

**SUPREME COURT OF NEW SOUTH WALES PROCEEDINGS 2017/193375 & 2017/347082**

**SURFSTITCH SHAREHOLDERS' CLASS ACTIONS**

**NOTICE TO GROUP MEMBERS**

**1 August 2018**

**This notice contains important information about the proposed settlement of the SurfStitch Class Actions (other than claims against the former CEO). You should read this notice carefully as your legal rights may be affected by the proposed settlement. If there is anything in it that you do not understand, you should seek legal advice immediately.**

This is a notice that the Supreme Court of New South Wales (**Court**) has ordered be given to persons who held shares in SurfStitch Group Limited ACN 000 217 890 ASX code: SRF (**SurfStitch**) on any (or all) of 25 February 2016, 3 May 2016, or 9 June 2016 (**SurfStitch Shareholders**).

This notice relates to two class actions brought against SurfStitch in proceedings numbered 2017/193375 and 2017/347082 (**SurfStitch Class Actions**).

The purpose of this notice is to inform you that:

- claims made against SurfStitch in the SurfStitch Class Actions (other than claims against the former CEO, Justin Cameron) have been settled on terms which are subject to the approval of the Court. On **20 September 2018**, the Court will be asked to approve the proposed settlement. If approved, the settlement will affect the legal rights of SurfStitch Shareholders;
- you may have a right to participate in the settlement;
- you may have a right to object or make submissions in relation to the proposed settlement; and
- you may have a right to opt out of one or both of the SurfStitch Class Actions (by a date to be fixed at the hearing scheduled for 20 September 2018).

**A. Background to the SurfStitch Class Actions**

**McConnell Proceedings (2017/193375)**

- 1 On 28 June 2017, TW McConnell Pty Ltd (**McConnell**) commenced a class action in the Court against SurfStitch and Justin Peter Cameron (**Cameron**), the former CEO of SurfStitch, on its own behalf and on behalf of persons who (subject to limited exceptions): (i) held SurfStitch shares on any (or all) of 25 February 2016, 3 May 2016, or 9 June 2016; and (ii) suffered loss and damage as the result of the conduct of SurfStitch and/or Cameron, as alleged in the Commercial List Statement filed in proceedings number 2017/193375 (**McConnell Proceedings**). McConnell is the plaintiff and SurfStitch and Cameron are the defendants in the McConnell Proceedings.
- 2 In broad terms, McConnell alleges that because of what it says were:
  - a. misleading statements by SurfStitch and Cameron to the ASX in the period between 23 October 2015 and 25 February 2016; and
  - b. a failure by SurfStitch to tell the market information material to the price of its shares in the period between 23 October 2015 and 9 June 2016,
 persons who held an interest in SurfStitch shares on any (or all) of 25 February 2016, 3 May 2016 or 9 June 2016 suffered loss and damage.
- 3 McConnell and certain group members in the McConnell Proceedings are represented by Gadens lawyers and have entered into a litigation funding agreement with International Litigation Partners No 17 Pte Ltd (**ILP**). These persons are referred to in this notice as the "**McConnell Funded Group Members**".

### **Nakali Proceedings (2017/347082)**

- 4 On 22 May 2017, another class action was commenced against SurfStitch in the Supreme Court of Queensland which was subsequently transferred to the Supreme Court of New South Wales on about 31 October 2017. Nakali Pty Limited (**Nakali**) is the plaintiff in proceedings number 2017/347082 (**Nakali Proceedings**).
- 5 The Nakali Proceedings make similar allegations to the McConnell Proceedings but Cameron is not a defendant in those proceedings.
- 6 The Nakali Proceedings do not include the claims of a person who acquired SurfStitch shares either before 27 August 2015 or on or after 9 June 2016 or claims against Cameron.
- 7 Nakali and certain group members in the Nakali Proceedings are represented by Johnson Winter & Slattery (**JWS**) and have entered into a litigation funding agreement with Vannin Capital Operations Limited (**Vannin**). These persons are referred to in this notice as the "**Nakali Funded Group Members**".

