

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

**Minutes of the First Meeting of Creditors
held pursuant to Section 436E of the Corporations Act 2001 (the Act)
held on Tuesday, 1 February 2022 at 2:30pm AEDT
by virtual meeting technology (Virtual Meeting)**

OPENING:

Stephen Longley introduced himself and called the meeting to order at 2:30pm AEDT.

Mr Longley introduced those present:

- Leah Campbell and Hugh Duffy of PricewaterhouseCoopers (PwC) were in the room with him, and there were a number of other PwC partners and staff attending the meeting using virtual meeting technology to assist with the running of the meeting; and
- Paul James of Clayton Utz, legal advisor to the Administrators.

Mr Longley began by acknowledging the Traditional Custodians of the land on which the meeting was being held.

Mr Longley advised that on 19 January 2022 the directors of the Company appointed Craig Crosbie and himself as Joint and Several Administrators of the Company.

Mr Longley referred to the Notice of First Meeting of Creditors of Companies under Administration dated 20 January 2022 and confirmed the meetings were being conducted using virtual meeting technology due to the threat of COVID-19 and to be consistent with the Government's policy on gatherings.

AGENDA OF MEETING:

Mr Longley outlined the agenda for the meetings as follows:

- Purpose of the meeting
- Meeting formalities
- Administrators' address to creditors
- Questions
- Alternative Administrators
- Committee of Inspection
- Remuneration of administrators
- Next steps
- Any other business

PURPOSE OF MEETINGS:

Mr Longley advised that it was the first meeting of creditors held since the Administrators' appointment.

He explained that the purpose of the meeting was to:

- update creditors on recent events and answer any questions in relation to the administration
- determine whether to appoint a Committee of Inspection and, if so, who are to be the Committee's members
- if creditors so resolve, to remove the Administrators from office and appoint replacement Administrator(s).

APPOINTMENT OF CHAIRPERSON:

Mr Longley advised that he would be the Chairperson of the meeting in accordance with Section 75-50 of the Insolvency Practice Rules (Corporations) 2016 (IPR).

CONDUCT OF MEETING:

The Chairperson advised that the meeting was being recorded. Creditors may lodge any questions they have during the meeting by clicking on the Q&A button and sending a question through the Q&A portal.

The Chairperson advised that he would answer as many questions as time would allow. The Chairperson advised that he would review all questions asked during the meeting and update the Frequently Asked Questions document available on the PwC website and online creditors portal for any questions which had not been addressed during the meeting.

OBSERVERS
PRESENT:

The Chairperson confirmed that there were observers present and reminded the observers they cannot ask questions or vote. He also noted that observers are likely to include creditors given the meeting was being webcast.

CREDITORS
PRESENT:

The Chairperson noted there were creditors in attendance for the Company.

The Chairperson noted that:

- where a creditor has submitted a Proof of Debt without satisfactory supporting documentation, or
- where the proof of debt exceeds the value of the debt as recorded in the Company's records;

those creditors would be admitted, for voting purposes only, for amounts recorded in the records of the Company.

The Chairperson noted that he would also admit creditors listed in the records of the Company for \$1 for voting purposes only:

- if a claim cannot be quantified, or
- a proof of debt had not been received.

The Chairperson advised that the total number of current and former clients was in the order of 10,000 and it was possible that each of these may have some form of claim in the administration of DASS.

He also advised that given the large number of possible claimants, it was decided that for the purposes of attending and voting at the first meeting, all current and former clients would be treated as contingent creditors as there was insufficient time to be able to quantify individual claims prior to the first meeting of creditors.

The Chairperson noted that for all contingent creditors that had submitted a proof of debt and proxy form, they would be admitted for \$1 for voting purposes only in the absence of supporting documentation. The Chairperson advised that submitting a claim for \$1 for the purpose of voting at the meeting, did not prohibit contingent creditors from making a claim for a greater amount at a later stage.

The Chairperson advised that if contingent creditors wished to claim for more than \$1 for the purposes of voting at the first meeting, they had to provide all relevant supporting documentation with their proof of debt form prior to the meeting to prove that a debt was due and payable. In circumstances where the claim cannot be verified or quantified or where the supporting documents are deficient, the Chairperson confirmed those claims would only be admitted for \$1 for voting purposes.

