



Sino Australia Oil and Gas Ltd (Administrators Appointed) A.C.N. 159 714 397

File Details

Name of Administrators: Christopher Darin & Matthew Jess
Date of Appointment: 4 May 2015
A.C.N. 159 714 397
Directors' Names: Ruiyu He & Wrixon Frank Gasteen & Guangbin Zhong & Tianxiang Shao & Yu Lu & Zhanhua Yuan

Appointment

On 4 May 2015 Matthew Jess and I were appointed Voluntary Administrators of the company.

The Voluntary Administration is a process designed to assist insolvent companies satisfy their debts by ensuring that they either:

- (a) Enter into a formal arrangement with their creditors to pay those debts (called a Deed of Company Arrangement), or
- (b) Be quickly and inexpensively placed into liquidation.

A Voluntary Administrator is appointed to control a company's affairs. The Administrator convenes two meetings of creditors. The first meeting is held within 8 business days of the appointment. A notice calling this meeting is included with this report. The second meeting is held about 4 to 6 weeks after the appointment. At the second meeting, creditors will choose the option which they believe will best serve their interests. The two most common outcomes are that the company execute a Deed of Company Arrangement or be placed into liquidation.

Note to creditors whose debts are guaranteed by other parties

If your debt in this estate is guaranteed by another party, and your guarantee contains a clause restricting that other party from proving their debt (if they have one) in this estate until your debt is paid, you must provide this office with a copy of that guarantee document before any meeting of creditors or payment of dividend.

Retention of Title and Registered Securities

The Personal Property Securities Register (PPSR) came into effect on 30 January 2012. The PPSR is a national register that registers interests in personal property. To have a security interest over the company's assets (for example: unpaid stock under a retention of title clause) for goods supplied after 30 January 2012, a creditor must have their interest registered against the company with the PPSR.

We are dealing directly with any parties that have registrations on the PPSR, however there is always the possibility that some creditors may not have registered their interest (including interests under a retention of

Sydney

File Number: 2424

ABN 83 542 598 451

Administrators: Christopher Darin &
Suite 3, Level 3, 350 George Street, Sydney NSW 2000
GPO Box 4956 Sydney NSW 2001

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E karthiga.kanagalingam@worrells.net.au

title clause) on the PPSR database post 30 January 2012. We ask that those creditors contact this office **immediately** and provide a copy of the credit application completed by the company, the outstanding invoices, details of any security held, a copy of their PPSR registration and a list of the items sold to the company but not yet paid for. No items will be returned to creditors until this office has verified the validity of any claims.

Fair Entitlements Guarantee (FEG)

If it is expected that insufficient funds will be recovered to enable a full distribution to employees, the government FEG system may be of assistance to those employees.

This government body specialises in assisting employees with outstanding entitlements that become due because of employers becoming insolvent. The scheme provides assistance with regard to the following employee entitlements:

- up to a maximum of 13 weeks unpaid wages for the period prior to the appointment of the Liquidator;
- unpaid annual leave;
- unpaid long service leave;
- up to a maximum of 5 weeks unpaid payment in lieu of notice; and
- up to a maximum of 4 weeks unpaid redundancy entitlement for each completed year of service.

If employees need to contact the Department of Employment, the details are below.

Web site: <http://employment.gov.au/fair-entitlements-guarantee-feg>
E-Mail: feg@deewr.gov.au
Phone: 1300 135 040

In the event that it is established that there are outstanding employee entitlements we will be liaising with FEG to enable that distribution to be made to employees. In the interim, employees should contact us with details of their outstanding entitlements.

Potential Matters to Investigate

We are gathering information on the financial affairs of the company and will issue a report to creditors on the results of those investigations in the near future.

In order to assist our enquiries please complete and return, with supporting documentation, the attached Proof of Debt and, if applicable, Potential Matters to Investigate form. If there is a particular matter you believe should be investigated please provide as much information as you can, including such things as all known dates, amounts and parties involved.

First Meeting of Creditors

Corporations Act Section 436E

Date of First Meeting:	14 May 2015
Time of Meeting:	12:00 AM.
Places of First Meeting:	Suite 3, Level 3, 350 George Street, Sydney NSW 2000 Level 15, 114 William Street, Melbourne VIC 3000
Must a Proof of Debt be lodged?	Yes
Appointment of Proxy form required?	Yes – if the creditor is a company or is appointing someone else.

