

Form 2 Originating process
(rules 2.2 and 15A.3)

Federal Court of Australia

No. of 20

District Registry: New South Wales

Division:

**IN THE MATTER OF OCEANLIX LIMITED (ADMINISTRATORS APPOINTED)
(RECEIVERS AND MANAGERS APPOINTED) ACN 077 104 404**

**VAUGHAN NEIL STRAWBRIDGE AND JASON MARK TRACY IN THEIR CAPACITY AS
JOINT AND SEVERAL ADMINISTRATORS OF
OCEANLIX LIMITED (ADMINISTRATORS APPOINTED) (RECEIVERS AND MANAGERS
APPOINTED)
ACN 077 104 404**

Plaintiffs

A. DETAILS OF APPLICATION

This application is made under sections 447A(1), 447D(1), 1322(4)(a) and 439A(6) of the *Corporations Act 2001 (Cth) (Act)*.

This is an application for the validation of the appointment of the plaintiffs as voluntary administrators and the extension of the convening period pursuant to section 439A(6) of the Act.

On the facts stated in the supporting affidavit, the Plaintiffs' claim the following relief:

Interlocutory Relief

1. On the undertaking of the Plaintiffs' solicitor to pay the appropriate filing fee, that the Plaintiffs be granted leave to file in Court this Originating Process dated 11 April 2014.

Filed on behalf of (name & role of party)	Vaughan Neil Strawbridge and Jason Mark Tracy in their capacity as Joint and Several Administrators of Oceanlix Limited (Administrators Appointed) (Receivers and Managers Appointed) ACN 077 104 404, Plaintiffs		
Prepared by (name of person/lawyer)	Dominic Stephen Calabria		
Law firm (if applicable)	Bridges Lawyers		
Tel	02 8272 7117	Fax	02 8272 7199
Email	dcalabria@bridgeslawyers.com.au		
Address for service (include state and postcode)	Bridges Lawyers, Level 6, 1 Alfred Street Sydney NSW 2000		

2. A direction that the originating process be returnable on 16 April 2014 before the duty judge.

Short Service

3. A direction that service of:
 - a) this originating process;
 - b) the affidavit in support; and
 - c) notice of any orders made,

on the additional parties listed in paragraph "E" of this originating process be abridged to **6pm 11 April 2014**, with such service to be effected by email transmission of a PDF copy of sealed copies of those documents to the email addresses of the persons listed at paragraph "E" of this originating process.

4. A direction that service of this originating process, the affidavit in support and notice of any orders made on any known creditor of the Company, not listed in paragraph "E" to this Originating process, be abridged to **6pm 14 April 2014**, with such service to be effected by posting by **6pm 14 April 2014**, by written notice of these proceedings, the hearing date for final relief and by referring the creditor, in such notice, to the website of Deloitte where copies of the above mentioned documents may be viewed.

Final Relief

Validation of appointment

5. An order pursuant to section 447A(1) of the Act that Part 5.3A of the Act is to operate in relation to Oceanlinx Limited (Administrators Appointed) (Receivers and Managers Appointed) ACN 077 104 404 (**the Company**) as if the following resolutions were passed at the meeting of the directors of the Company on 5 March 2014 (**the 5 March 2014 Meeting**):
 - a) that it was the opinion of the Directors that the Company was likely to become insolvent at some future time; and
 - b) that the Company should appoint an Administrator under section 436A of the *Corporations Act 2001*, such appointment to take effect on 21 March 2014,

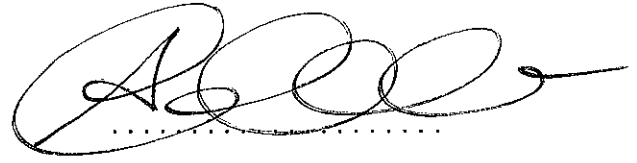
notwithstanding any failure of the directors to comply with section 436A of the Act or of the Company's Constitution.

6. Further or alternatively, a direction pursuant to section 447D(1) of the Act that the Plaintiffs are justified in taking steps in the orderly conduct of the administration of the Company, including as to the incurrence of costs and convening of meetings as required, notwithstanding that the first meeting of creditors of the Company held on 2 April 2014 at which they were appointed as Administrators of the Company may not have been validly convened.
7. Further or in the alternative, a declaration pursuant to section 1322(4)(a) of the Act that the act of the Chairperson of the 5 March 2014 Meeting signing minutes of the meeting on 18 March 2014 recording that the resolutions set out above were passed at the 5 March 2014 Meeting is not invalid by reason of any contravention of the Constitution of the Company or the Act.

Extension of Convening period

8. An order pursuant to s 439A(6) of the Act that the period within which the Plaintiffs must convene a meeting of creditors of the Respondent under s 439A of the Act be extended up to and including **Monday, 27 October 2014**.
9. An order pursuant to section 447A(1) of the Act, that Part 5.3A of the Act is to have effect in relation to the Company as if it provided that the meeting of creditors required by section 439A(1) may be held at any time during or within 5 business days after the period referred to in prayer 8.
10. That the Plaintiffs be granted leave to apply for any further extension of the convening period referred to in prayer 8 at any time before **Monday, 27 October 2014**.
11. That liberty to apply be granted to any person who can demonstrate sufficient interest to modify or discharge orders sought in prayers 8 to 10, on not less than 48 hours' notice to the Plaintiffs.
12. An order that the Plaintiffs' costs of these proceedings be costs in the administration.
13. Such further or other direction or order as to the Court deems fit.

Date: 11 April 2014



Dominic Stephen Calabria

This application will be heard by at Federal Court, Sydney registry, Queens Square, Sydney NSW 2000 at *am/*pm on

B. NOTICE TO DEFENDANT(S) (IF ANY)

N/A

C. APPLICATION FOR WINDING UP ON GROUND OF INSOLVENCY

N/A

D. FILING

Date of filing:

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Registrar

This originating process is filed by Dominic Calabria, Bridges Lawyers, for the Plaintiffs.

E. SERVICE

The Plaintiffs' address for service is c/- Bridges Lawyers, Gold Fields House Level 6, 1 Alfred Street, Sydney NSW 2000, DX 10130 Sydney Stock Exchange.

It is intended to serve a copy of this originating process on each defendant and on any person listed below:

Directors of the Company:

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R S Francisco Xavier 104 1400-332

Lisbon Portugal

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Committee of Creditors

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The time by which a copy of this originating process is to be served has been abridged by order made by his Honour Justice Yates on 11 April 2014 to