

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

No. 2014/376655

IN THE MATTER OF **RETAIL ADVENTURES PTY LIMITED (IN LIQUIDATION)**  
ACN: 135 890 845

**Sperling Enterprises Pty Ltd**  
**ACN 001 882 364**  
Plaintiff

**Retail Adventures Pty Limited (In Liquidation) (ACN 135 890 845)**  
First Defendant

**Vaughan Strawbridge, John Lethbridge Greig and David John Frank Lombe in their  
capacities as joint and several liquidators of the First Defendant**  
Second Defendant

**TNW Australia Limited (ACN 072 775 529)**  
Third Defendant

**AFFIDAVIT OF SUSANNA MARGARET KHOURI SWORN 28 APRIL 2015**

On 28 April 2015, I, Susanna Margaret Khouri of Level 10, 39 Martin Place, Sydney, New South Wales, Investment Manager say on oath:

1. I am an investment manager employed by IMF Bentham Limited (IMF). I have been responsible for managing this matter on behalf of IMF since May 2014 and I am duly authorised to make this affidavit on IMF's behalf.
2. The following facts are within my own personal knowledge except as otherwise stated.
3. I refer in my earlier affidavit sworn 27 February 2015 and filed in these proceedings. (First Affidavit).
4. Exhibited to me at the time of swearing this affidavit and marked "SMK-2" is a paginated and tabbed folder of documents to which I refer by tab number.

  
Deponent

  
Witness

Filed on behalf of : the Plaintiff  
Prepared by:  
**COLIN BIGGERS & PAISLEY**  
Lawyers  
Level 42, 2 Park Street  
SYDNEY NSW 2000  
Email: [sgh@cbp.com.au](mailto:sgh@cbp.com.au)

DX: 280 SYDNEY  
Tel: (02) 8281 4555  
Fax: (02) 8281 4567  
Ref: SGH:HZC:134613  
Attention: Heather Collins

5. Terms defined in my First Affidavit have the same meaning in this Affidavit.

#### IMF Project Costs

6. I refer to paragraphs 16 to 20 of my First Affidavit. The Project Costs as defined by clause 1.1 of the IMF Funding Agreement and incurred by IMF from November 2012 to date can be summarised as follows:

Retail Adventures - 402195 - Summary		
	Description	Value \$
A.	Company Searches	\$ 4,702.96
B.	Postage and other costs associated with mailout of information to creditors	\$ 1,435.39
C.	Travel and accommodation expenses	\$ 19,059.49
D.	Public Relations (Sefiani)	\$ 10,995.60
E.	Solicitors' Costs and Disbursements	
	1. Pre-Proceedings Costs	\$205,964.01
	2. Section 600A Proceedings	\$638,850.55
	3. Appeal Proceedings	\$151,747.08
	4. Section 564 Proceedings and ancillary work	\$143,496.36
F.	Courier and miscellaneous costs	\$ 1,328.80
G.	Recoveries	-\$625,130.05
		<b>\$552,450.19</b>

7. Exhibited at **Tab 1** are the ledger details for each category of the Project Costs set out in the summary contained in paragraph 6 above.

8. I refer to paragraph 15 of the third defendant's submissions. Employees of IMF do not perform time costed work, and time costed work by IMF does not form part of the Project Costs.

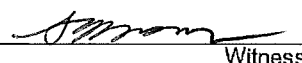
#### IMF Entitlements

9. Between 26 February 2015 and 27 February 2015 I engaged in email correspondence with Mark Clifton, solicitor for first and second defendants, and Vaughan Strawbridge. Exhibited at **Tab 2** is a copy of that email correspondence.

10. In addition to this email correspondence I also had a number of telephone conversations with Vaughan Strawbridge regarding the manner in which IMF calculates its entitlements under the IMF Funding Agreement.

11. I refer to paragraphs 63 to 66 of the affidavit of Vaughan Strawbridge sworn on 27 February 2015 and filed in these proceedings. I confirm that the methodology adopted by Mr

  
Deponent

  
Witness

Strawbridge is the methodology which IMF adopts when calculating its entitlements under the IMF Funding Agreements.

12. IMF is unable to calculate the exact amount payable to it under the IMF Funding Agreement from the Liquidators' interim distribution because that amount depends on the actual dividend amount declared by the Liquidators and the final amount of Project Costs to which IMF is entitled to be reimbursed under the IMF Funding Agreement.

SWORN at SYDNEY  
Signature of deponent *A. Khewi*  
Name of witness Susan Melody McCracken  
Address of witness 96 Nowack Avenue Uming Beach 2257  
Capacity of witness JP for NSW 188310

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.  
2 I have known the deponent for at least 12 months.

