

No: (P)NSD1681/2012

Federal Court of Australia
District Registry: New South Wales
Division: General

**VAUGHAN NEIL STRAWBRIDGE AND JOHN LETHBRIDGE CREIG AND
DAVID JOHN FRANK LOMBE, EACH IN THEIR CAPACITY AS JOINT AND
SEVERAL ADMINISTRATORS OF RETAIL ADVENTURES PTY LTD
(ADMINISTRATORS APPOINTED) ACN 136 178 839**
Plaintiff

**RETAIL ADVENTURES PTY LTD (ADMINISTRATORS APPOINTED) ACN 135
890 845**
Defendant

ORDER

JUDGE: Justice Jagot
DATE OF ORDER: 30 November 2012
WHERE MADE: Sydney

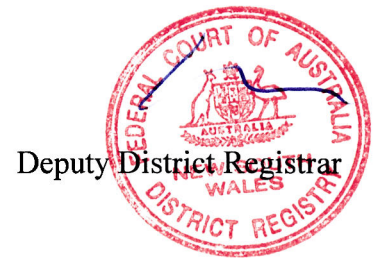


THE COURT ORDERS THAT:

1. Pursuant to s 447A(1) of the Corporations Act 2001 (Cth) (the **Act**), the operation of s 443A(1) of the Act be modified insofar as it applies to the liabilities of the Plaintiffs to the Licensee under the “Licence to Operate Business Deed – Retail Adventures” dated 26 October 2012 (the **Licence Agreement**) with effect that such liabilities be limited to the amount in respect of which the Plaintiffs are:
 - (a) entitled to be indemnified out of the assets of the Licensor pursuant to sections 443D, 443E and 443F of the Act; and
 - (b) actually indemnified out of the assets of the Licensor pursuant to sections 443D, 443E and 443F of the Act.

2. Any person having a sufficient interest may apply to the Court to vary the order made in paragraph 1 above upon providing at least 5 days' written notice to the Plaintiffs' solicitors.
3. As soon as practicable, the Plaintiffs are to provide notice to the creditors of the Company in the terms of these orders by email, where an email address for the creditors is held, or by way of written correspondence sent to their last known address. Notice of these orders is also to be made available on the website of the Plaintiffs, www.deloitte.com.
4. The costs of this application be costs and expenses in the administration of the Company and paid out of its assets.

Date that entry is stamped: 30 November 2012



Deputy District Registrar