This meeting is being held within eight business days of the Administrators' appointment as required by the Corporations Act.

Company Position

Company trading has been suspended on the Australian Stock Exchange.

The company's operations have been limited due to the ongoing proceedings commenced by the Australian Securities and Investments Commission. I attach an announcement lodged with the Australian Stock Exchange giving notice that the matter is listed for trial in the Federal Court of Australia in Melbourne on 20 July 2015.

The trading status of the company's subsidiary located in China remains unclear. I have commenced investigations into its current status and hope to be in a position to update creditors and shareholders of the company's status at the forthcoming meeting.

Details of any relationship with the company or other parties

We (the administrators and the firm) have had no previous dealings or professional or personal relationship with the company, its directors or secured creditor in relation to the affairs of Sino Australia Oil and Gas Ltd. Neither the company nor its directors have been clients of the firm and we have not offered any professional services to the company or its directors.

- Have we received funding from a third party to cover our fees and outlays? **No**

Proposed Remuneration of Administrators

Corporations Act Section 449E

The details of the Administrators proposed remuneration is set out in Schedule 2 to this report titled 'Initial Notification of Administrators Proposed Remuneration'.

Further Investigations & Report

Corporations Act Section 438A

In the next few weeks, further preliminary investigations will be carried out into the matters listed below. The results of these preliminary investigations will be set out in our report due to be released in about 3 weeks. The provisions of the Corporations Act require these investigations so that creditors may compare the provisions of any proposed Deed of Company Arrangement to the return that may be available in liquidation.

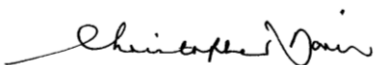
- Solvency of the Company at various times
- Insolvent Trading by directors and potential claims
- Preferential Payments to creditors
- Uncommercial Transactions
- Unfair Loans
- Offences committed by directors

Second Meeting of Creditors

Corporations Act Section 439A

A further meeting of creditors will be held to decide the future of the company. This meeting will be held in about 4 weeks, but a notice giving the exact date, time and place will be issued with our report about 1 week before the meeting. At this time the meeting has been set down for 9 June 2015. These details will also be on our website. There are three potential options for the future of the company and creditors will decide that future at that meeting. These options are:

- End the Voluntary Administration and hand the company back to the directors;
- Place the company into Liquidation;
- Accept the proposal for the Deed of Company Arrangement (if one is proposed).


Christopher Darin
Voluntary Administrator

worrells.net.au

FILE INFORMATION



THE FILE INFORMATION PAGE

Contains the latest information on this file, updated daily.
This page has been password protected for privacy reasons.

YOUR PASSWORD

To access this file is: **wp2424**.

EMAIL UPDATES



SUBSCRIBE FOR EMAIL UPDATES

Subscribe via the File Information page.

Email updates on this file will be delivered direct to your inbox every Monday morning or on the first day of each month.

LODGE ONLINE



LODGE YOUR CLAIM ONLINE

In most cases, it is not necessary to lodge a formal Proof of debt form with all of the supporting documents to have your claim recognised in the estate.

You can now lodge your proof of debt online from the File Information page – and receive a confirmation email with a copy of your proof of debt so that you are sure that we have received your claim.

WORRELLS.NET.AU



QUESTIONS AND ANSWERS ONLINE

Questions can be asked and answered online directly from our File Information page.

ASIC AND ARITA GUIDES

ASIC and the ARITA have released several guides to assist directors, shareholders, creditors and employees of companies in external administration. The details of these guides are set out on the following page.

We suggest creditors review the information contained in these guides (and our fact sheets) when considering any resolutions for the approval of any remuneration. They are located within the 'ARITA & ASIC Guides' link on our website.

GLOSSARY OF TERMS

A full glossary of terms can be found in the 'Dictionary' link on the Worrells website.

Insolvency information for directors, employees, creditors and shareholders



ASIC

Australian Securities & Investments Commission

ASIC has 11 insolvency information sheets to assist you if you're affected by a company's insolvency and have little or no knowledge of what's involved.

