



Federal Court of Australia

District Registry: Victoria

Division: General

No: VID513/2015

MONEY MAX INT PTY LTD (ACN 152 073 580), AS TRUSTEE FOR THE GOLDIE SUPERANNUATION FUND

Applicant

QBE INSURANCE GROUP LIMITED (ACN 008 485 014)

Respondent

ORDER

JUDGE: JUSTICE MURPHY

DATE OF ORDER: 27 October 2017

WHERE MADE: Melbourne

THE COURT ORDERS BY CONSENT THAT:

Opt out and registration deadline

1. Pursuant to ss 33J and 33ZF of the *Federal Court of Australia Act 1976* (Cth) (the **Act**), 4.00 pm on 27 November 2017 be fixed as the date before which:

- (a) a class member may opt out of the proceeding;
- (b) a class member who wishes to participate in the proceeds of any settlement of this proceeding reached before the trial of common issues commences must register their interest in doing so in the manner set out in these orders;

(the **Class Deadline**).

For the avoidance of doubt, for the purposes of Order 1(b) and elsewhere in these orders, a settlement will be taken to have been reached before the trial of common issues commences if the parties inform the Court that an in-principle settlement has been reached, even if that settlement is still subject to documentation and approval of the Court.



Notice

2. Pursuant to ss 33X and 33Y of the Act, the terms of the notice set out in Schedule A to these Orders are approved (**Notice**).
3. The Notice be given to the class members on or before 31 October 2017, according to the following procedure:
 - (a) the Respondent shall provide to a mail house distribution service nominated by it details of all shareholders recorded on the Respondent's share register (**Share Register**) who acquired an interest in shares of the Respondent between 20 August 2013 and 6 December 2013 (inclusive);
 - (b) the Respondent shall cause the mail house to send the Notice by email to any of the shareholders referred to in Order 3(a) that have an email address recorded on the Share Register;
 - (c) to the extent that a shareholder referred to in Order 3(a) does not have an email address recorded on the Share Register, the Respondent shall cause the mail house to send the Notice by prepaid ordinary post to that shareholder at the address recorded for that person on the Share Register;
 - (d) to the extent that the mail house receives notice of a delivery failure in relation to any email sent to a shareholder referred to in Order 3(b) above, the Respondent shall cause the mail house to send the Notice by prepaid ordinary post to that shareholder at the address recorded for that person on the Share Register, within two (2) business days of receiving that delivery failure notice;
 - (e) on or before 31 October 2017, the Applicant shall cause a copy of the Notice, together with copies of the current Originating Application, Statement of Claim, Defence, and any orders of the Court relating to the matters addressed in the Notice to be displayed on the website of the Applicant's solicitors (**Maurice Blackburn**), <http://www.mauriceblackburn.com.au/current-class-actions/qbe-class-action>, and to remain continuously so displayed up to and including the Class Deadline;
 - (f) on or before 31 October 2017, the District Registrar of the Victorian District Registry of the Federal Court of Australia shall cause a copy of the Notice,



together with copies of the current Originating Application, Statement of Claim and Defence to be:

- (i) displayed on the Federal Court website (www.fedcourt.gov.au); and
- (ii) available for inspection at the District Registry of the Federal Court in Melbourne, Sydney, Canberra, Brisbane, Adelaide, Perth, Hobart and Darwin,

and to remain continuously so displayed and available up to and including the Class Deadline.

4. The costs charged by the mail house distribution service referred to in Order 3(a) above shall be paid in the first instance by the Applicant and the Respondent in equal shares, but otherwise the costs of and incidental to the procedure set out in Order 3 shall be costs in the proceeding. For the avoidance of doubt, answering enquiries by class members and members of the public in relation to the Notice is work incidental to Order 3.

Opt out

5. Any class member who wishes to opt out of this proceeding must, before the Class Deadline, deliver a duly completed opt out form to the Victorian District Registry of the Federal Court of Australia.
6. The Applicant's solicitors and the Respondent's solicitors have leave to inspect the Court file and to copy any opt out forms filed.
7. If, on or before the Class Deadline, the solicitors for any party receive a notice purporting to be an opt out form referable to this proceeding, the solicitors must file the notice in the Victorian District Registry of the Federal Court of Australia within seven (7) days of receipt, and the notice shall be treated as an opt out notice received by the Court at the time it was received by the solicitors.

