

**Australian Securities &
Investments Commission**

Form 106
Corporations Act 2001

Request to withdraw a lodged document

If there is insufficient space in any section of the form, you may photocopy the relevant page(s) and submit as part of this lodgement

Company details

Company/pooled group name/credit licensee or representative name

RIMFIRE CONSTRUCTIONS (QWD) Pty Ltd

ACN/ARBN/ABN/credit licence or representative number (if applicable)

167 192 805

(See guide for information on pooled group)

Lodgement details

An image of this form will be available as part of the public register.

Who should ASIC contact if there is a query about this form?

ASIC registered agent number (if applicable)

2988

Firm/organisation

RONDAHL KELLY Pty Ltd

Contact name/position description

CLAU RONDALH Director

Telephone number (during business hours)

(02) 9687 1899

Email address (optional)

CRONDAHL@RONDAHLKELLY.COM.AU

Postal address

PO Box 1444

Suburb/City

PARRAMATTA

State/Territory

NSW

Postcode

2124

1 Document to be withdrawn

The document number can be obtained from a search at ASIC Connect at www.asic.gov.au.

Document number (Number allocated by ASIC)

5 E 3577 609

Date of lodgement

 29/07/14
[D] [D] [M] [M] [Y] [Y]

2 Reason why this document should be withdrawn

Tick one box only.

☐ Information has been duplicated. (Only select this reason when the document to be withdrawn is identical to a previously lodged document.)

Document number of previously lodged document

☒ Information has been provided on a lodged document that was subsequently found to be incorrect and exceptional circumstances exist to withdraw the document.

Provide specific details below. You will need to address the following when providing these details:

- how did the error occur
- what processes or action was taken in determining that the lodged document was incorrect, and
- what contact has been made with all parties affected by the error?

Supporting documentary evidence should be attached

Specific details

THE ISSUE OF 2,000,000 J CLASS SHARES
ON 30.06.2014 WERE NOT ISSUED PURSUANT
TO S. 254 A (2) OF THE CORPORATIONS ACT, 2001
AS EXPLAINED IN THE ANNEXURE A
ATTACHED OF 2 PAGES.

Signature

This form must be signed by the person(s) who signed the document to be withdrawn.

I certify that the information in this form is true and complete.

Name

DANNY CAIN

Capacity



Director



Company secretary



Liquidator

Signature

[Handwritten Signature]

Date signed

13/07/16

[D] [D] [M] [M] [Y] [Y]

Lodgement

Send completed and signed forms to:
Australian Securities and Investments Commission,
PO Box 4000, Gippsland Mail Centre VIC 3841.

For more information

Web www.asic.gov.au
Need help? www.asic.gov.au/question
Telephone 1300 300 630

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THIS IS ANNEXURE A OF 2 PAGES REFERRED
TO IN FORM 106 REQUEST TO WITHDRAW
A LODGED DOCUMENT.
Danny Cain
13.07.2016

**RESOLUTION OF DIRECTORS OF RIMFIRE CONSTRUCTIONS (QLD)
PTY LTD (ACN 167 192 805) IN ACCORDANCE WITH ITS
CONSTITUTION.**

A. Resolution 1

Background

The financial records of the company and its relevant financial statements to the extent they refer to the issue of 2,000,000 J Class shares to Davis Michael Cotter on or about 27 October 2014 ("J Class Shares") have been found to be incorrect, such that no J class shares were in fact issued.

The matter of the J class shares has only just become an issue because D.M. Cotter has required payment of the \$2 million he advanced to this company, and this amount has now been repaid.

The Constitution of this company does not contain the terms of issue of the J class shares.

An extensive search of the company's records has been made to locate a resolution which may have been passed by the member(s) of this company agreeing to issue the said J class shares. No such member resolution can be located.

The financial records of the company were maintained by the company's previous accountants, who were responsible for advising upon the proper secretarial procedures of the company.

It is noted that on or about 27 October 2014 the company did (incorrectly) lodge a Form 484 with Australian Securities and Investment Commission ("ASIC") indicating the company had issued the J class shares.

However, the directors are satisfied the J class shares were not issued pursuant to Section 254 A(2) of the Corporations Act 2001 and, accordingly, the issue and lodgement of the Form 484 to ASIC was made in error.

It is noted that the company has entered into an agreement with David M Cotter entitled "J Class Shares Agreement" under which this company undertook to redeem the J class shares and also refers to the \$2 million paid by Mr David M Cotter as being a loan without any terms.

Because of the delicate nature of negotiations with Mr David M Cotter at the time concerning the \$2 million he advanced to the company, the agreement was worded as if the J class shares were

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issued; so as to avoid any argument this company had failed to issue such J class shares as it had been intended.

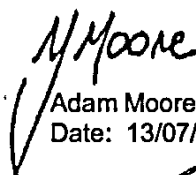
The references in the said agreement to the redemption monies from the J class shares being applied to repay "the loan to the Subscriber" (i.e. D M Cotter) were inserted by Mr Cotter's lawyer – who, in some manner, considered there was a loan of \$2 million by Mr Cotter to the company and, perhaps, the related issue of J class shares. Given that the J class shares were not, in fact, issued, only the loan of remained. But it is noted both situations could not have been in existence at the same time.


RESOLVED THAT –

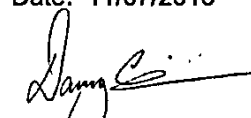
- a) the directors procure that the financial records of the company are forthwith amended to reverse any purported issue of J class shares,
- b) the directors procure that, to the extent legally possible, all financial statements of the company issued to date recording the issue of the J class shares be withdrawn and reissued deleting reference to any issue of J class shares and by replacing any reference thereto as being a loan from David Cotter, and.
- c) the directors forthwith procure that an approach be made to ASIC for the purpose of lodging such document as is required to delete reference on this company's file with ASIC to the issue of the J class shares.

RESOLVED THAT Danny Cain be appointed as the authorised signatory to execute all documentation as is required to give effect to Resolution 1 above.

Signed by the directors:


Adam Moore
Date: 13/07/2016


Cameron Kirkwood
Date: 11/07/2016


Danny Cain
Date: 11/07/2016