration return for Resources is lodged by me with ASIC in respect of the deed administration period of Resources in circumstances where the Resources Deed requires the Former Administrators to use their reasonable endeavours to bring about the deregistration of Resources...

6 Paragraph 12(h) should read:

I also seek an order under section 90-15 of the IPS (Deregistration Order) that section 509(2) of the Corporations Act is to operate such that on the application by the Fourth Plaintiff in her capacity as deed administrator of Resources, the Court may make an order that ASIC deregister the company on a specified day – in circumstances where the Resources Deed requires the Former Administrators to use their reasonable endeavours to bring about the deregistration of Resources...

7 I refer to paragraph 80 of the First Affidavit, which states:

Following the realisation of the INPL Shares, between September 2016 and February 2017, the Former Administrators sought advice from HDY in respect of the:

- (a) progress of the Resources Deed;*
- (b) potential realisation of the proceeds of the INPL Shares;*
- (c) tax implications of the INPL Shares realisation; and*
- (d) ability to utilise any pre-appointment tax losses.*

8 The reference to the potential realisation of the proceeds of the INPL Shares should be a reference to the potential *distribution* of the proceeds of the INPL Shares.

9 I refer to paragraph 86 of the First Affidavit, which states:

A further review by the Former Administrators and their staff of the books and records of Resources and the files maintained by McGrathNicol has revealed that the term deposit referred to in the preceding paragraph may relate to a bank guarantee given by Holdings in favour of NSW Mining and Energy (which I understand is now part of NSW Planning & Environment) in 1998 (Bank Guarantee).

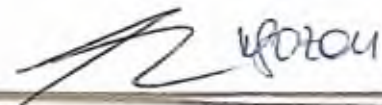
10 The following paragraph should have been included before paragraph 86 and was inadvertently deleted while the First Affidavit was being drafted:



During this process, the Former Administrators identified a further \$10,000 term deposit held with NAB (account number 22-233-1067).

Service pursuant to the Supreme Court (Corporations) Rules 1999

- 11 For the purposes of subrule 9.2(2)(c) of the *Supreme Court (Corporations) Rules 1999 (NSW) (Rules)*, I note that there was no committee of inspection formed for the external administration of Resources. To this end, I refer to the minutes of a meeting of Resources creditors on 25 November 2003 at pages 318 of Exhibit KS-1 to the First Affidavit.
- 12 Pursuant to subrule 9.2(2) of the Rules, I confirm that I instructed my solicitors, Norton Rose Fulbright Australia, to serve, by way of express post, creditors of Resources with:
- (a) the First Affidavit;
 - (b) Form 16 – Notice of Intention to apply for remuneration; and
 - (c) the covering letters to those parties enclosing those documents referred to in (a) and (b) above,
together the **Documents**.
- 13 In addition to serving the Documents on the creditors identified at paragraph 4 of the affidavit of Mr Gabriel Bowes-Whitton affirmed 18 December 2020 (**Bowes-Whitton Affidavit**) by way of express post, I instructed one of my staff, Ms Isabella Home, to send the Documents by way of email to all creditors listed in paragraph 4 of Bowes-Whitton Affidavit with known email addresses – that is, all of them with the exception of the ATO, East Coast Business Equipment, Grace Records Management, Mail Call Couriers Pty Ltd and Maitee Pty Ltd. Copies of the relevant emails are exhibited to the Bowes-Whitton Affidavit.
- 14 In addition to serving the Holdings Documents on the member identified in paragraph 24 of the Bowes-Whitton Affidavit by way of express post, I emailed the Holdings Documents to the member referred to in paragraph 24 of the Bowes-Whitton Affidavit. A copy of the email is exhibited to the Bowes-Whitton Affidavit.
- 15 I have not received, and am informed by my solicitors, and verily believe, that they have not received, any response from any of the parties who were served with the Documents and Holdings Documents.
- 16 Pursuant to subrule 9.2(4)(a)(i) of the Rules, and based on the matters deposed to in the Bowes Affidavit, I am informed by my solicitors that the last date of service on a creditor and member was 23 November with the effect that the 21 day period identified in subrule 9.2(3) expired on 14 December 2020.



- 17 Pursuant to subrule 9.2(4)(a)(ii) of the Rules, I have not received any objection to the remuneration claimed within the period mentioned in subrule 9.2(3) of the Rules.
- 18 This affidavit has been affirmed by audio visual link due to social distancing measures implemented to minimise the spread of COVID-19.