These plain language information sheets give directors, employees, creditors and shareholders a basic understanding of the three most common company insolvency procedures—liquidation, voluntary administration and receivership. There is an information sheet on the independence of external administrators and one that explains the process for approving the fees of external administrators. A glossary of commonly used insolvency terms is also provided.

The ARITA (ARITA), the leading professional organisation in Australia for insolvency practitioners, endorses these publications and encourages its members to make their availability known to affected people.

List of information sheets

- INFO 41 *Insolvency: a glossary of terms*
- INFO 74 *Voluntary administration: a guide for creditors*
- INFO 75 *Voluntary administration: a guide for employees*
- INFO 45 *Liquidation: a guide for creditors*
- INFO 46 *Liquidation: a guide for employees*
- INFO 54 *Receivership: a guide for creditors*
- INFO 55 *Receivership: a guide for employees*
- INFO 43 *Insolvency: a guide for shareholders*
- INFO 42 *Insolvency: a guide for directors*
- INFO 84 *Independence of external administrators: a guide for creditors*
- INFO 85 *Approving fees: a guide for creditors*

Getting copies of the information sheets

To get copies of the information sheets, visit ASIC's website at www.asic.gov.au/insolvencyinfosheets. The information sheets are also available from the ARITA website at www.arita.com.au. The ARITA website also contains the ARITA's Code of Professional Practice for Insolvency Professionals, which applies to ARITA members.

Important note: The information sheets contain a summary of basic information on the topic. It is not a substitute for legal advice. Some provisions of the law referred to may have important exceptions or qualifications. These documents may not contain all of the information about the law or the exceptions and qualifications that are relevant to your circumstances. You will need a qualified professional adviser to take into account your particular circumstances and to tell you how the law applies to you.

Notice of Meeting

FORM 529A

Paragraph 5.6.12(2)(aa)

Corporations Act

**Notice of First Meeting of
Creditors of Company Under Administration
Sino Australia Oil and Gas Ltd (Administrators Appointed)
A.C.N. 159 714 397**

1. On 4 May 2015 the company under Section 436A of the Corporations Act, appointed Christopher Darin and of Worrells Solvency & Forensic Accountants, Suite 3, Level 3, 350 George Street, Sydney NSW 2000, as the Administrators of the company.
2. Notice is now given that a meeting of the creditors of the company will be held concurrently at the offices of Worrells Solvency & Forensic Accountants, Suite 3, Level 3, 350 George Street, Sydney NSW 2000 and at Level 15, 114 William Street, Melbourne VIC 3000 on 14 May 2015 at 12:00 PM.
3. A copy of the Declaration of Independence, Relevant Relationships and Indemnities will be tabled at the meeting.
4. The purpose of the meeting is to determine:
 - a) whether to appoint a committee of creditors; and
 - b) if so, who are to be the committee's members.
5. At the meeting, creditors may also, by resolution:
 - a) remove the Administrators from office; and
 - b) appoint someone else as Administrator of the company.

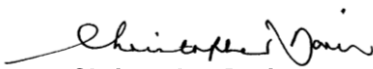
Telephone Conferencing Facilities

In accordance with regulation 5.6.13A of the Corporations Regulations, telephone conference facilities are expected to be available at the above meeting. The relevant telephone number for the meeting is 1800 672 949 (Account Pin: 7544 8392 9169). A person who wishes to participate at this meeting by telephone must give the convenor, not later than 4pm on 12 May 2015, a written statement setting out:

1. The name of the person;
2. An address to which notices to the person may be contacted;
3. A telephone number at which the person may be contacted; and
4. Any facsimile transmission number to which notices to the person may be sent.

The person who participates in a meeting by telephone must pay any costs incurred by the person in participating and is not entitled to be reimbursed for those costs from the assets of the company.

DATED 7 May 2015.


Christopher Darin
Voluntary Administrator

Please Note

- You will need to file a **Proxy** form if you are not attending in person.

Minutes of the Meeting shall be posted to our web page shortly after the meeting.