Signature of witness

*[Handwritten Signature]*

*A. Khewi*  
Deponent

*[Handwritten Signature]*  
Witness

**SCHEDULE**

**PLAINTIFF**

Sperling Enterprises Pty Ltd

ACN 001 882 364

**Plaintiff**

**DEFENDANTS**

Retail Adventures Pty Limited (In Liquidation) ACN  
135 890 845

**First Defendant**

Vaughan Strawbridge, John Lethbridge  
Greig and David John Frank Lombe in their  
capacities as joint and several liquidators of the  
First Defendant

**Second Defendant**

TNW Australia Limited (ACN 072 775 529)



Deponent



Witness

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DIVISION: EQUITY  
REGISTRY: SYDNEY

No. 2014/376655

IN THE MATTER OF RETAIL ADVENTURES PTY LIMITED (IN LIQUIDATION)  
ACN: 135 890 845

**Sperling Enterprises Pty Ltd**

**ACN 001 882 364**

Plaintiff

**Retail Adventures Pty Limited (In Liquidation) (ACN 135 890 845)**

First Defendant

**Vaughan Strawbridge, John Lethbridge Greig and David John Frank Lombe in their  
capacities as joint and several liquidators of the First Defendant**

Second Defendant


**TNW Australia Limited (ACN 072 775 529)**

Third Defendant

**CERTIFICATE IDENTIFYING EXHIBIT**

This is the exhibit marked "SMK-2" referred to in the affidavit of Susanna Margaret Khouri sworn on  
28 April 2015.

Before me:



Signature of person taking affidavit

**Exhibit "SMK-2"**  
**Folder of documents**

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Filed on behalf of :  
Prepared by:  
**Colin Biggers & Paisley**  
Lawyers  
Level 42, 2 Park Street  
SYDNEY NSW 2000  
Email:

DX: 280 SYDNEY  
Tel: (02) 8281 4555  
Fax: (02) 8281 4567  
Ref: :150457  
Attention:

**402195 - Retail Adventures  
A. Company Searches**

Document Date	Reference	Description	Paid To	Value	Fee Type
31/12/2012		SAI company searches Nov 12	SAI Global	\$ 809.85	DISB
31/12/2012		SAI company searches Nov 12 GST	SAI Global	\$ 27.58	DISB
12/03/2013		SAI company searches Feb 13	SAI Global	\$ 2,417.23	DISB
12/03/2013		SAI company searches Feb 13 GST	SAI Global	\$ 82.30	DISB
08/04/2013		SAI company searches Mar 13	SAI Global	\$ 137.01	DISB
08/04/2013		SAI company searches Mar 13 GST	SAI Global	\$ 4.67	DISB
07/05/2013		SAI company searches Apr 13	SAI Global	\$ 49.36	DISB
07/05/2013		SAI company searches Apr 13 GST	SAI Global	\$ 1.68	DISB
06/06/2013		SAI company searches May 13	SAI Global	\$ 298.71	DISB
06/06/2013		SAI company searches May 13 GST	SAI Global	\$ 117.86	DISB
06/06/2013		SAI company searches May 13 GST	SAI Global	\$ 10.17	DISB
06/06/2013		SAI company searches May 13 GST	SAI Global	\$ 4.02	DISB
12/09/2013		SAI company searches August 13	SAI Global	\$ 24.68	DISB
12/09/2013		SAI company searches August 13 GST	SAI Global	\$ 0.84	DISB
31/01/2014		GST Input Partial	SAI Global	\$ 4.87	GSTINX
31/01/2014		SAI company searches Feb 14	SAI Global	\$ 154.00	DISB
31/01/2014		GST Input Partial	SAI Global	\$ 10.53	DISB
28/02/2014		GST Input Partial	SAI Global	\$ 2.20	GSTINX
28/02/2014		SAI company searches Feb 14	SAI Global	\$ 69.60	DISB
28/02/2014		GST Input Partial	SAI Global	\$ 4.76	DISB
31/03/2014		GST Input Partial	SAI Global	\$ 2.65	GSTINX
31/03/2014		SAI company searches Mar 14	SAI Global	\$ 83.80	DISB
31/03/2014		GST Input Partial	SAI Global	\$ 5.73	DISB
30/04/2014		GST Input Partial	SAI Global	\$ 5.11	GSTINX
30/04/2014		SAI company searches Apr 14	SAI Global	\$ 161.50	DISB
30/04/2014		GST Input Partial	SAI Global	\$ 11.04	DISB
31/05/2014		GST Input Partial	SAI Global	\$ 2.87	GSTINX
31/05/2014		SAI company searches May 14	SAI Global	\$ 84.30	DISB
31/05/2014		GST Input Partial	SAI Global	\$ 5.76	DISB
30/11/2014		GST Input Partial	SAI Global	\$ 0.43	GSTINX
30/11/2014	SAI Global	SAI company searches Nov 14	SAI Global	\$ 26.69	DISB
31/12/2014		GST Input Partial	SAI Global	\$ 1.28	GSTINX
31/12/2014	SAI Global	SAI company searches Dec 14	SAI Global	\$ 80.08	DISB

\$ 4,702.96

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B. Postage and Other Costs Associated with Mailout of Information to Creditors

Document Date	Reference	Description	Paid To	Value	Fee Type
09/04/2013		Australia Post postage Mar 13	Australia Post	\$ 841.35	DISB
09/04/2013		Australia Post postage Mar 13 GST	Australia Post	\$ 28.65	DISB
07/05/2013		Australia Post postage Apr 13	Australia Post	\$ 546.77	DISB
07/05/2013		Australia Post postage Apr 13 GST	Australia Post	\$ 18.62	DISB