SWORN at Sydney NSW

on 18 December 2020

Signature of deponent

K. G. O'Connell

Name of witness

Ashley Lunn

Address of witness

Level 5, 60 Martin Place, Sydney NSW 2000

Capacity of witness

Solicitor

And as a witness, I certify the following matters concerning the person who made this affidavit (the deponent):

- 1 #I saw the face of the deponent. [OR, delete whichever option is inapplicable]
~~#I did not see the face of the deponent because the deponent was wearing a face covering, but I am satisfied that the deponent had a special justification for not removing the covering.¹~~
- 2 #I have known the deponent for at least 12 months. [OR, delete whichever option is inapplicable]
~~#I have confirmed the deponent's identity using the following identification document:~~

 Identification document relied on (may be original or certified copy)²

Signature of witness

[Signature]

Note: The deponent and witness must sign each page of the affidavit. See UCPR 35.7B.

Endorsement by witness: I have signed a scanned copy of the signed document sent to me electronically by the deponent, having witnessed the signature of the deponent over audio visual link in accordance with section 14G(2) of the *Electronic Transactions Act 2000* (NSW).

¹ The only "special justification" for not removing a face covering is a legitimate medical reason (at April 2012).]

² "Identification documents" include current driver licence, proof of age card, Medicare card, credit card, Centrelink pension card, Veterans Affairs entitlement card, student identity card, citizenship certificate, birth certificate, passport or see *Oaths Regulation 2011* or refer to the guidelines in the NSW Department of Attorney General and Justice's "Justices of the Peace Handbook" section 2.3 "Witnessing an affidavit" at the following address: <http://www.jp.nsw.gov.au/Documents/jp%20handbook%202014.pdf>]

Schedule

IN THE SUPREME COURT OF NEW SOUTH WALES
EQUITY DIVISION: CORPORATIONS LIST
REGISTRY: SYDNEY

No. 2019/00155343

IN THE MATTER OF DSHE HOLDINGS LTD (RECEIVERS & MANAGERS APPOINTED) (IN LIQUIDATION) ACN 166 237 841 & OTHERS

First Plaintiff:	Jason Preston in his capacity as liquidator of DSHE Holdings Ltd (receivers & managers appointed) (in liquidation) & other companies identified in Schedule A
Second Plaintiff:	Anthony McGrath in his capacity as liquidator of Allco Finance Group Ltd (in liquidation) & other companies identified in Schedule B
Third Plaintiff	Barry Frederick Kogan in his capacity as deed administrator of Parkview Estate Pty Ltd (subject to a deed of company administration)
Fourth Plaintiff / Applicant	Katherine Sozou in her capacity as deed administrator of Black Range Metals (Resources) Pty Ltd (subject to deed of company arrangement) ACN 076 987 329
Second Applicant	Black Range Metals (Resources) Pty Ltd (subject to deed of company arrangement) ACN 076 987 329

Schedule A

IN THE SUPREME COURT OF NEW SOUTH WALES
 EQUITY DIVISION: CORPORATIONS LIST
 REGISTRY: SYDNEY

No. 2019/00155343

IN THE MATTER OF DSHE HOLDINGS LTD (RECEIVERS & MANAGERS APPOINTED) (IN LIQUIDATION) ACN 166 237 841 & OTHERS

No	Company
1.	DSHE Holdings Ltd (Receivers & Managers Appointed) (In Liquidation) ACN 166 237 841
2.	DSSH Pty Ltd (Receivers & Managers Appointed) (In Liquidation) ACN 160 162 925
3.	DSHG Pty Ltd (Receivers & Managers Appointed) (In Liquidation) ACN 001 456 720
4.	DSG Wholesale Pty Ltd (Receivers & Managers Appointed) (In Liquidation) ACN 000 445 956
5.	DSG Electronics Pty Ltd (Receivers & Managers Appointed) (In Liquidation) ACN 000 908 716
6.	INTT Pty Ltd (Receivers & Managers Appointed) (In Liquidation) ACN 002 511 944
7.	DSG Franchising Pty Ltd (Receivers & Managers Appointed) (In Liquidation) ACN 054 295 733
8.	DMSG Pty Ltd (Receivers & Managers Appointed) (In Liquidation) ACN 001 585 735
9.	Dick Smith Electronics Staff Superannuation Fund Pty Ltd (In Liquidation) ACN 059 802 470
10.	ACN 136 849 584 Pty Ltd (In Liquidation) (formerly known as Mac 1 Pty Ltd) ACN 136 849 584

Schedule B

IN THE SUPREME COURT OF NEW SOUTH WALES
EQUITY DIVISION: CORPORATIONS LIST
REGISTRY: SYDNEY

No. 2019/00155343

IN THE MATTER OF DSHE HOLDINGS LTD (RECEIVERS & MANAGERS APPOINTED) (IN LIQUIDATION) ACN 166 237 841 & OTHERS

No	Company
1.	ACME Funds Management Pty Limited (In Liquidation) ACN 095 162 879
2.	Allco Finance (Australia) Pty Limited (In Liquidation) ACN 003 315 446
3.	Allco Finance Group Limited (In Liquidation) ACN 077 721 129