Registration

8. Pursuant to s 33ZF of the Act, any class member who wishes to participate in the proceeds of any settlement of this proceeding which is reached before the trial of the common issues commences must register by:



- (a) completing the form under the heading 'Class Member Registration Form' in Schedule A to these orders (**Class Member Registration Form**) and returning it to Maurice Blackburn before the Class Deadline; or
 - (b) completing and submitting the online registration form (which shall contain the same fields as the Class Member Registration Form) available on the website of Maurice Blackburn (<http://www.mauriceblackburn.com.au/current-class-actions/qbe-class-action>) before the Class Deadline.
9. A class member will be deemed to have complied with Order 8 if, by the Class Deadline, the class member has retained Maurice Blackburn to act for that class member in connection with the proceeding.
10. Pursuant to s 33ZF of the Act, any class member who neither opts out nor registers as a class member on or before the Class Deadline shall remain a class member for the purposes of any judgment or settlement but, in the event that a settlement is reached before the trial of the common issues commences and that settlement is ultimately approved by the Court, shall be bound by the terms of the settlement agreement and barred from making any claim against the Respondent in respect of or relating to the subject matter of this proceeding, including participating in any form of compensation or otherwise benefiting from any relief that might be ordered or agreed.
11. By 4.00 pm on 8 December 2017, the Applicant must:
 - (a) deliver to the solicitors for the Respondent the following information in respect of each class member who has registered or is deemed to have registered pursuant to Orders 8 and 9 (**Registered Class Members**):
 - (i) a unique identification number for each Registered Class Member;
 - (ii) the number of QBE shares held at the commencement of trading on 20 August 2013;
 - (iii) the number of QBE shares acquired, and the dates on which they were acquired, in the period from 20 August 2013 to 6 December 2013;
 - (iv) the number of QBE shares disposed of, and the dates on which they were disposed of, in the period from 20 August 2013 to 6 December 2013; and



(v) any amendments to the information referred to in (ii) to (iv) above, as notified to Maurice Blackburn by that date,

but which shall not identify the Registered Class Members other than by the identification numbers described in Order 11(a)(i) above (the **List of Registered Class Members**);

(b) file, in a sealed envelope marked ‘Confidential List of Class Members – Not to be opened without leave of the Court or a Judge’, a confidential list of Registered Class Members, which list shall contain the information referred to in Order 11(a) above, together with any of the following information in Maurice Blackburn’s possession in respect of each Registered Class Member:

- (i) name;
- (ii) address;
- (iii) Security Reference Number (SRN) or Holder Identification Number (HIN); and
- (iv) whether the class member is the registered holder of the shares and, if not, the name of the registered holder,

(the **Confidential List of Registered Class Members**).

12. Subject to Order 14, no person other than the Applicant and its legal representatives is permitted to view the Confidential List of Registered Class Members without further order of the Court.

13. The List of Registered Class Members provided to the solicitors for the Respondent in accordance with Order 11(a), and any information contained therein, is to be kept confidential to:

- (a) the Respondent's legal advisors;
- (b) those officers and employees of the Respondent who have the conduct of this proceeding on behalf of the Respondent and/or are involved in providing instructions for the purposes of settlement discussions;
- (c) experts retained by the Respondent in the proceeding (including the firm referred to in Order 14); and



- (d) representatives of the Respondent's insurers (and their legal advisers).
14. By 4.00pm on 8 December 2017, the Applicant must provide to a firm nominated by the Respondent (**Audit Firm**) in electronic form the Confidential List of Registered Class Members for the purposes of the Audit Firm auditing (on behalf of the Respondent) the data provided to the Respondent in accordance with these Orders on the condition that it will not disclose the identity of any Registered Class Member to any person (including the persons referred to in Order 13).
15. The Audit Firm may request from Maurice Blackburn:
- (a) a copy of any Class Member Registration Form (or equivalent original information source for the class members referred to in Order 9 and/or class members who register in the manner contemplated by Order 8(b));
 - (b) any transaction records provided by any Registered Class Member; and/or
 - (c) further information to enable it to identify any Registered Class Member, on the condition that it will not disclose the identifying information contained in those documents to any person (including the persons referred to in Order 13). Maurice Blackburn must use its best endeavours to comply with any such request within 3 business days.


Variation of orders

16. Any class member wishing to seek a variation to these Orders must deliver to Maurice Blackburn, by no later than the Class Deadline, written notice of the variation sought and a statement of the reasons for seeking the variation, and Maurice Blackburn shall forthwith notify the Respondent and the Court of the notice and the reasons.

General

17. Liberty to apply.
18. Costs be reserved.

Date that entry is stamped: 27 October 2018


Registrar