\$ 1,435.39

**402195 - Retail Adventures**  
**C. Travel and Accommodation Expenses**

Document Date	Reference	Description	Paid To	Value	Fee Type
04/03/2013		PR MC Coffee St Grge meet N Mastroan	Mastercard	\$ 20.21	DISB
04/03/2013		PR MC Coffee St Grge meet N Mastroan	Mastercard	\$ 0.69	DISB
30/04/2013		PR MC Miss Maudes meeting CBP	Mastercard	\$ 42.26	DISB
30/04/2013		PR MC Miss Maudes meeting GST	Mastercard	\$ 1.44	DISB
07/05/2013		Cabcharge travel Apr 13 PTH	Cabcharge Aust	\$ 22.77	DISB
07/05/2013		Cabcharge travel Apr 13 GST PTH	Cabcharge Aust	\$ 0.78	DISB
30/06/2013		PR MC Mishanghal meeting	Mastercard	\$ 26.11	DISB
30/06/2013		PR MC Mishanghal meeting GST	Mastercard	\$ 0.89	DISB
31/07/2013		PR MC Sushi Master meeting	Mastercard	\$ 27.85	DISB
31/07/2013		PR MC Sushi Master meeting GST	Mastercard	\$ 0.95	DISB
08/08/2013		P/C Syd Meeting refreshments Guests	Petty Cash	\$ 12.00	DISB
30/08/2013	Reimb 30/08/13	Reimb airfare exps - N Mastrantonis	Nicholas Mastrantonis	\$ 695.47	DISB
30/08/2013	Reimb 30/08/13	GST Input (Full Invest Debtors)	Nicholas Mastrantonis	\$ 69.55	DISB
03/09/2013	Reimb 03/09/13	Reimb accomm exps - N Mastrantonis	Nicholas Mastrantonis	\$ 313.73	DISB
03/09/2013	Reimb 03/09/13	GST Input (Full Invest Debtors)	Nicholas Mastrantonis	\$ 31.37	DISB
06/09/2013		Cabcharge travel August 13 PTH	Cabcharge Aust	\$ 12.38	DISB
06/09/2013		Cabcharge travel August 13 GST PTH	Cabcharge Aust	\$ 0.42	DISB
30/09/2013		PR MC Westin Syd accomm	Mastercard	\$ 1,315.02	DISB
30/09/2013		PR MC Westin Syd accomm GST	Mastercard	\$ 38.94	DISB
30/09/2013		PR MC Sushi Master meeting PR, NM	Mastercard	\$ 29.92	DISB
30/09/2013		PR MC Sushi Master meeting PR, NM GS	Mastercard	\$ 0.88	DISB
10/10/2013		Cabcharge travel September 13 PTH	Cabcharge Aust	\$ 133.24	DISB
10/10/2013		Cabcharge travel September 13 GST PT	Cabcharge Aust	\$ 3.95	DISB
31/10/2013		HT AMEX HR Flight PTH/SYD/PTH/SYD PR	AMEX	\$ 3,622.70	DISB
31/10/2013		HT AMEX HR Flight PTH/SYD/PTH/SYD PR	AMEX	\$ 107.29	DISB
08/11/2013		Cabcharge travel October 13 PTH	Cabcharge Aust	\$ 12.43	DISB
08/11/2013		Cabcharge travel October 13 GST PTH	Cabcharge Aust	\$ 0.37	DISB
21/11/2013		GST Input Partial	Nicholas Mastrantonis	\$ 47.43	GSTINX
21/11/2013	41599	Rydges accomm - Retail Adv	Nicholas Mastrantonis	\$ 823.64	DISB
21/11/2013	41599	Airfare Pth/Syd/Pth - Retail Adv	Nicholas Mastrantonis	\$ 660.90	DISB
21/11/2013		GST Input Partial	Nicholas Mastrantonis	\$ 102.47	DISB
21/11/2013	41599	Train fare - Retail Adv	Nicholas Mastrantonis	\$ 14.45	DISB
30/11/2013		HT AMEX HR Flight PTH/SYD/PTH/SYD PR	AMEX	\$ 3,914.07	DISB
30/11/2013		HT AMEX HR Flight PTH/SYD/PTH/SYD PR	AMEX	\$ 115.92	DISB
10/01/2014		GST Input Partial	Cabcharge Aust	\$ 4.33	GSTINX
10/01/2014		Cabcharge November 13	Cabcharge Aust	\$ 136.73	DISB
10/01/2014		GST Input Partial	Cabcharge Aust	\$ 9.34	DISB
31/03/2014		GST Input Partial	Cabcharge Aust	\$ 4.09	GSTINX
31/03/2014		Cabcharge March 14	Cabcharge Aust	\$ 129.18	DISB
31/03/2014		GST Input Partial	Cabcharge Aust	\$ 8.83	DISB
31/03/2014		GST Input Partial	NAB Mastercard	\$ 32.10	GSTINX
31/03/2014		Accommodation for Paul	NAB Mastercard	\$ 967.95	DISB
31/03/2014		GST Input Partial	NAB Mastercard	\$ 69.37	DISB
31/03/2014		Accommodation for Paul	NAB Mastercard	\$ 25.83	DISB
31/03/2014		Skype for PR	NAB Mastercard	\$ 20.87	DISB
17/04/2014		GST Input Partial	Rosso Espresso 89	\$ 0.37	GSTINX
17/04/2014	17/04/14	Staff refreshments	Rosso Espresso 89	\$ 11.82	DISB
17/04/2014		GST Input Partial	Rosso Espresso 89	\$ 0.81	DISB
28/04/2014		GST Input Partial	NAB Mastercard	\$ 136.23	GSTINX
28/04/2014		Airfare Pth/Syd/Pth P Rainford	NAB Mastercard	\$ 3,313.64	DISB
28/04/2014		Accommodation P Rainford	NAB Mastercard	\$ 968.86	DISB
28/04/2014		GST Input Partial	NAB Mastercard	\$ 294.30	DISB
28/04/2014		Administration fee HRG	NAB Mastercard	\$ 22.73	DISB
30/04/2014		GST Input Partial	Cabcharge Aust	\$ 3.82	GSTINX
30/04/2014		Cabcharge April 14	Cabcharge Aust	\$ 120.54	DISB
30/04/2014		GST Input Partial	Cabcharge Aust	\$ 8.24	DISB
05/05/2014		GST Input Partial	Rosso Espresso 89	\$ 1.38	GSTINX
05/05/2014	05/05/14	Staff refreshments	Rosso Espresso 89	\$ 43.54	DISB
05/05/2014		GST Input Partial	Rosso Espresso 89	\$ 2.98	DISB
23/05/2014		GST Input Partial	Rosso Espresso 89	\$ 1.21	GSTINX



