



**PILOT PARTNERS**  
Chartered Accountants  
Level 10, Waterfront Place  
1 Eagle St. Brisbane 4000  
PO Box 7095 Brisbane 4001  
Queensland Australia  
P +61 7 3023 1300  
F +61 7 3229 1227  
pilotpartners.com.au

## MEETING INSTRUCTIONS

### Bestjet Travel Pty Ltd (Administrators Appointed) ACN 155 965 601 Formerly Trading as “Bestjet.com”

Pursuant to section 439A of the *Corporations Act 2001* (“the Act”), we are required to convene a meeting of creditors.

At that meeting, the creditors are required to resolve that the Company's affairs be dealt with in one of the three following ways:

- That the Company execute a Deed of Company Arrangement (“DOCA”); or
- That the administration should end; or
- That the Company be wound up.

A meeting of creditors to decide the Company’s future will be held on **Thursday, 31 January 2019 at 10:30AM AEST**. Details as follows:

<b>Date:</b>	Thursday, 31 January 2019
<b>Registration Time:</b>	9:30AM AEST
<b>Meeting Start Time:</b>	10:30AM AEST
<b>Location:</b>	“Avro Room” at Royal on the Park Brisbane 152 Alice Street, Brisbane, Queensland 4000

Please find **enclosed** the following for your information:

- Notice of Meeting of Creditors (**Appendix A**)
- Proof of Debt (Form 535) (**Appendix B**) including instructions.
- Proxy Form (**Appendix C**)

If you are unable to attend the meeting this will not affect the validity of your claim against the Company. We will continue to keep you updated as to the progress of the administration.

If you wish to attend the meeting this is what you need to do:

➤ **Step 1 – Proxy Form**

If you are attending the meeting because you are a creditor personally, you do not need to complete this form.

You are required to complete a proxy form if a representative (including the Chairperson) is attending the meeting and voting on your behalf:

- If your proxy is to decide how to vote on each of the resolutions put before the meeting, appoint your proxy as a **general** proxy.
- If you want to instruct your proxy how to vote on the resolutions, appoint your proxy as a **special** proxy and vote on each resolution on the proxy form.



➤ **Step 2 – Proof of Debt Form (Form 535)**

If you have not already done so, complete this form to lodge your claim in the administration.

We encourage you to lodge your proof of debt electronically by registering on the creditors' portal located at <https://creditors.accountants/Job/614/>. Alternatively, attached as **Appendix B** is a Proof of Debt form should you wish to lodge a paper copy.

➤ **Step 3 – Lodge forms with Administrators**

Complete and return the above form(s) to the Administrators before **12pm, Wednesday, 30 January 2019**. This can be done by email, facsimile, post or delivery and will minimise any delay with the commencement of the meeting.

If you are emailing the forms, please put "BESTJET MEETING" in the subject line and email to [Bestjetgroup@pilotpartners.com.au](mailto:Bestjetgroup@pilotpartners.com.au)

**Any forms received after 12pm, Wednesday, 30 January 2019 will not be included for the purposes of the meeting.**

**FORM 529**

*Corporations Act 2001 Subsection 439A(1)*  
*Insolvency Practice Rules (Corporations) 2016*  
75-15, 75-25, 75-35, 75-40(1)

**NOTICE OF SECOND MEETING OF  
CREDITORS OF COMPANY UNDER ADMINISTRATION**

**Bestjet Travel Pty Ltd (Administrators Appointed)**  
**ACN 155 965 601**  
**Formerly Trading as "Bestjet.com"**

Notice is given that a meeting of the creditors of the Company will be held at "Avro Room" at Royal on the Park Brisbane, 152 Alice Street, Brisbane, Queensland on **Thursday, 31 January 2019 at 10:30AM.**

Agenda:

- 1) To determine whether a quorum exists;
- 2) To receive and discuss the report of the Administrators about the business, property, affairs and financial circumstances of the company;
- 3) To receive a Statement of Administrator(s) opinion and reasons for the opinion:
  - (a) Whether it would be in the creditors' interests for the company(ies) to execute a deed of company arrangement;
  - (b) Whether it would be in the creditors' interests for the administration to end; or
  - (c) Whether it would be in the creditors' interests for the company to be wound up.
- 4) To receive a statement of such other information known to the administrator as will enable the creditors to make an informed decision about the matters at paragraphs 3(a)-(c);
- 5) To receive details of any transactions that appear to the Administrator(s) to be a voidable transaction in respect of which money, property, or other benefits may be recoverable by a liquidator under part 5.7B of the Act;
- 6) To receive details of any proposed deed of company arrangement; and
- 7) For the creditors of the Company(ies) to resolve that
  - (a) the Company(ies) execute a deed of company arrangement; or
  - (b) the administration(s) should end; or
  - (c) the Company(ies) be wound up.
- 8) Consider and resolve to appoint alternative company Liquidator(s) or Deed Administrators;
- 9) To approve the past Administrators' remuneration;
- 10) To fix the future remuneration of the Administrators on a time basis in accordance with the scale of fees to be tabled at the creditors meeting and resolve that they be empowered to draw them on a monthly basis or as required;
- 11) To fix the future remuneration of the Administrators of the Deed of Company Arrangement, if any, on a time basis in accordance with the scale of fees to be tabled at the creditors meeting and resolve that they be empowered to draw them on a monthly basis or as required;
- 12) To fix the future remuneration of the Liquidators, if any, on a time basis in accordance with the scale of fees to be tabled at the creditors meeting and resolve that they be empowered to draw them on a monthly basis or as required;
- 13) To consider and resolve to appoint a Committee of Creditors, and if so, who are to be the committee members;
- 14) If the company is wound up to consider the early destruction of books and records;
- 15) Questions to the Administrators and Directors;
- 16) Any other business; and
- 17) Closure of the meeting.