### **Administration of SurfStitch**

- 8 On 24 August 2017, the directors of SurfStitch resolved to place SurfStitch into voluntary administration. As the result of that decision, all claims against SurfStitch (including the SurfStitch Class Actions) were stayed and cannot proceed without leave of the Court. The claim against Cameron in the McConnell Proceedings continue. Cameron denies or does not admit the allegations made against him.
- 9 On 4 April 2018, the creditors of SurfStitch resolved that SurfStitch should enter into a deed of company arrangement. On the same date, the creditors of SurfStitch Holdings Pty Ltd also resolved that SurfStitch Holdings Pty Ltd should enter into a deed of company arrangement.
- 10 On 18 April 2018, pursuant to the creditors' resolution, the administrators of SurfStitch and SurfStitch entered into a deed of company arrangement (**DoCA**) with a New Zealand company called Ezibuy Holdings Limited (**Ezibuy**). The DoCA sets out the terms of a proposed distribution to creditors of SurfStitch, which includes amounts for group members for the claims in the SurfStitch Class Actions against SurfStitch (but not Cameron) if the claims are admitted by the administrator.
- 11 Also on 18 April 2018, pursuant to the creditors' resolution, the administrators of SurfStitch Holdings Pty Ltd and SurfStitch Holdings Pty Ltd entered into a deed of company arrangement (**SHPL DoCA**) with Ezibuy, Alceon Retail Bidco Pty Ltd and Alceon Retail Holdco Pty Ltd.
- 12 The plaintiffs in the SurfStitch Class Actions supported the creditors' resolution leading to the DoCA and will seek to persuade the Court that the efforts and funding of ILP and Vannin (**the Funders**) were instrumental in negotiating and procuring the execution of the DoCA, and that these efforts have substantially benefitted all group members.
- 13 In this regard, it is important that you are aware that: (a) while group members are entitled to lodge a proof of debt in order to make a claim under the DoCA, the execution of the DoCA does not of itself constitute an acceptance by SurfStitch or its administrators of liability for group member claims; and (b) the effect of the DoCA is to extinguish all group member claims against SurfStitch (whether or not the administrator accepts their claims under the DoCA).

### **B. Are you a group member in the SurfStitch Class Actions?**

- 14 You are a group member in the SurfStitch Class Actions if you meet the group member definitions for either or both the McConnell Proceedings or Nakali Proceedings below.

#### **Group member in McConnell Proceedings**

- 15 You are a group member in the McConnell Proceedings if you:

- a. held an interest in SurfStitch shares on any (or all) of 25 February 2016, 3 May 2016, or 9 June 2016 (provided that you acquired your holdings prior to those date/dates); and
- b. suffered loss and damage as the result of the conduct of SurfStitch and/or Cameron, as alleged in the Commercial List Statement filed in the McConnell Proceedings.

- 16 If you have entered into a litigation funding agreement with ILP, you are a McConnell Funded Group Member.
- 17 If you have any queries about this notice or whether you are a group member in the McConnell Proceedings, you should contact Gadens at [VIC-Surf-Stitch@gadens.com](mailto:VIC-Surf-Stitch@gadens.com) or seek your own legal advice without delay.

### **Group member in Nakali Proceedings**

- 18 You are a group member in the Nakali Proceedings if you:
- a. acquired SurfStitch shares on the ASX at some time during the periods:
    - i. between 27 August 2015 and 24 February 2016, and were still holding some or all of those shares on 25 February 2016, 3 May 2016 or 9 June 2016;
    - ii. between 25 February 2016 and 2 May 2016 and were still holding some or all of those shares on 3 May 2016 or 9 June 2016; and/or between 3 May 2016 and 8 June 2016 and were still holding some or all of those shares on 9 June 2016; and
  - b. suffered loss and damage as the result of the conduct of SurfStitch, as alleged in the Statement of Claim filed in the Nakali Proceedings.
- 19 You are not a group member in the Nakali Proceedings if you acquired SurfStitch shares either before 27 August 2015 or on or after 9 June 2016.
- 20 If you have entered into a litigation funding agreement with Vannin, you are a Nakali Funded Group Member.
- 21 If you have any queries about this notice or whether you are a group member in the Nakali Proceedings, you should contact JWS by email [surfstitch@jws.com.au](mailto:surfstitch@jws.com.au) or seek your own legal advice without delay.

