

Initial Information to Creditors

RPO Pty Ltd (In Liquidation)

ACN 621 280 457 ("the Company")

The purpose of this document is to provide you with information about the liquidation of the Company and your rights as a creditor.

1.0 Notification of Appointment

I was appointed liquidator of the Company by Order of the Federal Court of Australia on 22 May 2025.

A copy of my Declaration of Independence, Relevant Relationships and Indemnities ("**DIRRI**") is attached in **Annexure A**. The DIRRI assists you to understand any relevant relationships that I have, and any indemnities or upfront payments that have been provided to me. None of the relationships disclosed in this document affect my independence.

2.0 Effect of Appointment

The *Corporations Act 2001* ("**the Act**") imposes a moratorium or freeze on creditor claims, replacing a creditor's right to pursue their claim legally with a right to participate in any dividend paid by the liquidator.

The previous Voluntary Administrator and the directors' powers ceased on my appointment and I intend securing and realising the property of the Company for the benefit of creditors.

3.0 What is a Court Liquidation?

A court liquidation occurs when an order to place a company into liquidation is made by the court. Usually this is on the application of a creditor where the company has not paid its outstanding debt. Usually this means the company is insolvent.

According to the Company's records, you may be a creditor.

4.0 Summary of the Company's Affairs

Following my appointment, I wrote to the two current and one past director of the Company, giving notice for the delivery of the Company's books and records within five business days and the delivery of a Report on Company Activities and Property ("ROCAP") within ten business days. To date, neither the current nor past director have provided the requested documents; however, meetings have been held with the past director and the major shareholder, who have given assurances that the books and records will be provided.

My preliminary assessment of the Company's business and financial position is based on information obtained from suppliers, customers, and discussions with the Company's major shareholder.

My investigations to date indicate that the Company's core business involved acquiring motor vehicles, generally under a finance arrangement, and leasing them to customers either by means of a direct lease or through an intermediary business. It appears these intermediaries may have had the direct contact with the customer. Given the Company has defaulted on many of its finance arrangements, it is highly likely the Company had not been paid sufficiently by the customers or intermediaries to meet its operating costs and financial obligations. The reasons for this are subject to further investigation.

With respect to the financial position of the Company, attached in **Annexure F** is a summary the Company's last formal financial statements prepared at 30 June 2023 with June 2022 comparatives. A review of retained earnings suggests the need for a detailed analysis to better understand the Company's financial history and trading activity. This is particularly relevant given the Company operated two separate Xero accounting files. A summary of the net assets is set out below:

Category	30-Jun-23	30-Jun-22
Share Capital	100	100
Historical Adjustment	4,238,808	
Retained Earnings	1,677,230	1,028,725
Net Assets	\$ 5,916,138	\$ 1,028,825

I believe the financial position of the Company is likely to have changed significantly since the date of those statements. Notable developments since 30 June 2023 include:

- In mid-June 2023 the Company began exploring a sale of its business to the entity that subsequently became its largest shareholder.
- Since then, there were various director appointments and resignations that were associated with the transfer of control of the business, whilst Tianhe (Tim) Zhang remained a director from the Company's incorporation to 1 April 2025.
- I have been advised that investor due diligence raised concerns regarding poor record keeping and uncertainty over the location and control of vehicles owned and leased by the Company.

The Company's PPSR listing shows a significant number of financial institutions have lent money to the Company to purchase vehicles. A summary of the PPSR listing is set out below:

Registration type	Number of Registrations	Number of Secured Creditors
All present and after acquired property	4	3
Motor Vehicles	292	24
Other	3	3

The largest number of motor vehicle registrations are with:

Name of Secured Creditor	Number of Registrations
Toyota Finance Australia Ltd	121
Australia and New Zealand Banking Group Limited	52
Mercedes-Benz Financial Services Australia Pty Ltd	44

All other financiers have fewer than 10 motor vehicle registrations each.