He also advised that examples of claims that have been admitted for more than \$1 were:

- clients who had obtained an agreed settlement with the Company and the Australian Financial Complaints Authority (AFCA) which was not paid prior to the administration,
- clients who have prepaid fees and had claimed the pro-rata portion for services not received at the time of the administration, and
- creditors who had a quantified debt for goods supplied or services rendered.

The Chairperson asked if there were any questions regarding the basis on which the meeting was to be conducted or the grounds for admitting claims for voting purposes.

The Chairperson determined that he did not receive any questions in relation to the admission of creditors and their eligibility and continued with the meeting.

QUORUM AND PROXIES:

The Chairperson advised that a quorum consists of:

- (a) if the number of persons entitled to vote exceeds 2 — at least 2 of those persons; or
- (b) if only one person is, or 2 persons are, entitled to vote — that person or those persons;

The Chairperson confirmed that a quorum was sufficiently constituted for the Company pursuant to Section 75-105 of the IPR.

The Chairperson advised that he had received 881 proxies in the value of \$24,318.13, with 382 of these proxies in favour of the Chairperson to the value of \$10,886.74.

TIME AND PLACE OF MEETING CONVENIENT:

The Chairperson declared that the time and place for holding the meeting was convenient to the majority of creditors in accordance with Section 75-30 of the IPR and confirmed that all creditors had access to this meeting using virtual meeting technology.

A Notice of Meeting dated 20 January 2022 had been provided to creditors in accordance with Section 75-10 to 75-25 of the IPR and published with the Australian Securities & Investments Commission (ASIC) in accordance with Section 75-40 of the IPR.

TABLING OF DOCUMENTS:

The Chairperson referred to the following documents:

- Initial Report to Creditors dated 20 January 2022
- Notice of First Meeting of Creditors of the Company under Administration dated 20 January 2022
- Form 530 - Statement in Writing of Posting Notices (note that while the Chairperson referred to this document as one of the documents to be tabled, this document was not tabled at the meeting)
- Advertisement of Meeting on the ASIC Insolvency Notices website published 20 January 2022.
- Email to all known creditors on 25 January 2022 providing personalised login details for the online creditors' portal.

DECLARATION OF INDEPENDENCE, RELEVANT RELATIONSHIPS AND INDEMNITIES:

The Chairperson referred to the Administrators' Declaration of Independence, Relevant Relationships and Indemnities (DIRRI) dated 20 January 2022 which was annexed to the Initial Notice to Creditors of the same date.

The Chairperson confirmed that a copy of the DIRRI had been emailed to each attendee prior to the commencement of the meeting, and a copy was also lodged with the ASIC.

The Chairperson confirmed that no additional indemnities or relationships had been identified beyond those disclosed in the DIRRI sent to creditors.

MOTIONS AND RESOLUTIONS:

The Chairperson advised that resolutions are ordinarily determined on the voices unless a poll is demanded. However, ASIC has provided guidance advising that all resolutions for meetings using virtual meeting technology conducted as a consequence of the COVID-19 pandemic must be decided by a poll.

The Chairperson advised that he would be calling for a poll after each resolution. The Chairperson advised that if creditors had not already submitted their vote through the online creditor portal prior to the meeting they could proceed to cast their vote at the time the resolutions were presented to the meeting.

A resolution is passed if:

- a majority of the creditors voting (whether in person, by attorney or by proxy) vote in favour of the resolution; and
- the value of the debts owed by the company to those voting in favour is more than half the total debts owed to all creditors voting.

The Chairperson noted that he may exercise a 'casting vote' if no result is reached for or against a resolution in accordance with Section 75-115 of the IPR.

The Chairperson advised that any decision to exercise a casting vote may be subject to review by the Court upon application by a creditor.

MINUTES OF MEETINGS:

The Chairperson advised that the minutes would be lodged with ASIC in accordance with Section 75-145 of the IPR. A transcript would not be prepared but the minutes would reflect key discussions and outcomes.

The Chairperson noted that the Administrators reserve the right not to disclose in the minutes commercially sensitive information that may prejudice investigations.