## **Entitlement to Vote at Creditors Meeting:**

Creditors are entitled to attend and vote at the meeting if the following documents are provided to the Administrators prior to the commencement of the meeting:

- Proof of Debt (Form 535) providing particulars of the debt or claim;
- Appointment of Proxy (Form 532) if the creditor wishes to appoint a representative to attend on the creditors behalf; and
- Power of Attorney if the creditor wishes to be represented at the meeting by an attorney.

Further details on a creditor's entitlement to vote are contained in IPR 75-85 details of which are set out in **note 1** below.

Dated this 22nd day of January 2019



**NIGEL MARKEY**  
**JOINT & SEVERAL ADMINISTRATOR**  
[www.pilotpartners.com.au](http://www.pilotpartners.com.au)

### **Note 1:**

The effect of section 75-85 (entitlement to vote as creditor at meetings of creditors) is:

- 1) A person other than a creditor (or the creditor's proxy or attorney) is not entitled to vote at a meeting of creditors.
- 2) Subject to subsections (3), (4) and (5), each creditor is entitled to vote and has one vote.
- 3) A person is not entitled to vote as a creditor at a meeting of creditors unless:
  - a) his or her debt or claim has been admitted wholly or in part by the external administrator; or
  - b) 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:
    - (i) those particulars; or
    - (ii) if required—a formal proof of the debt or claim.
- 4) A creditor must not vote in respect of:
  - a) an unliquidated debt; or
  - b) a contingent debt; or
  - c) an unliquidated or a contingent claim; or
  - d) a debt the value of which is not established; unless a just estimate of its value has been made.
- 5) A creditor must not vote in respect of a debt or a claim on or secured by a bill of exchange, a promissory note or any other negotiable instrument or security held by the creditor unless he or she is willing to do the following:
  - a) treat the liability to him or her on the instrument or security of a person covered by subsection (6) as a security in his or her hands;
  - b) estimate its value;
  - c) for the purposes of voting (but not for the purposes of dividend), to deduct it from his or her debt or claim.
- 6) A person is covered by this subsection if:
  - a) the person's liability is a debt or a claim on, or secured by, a bill of exchange, a promissory note or any other negotiable instrument or security held by the creditor; and
  - b) the person is either liable to the company directly, or may be liable to the company on the default of another person with respect to the liability; and
  - c) the person is not an insolvent under administration or a person against whom a winding up order is in force.





**PILOT PARTNERS**  
Chartered Accountants  
Level 10, Waterfront Place  
1 Eagle St. Brisbane 4000  
PO Box 7095 Brisbane 4001  
Queensland Australia  
P +61 7 3023 1300  
F +61 7 3229 1227  
pilotpartners.com.au

## **BestJet Travel Pty Ltd (Administrators Appointed)**

### **How to complete a Proof of Debt or Claim (Form 535)**

It is a creditor's responsibility to prove their claim to our satisfaction. When lodging a Proof of Debt, creditors should make sure that:

- The Proof of Debt or Claim (Form 535) is fully completed; and
- Substantiating documents, as described below, are attached.

#### **Directions for completing a Proof of Debt (Form 535)**

1. Insert full name and the amount you are owed (inclusive of GST).
  - a. "Date": Insert the date the debt arose.
  - b. "Consideration": Explain how the debt arose, e.g. "tickets paid for but not received", "refund not received for cancelled booking", etc.
  - c. "Amount": Include the total amounts owed to you (inclusive of GST).
  - d. "Remarks": Provide details of the substantiating documentation you have attached, e.g. "booking receipt", "bank statement", "e-ticket", etc.
2. Please leave this section blank, unless you are a secured creditor and hold security over the company's assets..
3. If you are completing the Form 535 for a debt owed to you personally, please leave this blank. If you are completing the Form 535 on behalf of a creditor, please mark where relevant.
4. Substantiating documents: please mark where appropriate and make sure you attach full supporting documentation to prove your claim.
5. Please date, sign and provide personal details where relevant.