**402195 - Retail Adventures**  
**C. Travel and Accommodation Expenses**

Document Date	Reference	Description	Paid To	Value	Fee Type
23/05/2014	May 2014	Meeting refreshments	Rosso Espresso 89	\$ 20.91	DISB
23/05/2014	May 2014	Meeting refreshments	Rosso Espresso 89	\$ 17.27	DISB
23/05/2014		GST Input Partial	Rosso Espresso 89	\$ 2.61	DISB
27/09/2014		GST Input Partial	Amex	\$ 12.29	GSTINX
27/09/2014		Lunch 3 IMF and 2 Extl re RAPL and C	Amex	\$ 388.38	DISB
27/09/2014		GST Input Partial	Amex	\$ 26.55	DISB
28/09/2014		GST Input Partial	NAB Mastercard	\$ 0.86	GSTINX
28/09/2014		Prainford & Nick Mastroantonis - Lu	NAB Mastercard	\$ 27.18	DISB
28/09/2014		GST Input Partial	NAB Mastercard	\$ 1.86	DISB

\$ 19,059.49

**402195 - Retail Adventures  
D. Public Relations**

Document Date	Reference	Description	Paid To	Value	Fee Type
14/10/2013	4580	Public Relations Services Sept 2013	Sefiani Comms	\$ 7,383.00	DISB
14/10/2013	4580	GST Input (Full Invest Debtors)	Sefiani Comms	\$ 738.30	DISB
16/12/2013	4665f	Disbursements	Sefiani Comms	\$ 344.00	DISB
16/12/2013		GST Input (Full Invest Debtors)	Sefiani Comms	\$ 34.40	DISB
31/12/2013	4665n	Disbursements	Sefiani Comms	\$ 2,269.00	DISB
31/12/2013		GST Input (Full Invest Debtors)	Sefiani Comms	\$ 226.90	DISB

