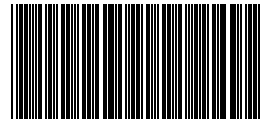




Filed: 6 June 2025 5:09 PM



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Form 2

ORIGINATING PROCESS – COVERSHEET AND ACKNOWLEDGEMENT

IN THE MATTER OF FLEET TECHNOLOGIES LIMITED

COURT DETAILS

| | |
|-------------|----------------------|
| Court | Supreme Court of NSW |
| Division | Equity |
| List | Corporations List |
| Registry | Supreme Court Sydney |
| Case number | 2025/00217698 |

TITLE OF PROCEEDINGS

| | |
|----------------------|---------------------|
| First Plaintiff | CHRISTOPHER JOHNSON |
| Second Plaintiff | JOSEPH HAYES |
| Number of plaintiffs | 3 |

FILING DETAILS

| | |
|--------------------------------|----------------------------------------------------------------------------------------------------------|
| Filed for | CHRISTOPHER JOHNSON, Plaintiff 1 JOSEPH HAYES, Plaintiff 2 FLEET TECHNOLOGIES LIMITED, Plaintiff 3 |
| Legal representative | DANIELLE FUNSTON |
| Legal representative reference | |
| Telephone | 02 9291 6102 |

HEARING DETAILS

This application will be heard at Supreme Court Sydney on 23 June 2025 at 10:00 AM

ATTACHMENT DETAILS

In accordance with Part 3 of the UCPR, this coversheet confirms that both the Originating process (Corporations Law) Other, along with any other documents listed below, were filed by the Court.

Corporations Law Originating Process (Form 2) (Originating Process - (final - signed)(48619573.2).pdf)

Affidavit in Support of Originating Process (Affidavit of C Johnson (6 June 2025 - signed)(48649785.1).pdf)

[attach.]

Form 2

(rules 2.2 and 15A.3)

No. of 2025

IN THE SUPREME COURT OF NEW SOUTH WALES

DIVISION: EQUITY

REGISTRY: SYDNEY

CORPORATIONS LIST

IN THE MATTER OF FLEET TECHNOLOGIES LIMITED (SUBJECT TO DEED OF COMPANY ARRANGEMENT) ACN 152 473 482

CHRISTOPHER JOHNSON AND JOSEPH HAYES IN THEIR CAPACITY AS JOINT AND SEVERAL DEED ADMINISTRATORS OF FLEET TECHNOLOGIES LIMITED (SUBJECT TO DEED OF COMPANY ARRANGEMENT) (ACN 152 473 482)

First Plaintiffs

FLEET TECHNOLOGIES LIMITED (SUBJECT TO DEED OF COMPANY ARRANGEMENT) (ACN 152 473 482)

Second Plaintiff

ORIGINATING PROCESS

A. DETAILS OF APPLICATION

This application is made pursuant to sections 444GA and 447A of the *Corporations Act 2001* (Cth) (**Act**) and section 90-15 of the *Insolvency Practice Schedule (Corporations)*, being Schedule 2 to the Act.

The First Plaintiffs, in their capacity as joint and several deed administrators of Fleet Technologies Limited (Subject to Deed of Company Arrangement) (ACN 152 473 482) (**Fleet**), seek orders for leave pursuant to section 444GA(1)(b) of the Act to transfer all of the existing shares of Fleet to Mark Osborn or his nominee in accordance with the terms of the deed of company arrangement dated 28 April 2025.