CREDITOR RIGHTS

The Chairperson informed the meeting that:

- the creditors have the right to request information, reports and documents from the external administrator under Section 70-40 and 70-45 of the Insolvency Practice Schedule (Corporations) (IPS);
- the creditors have the right to direct that a meeting of the creditors be held under Section 75-15 of the IPS;
- the creditors have the right to give directions to the external administrator under Section 85-5 of the IPS;
- the creditors have the right to appoint a reviewing liquidator under Section 90-24 of the IPS;
- the creditors have the right to remove and replace the external administrator under Section 90-35 of the IPS.

The Chairperson also informed the meeting that the extent of those rights given to creditors and the manner in which those rights are to be exercised is provided for in the Act and the IPS.

ADMINISTRATORS' ADDRESS TO THE CREDITORS:

The Chairperson then addressed the meeting, referring to the meeting presentation document which is annexed to these minutes.

Events leading up to appointment

The Chairperson provided a brief overview of the claims against the Company which prompted the directors to place the Company in Administration. These included the class actions led by Piper Alderman and Shine Lawyers, claims filed with AFCA, as well as regulatory penalties as agreed with ASIC and subject to Court approval.

Overview of the Company

The Chairperson provided a detailed overview of the overall structure of E&P Financial Group Limited (EP1), the parent of the Company, as well as the services being provided by the Company. The Administrator also discussed the number of clients, the owner of client assets and its overall reliance on EP1 to provide ongoing financial support and client services.

Financial performance & position

The Chairperson detailed the overall financial position of the Company over the past six months. This information was deemed to be commercially sensitive and was not recorded for the purposes of meeting minutes.

Key focus of administration

The Administrator confirmed to attendees at the meeting that the focus of the Administration was the following:

- Convening the first meeting of creditors using virtual meeting technology
- Assessing whether the Company's business was capable of being separated and sold

- Facilitating existing clients to either transition to EP1 as a client or to a third party provider of their choice
- Engage with ASIC regarding preservation of the Australian Financial Services Licence (AFSL)
- Preserve and realise any available assets
- Determine whether a Deed of Company Arrangement (DOCA) could be made available to creditors
- Establish a fair and equitable method to review creditor claims

Proposed DOCA proposal from EP1

The Administrator provided a description of a potential DOCA proposal being provided from EP1. Per EP1's ASX release, it intends to put forth a DOCA which provides for the comprehensive settlement of Company and related claims. At this stage, the proposal would likely require the release of all parties to the class action, and that the penalty agreed with ASIC would be paid into the fund to be shared by creditors. The Administrator advised that a period of 2 to 3 months would be required until this proposal could be considered by creditors.

Frequently asked questions

The Administrator addressed some frequently asked questions, including those regarding insurance, client fees, AFCA and creditor claims.

The Administrator paused to answer a question regarding the release of Evans & Partners from claims. The Administrator advised that the process of the Administration would not undermine or prohibit any claims being made against the Company, and recommended that creditors seek advice before agreeing to any proposal.

SECOND MEETING OF CREDITORS

The Administrators are required to report to creditors and hold second meetings of creditors where creditors will vote on the future of the Company by 24 February 2022. At the second meeting, creditors will vote on the future of the Company.

In the report the Administrators are required to provide their opinion on the options provided to creditors.

The options available for creditors to vote on are:

- Deed of Company Arrangement
- Liquidation
- End the Administration.

EXTENSION OF THE CONVENING PERIOD:

The Chairperson explained that due to the complexity of the claims in the Administration, the Administrators may need to seek orders from the Court allowing an extension of the convening period in order to provide sufficient time in order to properly assess any potential proposal for a deed of company arrangement.

The Chairperson advised the meeting that the Administrators intend to make an application to Court seeking an extension of up to six months to hold the second meeting.

ESTIMATED OUTCOME FOR CREDITORS

The Administrators are unable to provide an estimate to creditors on a potential return at this stage. We will provide an update on the estimated outcome for all creditors in the second report to creditors.

QUESTIONS FROM CREDITORS:

The Chairperson elected to stand down the meeting until 3:15PM AEDT in order to facilitate questions from the audience.