Annexure A

- Schedule 1 – Declaration of Independence, Relevant Relationships and Indemnities
- Schedule 2 – Initial Notification of Liquidator's Proposed Remuneration
- Potential matters to investigate form
- Creditors information Sheet
- Proof of Debt Form
- Proxy Form

Schedule 1

Declaration of Independence, Relevant Relationships and Indemnities

Declaration of Independence, Relevant Relationships and Indemnities

Sino Australia Oil and Gas Ltd
A.C.N. 159 714 397

This document requires the Practitioner/s appointed to an insolvent entity to make declarations as to:

- A. their independence generally;
- B. relationships, including
 - i the circumstances of the appointment;
 - ii any relationships with the insolvent entity and others within the previous 24 months;
 - iii any prior professional services for the insolvent entity within the previous 24 months;
 - iv that there are no other relationships to declare; and
- C. any indemnities given, or up-front payments made, to the Practitioner.

This declaration is made in respect of Christopher Darin & Matthew Jess, our partners and Worrells Solvency & Forensic Accountants.

A. Independence

We, Christopher Darin & Matthew Jess of Worrells Solvency & Forensic Accountants, have undertaken a proper assessment of the risks to our independence prior to accepting the appointment as administrators of Sino Australia Oil and Gas Ltd in accordance with the law and applicable professional standards. This assessment identified no real or potential risks to our independence. We are not aware of any reasons that would prevent us from accepting this appointment.

B. Declaration of Relationships

I. Circumstances of appointment

This appointment was referred to us by Steve Nicols who is a shareholder of Sino Australia Oil and Gas Ltd.

We had limited communications with Sino Australia Oil and Gas Ltd's directors and leading up to the appointment for the purposes of:

- Obtaining sufficient information about the company to advise on the solvency of the company;
- To explain to the director/s and/or advisors the various options available for the company and the nature and consequences of an insolvency appointment; and
- For us to provide a consent to act.

We received no remuneration for this advice.

The key communications during this period were as follows:

- 4 May 2015 Telephone call with Steve Nicols who is a shareholder of the company.
- 4 May 2015 Christopher Darin attended the directors meeting as an observer in which the resolution to appoint Voluntary Administrators was passed to explain the process of Voluntary Administration.

We also exchanged several emails during the above period in relation to draft appointment documents and various meeting arrangements.

In our opinion, these communications do not affect our independence for the following reasons:

- The courts and the ARITA's Code of Professional Practice specifically recognises the need for practitioners to provide advice on the insolvency process and the options available and do not consider that such advice results in a conflict or is an impediment to accepting the appointment;
- The nature of the advice provided to the Insolvent is such that it would not be subject to review and challenge during the course of the insolvency appointment; and
- The pre-appointment advice will not influence our ability to be able to fully comply with the statutory and fiduciary obligations associated with the insolvency appointment in an objective and impartial manner.

We have provided no other information or advice to the company's director/s and/or advisors prior to my appointment beyond that outlined in this DIRRI.

ii. Relevant Relationships (excluding Professional Services to the Insolvent)

Neither of us, nor our firm, have, or have had within the preceding 24 months, any relationships with Sino Australia Oil and Gas Ltd, an associate of Sino Australia Oil and Gas Ltd, a former insolvency practitioner appointed to Sino Australia Oil and Gas Ltd or any person or entity that has security over the whole or substantially whole of Sino Australia Oil and Gas Ltd property.

We, or a member of our firm, have, or have had within the preceding 24 months, a relationship with:

Name	Nature of relationship	Reasons why no conflict of interest or duty
Steve Nicols	<p>Steve Nicols a shareholder of Sino Australia Oil and Gas Ltd and its directors.</p> <p>We have had an ongoing professional relationship with Steve Nicols and from time to time they have referred work to Worrells and on occasion we have referred work to him.</p>	<p>Referrals from business advisors and accountants are commonplace and do not impact on our independence in carrying our duties as registered and/or official liquidators.</p> <p>There is no formal or informal agreement or arrangement between us, our partners and staff Steve Nicols in respect to the referral of insolvency appointments.</p> <p>Steve Nicols has the discretion to refer potential insolvency appointments to any insolvency practitioner(s) of its choosing. There is no expectation, agreement or understanding that Steve Nicols will refer any potential insolvency appointments to us going forward. Importantly, the referral of potential insolvency appointments going forward is not contingent on the outcome of this appointment.</p> <p>We have a wide referral base and Steve Nicols is not our only, or majority, referrer of potential insolvency appointments in the past 24 months.</p> <p>For the reasons given above, we do not believe that our previous relationship with Steve Nicols gives</p>