5.0 What Happens to your Debt?

All creditors of the Company are now creditors in the liquidation. As a creditor, you have certain rights, although your debt will be dealt with in the liquidation.

6.0 Your Rights as a Creditor

Information regarding your rights as a creditor is provided in the information sheet included in **Annexure B**. This includes your right to:

- make reasonable requests for a meeting;
- make reasonable requests for information;
- give directions to me;
- appoint a reviewing liquidator; or
- replace me as liquidator.

In order to claim as a creditor in the liquidation you must complete and return to me a formal Proof of Debt, together with all relevant supporting documentation. A template Proof of Debt is attached in **Annexure C** to this report.

7.0 Brief Update on Liquidation

The Company's business had ceased prior to the liquidation, following the appointment of a Voluntary Administrator. Since my appointment, which replaced the Voluntary Administrator, I have undertaken the following actions:

- Evaluated the security interests registered against the Company's assets;
- Met with the past director and major shareholder to gain an understanding of the Company's financial position, the location of vehicles, and the commercial arrangements it had entered into;
- Assisted financiers in locating and identifying vehicles owned by the Company;
- Held significant discussions with stakeholders, customers, and agents used by the Company in its business; and
- Attempted to recover the Company's records and financial information.

8.0 What Happens Next?

My investigations remain at an early stage; however, I will continue efforts to:

- Secure and realise the Company's vehicles;
- Recover outstanding debtor balances; and
- Investigate the underlying causes of the Company's failure.

If I receive a reasonable request for a meeting that complies with the guidelines set out in the creditor rights information sheet, I will hold a meeting of creditors.

Whether a meeting is held or not, I will write to you within three (3) months of my appointment advising whether a dividend is likely.

9.0 Costs of the Liquidation

Included in **Annexure D** is my Initial Remuneration Notice. This document provides you with information about how I will get paid for undertaking the liquidation. Details of my firm's scale of fees are enclosed in **Annexure E**.

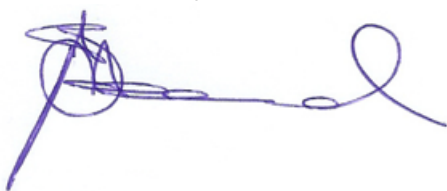
I may write to you and ask that you approve my remuneration and internal disbursements for the work that I do in completing the liquidation. If I do, I will provide you with detailed information so that you can understand what tasks I have undertaken and the costs of those tasks.

10.0 Where Can You Get More Information?

ASIC provides information sheets to assist creditors with understanding liquidations and insolvency. This information is available from ASIC's website at www.asic.gov.au.

For further information please feel free to contact this office.

Dated this 12th day of June 2025



Andrew James Heard
Liquidator

Contact: Matthew Jeffery
Email: mjeffery@hplca.com.au

Encl.

Annexures

- “A”** Declaration of Independence, Relevant Relationships and Indemnities
- “B”** Information Sheet – Creditor Rights in Liquidation
- “C”** Proof of Debt
- “D”** Initial Remuneration Notice
- “E”** Scale of Fees
- “F”** Summary of Financial Position

Initial Information to Creditors

RPO Pty Ltd (In Liquidation)
ACN 621 280 457

Annexure A

Declaration of Independence, Relevant Relationships and Indemnities

RPO Pty Ltd (In Liquidation)

ACN 621 280 457 ("the Company")

The purpose of this document is to assist creditors with understanding any relationships that the liquidator has and any indemnities or upfront payments that have been provided to the liquidator. None of the relationships disclosed in this document are such that the independence of the liquidator is affected.

This information is provided to you to enable you to make an informed assessment on any independence concerns, so you have trust and confidence in my independence and, if not, can act to remove and replace me if you wish.

This declaration is made in respect of myself, my directors, and Heard Phillips Lieberenz Pty Limited.