#### **What do you need to attach?**

Please provide sufficient documentary evidence to substantiate your claim. Outlined below are some examples of documents to attach to your Form 535.

- Booking receipt obtained upon payment.
- Bank statement evidencing payment.
- E-ticket received upon booking.
- Refund request and/or cancellation request and confirmation of refund/cancellation received from BestJet.

Please email a copy of your completed Form 535 with substantiating documents to [bestjetgroup@pilotpartners.com.au](mailto:bestjetgroup@pilotpartners.com.au)

## APPOINTMENT OF PROXY

*Insolvency Practice Rules, 75-25  
Corporations Act 2001*

### BESTJET TRAVEL PTY LTD (ADMINISTRATORS APPOINTED) ACN: 155 965 601 FORMERLY TRADING AS "BESTJET.COM"

#### 1. Appointment of Proxy

I/We ..... (name)  
of ..... (company/entity if applicable)  
of ..... (address),  
a creditor of **Bestjet Travel Pty Ltd (Administrators Appointed)** appoint  
..... (name of proxy) or in his/her absence  
..... (alternate proxy if applicable) as my/our proxy to vote at the  
meeting of creditors to be held on **Thursday, 31 January 2019 at 10.30am** or at any  
adjournment of that meeting.

#### 2. Voting Directions

Please tick one:

- General proxy – proceed to 3. Signature.
- Special proxy – please complete the table below by voting with a tick.

Proposed Resolutions		For	Against	Abstain
<b>A.</b>	<b>The company be placed into liquidation</b> <i>"That the company be wound up and that Mr Nigel Markey and Mr Bradley Hellen be appointed joint and several Liquidators."</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>B.</b>	<b>Committee of Inspection ("COI")</b> <i>"That a Committee of Inspection be formed and the Committee of Inspection be authorised to approve the future fees of the joint and several Liquidators."</i>  <i>Note: COI members will be determined at the meeting.</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>C.</b>	<b>Administrators' Past Remuneration</b> <i>"That the remuneration of the joint and several Administrators, their partners and staff be hereby approved for the period 18 December 2018 to 20 January 2019 in the sum of \$213,090.50 (GST exclusive) and that the joint and several Administrators be authorised to draw their remuneration from funds available."</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Proposed Resolutions		For	Against	Abstain
<b>D. Administrators' Prospective Remuneration</b>	<i>"That the future remuneration of the joint and several Administrators, their partners and staff for the period 21 January 2019 to finalisation of the voluntary administration be approved to a maximum amount of \$88,000.00 (GST exclusive) and that they be calculated by reference to the hourly rates set down from time to time by Pilot Partners; and such remuneration be subject to review by the Court on the application of any creditor and that the joint and several Administrators be authorised to draw their remuneration from funds available on a monthly basis or as required."</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>E. Administrators' Disbursements</b>	<i>"That the internal disbursements (excluding disbursements recovered at cost) of the Administrators, for the period 18 December 2018 to the conclusion of the voluntary administration be approved to a maximum of \$1,500.00 (excluding GST) and that it be calculated in accordance with the schedule of disbursements set out in the report to creditors dated 22 January 2019 and that the Administrators be authorised to draw the disbursements from funds available on a monthly basis or as required."</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>F. Liquidator's Prospective Remuneration (if appointed)</b>	<i>"That the future remuneration of the joint and several Liquidators, their partners and staff from the commencement of the liquidation to the earlier of the next meeting of creditors or 6 months be approved to a maximum of \$325,000.00 (excluding GST) and that they be calculated by reference to the hourly rates as detailed in the report to creditors dated 22 January 2019 and that the joint and several Liquidators be authorised to draw the remuneration from funds available on a monthly basis or as required."</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>G. Liquidators' Disbursements (if appointed)</b>	<i>"That the internal disbursements (excluding disbursements recovered at cost) of the Liquidators, from the commencement of the liquidation to the earlier of the next meeting of creditors or 6 months be approved to a maximum of \$900.00 (excluding GST) and that it be calculated in accordance with the schedule of disbursements set out in the report to creditors dated 22 January 2019 and that the Liquidators be authorised to draw the disbursements from funds available on a monthly basis or as required."</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

### 3. Signature

Dated the \_\_\_\_\_ day of January 2019.

If the creditor is an individual

If the creditor is a company

.....

.....  
Director/Company Secretary

.....  
Print Name



**4. Certificate of Witness**

***This certificate is to be completed only if the person giving the proxy is blind or incapable of writing.***

The signature of the creditor, contributory, debenture holder or member must not be witnessed by the person nominated as proxy.

I .....(***name***) of .....  
.....(***address***), certify that the above instrument appointing a proxy was completed by me in the presence of and at the request of the person appointing the proxy and read to him or her before he or she signed or marked the instrument.

Dated the                    day of January 2019.

.....  
Signature of Witness

.....  
Description

.....  
Place of residence