### **C. Key terms of proposed settlement**

- 22 Group members in the class actions are “Subordinated Creditors” for the purposes of the DoCA. Because the DoCA will resolve their claims against SurfStitch, the implementation of the DoCA will also have the effect of resolving the claims which are made on behalf of those persons via the class actions (other than group member claims against Cameron brought in the McConnell proceedings).
- 23 Under the terms of the DoCA and the SHPL DoCA, Subordinated Creditors (including group members whose claims are accepted by the administrator under the DoCA) will be entitled to a *pro rata* share of:
- a. an amount of cash likely to be between \$3.68 million to \$4.03 million (**Cash Distribution**); and
  - b. convertible notes with a face value of \$12 million.

The Cash Distribution is an estimate of the amount likely to be available for payment to Subordinated Creditors under the DoCA (in addition to their pro-rata share of the convertible notes), after the administrators have made all other payments that are required to be made by the administrators in priority to those claims. The DoCA sets out the payments that are required to be made in priority to the Subordinated Creditors. This includes payments of the administrators’ costs and remuneration, and the claims of other creditors of SurfStitch. Those amounts can only be estimated at this stage.

- 24 The convertible notes are issued under the SHPL DoCA. No later than three years after they are issued, the convertible notes will convert into shares in Alceon Holdco Pty Ltd (or a holding company or wholly owned subsidiary of Alceon Holdco Pty Ltd), a company related to Ezibuy. The value of those shares will be determined at the time at which they are issued. For a copy of the DoCA, the SHPL DoCA and the documents that set out the formula that will determine the number of shares claimants may be entitled to receive if their claims are accepted by the administrators, please contact Gadens by email [VIC-Surf-Stitch@gadens.com](mailto:VIC-Surf-Stitch@gadens.com).
- 25 As discussed above, there is nothing in the terms of the DoCA which compels the administrator to accept a proof of debt submitted by a group member and the administrator has not formally accepted liability for the claims of the group members under the DOCA. Group member claims will be subject to the administrator accepting a proof of debt submitted by each group member.
- 26 The approval by the Court of the settlement of the claims against SurfStitch based on the terms of the DoCA is a condition precedent of the DoCA taking effect.
- 27 After all funds have been distributed under the DoCA, the claims of all group members against SurfStitch will be extinguished. Subject to the matters referred to in section D below, your claim will be extinguished whether or not you apply for or receive a distribution from the DoCA.
- 28 If the Court does not approve the settlement of claims against SurfStitch, the DoCA terminates and SurfStitch may enter into liquidation. Group members may be able to prove as creditors in any liquidation of SurfStitch, and if admitted by the liquidators will be entitled to share in the distribution of the assets of SurfStitch available to creditors (if any) in accordance with the *Corporations Act 2001* (Cth). Group members whose claims are admitted in any liquidation will also be entitled to receive convertible notes under the SHPL DoCA, as the SHPL DoCA is not conditional on settlement of the claims against SurfStitch. Group members who receive a distribution in any liquidation process would not be liable for any legal or funding costs associated with the SurfStitch Class Actions. There can be no guarantee that group members would receive a distribution in any liquidation.

