

IN THE MATTER OF QUICKFLIX LIMITED (SUBJECT TO DEED OF COMPANY ARRANGEMENT) (ACN 102 459 352)

BETWEEN

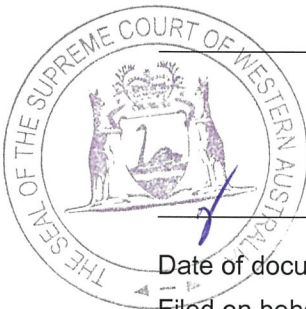
QUICKFLIX LIMITED (SUBJECT TO DEED OF COMPANY ARRANGEMENT)
(ACN 102 459 352)

First Plaintiff

and

JASON MARK TRACY AND RICHARD JOHN HUGHES AS JOINT AND SEVERAL
DEED ADMINISTRATORS OF QUICKFLIX LIMITED (SUBJECT TO DEED OF
COMPANY ARRANGEMENT) (ACN 102 459 352)

Second Plaintiffs



**ORDERS
BEFORE MASTER SANDERSON IN CHAMBERS ON
NOVEMBER 2016**



Date of document: 28 October 2016

Filed on behalf of: the First and Second Plaintiffs

Date of filing: 28 October 2016

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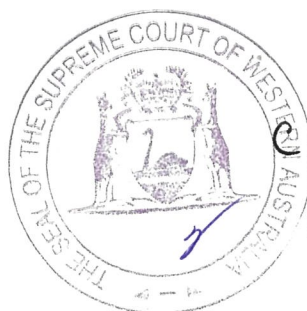
UPON THE APPLICATION of the Plaintiffs by originating process dated 28 October 2016,
IT IS ORDERED THAT:

1. By 4 November 2016, the Second Plaintiffs give notice of this application (**Notice**) in the form of the notice annexed and marked "JMT-1" to the affidavit of Jason Mark Tracy sworn 28 October 2016 (**Affidavit**) to:
 - (a) all members of the First Plaintiff;
 - (b) all classes of creditors of the First Plaintiff; and
 - (c) the Australian Securities and Investments Commission (**ASIC**).

2. In respect of the classes of persons stipulated in Order 1(a) and (b):
 - (a) notice shall be effected by the Second Plaintiffs on or before 4 November 2016 by:
 - (i) causing the Notice to be sent by post to all members of the First Plaintiff;
 - (ii) publishing the Notice on the website maintained by the Second Plaintiffs in respect of the deed administration of the First Plaintiff (www.deloitte.com.au/quickflix);
 - (iii) sending the Notice to the Australian Securities Exchange for release on the Company Announcement Platform; and
 - (iv) causing an email attaching the Notice to be sent to each of the persons falling within the classes stipulated in Order 1(a) and (b), for which email addresses are known to the Second Plaintiffs.
 - (b) notice of this application need not be given by any other means.
3. On or before 4 November 2016, the Second Plaintiffs shall cause a copy of the originating process and Affidavit to be published on:
 - (a) the website maintained by the Second Plaintiffs in respect of the administration of the First Plaintiff (www.deloitte.com.au/quickflix).
4. The confidential affidavit of Jason Mark Tracy sworn 28 October 2016 be kept confidential and sealed by this Honourable Court until further order.
5. Any of the persons falling within the classes stipulated in Order 1(a) to (c) may apply to be joined as a defendant to this proceeding by no later than 25 November 2016.
6. By 2 December 2016, the Second Plaintiffs shall file any supplementary affidavit deposing as to:
 - (a) the Second Plaintiffs' compliance with Orders 1 to 3 inclusive;
 - (b) the correspondence or communications received by the Second Plaintiffs from each of the persons falling within the classes stipulated in Order 1(a) to (c) in relation to the Application, and the responses sent by the Second Plaintiffs to those persons; and
 - (c) any further matters relating to this application.

7. The Second Plaintiffs have leave to file supplementary submissions regarding the Application by 2 December 2016.
8. This application be listed for:
 - (a) directions on 6 December 2016 (**Directions Hearing**) if any of the persons falling within the classes stipulated in Order 1(a) to (c) apply to be joined as a defendant to this application; or otherwise
 - (b) a hearing of the application on 6 December 2016 for orders granting leave to transfer all of all of the existing shares of the First Plaintiff to Karma Media Holdings LLC pursuant to section 444GA(1)(b) of the *Corporations Act 2001* (Cth) (**Act**) and clause 4.1 of the Deed of Company Arrangement of the First Plaintiff dated 6 October 2016 (**DOCA**).
9. Costs of the Application be costs in the administration of the DOCA.
10. The Second Plaintiffs may serve any documents required to be served by the *Supreme Court (Corporations) (WA) Rules 2004* (WA) by email.
11. Liberty to apply.

BY THE COURT



C. W. Sanderson
MASTER SANDERSON