The Chairperson answered various questions regarding the Administration, including:

- Creditor claims – calculation, eligibility and documentation
- Administrators' remuneration
- The creditor priority waterfall
- Proxies and attendees

- Overall timeline and period for the Administration process
- Overall pool of funds estimated
- Previous AFCA settlements of creditor claims
- Availability of Company services and website

As previously advised, the Chairperson reiterated his comments that he would review all questions asked during the meeting and update the Frequently Asked Questions document available on the PwC website and online creditors portal both for any questions which had not been addressed during the meeting, as well as answering questions that would be helpful for creditors who did not attend the meeting

APPOINTMENT OF ALTERNATIVE ADMINISTRATORS:

The Chairperson advised the meeting that he had not received a Consent to Act from another insolvency practitioner nor had he received a required DIRRI from any potential alternate administrator.

As there were no nominations or Consents to Act from any other insolvency practitioner, the Chairperson confirmed that Stephen Longley and Craig Crosbie will continue as Administrators.

COMMITTEE OF INSPECTION:

The Chairperson advised the meeting that creditors may resolve to appoint a Committee of Inspection (COI). The Chairperson stated that the functions of the committee, if established, are as follows:

- to advise and assist the external administrators of the Company;
- to give directions to the external administrators of the Company;
- to monitor the conduct of the external administrators of the Company;
- such other functions as are conferred on the committee by the Act; and
- to do anything incidental or conducive to the performance of any of the above functions.

The Chairperson informed the meeting that:

- the committee has the power to determine the Administrators' remuneration in accordance with the Section 60-10 of the IPS
- the external administrator of a company must have regard to any directions given by the COI but the external administrator is not required to comply with such directions.

Please note that membership of a COI is voluntary and that members of the committee are to represent the interests of all creditors.

I would like to touch on the requirements of committee members:

- The responsibility of being a committee member should not be taken lightly
- Nominees should note the time required to attend meetings/conference calls (often at short notice) and receive updates from Administrators
- Nominees should note that the duration of the committee is unknown but may be several months or more
- Nominees should note they may be required to sign a confidentiality undertaking.

The Chairperson advised that in the Administrators' opinion, a COI would be beneficial. Whether or not a committee is formed and the membership of any committee is ultimately for the creditors of the Company to decide.

The Chairperson reiterated that it was his view that a committee should be formed for this administration and the preferred composition of the committee would be between three and six members. Following discussions with creditors prior to the meeting, three nominations had been received, as follows:

1. Martin del Gallego of Piper Alderman representing Kosen-Rufu Pty Ltd

2. Jan Saddler of Shine Lawyers representing Watson & Co Superannuation Pty Ltd ATF Watson & Co Superannuation Fund
3. Janice Smith representing Jan Smith & Associates Pty Ltd ATF The JSA Fund

The Chairperson advised that pursuant to IPS, s 80-55(1) a member of a committee of inspection must not directly or indirectly derive any profit or advantage from the external administration of the company. This includes if a member directly or indirectly derives a profit or advantage from a creditor of the company, or from a transaction (including a sale or purchase) entered into for or on account of the company (IPS, s 80-55(2)(a) and (b)).

The Chairperson noted however, that IPS s80-55(3) states that this section does not apply if the creditors resolve otherwise, and he believed it would be necessary for creditors to pass such a resolution to allow Mr del Gallego and Ms Saddler to become members of the COI.

The Chairperson said this was because Piper Alderman were being paid by a litigation funder to conduct its class action, which is likely to be an indirect profit from a creditor, while Shine Lawyers was conducting its class action on a "no win, no fee" basis, which is a direct profit from a creditor (in the event they won and received fees). The fee arrangements could also constitute "transactions" that were entered into "on account of" the Company. The Chairperson said that both Mr del Gallego and Ms Saddler presumably receive compensation from their firm, either as an equity partner or by way of salary. This is likely to constitute an indirect profit or advantage. Therefore, if Mr del Gallego and Ms Saddler were to be appointed to the COI, they would likely be in a technical breach of this section because they are deriving a profit from the creditors of the Company.