#### **D. Opting out of the proposed settlement**

- 29 It is normally the case that group members have a right to “opt out” of a class action proceeding. At the hearing scheduled for 20 September 2018, the Court will determine whether to dispense with your right to opt out of one or both of the SurfStitch Class Actions. If it does not make such an order, it will determine the date by which you must exercise your right to opt out of one or both of the SurfStitch Class Actions by provision of written notice (**Opt Out Notice**).
- 30 Under the DoCA, your claims against SurfStitch will be extinguished, even if you opt out of one or both of the SurfStitch Class Actions. However, if you choose to opt out, you may nevertheless be entitled to lodge a proof of debt under the terms of the DoCA and, if your claim is accepted by the administrator, receive a distribution from the administrators under the DoCA without being bound by the Common Fund Order referred to in section E below. This means that group members who opt out of the proceedings (other than McConnell Funded Group Members and Nakali Funded Group Members) would be entitled to claim a share of the DoCA proceeds without contributing to the costs of funding the SurfStitch Class Actions or the legal costs of those proceedings.
- 31 The plaintiffs will submit to the Court that the interests of justice require that: (a) due recognition should be given to the important role of litigation funding in promoting access to justice through “open class” class actions brought on behalf of all persons affected by alleged misconduct; and (b) all persons who benefit from the SurfStitch Class Actions should be required to contribute to the legal costs of the proceedings. The plaintiffs will also seek to persuade the Court that group members have benefitted substantially from the role of the Funders in funding the proceedings and facilitating the DoCA and that, for all of these reasons, the Court should not allow group members to make a claim on the settlement without contributing to legal and funding costs, as would occur under the opt out process referred to in paragraph 30 above.

- 32 If the Court accepts the plaintiffs' arguments, it may make orders preventing group members from making a claim on the DoCA without contributing to the funding and legal costs of SurfStitch Class Actions (as they would otherwise be entitled to do) as set out in paragraph 37 below, including the No Opt Out Order referred to in paragraph 37b.
- 33 The claim against Cameron in the McConnell Proceeding will continue regardless of whether or not the Court approves the settlement of the claims against SurfStitch. The plaintiffs in the McConnell Proceeding do not seek orders preventing group members from opting out of those proceedings in relation to the claims brought against Cameron.
- 34 If you think you might wish to opt out or object to the proposed settlement it is advisable that you **obtain independent legal advice in relation to the matters referred to in paragraphs 29 to 33 above promptly.**

#### E. Common Fund Order

- 35 For the purposes of funding the SurfStitch Class Actions, the plaintiffs and some group members entered into litigation funding agreements with either of the Funders, the terms of which include:
- a. the Funder paying the costs incurred in conducting the class action;
  - b. the Funder paying any adverse costs orders which are made in the class action; and
  - c. at the conclusion of the class action (whether by settlement or judgment), the Funder receiving, as a first priority of that person's share of the settlement or judgment amount:
    - i. reimbursement of that person's share of the amounts paid by the Funder under the funding agreements (which includes legal costs and disbursements); and
    - ii. a commission, being a percentage of that person's share of the settlement or judgment amount, which would vary for each group member depending on how many shares in SurfStitch they held.
- 36 As part of the settlement approval, the plaintiffs in the SurfStitch Class Actions intend to seek orders which, if made, will have the effect that each group member, including group members who have not entered into litigation funding agreements, will help pay a share of the plaintiffs' legal costs on a *pro rata* basis, and will each pay a proportion of any distribution they receive from the settlement to one of the Funders (ILP or Vannin but not both) equivalent to the amount they would have paid if they had entered into a litigation funding agreement with ILP or Vannin. If these orders are made by the Court, you will not be required to pay any amount in excess of the distribution which you are entitled to under the settlement. The amount you would be required to pay if the Court makes the order will be deducted from any return you receive so you will only receive a net return.
- 37 The plaintiffs propose to seek orders from the Court which would have the effect that:
- a. each group member who receives a distribution from the DoCA (irrespective of whether they have entered a funding agreement with ILP or Vannin) will pay a pro rata contribution to legal costs and 30% of the net amount of their individual cash and convertible notes entitlement (after the deduction of their contribution to legal costs) as a funding commission to the Funders (**Common Fund Order**);
  - b. group members are not to be afforded the opportunity to opt out of the claims against SurfStitch in the SurfStitch Class Actions (**No Opt Out Order**); alternatively, those who opt out of the proceeding and lodge a proof of debt under the DoCA are bound by the Common Fund Order;
  - c. in the alternative to 37b., orders are sought to the effect that any group member that opts out will lose their right to participate in the deed fund under the DoCA. This order is sought under s 447A of the Corporations Act 2001 (Cth) (**447A Order**).
- 38 The plaintiffs will file evidence in support of the application, including the amount of legal costs sought to be deducted. That material will be made available to group members on request made to Gadens by email [VIC-Surf-Stitch@gadens.com](mailto:VIC-Surf-Stitch@gadens.com) or [JWS](mailto:JWS) by email [surfstitch@jws.com.au](mailto:surfstitch@jws.com.au). The plaintiffs' evidence in relation to the costs which it proposes to deduct from the settlement is due to be filed on 23 August 2018. That evidence, in the form of the report of a costs consultant, will be available from that date for review on the Gadens'