I, Andrew James Heard, am a Professional Member of Australian Restructuring Insolvency and Turnaround Association ("ARITA") and I acknowledge that I am bound by the ARITA Code of Professional Practice.

1.0 Independence

I have assessed my independence and I am not aware of any reasons that would prevent me from accepting this appointment.

There are no other known relevant relationships, including personal, business and professional relationships that should be disclosed beyond those I have disclosed in this document.

2.0 Declaration of Relationships

2.1 Circumstances of appointment

I was appointed liquidator of the Company by Order of the Federal Court of Australia on the application of Mercedes-Benz Financial Services Australia Pty Ltd, the Petitioning Creditor.

I consented to act as liquidator on the request of Petitioning Creditor's solicitor, Wallmans Lawyers, on 3 April 2025.

This consent does not affect my independence for the reason that the giving of a consent to act does not result in any duty owed to that creditor that would conflict with my interests or duties under the Act.

There is no expectation, agreement or understanding between me and Mercedes-Benz Financial Services Australia Pty Ltd regarding the conduct of the liquidation and I am free to act independently and in accordance with the law and applicable professional standards.

Did I meet with the Company, the directors or their advisers before I was appointed?

☐ Yes ☒ No

I have provided no other information or advice to the Company, its directors and advisers prior to my appointment.

3.0 Declaration of Relationships

Within the previous two years, I, or my firm, have had a relationship with:	
The Company?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
The director?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Any associates of the Company?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
A former insolvency practitioner appointed to the Company?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
A secured creditor entitled to enforce a security over the whole or substantially the whole of the Company's property?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Do I have any other relationships that I consider are relevant to creditors assessing my independence?	
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

On 21 January 2025, I was asked by Wallmans Lawyers whether I would be able to act as Court Appointed Receiver and Manager of the Company on the application of Mercedes-Benz Financial Services Australia Pty Ltd. No application for my appointment was made and no services were rendered with respect to this appointment being contemplated.

4.0 Indemnities and up-front payments

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

Dated this 12th day of June 2025

Andrew James Heard

Liquidator

Note:

1. The assessment of independence has been made based on an evaluation of the significance of any threats to independence and in accordance with the requirements of the relevant legislation and professional Standards.
2. If circumstances change, or new information is identified, I am required under the Corporations Act 2001 and ARITA's Code of Professional Practice to update this Declaration and provide a copy to creditors with my next communication as well as table a copy of any replacement declaration at the next meeting of the Insolvent's creditors. For creditors' voluntary liquidations and voluntary administrations, this document and any updated versions of this document are required to be lodged with ASIC.

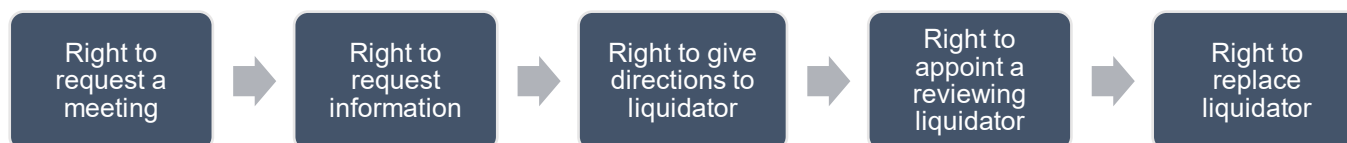
Initial Information to Creditors

RPO Pty Ltd (In Liquidation)
ACN 621 280 457

Annexure B

Creditor Rights in Liquidations

As a creditor, you have rights to request meetings and information or take certain actions:



If a simplified liquidation process is adopted, these rights are effectively limited to the right to request information.

Right to request a meeting

In liquidations, no meetings of creditors are held automatically. However, creditors with claims of a certain value can request in writing that the liquidator hold a meeting of creditors. The right to request meetings, including in the circumstances described below, is not available if a simplified liquidation process is adopted.