\$ 10,995.60

**402195 - Retail Adventures**  
**E. Solicitors' Costs and Disbursements**

Document Date	Reference	Description	Paid To	Value	Fee Type	
04/04/2013	200463	Professional fees	Colins Biggers & Paisley	\$ 29,348.50	SOL	Pre
04/04/2013	200463	GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 2,934.85	SOL	Pre
04/04/2013	200463	General disbursements	Colins Biggers & Paisley	\$ 21,856.45	DISB	Pre
04/04/2013	200463	GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 2,185.64	DISB	Pre
18/06/2013	203306	Professional fees	Colins Biggers & Paisley	\$ 41,599.50	SOL	Pre
18/06/2013	203306	GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 4,159.95	SOL	Pre
18/06/2013	203306	General disbursements	Colins Biggers & Paisley	\$ 285.70	DISB	Pre
18/06/2013	203306	GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 28.57	DISB	Pre
28/06/2013	204054	Professional fees	Colins Biggers & Paisley	\$ 3,782.00	SOL	Pre
28/06/2013	204054	GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 378.20	SOL	Pre
28/06/2013	204054	General disbursements	Colins Biggers & Paisley	\$ 78.75	DISB	Pre
28/06/2013	204054	GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 7.88	DISB	Pre
06/08/2013	205748	Professional fees	Colins Biggers & Paisley	\$ 6,842.50	SOL	Pre
06/08/2013	205748	GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 684.25	SOL	Pre
09/09/2013	207227	Professional fees	Colins Biggers & Paisley	\$ 82,276.50	SOL	Pre
09/09/2013	207227	GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 8,227.65	SOL	Pre
09/09/2013	207227	Disbursements	Colins Biggers & Paisley	\$ 1,170.11	DISB	Pre
09/09/2013	207227	GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 117.01	DISB	Pre
13/09/2013	208391	Professional fees	Colins Biggers & Paisley	\$ 50,148.50	SOL	Sect 600A
13/09/2013	208391	GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 5,014.85	SOL	Sect 600A
13/09/2013	208391	Disbursements	Colins Biggers & Paisley	\$ 13,208.03	DISB	Sect 600A
13/09/2013	208391	GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 1,320.80	DISB	Sect 600A
13/09/2013	207353	Disbursements	Colins Biggers & Paisley	\$ 8,018.30	DISB	Sect 600A
13/09/2013	207353	GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 801.83	DISB	Sect 600A
16/09/2013	Supreme Court fees	Supreme Court fees	Colins Biggers & Paisley	\$ 7,297.00	DISB	Sect 600A
30/10/2013	209624	Disbursements	Colins Biggers & Paisley	\$ 24,024.17	DISB	Sect 600A
30/10/2013		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 2,402.42	DISB	Sect 600A
06/11/2013	210097	Solicitors Fees	Colins Biggers & Paisley	\$ 39,186.00	SOL	Sect 600A
06/11/2013		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 3,918.60	SOL	Sect 600A
06/11/2013	210097	Disbursements	Colins Biggers & Paisley	\$ 2,442.85	DISB	Sect 600A
06/11/2013	210097	Disbursements	Colins Biggers & Paisley	\$ 366.00	DISB	Sect 600A
06/11/2013		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 244.29	DISB	Sect 600A
26/11/2013	210637	Disbursements	Colins Biggers & Paisley	\$ 141,991.67	DISB	Sect 600A
26/11/2013		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 14,199.17	DISB	Sect 600A
28/11/2013	210892	Solicitors Fees	Colins Biggers & Paisley	\$ 91,632.50	SOL	Sect 600A
28/11/2013		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 9,163.25	SOL	Sect 600A
28/11/2013	210892	Disbursements	Colins Biggers & Paisley	\$ 6,983.21	DISB	Sect 600A
28/11/2013		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 698.32	DISB	Sect 600A
11/12/2013	212069a	Disbursements	Colins Biggers & Paisley	\$ 3,404.30	DISB	Sect 600A
19/12/2013	212633	Solicitors Fees	Colins Biggers & Paisley	\$ 8,705.00	SOL	Sect 600A
19/12/2013		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 870.50	SOL	Sect 600A
19/12/2013	212633	Disbursements	Colins Biggers & Paisley	\$ 131.15	DISB	Sect 600A
19/12/2013		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 13.12	DISB	Sect 600A
30/12/2013	6930496/498	Disbursements	Colins Biggers & Paisley	\$ 11,808.00	DISB	Sect 600A
14/01/2014	213522a	Solicitors Fees	Colins Biggers & Paisley	\$ 18,161.00	SOL	Sect 600A
14/01/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 1,816.10	SOL	Sect 600A
14/01/2014	213522a	Disbursements	Colins Biggers & Paisley	\$ 191.00	DISB	Sect 600A
14/01/2014	213522a	Disbursements	Colins Biggers & Paisley	\$ 40.35	DISB	Sect 600A
14/01/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 4.04	DISB	Sect 600A
21/02/2014	215198	Disbursements	Colins Biggers & Paisley	\$ 13,000.00	DISB	Appeal
21/02/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 1,300.00	DISB	Appeal
4/03/2014	216108	Solicitors Fees	Colins Biggers & Paisley	\$ 18,395.00	SOL	Appeal
4/03/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 1,839.50	SOL	Appeal
4/03/2014	216108	Disbursements	Colins Biggers & Paisley	\$ 1,865.01	DISB	Appeal
4/03/2014	216108	Disbursements	Colins Biggers & Paisley	\$ 548.10	DISB	Appeal
4/03/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 186.50	DISB	Appeal
10/03/2014	216272	Solicitors Fees	Colins Biggers & Paisley	\$ 20,898.00	SOL	Sect 600A
10/03/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 2,089.80	SOL	Sect 600A
10/03/2014	216272	Disbursements	Colins Biggers & Paisley	\$ 897.43	DISB	Sect 600A
10/03/2014	216272	Disbursements	Colins Biggers & Paisley	\$ 472.00	DISB	Sect 600A
10/03/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 89.74	DISB	Sect 600A