website <http://www.gadenssurfstitchclassaction.com.au/>, or a copy can be provided on request by email to [VIC-Surf-Stitch@gadens.com](mailto:VIC-Surf-Stitch@gadens.com).

- 39 If the Court declines to make the No Opt Out order, the plaintiff will apply for orders that the right of group members in the McConnell proceeding to opt out of that proceeding be limited for the time being to a right to opt out of the claims against SurfStitch only. The plaintiff will also argue that group members should be afforded the right to opt of the claims against Cameron at a later date.
- 40 If you opt out of the claim against Cameron in the McConnell Proceeding, you will no longer be able to bring claims against Cameron in that proceeding or participate in any settlement of that proceeding which may be agreed with Cameron. This, however, would not prevent you bringing your own claims against Cameron in separate proceedings if you have a viable claim.
- 41 In the event that a Common Fund Order is made, ILP and Vannin will be entitled to such proportion of the cash and convertible note proceeds required to ensure full payment to ILP and Vannin of the commission and reimbursement of the costs referred to in paragraph 35c above. The amount you would be required to pay if the Court makes the order will be deducted from any return you receive so you will only receive a net return.
- 42 By 24 August 2018, you will receive notification by email of the plaintiff's estimate of the legal and funding costs for which it will seek approval (as part of a Common Fund Order) . This will include the amount that the plaintiffs estimate will be available as a cash distribution to group members after deduction of the costs and disbursements and funding commission to be paid to Vannin and ILP as part of the proposed Common Fund Order and the plaintiffs' estimate of the proportion of the convertible notes that may be payable to Vannin and ILP as part of the proposed Common Fund Order. The same information will also be posted on Gadens' website <http://www.gadenssurfstitchclassaction.com.au/>.
- 43 At the same time, group members will receive an estimate of the likely recovery by creditors if SurfStitch were to go into liquidation.
- 44 In August 2017, McConnell applied for a similar Common Fund Orders in the McConnell Proceedings. Those orders were opposed by Nakali, and the Court declined to make the orders at that stage of the class action (but did not rule out the possibility of making such orders at a later stage of the action). A copy of the Court's earlier decision is available on Gadens' website <http://www.gadenssurfstitchclassaction.com.au/>.
- 45 If no Common Fund Order is made, then the McConnell Funded Group Members and the Nakali Funded Group Members may still be liable to pay the plaintiff's "Costs and Disbursements incurred up to approval of the DoCA" and "Costs of obtaining Court approval" noted above, subject to Court approval of those costs. Funded Group Members may be liable for these costs under their funding agreements even if they opt out of the proceedings, in addition to any funding commission due under those agreements. McConnell Funded Group Members and Nakali Funded Group Members should check the terms of their funding agreements in this regard.
- 46 Whatever orders the Court makes with regard to the funding arrangements, group members **will not** be required to pay any amounts to ILP, Vannin, Gadens or JWS otherwise than as a deduction from any distribution that they receive from the DoCA (and under no circumstances will they exceed those entitlements). Thus, no group member will be "out-of-pocket" as a result of such orders.
- 47 Full details of the proposed Common Fund Order and the DoCA can be viewed on Gadens' website <http://www.gadenssurfstitchclassaction.com.au/>, or a copy can be provided on request by email to [VIC-Surf-Stitch@gadens.com](mailto:VIC-Surf-Stitch@gadens.com).