The Chairperson advised that before creditors consider resolving to appoint either Ms Saddler or Mr del Gallego to the COI, which the Administrators recommend, he proposed that creditors pass a resolution that s 80-55(1) of the IPS does not apply in relation to the professional fees earned by Mr del Gallego (as a partner of Piper Alderman) in relation to the Piper Alderman Class Action and by Ms Saddler (as an employee of Shine Lawyers) in relation to the Shine Class Action.

The Chairperson noted that he would stand the meeting down for five minutes to allow:

1. Any creditor who had a query regarding the COI, including the proposed resolution regarding Ms Saddler and Mr del Gallego, to submit this query through the webcast portal by clicking the Q&A button
2. If any other creditor wanted to nominate to be on the committee they could do this via the webcast portal by clicking the Q&A button and stating their name, the name of the creditor they represent, and who was nominated to be on the committee.

The Chairperson noted that given there were now three representatives, including two of the lawyers conducting the class actions, creditors may be satisfied that they had sufficient representation on the committee. If creditors did want to nominate additional members of the committee, only two to three additional nominations would be recommended to achieve a workable number.

The Chairperson stood down the meeting for 5 minutes to enable nominations and questions to be submitted via the Q&A portal.

The Chairperson resumed the meeting and provided the following information to answer questions received during the stand down period:

- Being on the committee does not provide the committee member with preferential treatment
- The credentials of a good committee member are attention to detail, an inquiring mind, a level of objectivity and pragmatism to assessing any DOCA proposal versus

liquidation option, and being available to attend meetings which are quite often called on short notice

- The role of a committee member is to represent all creditors and this includes the class action lawyers. They are not there to just represent their clients but as the class actions need to be dealt with the involvement of the class actions lawyers is welcome.
- Payment of any fees to the class action lawyers would be part of the creditor approval process for any DOCA proposal, which is voted on at the second meeting of creditors. Appointing the class action lawyers to the committee of inspection does not give away any rights creditors may have in this regard.

The Chairperson noted that it would be good to have a combination of class action lawyers and other client creditors on the committee and confirmed that two more nominations had been received for the committee. These nominations were:

1. Peter Freund representing the Freund Pucci Superannuation Fund
2. Cathy Monro representing the K&C Monro Superannuation Fund

The Chairperson advised the meeting that before creditors voted to form the committee of inspection, they needed to pass the resolution to deal with the direct or indirect benefit the class action lawyers may receive from the administration.

The Chairperson proposed the following resolution:

“Piper Alderman are the legal representatives of the class of complainants in Federal Court of Australia proceeding number VID640/2021 (Piper Alderman Class Action) and may earn professional fees for services provided in relation to that proceeding. Martin del Gallego is a partner at Piper Alderman and is seeking to be nominated to the committee of inspection for the Company on behalf of Piper Alderman's clients, Kosen-rufu Pty Ltd and Trudy Stott, who have submitted a proof of debt to the administrators.

Shine Lawyers are the legal representatives of the class of complainants in Federal Court of Australia proceeding number VID769/2021 (Shine Class Action) and may earn professional fees for services provided in relation to that proceeding. Jan Saddler as an employee of Shine Lawyers and is seeking to be nominated to the committee of inspection for the Company on behalf of Shine Lawyers' client, Watson & Co Superannuation Pty Ltd, which has submitted a proof of debt to the administrators.

The professional fees that may be earned by Mr del Gallego (as a partner of Piper Alderman) in relation to the Piper Alderman Class Action and by Ms Saddler (as an employee of Shine Lawyers) in relation to the Shine Class Action may constitute one or both of the following:

- (a) a directly or indirectly derived profit or advantage from a transaction (including a sale or purchase) entered into for or on account of the company pursuant to s 80-55(2)(a) of the IPS; and
- (b) a directly or indirectly derived profit or advantage from a creditor of the company pursuant to s 80-55(2)(b) of the IPS.

The creditors of the Company hereby resolve pursuant to section 80-55(3) of the Insolvency Practice Schedule to the Corporations Act 2001 (Cth) (IPS) that:

s 80-55(1) of the IPS does not apply in relation to the professional fees earned by Mr del Gallego (as a partner of Piper Alderman) in relation to the Piper Alderman Class Action and by Ms Saddler (as an employee of Shine Lawyers) in relation to the Shine Class Action.”