		rise to any conflict of interest or otherwise impacts on our ability to properly conduct the insolvency administration.
Deputy Commissioner of Taxation (DCT)	The DCT may have a claim against the company for outstanding taxes.	There are no matters of which we are aware which give rise to a conflict in this appointment.
Australian Taxation Office (ATO)	<p>From time to time the ATO and/or its legal representatives seek consents from a number of the partners of our firm to act as liquidators/bankruptcy trustees where the DCT is a creditor of an insolvent entity or individual.</p> <p>We have also had past dealings with the ATO in its capacity as the representative of the DCT as a creditor of past insolvency administrations conducted by us as insolvency practitioners.</p>	<p>All insolvency appointments referred to us by the ATO are preceded by a petition filed in the Courts. We regularly provide consents to the ATO to act as liquidators and bankruptcy trustees.</p> <p>There have been no appointments referred to us by the ATO which related to the affairs of the company or related parties of the company.</p>

iii. Prior Professional services to the Insolvent

Neither we, nor our firm, have provided any professional services to Sino Australia Oil and Gas Ltd in the previous 24 months.

iv. No other relevant relationships to disclose

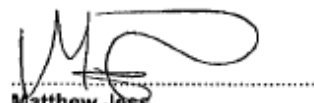
There are no other known relevant relationships, including personal, business and professional relationships, from the previous 24 months with Sino Australia Oil and Gas Ltd, an associate of Sino Australia Oil and Gas Ltd, a former insolvency practitioner appointed to Sino Australia Oil and Gas Ltd or any person or entity that has security over the whole or substantially whole of Sino Australia Oil and Gas Ltd's property that should be disclosed.

C. Indemnities and up-front payments

We have not been indemnified in relation to this appointment, other than any indemnities that we may be entitled to under statute and we have not received any up-front payments in respect of our remuneration or disbursements.

Dated: 4 May 2015


 Christopher Darin
 Administrator


 Matthew Jess
 Administrator

1. If circumstances change, or new information is identified, we are required under the Corporations Act 2001 and the ARITA Code of Professional Practice to update this Declaration and provide a copy to creditors with our next communication as well as table a copy of any replacement declaration at the next meeting of the insolvent's creditors.
2. Any relationships, indemnities or up-front payments disclosed in the DIRRI must not be such that the Practitioner is no longer independent. The purpose of components B and C of the DIRRI is to disclose relationships that, while they do not result in the Practitioner having a conflict of interest or duty, ensure that creditors are aware of those relationships and understand why the Practitioner nevertheless remains independent.

Schedule 2

Initial Notification of Liquidator's Proposed Remuneration

Remuneration Methods

There are four basic methods that can be used to calculate the remuneration charged by an insolvency practitioner. They are:

Time based / hourly rates

This is the most common method. The total fee charged is based on the hourly rate charged for each person who carried out the work multiplied by the number of hours spent by each person on each of the tasks performed.

Fixed Fee

The total fee charged is normally quoted at the commencement of the administration and is the total cost for the administration. Sometimes a practitioner will finalise an administration for a fixed fee.

Percentage

The total fee charged is based on a percentage of a particular variable, such as the gross proceeds of assets realisations.

Contingency

The practitioner's fee is structured to be contingent on a particular outcome being achieved.

Method chosen

Given the nature of this administration we propose that our remuneration be calculated on a time based/hourly rates method. This is because:

- It ensures that creditors are only charged for work that is performed;
- The liquidators are required to perform a number of tasks which do not relate to the realisation of assets, for example responding to creditor enquiries, reporting to ASIC, distributing funds in accordance with the provisions of the Corporations Act; and
- The liquidators are unable to estimate with certainty the total amount of fees necessary to complete all tasks required in the liquidation.

So as to ensure complete transparency, full details of time charged is available on a daily basis through www.worrells.net.au and will also be published in future reports.

Explanation of Time Based/Hourly Rates method

The rates for our remuneration calculation are set out in the following table together with a general guide showing the qualifications and experience of staff engaged in the administration and the role they take in the administration. These rates are known as the 'Solvency Management Rates'. The hourly rates charged encompass the total cost of providing professional services and should not be compared to an hourly wage.