A meeting may be requested in the first 20 business days in a creditors' voluntary liquidation by $\geq 5\%$ of the value of the debts held by known creditors who are not a related entity of the company.

Otherwise, meetings can be requested at any other time or in a court liquidation by:

- $> 10\%$ but $< 25\%$ of the known value of creditors on the condition that those creditors provide security for the cost of holding the meeting
- $\geq 25\%$ of the known value of creditors
- creditors by resolution, or
- a Committee of Inspection (this is a smaller group of creditors elected by, and to represent, all the creditors).

If a request complies with these requirements and is 'reasonable', the liquidator must hold a meeting of creditors as soon as reasonably practicable.

Right to request information

Liquidators will communicate important information with creditors as required in a liquidation. In addition to the initial notice, you should receive, at a minimum, a report within the first three months on the likelihood of a dividend being paid.

Additionally, creditors have the right to request information at any time. A liquidator must provide a creditor with the requested information if their request is 'reasonable', the information is relevant to the liquidation, and the provision of the information would not cause the liquidator to breach their duties.

A liquidator must provide this information to a creditor within 5 business days of receiving the request, unless a longer period is agreed. If, due to the nature of the information requested, the liquidator requires more time to comply with the request, they can extend the period by notifying the creditor in writing.

Requests must be reasonable.

They are not reasonable if:

Both meetings and information:

- (a) complying with the request would prejudice the interests of one or more creditors or a third party
- (b) there is not sufficient available property to comply with the request
- (c) the request is vexatious

Meeting requests only:

- (d) a meeting of creditors dealing with the same matters has been held, or will be held within 15 business days

Information requests only:

- (e) the information requested would be privileged from production in legal proceedings
- (f) disclosure would found an action for breach of confidence
- (g) the information has already been provided
- (h) the information is required to be provided under law within 20 business days of the request

If a request is not reasonable due to (b), (d), (g) or (h) above, the liquidator must comply with the request if the creditor meets the cost of complying with the request.

Otherwise, a liquidator must inform a creditor if their meeting or information request is not reasonable and the reason why.

Right to give directions to liquidator

Creditors, by resolution, may give a liquidator directions in relation to a liquidation. A liquidator must have regard to these directions, but is not required to comply with the directions.

If a liquidator chooses not to comply with a direction given by a resolution of the creditors, they must document their reasons. An individual creditor cannot provide a direction to a liquidator.

If a simplified liquidation process is adopted, you may not be able to give directions, because meetings cannot be held to pass a resolution.

Right to appoint a reviewing liquidator

Creditors, by resolution, may appoint a reviewing liquidator to review a liquidator's remuneration or a cost or expense incurred in a liquidation. This right is not available if a simplified liquidation process is adopted. The review is limited to:

- remuneration approved within the six months prior to the appointment of the reviewing liquidator, and
- expenses incurred in the 12 months prior to the appointment of the reviewing liquidator.