The Chairperson advised that he would provide creditors with 5 minutes to vote on the resolution in the online creditors portal, however, he would stand down the meeting for 10 minutes to allow the PwC team a further five minutes to determine the outcome of the poll.

The Chairperson confirmed that the meeting had been stood down at 4:00pm AEDT and would reconven at 4:10PM AEDT.

When the meeting resumed, the Chairperson advised that based on the votes received, the motion was carried.

The Chairperson advised that 3 additional nominations had been received for the COI, as follows:

3. Kathryn Gorham representing Gorham Mackie Superannuation Fund
4. Peter Freund representing the Freund Pucci Superannuation Fund
5. Cathy Monro representing the K&C Monro Superannuation Fund

The Chairperson proposed the following resolution:

“That a committee of inspection comprising

- Martin del Gallego
- Jan Saddler
- Janice Smith
- Kathryn Gorham
- Peter Freund
- Cathy Monro

be appointed for Dixon Advisory & Superannuation Services Pty Limited
(Administrators Appointed)”

The Chairperson confirmed that a poll would be conducted in relation to the resolution.

The Chairperson advised he would provide creditors with 5 minutes to vote on the resolution in the online creditors portal however he would stand down the meeting for 10 minutes to allow the PwC team a further five minutes to determine the outcome of the poll.

The Chairperson confirmed that the meeting had been stood down at 4:20PM AEDT.

The Chairperson reconvened the meeting at 4:40PM AEDT.

The Chairperson advised that based on the votes received, the motion was carried.

**REMUNERATION
OF
ADMINISTRATORS:**

The Chairperson advised that the ARITA Code of Professional Practice requires an administrator to provide an estimate of expected remuneration in their first advice to creditors.

The Chairperson confirmed that the Administrators’ fees are approved by Creditors or the Court and the Administrators are required to provide a Remuneration Report to creditors detailing their fees prior to the approval of any fees by creditors.

No remuneration will be paid until fees are approved by Creditors or the Court.

The Chairperson proposed that the Administrators’ fees for the Administration of the Company to be calculated on a time basis, using the hourly rates as shown in the slide presentation.

OTHER BUSINESS: The Chairperson asked whether there were any other matters that those present wishes to discuss? If so, the questions should be lodged in the Q&A portal.

The Chairperson answered further questions regarding:

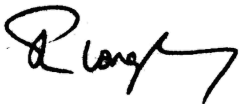
- Class action lawyers, their fees and responsibilities
- Administrators' role in managing the COI and conflicts of interest
- Administrators' responsibility to provide updates to creditors
- Potential voidable transactions and preference payments
- Class action and DOCA proposal questions.

CLOSURE: There being no further business, the Chairperson thanked those present for attending.

The Chairperson declared the meeting closed at 5:10PM AEDT.

Signed as a correct record

DATED this 14th day of February 2022



Stephen Longley
Chairperson

Dixon Advisory & Superannuation Services Pty Limited (Administrators Appointed)

First Meeting of Creditors
1 February 2022



Meeting agenda

1. Purpose of meeting
2. Meeting formalities
3. Administrator's address to creditors
4. Questions
5. Alternative administrators
6. Committee of inspection
7. Administrators' remuneration
8. Any other business

1

Purpose of
Meeting

Purpose of the meeting

- Update creditors and answer questions in relation to the administration
- Determine, whether to appoint a Committee of Inspection and if so appoint its members
- If an alternative Administrator has been proposed, creditors may consider and resolve to remove the Administrators from office and appoint alternative Administrator(s)

2

Meeting Formalities

Meeting formalities

- Administrator to chair the meeting
- Attendance register, quorum and details of proxies received
- Minutes of meeting
- Tabling of documents and Notice of meeting
- Declaration of Independence, Relevant Relationships and Indemnities (DIRRI)
- Process for resolutions and voting

3

Administrator's
Address

Administrator's address to creditors

- Events leading up to appointment
- Company overview
- Financial performance & position
- Key focus of administration
- Proposed DOCA proposal from EP1
- Frequently asked questions
- Second meeting of creditors
- Extension of convening period

Events leading up to appointment

- The Directors resolved to appoint Administrators to DASS due to the mounting actual and potential liabilities from:
 - Class actions led by Piper Alderman and Shine Lawyers
 - Claims against the Company being determined by the Australian Financial Complaints Authority (AFCA)
 - Regulatory penalties agreed with ASIC which are subject to approval by Court.

