

**Dixon Advisory & Superannuation Services Pty Ltd
(Administrators Appointed) (the Company or DASS)
ACN 103 071 665**

**Minutes of the Second Committee of Inspection Meeting
held on Monday, 21 February 2022 at 5:00pm AEDT
by Virtual Meeting Technology**

Opening

Stephen Longley introduced himself and called the meeting to order at 5:05pm AEDT.

Mr Longley acted as Chairperson of the meeting in accordance with Section 75-50 of the Insolvency Practice Rules (Corporations) 2016 (**IPR**).

The Chairperson confirmed that all members of the Committee of Inspection (**COI**) were in attendance via the Microsoft Teams videoconference platform and accordingly that a quorum was present.

Agenda

The Chairperson referred to the agenda outlined in the Notice of the Second Meeting of the Committee of Inspection dated 17 February 2022.

**Extension of
Convening Period**

The Chairperson confirmed that on 17 February 2022, the Court ordered that the convening period for the Second Meeting of Creditors be extended up to and including 17 August 2022.

The Chairperson also confirmed that Court made some additional orders, including, but not limited to, the following:

- Approval to issue creditors with updates via email utilising links to virtual documents; and
- Approval to redact from any document the names and contact information of any creditors or potential creditors of the Company and withhold the names and contact information of any creditors or potential creditors of the Company.

The Chairperson advised that a letter had been issued to all creditors of the Company regarding the extension of the convening period and that the PwC website had also been updated to include a copy of the Court Order and also the minutes of the First Meeting of Creditors and First Meeting of the Committee of Inspection.

The Chairperson asked whether the members of the COI had any questions regarding the orders obtained. No questions were forthcoming.

Client List

The Chairperson advised that the Administrators are in the process of finalising their assessment of their ability to monetise the client list for the benefit of creditors. With regard to the report being prepared, the Chairperson advised that the Administrators:

- Had liaised with employees of the Australian Securities and Investments Commission (**ASIC**) regarding the report and the potential suspension or cancellation of the Company's Australian Financial Services Licence (**AFSL**);
- Liaised with various interested parties regarding the prospect of purchasing the client list;
- Utilised PwC's Valuations Team to conduct an indicative valuation of the client list; and
- Have engaged a third party insolvency practitioner to undertake a peer review of the report to stress test the Administrators' findings and conclusion.

The Chairperson provided a general overview of the report and the key considerations investigated, including:

- Overview of assets available for sale / realisation;

- Status of operations;
- Structure of DASS and its reliance on other services within the E&P Group;
- Feedback from professional bodies;
- Discussions with potential purchasers / market scan; and
- Indicative valuation of the client list.

The Chairperson confirmed that he would provide members of the COI with a copy of the finalised report following completion of the peer review.

The Chairperson and COI members had a general discussion about the report, primarily focused on:

- The conclusion of the report that it will likely be uncommercial for the Administrators to attempt to monetise the client list;
- ASIC's preliminary advice that DASS' AFSL will likely soon be suspended or cancelled and the effect that has on clients and the ability to realise the client list; and
- Whether the Administrators actually have the ability to monetise the client list noting the structure of the client agreements and potential legal implications.

The Chairperson also provided COI members with an update on the transition process of clients of DASS. The Chairperson had a general discussion with COI members regarding the transition process which discussed the:

- implications for clients in the event that the AFSL is suspended or cancelled; and
- practical issues clients are facing with regard to the transition and the set of options available to current DASS clients.

DOCA Proposal

The Chairperson provided an update on the status of a potential DOCA proposal from E&P Financial Group Limited (**EP1**).

The Chairperson confirmed that EP1 have indicated their strong preference is to provide details of any relevant professional indemnity insurance policy(s) before making a DOCA proposal.

The Chairperson advised that due to the nature of DASS' creditor claims and the class actions on foot that any DOCA proposal would likely require the disclosure of pre-appointment professional indemnity insurance policy(s) in order for creditors to consider the proposal.

The Chairperson confirmed that DASS' professional indemnity insurance policy is subject to confidentiality clauses and that the Administrators are unable to provide any further information without consent of the insurer. The Chairperson confirmed at this stage the Administrators have not been provided with consent. However, the Chairperson advised that the Administrators are in the process of setting up a meeting with the insurer and their legal advisor to explore their options and seek a possible resolution.

The Chairperson and COI members engaged in extended discussions regarding the likelihood of insurers providing details in a timely manner, along with the anticipated timeframe which Administrators expect details to be forthcoming.

Mr Martin del Gellego advised COI members that:

- any DOCA proposal that affects the rights of creditors to pursue parties other than the Company would need Court approval and
- the Court has a policy of ensuring that any settlement is in the best interest of the class action members, and that this fact may contribute to delays in fruitful discussions with DASS's insurers.

The Chairperson confirmed that he would provide COI members with an update regarding the DOCA proposal in due course.

Any other business

The Chairperson asked the members of the COI if there is anything further they would like to discuss before he closes the meeting.

Ms Cathy Monro advised that she believes it would be in the interests of clients if the Administrators could provide clients with further information in relation to winding up their SMSF.

The Chairperson advised that future correspondence to clients will comment on this option but noted that the Administrators are not registered to provide investment advice under DASS's AFSL.

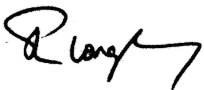
There were no further questions forthcoming.

Closure:

The Chairperson thanked committee members for their attendance and declared the meeting closed at 5:57pm AEDT.

Signed as a correct record

DATED this 8th day of March 2022

A handwritten signature in black ink, appearing to read 'S Longley', with a stylized flourish at the end.

Stephen Longley
Chairperson

Meeting Attendance Register - Committee of Inspection

Dixon Advisory & Superannuation Services Pty Ltd (Administrators Appointed)

Committee of Inspection Meeting held by Virtual Meeting Technology on Monday, 21 February 2022 at 5:00pm AEDT

Chairperson: Stephen Longley

Committee of Inspection Member	Related Party?	Name of Proxy or Attorney	Type of Proxy (General / Specific)	Signature of Person Attending
Martin Del Gallego	No	N/A	N/A	Attended via virtual meeting technology
Jan Saddler	No	N/A	N/A	Attended via virtual meeting technology
Jan Smith	No	N/A	N/A	Attended via virtual meeting technology
Kathryn Gorham	No	N/A	N/A	Attended via virtual meeting technology
Peter Freund	No	N/A	N/A	Attended via virtual meeting technology
Cathy Monro	No	N/A	N/A	Attended via virtual meeting technology