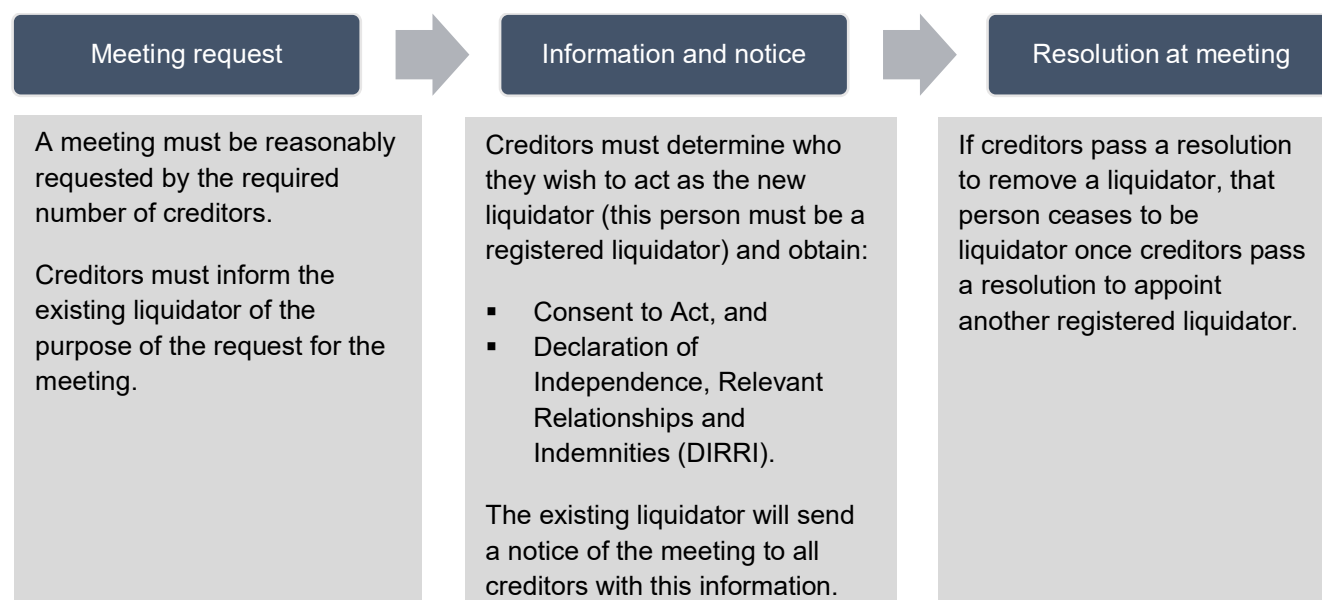
The cost of the reviewing liquidator is paid from the assets of the liquidation, in priority to creditor claims.

An individual creditor can appoint a reviewing liquidator with the liquidator's consent, however the cost of this reviewing liquidator must be met personally by the creditor making the appointment.

Right to replace liquidator

Creditors, by resolution, have the right to remove a liquidator and appoint another registered liquidator. This right is not available if a simplified liquidation process is adopted, because meetings cannot be held.

To replace a liquidator, there are certain requirements that must be complied with:



**For more information, go to www.arita.com.au/creditors.
Specific queries about the liquidation should be directed to the liquidator's office.**

Initial Information to Creditors

RPO Pty Ltd (In Liquidation)
ACN 621 280 457

Annexure C

FORM 535

Subregulation 5.6.49(2)
Corporations Act 2001

FORMAL PROOF OF DEBT OR CLAIM (GENERAL FORM)

To the Liquidator of RPO Pty Ltd (In Liquidation) ACN 621 280 457 ("the Company")

1. This is to state that the Company was on 22 May 2025, and still is, justly and truly indebted to: _____

full name, ABN and 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 for _____ dollars and _____ cents

Particulars of the debt are:

(Please attach any supporting documents you wish to rely on)

Date	Consideration (state how the debt arose)	Amount \$	Remarks (include details of voucher substantiating payment)

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

[Insert particulars of all securities held. If the securities are on the property of the company, assess the value of those securities. If any bills or other negotiable securities are held, show them in a schedule in the following form].

Date	Drawer	Acceptor	Amount \$	Due Date

3. Signed by (select option):

I am the creditor personally.

I am employed by the creditor and authorised in writing by the creditor to make this statement. I know that the debt was incurred for the consideration stated and that the debt, to the best of my knowledge and belief, remains unpaid and unsatisfied.

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

Signature: _____

Dated: _____

Name: _____

Occupation: _____

Address: _____

RECEIVE REPORTS BY EMAIL

Yes No

Do you wish to receive all future reports and correspondence from our office via email?

☐
☐

Email:.....

Initial Information to Creditors

RPO Pty Ltd (In Liquidation)
ACN 621 280 457

Annexure D

Initial Remuneration Notice

RPO Pty Ltd (In Liquidation)
ACN 621 280 457

The purpose of the Initial Remuneration Notice is to provide you with information about how I propose my remuneration for undertaking the liquidation will be set.