Company overview

- Dixon Advisory & Superannuation Services Pty Limited (DASS) is a subsidiary of E&P Financial Group Limited (EP1 or the Group)
- DASS is an Australian Financial Services Licensee (AFSL) that provides investment advice, as part of bundled accounting and investment services, with Dixon Advisory Super Pty Ltd (now E&P SMSF Services Pty Limited)
- It services circa 4,000 clients which are mainly self-managed super funds
- Importantly for clients, DASS does not have custody over any client assets - these are held either by the clients themselves or by independent third party custodians
- DASS has limited operating assets of its own and is reliant on the Group and other third party providers for all critical services and staff, including execution services, advisors/authorised representatives, finance, risk and compliance and IT.

Company overview, continued

- EP1 has committed to the Administrators that it will continue to support DASS and its clients until 30 June 2022. Without this commitment, DASS would not be able to continue operating
- The Administrators have also implemented review and oversight procedures with the Group in respect of DASS's operations during the administration period
- DASS is also unable to operate without an AFSL and the appointment of administrators could place the AFSL at risk. The Administrators are liaising with ASIC regarding the preservation of DASS's AFSL for the administration period.

Financial performance & position

- Based on draft management accounts, the Company's trading performance for the six months ending 31 December 2021 included:
 - Revenue of \$5.56m
 - Expenses of \$11.75m (\$8.47m before the costs of the regulatory proceeding of \$3.28m)
 - Loss of \$6.18m (\$2.9m loss excluding regulatory proceeding costs)
- DASS has limited realisable assets
 - Cash of circa \$1m
 - Related party receivables estimated at circa \$1m

Key focus of administration

1. Convene the first meeting of creditors using virtual meeting technology to accommodate up to 6,000 potential attendees
2. Assess whether DASS has a business which is capable of being sold as a going concern
3. Facilitate the transition of DASS clients to another financial service provider of their choice
4. Engage with ASIC in respect of the AFSL which is necessary for the orderly transition of clients to alternative service providers
5. Preserve and realise the available assets
6. Explore the terms of a Deed of Company Arrangement (DOCA) proposal from the Group or another party
7. Establish a process to verify and quantify creditor claims which treats all claims in a consistent and fair manner.

Potential DOCA Proposal from EP1

- EP1's ASX release advises that it aims to propose a DOCA which provides for the comprehensive settlement of all DASS and related claims (including the representative proceedings) in a manner which provides for equitable treatment of all DASS clients/creditors
- We understand that any proposal from EP1 will:
 - require the release of all parties to the class actions
 - include the penalty agreed with ASIC as part of the DOCA settlement to be shared by all creditors
- It may be 2 to 3 months before EP1 is in a position to submit a DOCA proposal.

Frequently asked questions

- Insurance
- Client fees
 - Fees paid in advance before 19 January
 - Fees paid in advance after 19 January
- AFCA & client complaints process
 - Internal dispute resolution
 - External dispute resolution
- Creditor claims

Second Meeting of Creditors

- The Administrators are required to report and hold a second meeting of creditors by 24 February 2022
- At the second meetings, creditors will vote on the future of DASS. The options available for creditors to vote on are:
 - Deed of Company Arrangement
 - Liquidation
 - End the Administration
- The Administrators are also required to provide creditors with a comprehensive report prior to the meeting which includes details of the DOCA proposal and a recommendation on each of the three options listed above
- Given the complexity of the Administration, including the likely timeframe to receive the EP1 DOCA proposal, the Administrators intend to make an application to Court seeking an extension of time of up to six months to hold the second meeting.

Estimated outcome for creditors

- The Administrators are unable to provide an estimate to creditors on a potential return at this stage
- We will provide an update on the estimated outcome for all creditors in the Administrators' Report to creditors pursuant to section 75-225 of the *Insolvency Practice Rules (Corporations) 2016*.

4

Questions?