**402195 - Retail Adventures**  
**E. Solicitors' Costs and Disbursements**

Document Date	Reference	Description	Paid To	Value	Fee Type	
20/03/2014	216489	Solicitors Fees	Colins Biggers & Paisley	\$ 16,074.50	SOL	Appeal
20/03/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 1,607.45	SOL	Appeal
20/03/2014	216489	Disbursements	Colins Biggers & Paisley	\$ 40,577.61	DISB	Appeal
20/03/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 4,057.76	DISB	Appeal
20/03/2014	216489	Disbursements	Colins Biggers & Paisley	\$ 55.00	DISB	Appeal
20/03/2014	216491	Solicitors Fees	Colins Biggers & Paisley	\$ 8,503.50	SOL	Sect 600A
20/03/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 850.35	SOL	Sect 600A
20/03/2014	216491	Disbursements	Colins Biggers & Paisley	\$ 69.15	DISB	Sect 600A
20/03/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 6.92	DISB	Sect 600A
30/04/2014	218405	Solicitors Fees	Colins Biggers & Paisley	\$ 4,438.51	SOL	Sect 600A
30/04/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 443.85	SOL	Sect 600A
30/04/2014	218405	Disbursements	Colins Biggers & Paisley	\$ 22.20	DISB	Sect 600A
30/04/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 2.22	DISB	Sect 600A
30/04/2014	218411	Solicitors Fees	Colins Biggers & Paisley	\$ 3,958.00	SOL	Appeal
30/04/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 395.80	SOL	Appeal
30/04/2014	218411	Disbursements	Colins Biggers & Paisley	\$ 37,075.56	DISB	Appeal
30/04/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 3,707.56	DISB	Appeal
30/05/2014	219939	Solicitors Fees	Colins Biggers & Paisley	\$ 26,381.50	SOL	Sect 600A
30/05/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 2,638.15	SOL	Sect 600A
30/05/2014	219939	Disbursements	Colins Biggers & Paisley	\$ 688.77	DISB	Sect 600A
30/05/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 68.88	DISB	Sect 600A
30/05/2014	220006	Solicitors Fees	Colins Biggers & Paisley	\$ 1,609.00	SOL	Appeal
30/05/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 160.90	SOL	Appeal
30/05/2014	220006	Disbursements	Colins Biggers & Paisley	\$ 1,142.78	DISB	Appeal
30/05/2014	220006	Disbursements	Colins Biggers & Paisley	\$ 92.55	DISB	Appeal
30/05/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 9.26	DISB	Appeal
06/06/2014	220206	Disbursements	Colins Biggers & Paisley	\$ 3,717.49	DISB	Appeal
06/06/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 371.75	DISB	Appeal
18/06/2014	220602	Disbursements	Colins Biggers & Paisley	\$ 17,395.72	DISB	Sect 600A
18/06/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 1,739.57	DISB	Sect 600A
25/06/2014	221357	Solicitors Fees	Colins Biggers & Paisley	\$ 28,766.00	SOL	Sect 600A
25/06/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 2,876.60	SOL	Sect 600A
25/06/2014	221357	Disbursements	Colins Biggers & Paisley	\$ 208.11	DISB	Sect 600A
25/06/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 20.81	DISB	Sect 600A
01/08/2014	230731	Solicitors Fees	Colins Biggers & Paisley	\$ 17,114.00	SOL	Sect 600A
01/08/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 1,711.40	SOL	Sect 600A
01/08/2014	230731	Disbursements	Colins Biggers & Paisley	\$ 87.80	DISB	Sect 600A
01/08/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 8.78	DISB	Sect 600A
27/08/2014	231663	Solicitors Fees	Colins Biggers & Paisley	\$ 14,333.00	SOL	Sect 600A
27/08/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 1,433.30	SOL	Sect 600A
27/08/2014	231663	Disbursements	Colins Biggers & Paisley	\$ 85.17	DISB	Sect 600A
27/08/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 8.52	DISB	Sect 600A
#####	233598	Solicitors Fees	Colins Biggers & Paisley	\$ 5,664.50	SOL	Sect 600A
#####	233598	GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 566.45	SOL	Sect 600A
#####	233598	Disbursements	Colins Biggers & Paisley	\$ 235.90	DISB	Sect 600A
#####	233598	GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 23.59	DISB	Sect 600A
30/10/2014	234715	Solicitors Fees	Colins Biggers & Paisley	\$ 6,602.50	SOL	Sect 600A
30/10/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 660.25	SOL	Sect 600A
30/10/2014	234715	Disbursements	Colins Biggers & Paisley	\$ 133.35	DISB	Sect 600A
30/10/2014		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 13.34	DISB	Sect 600A
09/01/2015	237696	Disbursements	Colins Biggers & Paisley	\$ 4,800.00	DISB	Sect 564
09/01/2015		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 480.00	DISB	Sect 564
09/01/2015	237738	Solicitors Fees	Colins Biggers & Paisley	\$ 1,365.00	SOL	Sect 600A
09/01/2015	237738	GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 136.50	SOL	Sect 600A
09/01/2015	237738	Disbursements	Colins Biggers & Paisley	\$ 811.91	DISB	Sect 600A
09/01/2015	237738	GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 81.19	DISB	Sect 600A
22/01/2015	22/01/2015	Disbursements	Jenkins & Associates	\$ 800.00	DISB	Sect 564
22/01/2015		GST Input (Full Invest Debtors)	Jenkins & Associates	\$ 80.00	DISB	Sect 564
30/01/2015	238639	Solicitors Fees	Colins Biggers & Paisley	\$ 11,271.00	SOL	Sect 564
30/01/2015		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 1,127.10	SOL	Sect 564
30/01/2015	238639	Disbursements	Colins Biggers & Paisley	\$ 792.45	DISB	Sect 564