## F. What do I need to do?

48 Before the settlement becomes effective, the Court must be satisfied that the settlement is a fair and reasonable compromise of the claims and must approve its terms as being in the interests of the group members. The Court will hear the application for settlement approval on **20 September 2018**.

49 If you are a group member, you have three options.

**Option A – Do nothing**

50 If you are in favour of the settlement, and do not object to the Common Fund Order, you do not need to do anything at this stage.

**Option B – Oppose Common Fund Order**

51 If you are in favour of the settlement, but object to the Common Fund Order, you are entitled to ask the Court not to make those orders.

52 If you wish to oppose the Common Fund Order you should complete and return the attached 'Notice of Objection to Common Fund Order' (Schedule 1 to this notice) to Gadens or JWS at one of the following addresses by 6 September 2018:

Glenn McGowan QC, Partner and Chief Counsel  
Gadens  
Level 25, 600 Bourke Street, Melbourne VIC 3000  
or by email to [VIC-Surf-Stitch@gadens.com](mailto:VIC-Surf-Stitch@gadens.com)

OR  
Joseph Scarcella, Partner  
Johnson Winter & Slattery  
Level 25, 20 Bond Street, Sydney NSW 2000  
or by email to [surfstitch@jws.com.au](mailto:surfstitch@jws.com.au)

53 If you so wish, you should also:

- a. file any material upon which you propose to rely with the Court by **4pm on 6 September 2018** stating that you wish to oppose the Common Fund Order and providing reasons why:
- b. if you so wish, attend (or send a representative to attend) the approval hearing on **20 September 2018**, when the Court will consider whether to approve the settlement and make the Common Fund Order. It will be held at:  
Law Court Building, 184 Philip Street  
Sydney NSW 2000

**Option C – Oppose the Settlement or No Opt Out Order or 447A Order**

54 If you do not believe the settlement should be approved or if you wish to oppose the making of the No Opt Out Order or the 447A Order, you are entitled to ask the Court not to approve the settlement and/or not make the order. If you oppose approval of the settlement, you will be asking the Court not to approve the settlement of all group members' claims (and not just your own claim).

If you wish to oppose the settlement or the No Opt Out Order or the 447A Order, you should complete and return the attached '**Notice of Objection to Settlement or No Opt Out Order**' (Schedule 2 to this notice) to Gadens or JWS at one of the following addresses by 6 September 2018:  
Glenn McGowan QC, Partner and Chief Counsel  
Gadens  
Level 25, 600 Bourke Street, Melbourne VIC 3000  
or by email to [VIC-Surf-Stitch@gadens.com](mailto:VIC-Surf-Stitch@gadens.com)

OR  
Joseph Scarcella, Partner

Johnson Winter & Slattery  
 Level 25, 20 Bond Street, Sydney NSW 2000  
 or by email to [surfstitch@jws.com.au](mailto:surfstitch@jws.com.au)

- 55 If you so wish, you should also:
- a. file any material with the Court by 4pm on 6 September 2018 stating that you wish to oppose the settlement and/or the making of the No Opt Out Order and/or the making of the 447A Order and providing reasons why; and
  - b. attend (or send a representative to attend) the approval hearing on 20 September 2018,

when the Court will consider whether to approve the settlement. It will be held at:  
 Law Court Building, 184 Philip Street, Sydney NSW 2000

- 56 You or your representatives should be in a position to explain to the Court at the approval hearing why you consider that the settlement should not be approved and/or the No Opt Out Order or 447A Order should not be made.

**G. How to get more information**

- 57 If you think you might wish to oppose the proposed settlement, Common Fund Order, No Opt Out Order or 447A Order, it is advisable that **you obtain independent legal advice promptly.**

- 58 You may inspect copies of the relevant documents filed in connection with the SurfStitch Class Actions and the DoCA:

- a. during business hours at the Melbourne office of Gadens at Level 25, 600 Bourke Street, Melbourne;
- b. during business hours at the Sydney office of JWS at Level 25, 20 Bond Street, Sydney; or
- c. at the registry of the Supreme Court of New South Wales at Law Court Building, 184 Philip Street, Sydney NSW 2000.