Please lodge your question using the Q&A button and specify:

- Your name
- The company you represent

5

Alternative
Administrators

Alternative Administrators

- We have not received any consents to act from potential alternative Administrators
- In the absence of any consents, Stephen Longley and Craig Crosbie remain as Joint and Several Administrators of DASS.

6

Committee of
Inspection

Committee of Inspection

- The purpose of appointing a Committee of Inspection (COI) is primarily to allow the committee to consult the Administrators regarding key matters of interest during the administration, including any proposed Deed of Company Arrangement.

Committee of Inspection

- We have had nominations from 3 people who wish to be a member of the COI:
 - Martin del Gallego of Piper Alderman
 - Jan Saddler of Shine Lawyers
 - Janice Smith
- As Martin del Gallego and Jan Saddler are representing creditors in the representative proceedings (class actions) and may earn fees in that capacity, we will need to pass a separate resolution waiving the requirement that members of the COI do not derive a direct or indirect benefit from the administration if they are to be on the COI
- Do any other creditors wish to be on the COI or do you have any question about the COI?

Committee of Inspection

- Resolution – detailed

“Piper Alderman are the legal representatives of the class of complainants in Federal Court of Australia proceeding number VID640/2021 (Piper Alderman Class Action) and may earn professional fees for services provided in relation to that proceeding. Martin del Gallego is a partner at Piper Alderman and is seeking to be nominated to the committee of inspection for the Company on behalf of Piper Alderman's clients, Kosen-rufu Pty Ltd and Trudy Stott, who have submitted a proof of debt to the administrators.

Shine Lawyers are the legal representatives of the class of complainants in Federal Court of Australia proceeding number VID769/2021 (Shine Class Action) and may earn professional fees for services provided in relation to that proceeding. Jan Saddler is an employee of Shine Lawyers and is seeking to be nominated to the committee of inspection for the Company on behalf of Shine Lawyers' client, Watson & Co Superannuation Pty Ltd, which has submitted a proof of debt to the administrators.

Committee of Inspection

- Resolution continued

The professional fees that may be earned by Mr del Gallego (as a partner of Piper Alderman) in relation to the Piper Alderman Class Action and by Ms Saddler (as an employee of Shine Lawyers) in relation to the Shine Class Action may constitute one or both of the following:

- a) a directly or indirectly derived profit or advantage from a transaction (including a sale or purchase) entered into for or on account of the company pursuant to s 80-55(2)(a) of the IPS; and
- b) a directly or indirectly derived profit or advantage from a creditor of the company pursuant to s 80-55(2)(b) of the IPS.

The creditors of the Company hereby resolve pursuant to section 80-55(3) of the Insolvency Practice Schedule to the Corporations Act 2001 (Cth) (IPS) that:

s 80-55(1) of the IPS does not apply in relation to the professional fees earned by Mr del Gallego (as a partner of Piper Alderman) in relation to the Piper Alderman Class Action and by Ms Saddler (as an employee of Shine Lawyers) in relation to the Shine Class Action.”

Committee of Inspection

- Resolution – extract in the creditors portal:
“That section 80-55(1) of the Insolvency Practice Schedule does not apply in relation to the professional fees earned by Mr Martin del Gallego (as a partner of Piper Alderman) in relation to the Piper Alderman Class Action and by Ms Jan Saddler (as an employee of Shine lawyers) in relation to the Shine Class Action.”

Committee of Inspection

- Resolution:

“That a committee of inspection comprising:

- Martin del Gallego
- Jan Saddler
- Janice Smith
- Kathryn Gorham
- Peter Freund
- Cathy Monro

be appointed for Dixon Advisory & Superannuation Services Pty Limited (Administrators Appointed)”

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Administrators' Remuneration

Administrators' remuneration

- Administrators' fees are approved by creditors or the Court
- We are required to provide a remuneration report to creditors detailing our fees prior to the approval of any fees by creditors
- No remuneration will be paid until fees are approved by creditors or the Court
- We propose our fees for the DASS administration to be calculated on a time basis, using the following hourly rates (excluding GST):

Partner	785	Senior Consultant	475
Managing Director	750	Consultant	385
Director	685	Offshore Professional	250
Senior Manager	620	Specialist	210
Manager	575	Administration Support	210

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Any other business

Thank you

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