Our work practices ensure that staff at the appropriate level of experience does the appropriate work. Our quality control procedures ensure that appropriate time costing is billed for each work task.

Title	Description	Hourly Rate Ex GST
Partner	Partners are either appointed on the file, or a liquidator or registered trustee with the conduct of the file.	\$570.00
Manager	Managers will usually have more than 6 years of insolvency experience, be undertaking or have completed the ARITA education course, have full control of all but the most complex files, and report directly to their Partner. They control and train a production team and have a sound knowledge of insolvency law.	\$495.00
Supervisor	Supervisors will usually have between 2 and 6 years experience. They are responsible for the supervision and training of one or more File Accountants and control most aspects of a file. They will generally have completed or be in the final phase of their ICA or CPA studies, or may have commenced their ARITA education course studies.	\$395.00
Senior File	Senior File Accountants are graduates with about 12 to 24 months of insolvency	\$305.00

Accountant	experience. They would be undertaking their ICA or CPA studies and be able to demonstrate a very sound knowledge and application of general insolvency principles. They may also be partially responsible for the training of graduate file accountants.	
File Accountant	File Accountants are undergraduates or graduates with limited experience in insolvency. They would be completing their accounting studies (if they have not already done so) and commence their ICA or CPA studies.	\$255.00
Financial Assistant	Financial Assistants are non-qualified Accountants with bookkeeping experience who undertake limited clerical and procedural tasks on insolvency files where required.	\$190.00
Support	Support Staff are non-professionals who undertake the clerical tasks on the file as required.	\$100.00
These rates are applicable from (01/07/2014) to (30/06/2015)		

The Worrells Solvency Management Rates, upon which our remuneration is based, are increased by 6% annually (rounded down to the nearest \$5 multiple). Our current Rates are always available on the firm's web site. Creditors are encouraged to review the firm's web site for any changes.

Estimated Remuneration Costs to Administration

At this time it is estimated that the remuneration costs likely to be incurred in the conduct of this administration will be between \$100,000 and \$150,000 (excluding GST).

Creditors should note that this is an estimate only, and is subject to a number of variables which may have a significant effect on the administration and above estimate that we are unable to determine until we have commenced the administration. Such variables may include:

- Review of, and any recovery actions in relation to, pre-appointment transactions;
- Identification and recovery of undisclosed assets;
- Asset realisation difficulties;
- Additional reporting and interaction with stakeholders and regulatory authorities;
- Identification of breaches of director duties; and
- Calling for and declaration of a dividend to creditors.

In accordance with the requirements of the ARITA Code of Professional Practice, a Pre-appointment proposed basis of Remuneration disclosure was provided to the company directors detailing the above information.

Disbursements

Disbursements are divided into three types:

- Externally provided professional services. These are recovered at cost. An example of an externally provided professional service disbursement is legal fees.
- Externally provided non-professional costs such as travel, accommodation and search fees. These are recovered at cost.
- Internally provided non-professional costs such as photocopying and document storage. These disbursements, if charged to the liquidation, would generally be charged at cost; though some expenses, such as photocopying, storage, printing and telephone calls may be charged at a rate which recoups both variable and fixed costs. The recovery of these costs must be on a reasonable commercial basis.

We are not required to seek creditor approval for disbursements, but must account to creditors. Details of the basis of recovering internal disbursements in this administration are provided below. Full details of any actual costs incurred will be provided with future reporting.

Internal Disbursements	Description	Rate
Administration Folder	Folder	\$1.90
Cheque Printer Costs	per cheque	\$0.55
Envelopes - Large	Envelope	\$0.12
Envelopes - Small	Envelope	\$0.06
Photocopies	Page	\$0.20
Storage		\$0.00
Storage Boxes	Box	\$4.00
These rates are applicable from (01/07/2014) to (30/06/2015)		

**Potential Matters to Investigate
Sino Australia Oil and Gas Ltd
Code: 2424**

(Please include all known serial or registration numbers, addresses, parties involved, dates, or other identifying information where appropriate)

Issue 1

Issue 2

Issue 3

Issue 4

Issue 5

Please fax this document to Worrells Solvency & Forensic Accountants on **(02) 9249 1211**, forward by email to **robert.clapham@worrells.net.au** or contact us directly through the File Information page of our website at www.worrells.net.au, under the client name.