- 59 If you are unclear about whether you are a group member, or this notice, you should contact Gadens on 03 9252 2555 or by email at [VIC-Surf-Stitch@gadens.com](mailto:VIC-Surf-Stitch@gadens.com) OR JWS on 02 8274 9555 or by email at [surfstitch@jws.com.au](mailto:surfstitch@jws.com.au).

Alternatively, you can seek independent legal advice.

- 60 The Court cannot answer questions about the process or provide legal advice.

**SCHEDULE 1**

**NOTICE OF OBJECTION TO COMMON FUND ORDER**

**COURT DETAILS**

Court	Supreme Court
Division	Equity
List	Commercial (Representative Proceeding)
Registry	Sydney
Case number	2017/193375 & 2017/347082

**TITLE OF PROCEEDINGS**

**Case number 2017/193375**

Plaintiff:	<b>TW McConnell Pty Ltd ACN 000 217 890 as trustee for McConnell Superannuation Fund</b>
First Defendant	<b>SurfStitch Group Limited (Subject to deed of company arrangement) ACN 602 288 004</b>
Second Defendant	<b>Justin Peter Cameron</b>

**Case number 2017/347082**

Plaintiff	<b>Nakali Pty Limited ACN 062 473 830</b>
Defendant	<b>SurfStitch Group Limited (Subject to deed of company arrangement) ACN 602 288 004</b>

To:

Gadens  
Level 25, Bourke Place  
600 Bourke Street  
Melbourne VIC 3000  
Attention: Glenn McGowan QC

and

Johnson Winter & Slattery  
Level 25, 20 Bond Street  
Sydney NSW 2000  
Attention: Joseph Scarcella

The group member identified below gives notice that an objection is made to the Common Fund Order proposed to be made in the above-named representative proceedings.

Name of group member:	
Person completing this form (print):	
Authority of person completing this form (e.g. company director, lawyer):	
Telephone contact:	
Postal address:	

Date: \_\_\_\_\_

Signed by: [Name]  
Capacity: (e.g. group member or lawyer for group member)  
(Note: written reasons for the objection may be attached to this notice.)

**SCHEDULE 2**

**NOTICE OF OBJECTION TO SETTLEMENT AND/OR “NO OPT OUT ORDER” AND/OR “447A ORDER” FORM**

**COURT DETAILS**

Court	Supreme Court
Division	Equity
List	Commercial (Representative Proceeding)
Registry	Sydney
Case number	2017/193375 & 2017/347082

**TITLE OF PROCEEDINGS**

**Case number 2017/193375**

Plaintiff:	<b>TW McConnell Pty Ltd ACN 000 217 890 as trustee for McConnell Superannuation Fund</b>
First Defendant	<b>SurfStitch Group Limited (Subject to deed of company arrangement) ACN 602 288 004</b>
Second Defendant	<b>Justin Peter Cameron</b>

**Case number 2017/347082**

Plaintiff	<b>Nakali Pty Limited ACN 062 473 830</b>
Defendant	<b>SurfStitch Group Limited (Subject to deed of company arrangement) ACN 602 288 004</b>

To:

Gadens  
Level 25, Bourke Place  
600 Bourke Street  
Melbourne VIC 3000  
Attention: Glenn McGowan QC

and

Johnson Winter & Slattery  
Level 25, 20 Bond Street  
Sydney NSW 2000  
Attention: Joseph Scarcella

The group member identified below gives notice that an objection is made to the proposed settlement of the above-named representative proceedings and/or the No Opt Out Order and/or the 447A Order.

Name of group member:	
Person completing this form (print):	
Authority of person completing this form (e.g. company director, lawyer):	
Telephone contact:	
Postal address:	
Objection made to proposed settlement	Yes/No
Objection made to No Opt Out Order	Yes/No
Objection to order binding group members who opt out to the Common Fund Order	Yes/No
Objection made to 447A Order	Yes/No

Date: \_\_\_\_\_

Signed by: [Name]  
Capacity: (e.g. group member or lawyer for group member)  
(Note: written reasons for the objection may be attached to this notice.)