On the facts stated in the supporting affidavit of Christopher Johnson sworn on 6 June 2025, the Plaintiffs seek the following orders:

| | |
|------------------------------------------------------------|-----------------------------------------------------------------------------|
| Filed on behalf of (name & role of party) | Plaintiffs |
| Prepared by (name of person/lawyer) | Danielle Funston |
| Law firm (if applicable) | Maddocks Lawyers |
| Tel (02) 9291 6100 | Fax (02) 9221 0872 |
| Email | danielle.funston@maddocks.com.au |
| Address for service (include state and postcode) | Maddocks Lawyers, Level 27, Angel Place, 123 Pitt Street, Sydney, NSW, 2000 |

Procedural Orders

1. Prayers 2 of this Originating Process be returnable instanter.
2. The Plaintiffs give notice to each of the creditors and members of Fleet Technologies Limited (Subject to Deed of Company Arrangement) (**Fleet**):
 - (a) the Originating Process;
 - (b) the affidavit of Christopher Johnson sworn on 6 June 2025 (**Johnson Affidavit**);
 - (c) an explanatory statement;
 - (d) the availability of the independent expert's report of John Melliush dated 23 May 2025; and
 - (e) the orders made by the Court,

within 3 business days of the date of the orders, by the following methods:

 - (f) where the First Plaintiffs (**Deed Administrators**) have an email address for a creditor or member of Fleet (including from the books and records maintained by Fleet), by notifying each such creditor or member, via email;
 - (g) where the Deed Administrators do not have an email address for a creditor or shareholder of Fleet (or have received notification of non-delivery of a notice sent by email in accordance with paragraph (f) above) but the Deed Administrators have a postal address for that creditor or shareholder (including from the books and records maintained by Fleet), by sending the materials to each such creditor or member, via post; and
 - (h) by placing scanned, sealed copies on the website maintained by the Deed Administrators at www.wexted.com.
3. Any interested person wishing to appear at the hearing of this application is to file and serve on the Plaintiffs and the Australian Securities and Investments Commission a Notice of Appearance in the prescribed form and indicating the grounds of opposition by 4pm on **[Date TBC]**.

4. Any interested person who is entitled to oppose this application pursuant to section 444GA(2) of the *Corporations Act 2001* (Cth) (**Act**) may apply to be joined as a defendant to this application by no later than 4pm on [Date TBC].
5. The Plaintiffs file any further evidence upon which they intend to rely on the application, including any supplementary affidavits deposing as to any correspondence or communications received by the Deed Administrators from any interested person who is entitled to oppose this application pursuant to section 444GA(2) of the Act and any responsive correspondence or communication from the Deed Administrators, by 4pm on [Date TBC].
6. This application be listed for hearing on

Substantive Orders

7. Pursuant to section 444GA(1)(b) of the Act, the Deed Administrators have leave to transfer all of the issued shares of Fleet (**Shares**) from the “members” (as defined in the Act) of Fleet (together, **the Members** and each, a **Member**) to Mark Osborn or his nominee, in accordance with the terms of the deed of company arrangement dated 28 April 2025.
8. Pursuant to section 447A(1) of the Act and/or section 90-15(1) of the *Insolvency Practice Schedule (Corporations)*, any of the Deed Administrators may jointly or severally:
 - (a) execute, on behalf of any of the Members, share transfer forms and any other documents as are necessary to effect the transfer of the Shares referred to in Order 7; and
 - (b) enter or procure the entry of the name of Mark Osborn or his nominee in Fleet’s register of members in respect of all Shares transferred to Mark Osborn or his nominee in accordance with order 7.
9. The Plaintiffs’ costs of and incidental to this application be costs in the deed administration of Fleet.
10. The Court’s orders be entered forthwith.
11. Such further or other order as the Court deems fit.

Date: 6 June 2025



Signature of Danielle Funston
Maddocks
Plaintiffs legal practitioner

This application will be heard by the Supreme Court of New South Wales 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:

This originating process is filed by Maddocks Lawyers for the Plaintiffs.

E. SERVICE

The Plaintiff's address for service is c/- Maddocks Lawyers, Level 27, Angel Place, 123 Pitt Street, Sydney, NSW, 2000.

It is intended to give notice of a copy of this originating process on the parties listed below:

1. Australian Securities and Investments Commission;
2. the known creditors of Fleet; and
3. the known members of Fleet.