Name	Date
Contact Phone	Email

CREDITOR'S INFORMATION SHEET

FINANCIAL RECOVERY DIVISION

PROOFS OF DEBT

- A *Proof of Debt* is a special form (Form 535) under the Corporations Act. Copies of these forms are attached to most reports and are available from our office.
- All creditors need to lodge a *Proof of Debt* with this office to be formally recognised as a creditor, to vote at meetings and, particularly, to receive dividends. If you do not lodge a *Proof of Debt*, you will not be paid a dividend nor will you be entitled to vote at any meeting. All documentation proving the debt owed should be attached to the proof of debt or the proof of debt may not be admitted for the meeting.
- You only need lodge one *Proof of Debt* with this office in any administration. Generally a list of *Proofs of Debt* received will be attached to reports and advises.

PROXIES

- *Proxy forms* are special forms (Form 532) under the Corporations Act. These forms will be attached to any report that calls a meeting of creditors.
- You will need to appoint a proxy (a person to represent you) if you cannot attend a meeting in person, or if the creditor is a company.
- *Proxy forms* are valid for that particular meeting only and a new *Proxy form* will have to be completed for each meeting attended.
- On the back of most *Proxy forms* we have included a voting slip setting out each possible resolution. You can use this form if you decide to direct how your proxy is to vote at the meeting.

MEETINGS OF CREDITORS

- The first meeting of creditors must be held within 8 business days after the appointment.
- A second meeting of creditors must be held about 4 weeks after the appointment. A further report to creditors providing details of that meeting will be sent to creditors about 1 week before the meeting. A new proxy form will be attached to that report.

POD No:

Form 535
Corporations Act

Sub regulation 5.6.49(2)

**FORMAL PROOF OF DEBT OR CLAIM
(GENERAL FORM)**

Company Name

Sino Australia Oil and Gas Ltd

A.C.N.

159 714 397

This is to state that the company was on **4 May 2015** and still is justly indebted to:

Creditor Name ²

ABN³

Postal Address ²

☐ ABN not applicable

In the amount of

\$

Particulars of the debt are:

Date	Consideration ⁴	Amount	Remarks ⁵

To my knowledge or belief the creditor has not, nor has any person by the credit's order, had or received any satisfaction or security for the sum or any part of it except for the following:

Date	Drawer	Acceptor	Amount	Due Date
			\$	

* I am in the employment of the creditors and duly authorised in writing by the creditor to make this statement and it is within my knowledge that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, still remains unpaid and unsatisfied ⁶.

* I am the creditor's agent duly authorised in writing to make this statement in writing and it is within my knowledge that the debt was incurred and for the consideration stated and that debt, to the best of my knowledge and belief, still remains unpaid and unsatisfied ⁶.

I have attached the following documents (tick as many as appropriate):

- | | | |
|--|--|---|
| <input type="checkbox"/> Invoices | <input type="checkbox"/> Letters of Demand | <input type="checkbox"/> Guarantee from company |
| <input type="checkbox"/> Monthly Statements | <input type="checkbox"/> Orders from company | <input type="checkbox"/> Credit Application |
| <input type="checkbox"/> Judgment from Court | <input type="checkbox"/> Statutory Demand | <input type="checkbox"/> Other documents |

Name	Signature
Date	Phone
Fax	Email

Contact: Karthiga Kanagalingam Code: 2424

NOTES FOR PROOF OF DEBT FORM

1. Insert date of court order in winding up by court, or date of resolution to wind up, if a voluntary winding up.
2. Insert full name and postal address of the creditor and, if applicable the creditor's partners. If prepared by an employee or agent of the creditor, also insert a description of the occupation of the creditor.
3. Insert the Australian Business Number ('ABN') of creditor. Failure to provide an ABN or notify that one is not applicable will result in 48.5% of any dividend being withheld and remitted to the Australian Taxation Office.
4. Under "Consideration" state how the debt arose, for example "goods sold and delivered to the company between the dates of", "moneys advanced in respect of the Bill of Exchange".
5. Under "Remarks" include details of vouchers substantiating payment.
6. If proof is made by creditor personally, strike out the 2 paragraphs identified by * on page 1.