1. Remuneration Methods

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

- a. 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.
- b. 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.
- c. Percentage - The total fee charged is based on a percentage of a particular variable, such as the gross proceeds of asset realisations.
- d. Contingency - The practitioner's fee is structured to be contingent on a particular outcome being achieved.

2. Method Chosen

Given the nature of this liquidation, I propose that my remuneration be calculated on time based/hourly rates. This is because:

- It ensures that creditors are only charged for work that is performed.
- The liquidator is 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.
- I am currently unable to estimate with certainty the total amount of fees necessary to complete all tasks required in the liquidation.
- I have a time recording system that can produce a detailed analysis of time spent on each task by each staff member utilised in the administration.
- This method provides full accountability in the method of calculation.

3. Explanation of Hourly Rates

The rates for my remuneration calculation are set out in Annexure E with a general guide showing the qualifications and experience of staff engaged in the liquidation and the role they take in the liquidation. The hourly rates charged encompass the total cost of providing professional services and should not be compared to an hourly wage.

4. Estimated Remuneration

At this stage, I have insufficient information concerning the Company to make a reliable estimate of the liquidator's remuneration. Despite this an estimate must be provided to creditors in accordance with IPR 70-35 of the Insolvency Practice Rules (Corporations) 2016. I estimate that this liquidation will cost between \$100,000 and \$250,000 to complete, subject to the following variables which may have a significant effect on this estimate that I am unable to determine at this stage of the liquidation:

- If books and records are not provided or are incomplete or misleading.
- If there are difficulties securing and realising assets.
- If there are time consuming retention of title claims, protracted secured creditor and landlord negotiations or other unexpected 3rd party claims.
- If investigations reveal legal recoveries that may be brought for the benefit of creditors or to pursue the prosecution of offences.

5. Disbursements

Disbursements are divided into three types:

- External professional services - these are recovered at cost. An example of an externally provided professional service is legal fees. It does not include insolvency services, as insolvency services are claimed as remuneration.
- External non-professional costs – these are recovered at cost. Examples of external non-professional expenses include travel, accommodation and search fees.
- Firm non-professional costs – such as photocopying, printing and postage. These costs, if charged to the Liquidation, would generally be charged at cost; though some expenses such as telephone calls, photocopying and printing 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.

I am not required to seek creditor approval for expenses paid to third parties or for disbursements where I am recovering a cost incurred on behalf of the administration, but I must account to creditors. I must be satisfied that these expenses and disbursements are appropriate, justified and reasonable.

I am required to obtain creditor's consent for the payment of a disbursement where I, or a related entity of myself, may directly or indirectly obtain a profit. In these circumstances, creditors will be asked to approve my disbursements prior to these disbursements being paid from the administration.

Details of the basis of recovering Firm disbursement costs in this liquidation are enclosed at **Annexure E**.

6. Further information

ARITA have produced an information sheet "Approving remuneration of an external administrator". This information is available at <https://www.arita.com.au/documents/Technical/Information-sheets/INFO-remuneration-external-administrator.pdf> alternatively, a copy can be obtained from my office on request.

Should you have any further queries or wish to discuss my remuneration, please contact this office.

Dated this 12th day of June 2025



Andrew James Heard
Liquidator

Contact: Matthew Jeffery
Email: mjeffery@hplca.com.au

Initial Information to Creditors

RPO Pty Ltd (In Liquidation)
ACN 621 280 457

Annexure E

Hourly Rates and Guide to Staff Experience

This scale of fees is effective for Bankruptcy and Court appointed assignments from 1 July 2024 to 30 June 2025