**402195 - Retail Adventures**  
**E. Solicitors' Costs and Disbursements**

Document Date	Reference	Description	Paid To	Value	Fee Type	
30/01/2015		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 79.25	DISB	Sect 564
24/02/2015	239253	Solicitors Fees	Colins Biggers & Paisley	\$ 18,079.50	SOL	Sect 564
24/02/2015		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 1,807.95	SOL	Sect 564
24/02/2015	239253	Disbursements	Colins Biggers & Paisley	\$ 2,816.00	DISB	Sect 564
24/02/2015	239253	Disbursements	Colins Biggers & Paisley	\$ 146.15	DISB	Sect 564
24/02/2015		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 14.62	DISB	Sect 564
24/02/2015	239246	Solicitors Fees	Colins Biggers & Paisley	\$ 10,147.50	SOL	Sect 564
24/02/2015		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 1,014.75	SOL	Sect 564
24/02/2015	239246	Disbursements	Colins Biggers & Paisley	\$ 4,692.00	DISB	Sect 564
24/02/2015	239246	Disbursements	Colins Biggers & Paisley	\$ 3,867.55	DISB	Sect 564
24/02/2015		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 386.76	DISB	Sect 564
31/03/2015	241023	Solicitors Fees	Colins Biggers & Paisley	\$ 29,827.50	SOL	Sect 564
31/03/2015		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 2,982.75	SOL	Sect 564
31/03/2015	241023	Disbursements	Colins Biggers & Paisley	\$ 27,094.12	DISB	Sect 564
31/03/2015		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 2,709.41	DISB	Sect 564
01/04/2015	241133	Disbursements	Colins Biggers & Paisley	\$ 16,800.00	DISB	Sect 564
01/04/2015		GST Input (Full Invest Debtors)	Colins Biggers & Paisley	\$ 1,680.00	DISB	Sect 564

**\$ 1,140,058.00**

1	Pre Proceedings Costs	\$	205,964.01
2	Section 600A Proceedings	\$	638,850.55
3	Appeal Proceedings	\$	151,747.08
4	Section 564 Proceedings and ancillary work	\$	143,496.36
		\$	<b><u>1,140,058.00</u></b>

239117 invoice has been cancelled and re-issued.

**402195 - Retail Adventures**  
**F. Courier and Miscellaneous Costs**

Document Date	Reference	Description	Paid To	Value	Fee Type
18/05/2013	P728265800-8	Teleconference P Rainford/S Hedge	Telstra	\$ 100.50	DISB
18/05/2013	P728265800-8	GST Input (Full Invest Debtors)	Telstra	\$ 10.05	DISB
31/10/2013	301103	Retail Adv - Document Production	Litsupport	\$ 511.55	DISB
31/10/2013	301103	GST Input (Full Invest Debtors)	Litsupport	\$ 51.16	DISB
31/12/2014	37246797	Courier Fees	Mail Call	\$ 64.58	DISB
31/12/2014	37246797	Courier Fees GST	Mail Call	\$ 6.46	DISB
31/12/2014	37246797	Courier Fees	Mail Call	\$ 37.75	DISB
31/12/2014	37246797	Courier Fees GST	Mail Call	\$ 3.78	DISB
7/02/2015	37246801	Courier Fees	Mail Call	\$ 37.75	DISB
7/02/2015	37246801	Courier Fees GST	Mail Call	\$ 3.78	DISB
7/02/2015	37246801	Courier Fees	Mail Call	\$ 37.75	DISB
7/02/2015	37246801	Courier Fees GST	Mail Call	\$ 3.78	DISB
28/02/2015	37246805	Courier Fees	Mail Call	\$ 37.75	DISB
28/02/2015	37246805	Courier Fees GST	Mail Call	\$ 3.78	DISB
31/03/2015		GST Input Partial	Litsupport	\$ 3.63	GSTINX
31/03/2015	LS385439	Client ID 200221-Gummie	Litsupport	\$ 226.93	DISB
31/03/2015		GST Input Partial	Mail Call Couriers Pty Lt	\$ 2.96	GSTINX
31/03/2015	37246809	Courier fees Mar 2015	Mail Call Couriers Pty Lt	\$ 184.86	DISB

**\$ 1,328.80**

**402195 - Retail Adventures  
G. Recoveries**

Document Date	Reference	Description	Paid To	Value	Fee Type
		GST Recovered		-\$ 21,443.00	
		Cost Reimbursements		-\$ 603,687.05	

-\$ 625,130.05

## Heather Collins

---

**From:** Susanna Khouri [skhouri@imf.com.au]  
**Sent:** Friday, 27 February 2015 9:06 am  
**To:** Strawbridge, Vaughan (AU - Sydney)  
**Cc:** Clifton, Mark; Scott Hedge; Heather Collins; Evans, Kathryn (AU - Sydney)  
**Subject:** RE: RAPL Section 564 Application [IMF-IMFDOCS.FID15913]

**Follow Up Flag:** Saved to CBPNet  
**Flag Status:** Flagged

**Categories:** Timesheets, Printed/Saved

Dear Vaughan

Thank you. No further comments to offer.