DIRECTIONS FOR ANNEXURE

- (1) Where the space provided for a particular purpose is insufficient to contain all the required information in relation to a particular item, that information shall be set out in an annexure.
- (2) An annexure to form shall have an identifying mark and be endorsed with the words:-

This is the annexure of pages marked referred to in the
(insert description of form) signed by me and dated

.....
Signature(s)

.....
Name of Signatory IN BLOCK LETTERS

and signed by each person signing the form to which the document is annexed.

- (3) The pages in the annexure shall be numbered consecutively.
- (4) Where a document, copy of a document or other matter is annexed to a form, reference made in the form to the annexure shall be by its identifying mark, the number of pages in it, and a brief description of the nature of the document and its contents.
- (5) A reference to an annexure includes a document, copy of a document or any other matter accompanying, attached to or annexed to a form.

**FORM 532
Corporations Act**

A.C.N.159 714 397

Regulation 5.6.29

APPOINTMENT OF PROXY

(1) *I/We (Name of creditor)

--

a creditor of **Sino Australia Oil and Gas Ltd (Administrators appointed)**

appoint (name of person to hold proxy) ☐ or in their absence, *The Chairman of the Meeting*

--

as *my/*our **general proxy** ☐ or **special proxy** ☐ to vote at the meeting of creditors to be held on **14 May 2015** or at any adjournment of that meeting. This proxy is to be used as a special proxy to vote on resolutions as indicated on my voting form.

Dated

--

Signature	Name
Phone	Email

WITNESS FOR BLIND CREDITOR

I..... of..... hereby 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 before he attached his signature or mark to the instrument.

DATED this day of 20.....

Signature of Witness.....

Description.....

Place of Residence.....

* Strike out whichever is inapplicable.

(1) If a firm, strike out "I" and set out the full name of firm.

Client Service Officer: robert.clapham@worrells.net.au Code: 2424

**Voting Slip for Meeting of Creditors of
Sino Australia Oil and Gas Ltd ACN 159 714 397
held on 14 May 2015 or any adjournment.**

Creditor Name

Amount of Debt

If a Special Proxy

I hereby instruct my proxy holder to vote on the following resolutions in the manner indicated. Where I have not indicated I leave the manner of voting to the discretion of the proxy holder.

	For	Against	Abstain
Resolution 1 “that the current administrators be replaced with an administrator of the creditor’s choice.”	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2 “that a committee of creditors be formed”	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Signed

Dated

Sydney

File Number: 2424

ABN 83 542 598 451

Administrators: Christopher Darin &
Suite 3, Level 3, 350 George Street, Sydney NSW 2000
GPO Box 4956 Sydney NSW 2001

Karthiga Kanagalingam
P 02 9249 1210
F (02) 9249 1211

E karthiga.kanagalingam@worrells.net.au

worrells.net.au

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Supplementary Information on Proof of Debt

Creditor Name

Dissection of Debt (Details of Outstanding Invoices)

[illegible]

- ***Attach copies of all outstanding invoices and any statements issued to the company***

Guarantors

Please list down all of the guarantors of the trade account and provide a copy of that guarantee.

Credit Terms:

Signature:	Name: (print)
Date:	Email:

For personal use only



Sino Australia Oil and Gas Ltd.

ADDRESS
Level 2, Spectrum
100 Railway Road
SUBIACO WA 6008

WEBSITE
www.sinoaustoil.com
EMAIL
info@sinoaustoil.com

10 March 2015
SINO0CORVASXASX042

The Company Announcements Platform
ASX Limited
SYDNEY NSW 2000

ASIC Update

On 6 March 2015 at a directions hearing in the Federal Court proceeding brought by ASIC against, amongst others, Sino Australia Oil and Gas Limited (**SAO**) and SAO's former Executive Chairman, Tianpeng Shao, her Honour Justice Davies made orders continuing the injunction preventing the transfer of money out of SAO's Australian bank account without the agreement of ASIC.

Orders were also made for the preparation of the matter for a trial that has been listed to commence on 20 July 2015.

Eryn Kestel
Company Secretary