Title	Description	2024/2025 Rates
Appointee/Director	Registered Liquidator or Registered Trustee, controlling all facets of the administration and bringing his or her specialist skills to the insolvency administration.	640
Associate Director	10 + years' insolvency experience, may be a Registered Liquidator or Registered Trustee, controlling all facets of the administration and bringing his or her specialist skills to the insolvency administration.	625
Senior Manager	7 + years' insolvency experience, degree and post graduate qualifications achieved, controlling medium sized matters and managing staff.	575
Manager	6 + years' insolvency experience, degree and post graduate qualifications achieved, controlling medium sized matters and managing staff.	520
Supervisor	4 + years' insolvency experience, degree typically with post graduate qualifications achieved, managing medium sized matters and controlling the work of more junior staff.	440
Senior Accountant	An experienced accountant with 3 + years' administration experience. Assists with control of small to medium sized jobs as well as performing some of the more difficult work on larger jobs.	385
Accountant	A qualified accountant with 1 + years' experience and undertaking further study. Required to assist in day-to-day fieldwork under supervision of more senior staff.	330
Graduate Accountant	A graduate accountant with less than 1 years' experience. Required to assist in day-to-day fieldwork under supervision of more senior staff.	250
Undergraduate	An undergraduate accountant required to assist in the day-to-day fieldwork under supervision of more senior staff	180
Office Manager	An experienced clerk with 5 + years' administration experience. Prepares and manages all statutory obligations associated with appointments.	385
Administration Assistant	Non-qualified person with appropriate skills. Prepares and manages all statutory obligations associated with appointments under supervision of Administration Manager. Role can include secretarial matters, filing, rounds, banking, account openings etc.	180
Administration Clerk	Non-qualified person with appropriate skills. Required to assist with secretarial matters, filing, rounds, banking, account openings etc. under supervision of more senior staff.	135

Schedule of Disbursements

Disbursement	Rates (GST Exclusive)
Advertising	At Cost
ASIC Fees	Disbursement recovery rate
Courier	At Cost
Photocopies	Disbursement recovery rate
Postage	Disbursement recovery rate
Search Fees (Company & Property Searches)	Disbursement recovery rate
Stationery	Disbursement recovery rate
- Folders	
- File Index	
Archive Box	Disbursement recovery rate
Storage & Destruction of Books & Records	
- Storage	
- Destruction	Disbursement recovery rate
Transport to/from archives & other collection costs	
- Staff vehicle use	Per ATO guidelines
- Travel Allowance for overnight stay	Per TD2024/3

Disbursement recovery rate

Internal disbursements will be claimed as a flat percentage of 4% (GST exclusive) of remuneration approved. The internal disbursements this disbursement recovery rate covers are highlighted in the above table.

Initial Information to Creditors

RPO Pty Ltd (In Liquidation)
ACN 621 280 457

Annexure F

	30-Jun-23	30-Jun-22
Assets		
Current Assets		
Cash and cash equivalents	265,262	92,294
Trade receivables		
GST Receivable		151,387
Prepayments		1,000
Income tax		119,772
Total Current Assets	265,262	364,453
Non-Current Assets		
Borrowing Costs	19,255	52,604
Intangibles		11,886
Director Loans	1,603,446	1,026,688
Other receivables		649,985
Property, plant and equipment	16,131,271	15,669,680
Total Non-Current Assets	17,753,972	17,410,843
TOTAL ASSETS	18,019,234	17,775,296
Liabilities		
Current Liabilities		
GST	97,212	
Other payables	884,305	29,943
Trade creditors	41,780	
Total Current Liabilities	1,023,297	29,943
Non-Current Liabilities		
Chattel mortgage liabilities	11,079,800	15,500,121
Loan - Skylon		1,216,307
Total Non-Current Liabilities	11,079,800	16,716,428
Total Liabilities	12,103,097	16,746,371
Net Assets	5,916,137	1,028,925
Represented by		
Share Capital	100	100
Historical adjustment	4,238,808	
Retained Earnings	1,677,230	1,028,725
	5,916,138	1,028,825