Kind regards  
Susanna

Susanna Khouri  
Investment Manager

**IMFBENTHAM**  
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[www.imfbenthamltd.com](http://www.imfbenthamltd.com)

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---

**From:** Strawbridge, Vaughan (AU - Sydney) [mailto:vstrawbridge@deloitte.com.au]  
**Sent:** Friday, 27 February 2015 9:03 AM  
**To:** Susanna Khouri  
**Cc:** Clifton, Mark; Scott Hedge; Heather Collins; Evans, Kathryn (AU - Sydney)  
**Subject:** RE: RAPL Section 564 Application [IMF-IMFDOCS.FID15913]

Susanna,

GST updated for the project management fee as discussed.

Vaughan

**Vaughan Strawbridge**  
Partner  
Deloitte Touche Tohmatsu  
Grosvenor Place, 225 George Street, Sydney, NSW 2000, Australia  
Tel/Direct: +61 2 9322 5539 | Fax: +61 2 9322 7261 | Mobile: +61 406 534 626  
[vstrawbridge@deloitte.com.au](mailto:vstrawbridge@deloitte.com.au) | [www.deloitte.com.au](http://www.deloitte.com.au)



Please consider the environment before printing..



---

**From:** Strawbridge, Vaughan (AU - Sydney)  
**Sent:** Friday, 27 February 2015 8:54 AM  
**To:** 'Susanna Khouri'  
**Cc:** Clifton, Mark; Scott Hedge; Heather Collins; Evans, Kathryn (AU - Sydney)  
**Subject:** RE: RAPL Section 564 Application [IMF-IMFDOCS.FID15913]

Susanna

Attached is the updated spreadsheet supporting the numbers which will be in the affidavit.

Regards  
Vaughan

**Vaughan Strawbridge**  
Partner  
Deloitte Touche Tohmatsu  
Grosvenor Place, 225 George Street, Sydney, NSW 2000, Australia  
Tel/Direct: +61 2 9322 5539 | Fax: +61 2 9322 7261 | Mobile: +61 406 534 626  
[vasstrawbridge@deloitte.com.au](mailto:vasstrawbridge@deloitte.com.au) | [www.deloitte.com.au](http://www.deloitte.com.au)



Please consider the environment before printing..

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**From:** Susanna Khouri [<mailto:skhouri@imf.com.au>]  
**Sent:** Friday, 27 February 2015 8:42 AM  
**To:** Strawbridge, Vaughan (AU - Sydney)  
**Cc:** Clifton, Mark; Scott Hedge; Heather Collins  
**Subject:** FW: RAPL Section 564 Application [IMF-IMFDOCS.FID15913]  
**Importance:** High

Dear Vaughan

The GST on IMF's fee is not 10%. Please can you use 0.01733 as the GST percentage. IMF's fee is part taxable supply and part non-taxable supply so this is why you see this strange rate. Please proceed on the basis that this is an estimate. IMF works out this amount based on certain parameters agreed with the ATO. There are slight variations from year to year.

Kind regards

Susanna

**Susanna Khouri**  
Investment Manager

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---

**From:** Clifton, Mark [<mailto:Mark.Clifton@hsf.com>]  
**Sent:** Thursday, 26 February 2015 3:44 PM  
**To:** Susanna Khouri

**Cc:** Heather Collins; Scott Hedge  
**Subject:** RE: RAPL Section 564 Application [IMF-IMFDOCS.FID15913]

Hi Susanna

Please see the spreadsheet attached.

Regards

Mark

**Mark Clifton**  
Partner  
Herbert Smith Freehills

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[www.herbertsmithfreehills.com](http://www.herbertsmithfreehills.com)

---

**From:** Susanna Khouri [<mailto:skhouri@imf.com.au>]  
**Sent:** Thursday, 26 February 2015 3:09 PM  
**To:** Clifton, Mark  
**Cc:** Heather Collins; Scott Hedge  
**Subject:** RE: RAPL Section 564 Application [IMF-IMFDOCS.FID15913]

Dear Mark

Thank you for the draft affidavit.

Can you email me the spreadsheets which support your calculations in paragraphs 64 and 66 ? It is hard to check the figures without the excel sheets.

Also, given that there are now further preference recoveries, IMF may decide to charge the higher fee applicable to those recoveries under the funding agreement. I need to check this and will inform you of IMF's position as soon as possible.

Kind regards

Susanna

Susanna Khouri  
Investment Manager

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---

**From:** Clifton, Mark [<mailto:Mark.Clifton@hsf.com>]  
**Sent:** Thursday, 26 February 2015 2:34 PM  
**To:** Heather Collins ([HZC@cbp.com.au](mailto:HZC@cbp.com.au))  
**Cc:** Susanna Khouri; Scott Hedge ([SGH@cbp.com.au](mailto:SGH@cbp.com.au)); Morland, Veronica; [vastrawbridge@deloitte.com.au](mailto:vastrawbridge@deloitte.com.au); Evans,

Kathryn (AU - Sydney) ([KEvans@deloitte.com.au](mailto:KEvans@deloitte.com.au))  
**Subject:** RAPL Section 564 Application

Hi Heather

As discussed, I attach a copy of the affidavit which Vaughan is intending to swear tomorrow morning, for your information.

Regards

Mark

**Mark Clifton**  
Partner  
Herbert Smith Freehills

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[www.herbertsmithfreehills.com](http://www.herbertsmithfreehills.com)

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