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**Business Rescue Proceedings Update - Report delivered to all known  
Affected Persons**

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In terms of Section 132 (3) (a) of Chapter 6 of the Companies Act 71 of 2008

In relation to

**Avedia Energy (PTY) LTD (in business rescue)**

REGISTRATION NUMBER: 2003/023054/07

Prepared by

**Alison Timme**

As Business Rescue Practitioner

**31 March 2021**

1. **Introduction**

1.1. This report is issued by the Business Rescue Practitioner in terms of section 132(3) (a) and (b)(ii) of the Companies Act 71 of 2008 ("Act") (the "Report") and delivered in accordance thereto to all known Affected Persons.

2. **Business Rescue Proceedings**

2.1. On 25 February 2020, Avedia Energy Pty Ltd (the "Company" or "Avedia") was placed under business rescue pursuant to a court order ("the Court Order") on this date;

2.2. Alison Timme was appointed as interim practitioner pursuant to the Court Order on 25 February 2020;

2.3. On 09 March 2020, Avedia instituted an application for leave to appeal the Court Order, thereby suspending the business rescue proceedings of Avedia and the interim appointment of Alison Timme;

2.4. The Western Cape High Court dismissed the application for leave to appeal on 19 March 2020;

2.5. On 26 March 2020, Avedia petitioned the Supreme Court of Appeal ("the SCA"), again suspending proceedings and the interim appointment of Alison Timme;

2.6. The petition to the SCA was dismissed on 14 August 2020;

2.7. On 26 August 2020, Avedia made application to the President of the SCA for a reconsideration of the dismissal of the petition ("the application for reconsideration");

2.8. The application for reconsideration was subsequently withdrawn on 1 September 2020 but replaced with Avedia petitioning the Constitutional Court for leave to appeal on the same date, thereby again suspending proceedings and the interim appointment of Alison Timme;

2.9. The leave to appeal was dismissed by the Constitutional Court on 2 November 2020, thereby lifting the suspension of proceedings and the suspension of Alison Timme's interim appointment;

2.10. Alison Timme's appointment as Business Rescue Practitioner was ratified by creditors at the section 147 meeting on the 18th of November 2020.

2.11. A summary of proceedings and main steps undertaken by the Business Rescue Practitioner in accordance with her statutory obligations are set out in the table below:

<b>Event</b>	<b>Date</b>
Court order to commence Business Rescue	25 February 2020
Alison Timme appointed as interim Business Rescue Practitioner	25 February 2020
Avedia institutes leave to appeal court order	09 March 2020
Western Cape High Court dismisses the application for leave to appeal	19 March 2020

Avedia petitions the SCA	26 March 2020
Petition to the SCA dismissed	14 August 2020
Avedia makes application to the President of the SCA for reconsideration	26 August 2020
Application for reconsideration withdrawn	1 September 2020
Avedia petitions the Constitutional Court for leave to appeal	1 September 2020
Constitutional Court dismisses leave to appeal	2 November 2020
Recommencement of Business Rescue Proceedings	2 November 2020
Holding of first creditors meeting (Section 147)	18 November 2020
Holding of first meeting of employees/representatives (Section 148)	18 November 2020
Alison Timme's appointment as Business Rescue Practitioner ratified by creditors	18 November 2020
Consent received for extension of the publication of the BR Plan (Section 150(5)(b)) and business rescue proceedings on 7 December 2020 to 26 February 2021	26 February 2021 (extension date)
Consent received for extension of the publication of the BR Plan (Section 150(5)(b)) and business rescue proceedings on 24 February 2021 to 30 April 2021	30 April 2021 (extension date)
Issue of First Update Report (Section 132(3)(a))	26 February 2021
Cylinder filling operations to be recommenced once remedial action is completed within the next 2 weeks.	29 March 2021
Engineers have been consulted to do a technical analysis on the remaining requirements in relation to the pipeline interconnection. TNPA meeting to be held on the 7 <sup>th</sup> of April 2021.	30 March 2021
Issue of Second Update Report (Section 132(3)(a))	31 March 2021

2.12. The BRP continues to oversee operational activities in line with her statutory obligations. The actions that have been taken in line with this pursuit include *inter alia*:

- 2.12.1. Securing of Post Commencement Finance;
- 2.12.2. Convening of statutory meetings;
- 2.12.3. Managing liquidity and expenditure;
- 2.12.4. Creditors claim assessment;
- 2.12.5. Evaluation of secured claims and available unencumbered assets for securing further funding;
- 2.12.6. Renewal of insurance;
- 2.12.7. Facilitation of salaries and wages payments;
- 2.12.8. Facilitation of other critical operational activities and payments;
- 2.12.9. Engagement of tax consultants to assist with tax compliance;
- 2.12.10. Appointment of technical industry specialist;
- 2.12.11. Investigation into health and safety protocols of both plants;
- 2.12.12. Halting of bottling operations to address health and safety/regulatory noncompliance (this has now largely been resolved and trading is expected to recommence shortly);

- 2.12.13. Commencement of remedial action and facilitation thereof;
- 2.12.14. Ongoing discussions with stakeholders in respect of potential longer-term, strategic options to exit rescue;
- 2.12.15. Discussions with technical engineers to assist with the interconnection with the Sunrise pipeline; and
- 2.12.16. Ongoing discussions to recommence operations to generate short term cash flow.

### **3. Funding of the business rescue**

- 3.1. Post commencement financing (“PCF”) of R3.6 million have been secured to date;
- 3.2. Costs of the business rescue to date amount to circa R3.6 million, and include:
  - 3.2.1. BRP fees and BRP legal consultation fees, BRP advisor’s fees and insurance.
  - 3.2.2. Monthly operational costs;
  - 3.2.3. Remedial actions costs;
  - 3.2.4. Tax compliance costs;
  - 3.2.5. Employee costs; and
  - 3.2.6. Other ad hoc required payments.

### **4. Potential investment and options for exit of business rescue**

- 4.1. The BRP continues to focus on potential options for the business, including external investment and partnerships (both from a public and private sector point of view);
- 4.2. Whilst due to confidentiality the various potential interested parties and stakeholders cannot at this stage be disclosed, the BRP will be seeking in the forthcoming weeks to narrow down the options, with a view to concluding a deal and maximising a return to creditors – within the short term (liquidation as an alternative is anticipated in a nil recovery to trade/concurrent creditors):
  - 4.2.1. Four to five options have been investigated and discussions progressed over the past month; the BRP is expecting initial expressions of interest/in-principle offers within the next week or so;
  - 4.2.2. Once received, a final decision will be made as to the most optimal position to exit rescue. This will incorporate discussions with the shareholders and secured lender.
- 4.3. Longer term strategic options are also being considered concurrently; the balance between a shorter-term deal (to return some value to creditors) against a potential longer-term strategy continues to be weighed up and considered;
- 4.4. It should be noted that the ongoing securing of additional PCF remains pivotal to the ability of the BRP to progress and close a deal for the benefit of the creditors. An additional tranche of shareholder funding is expected shortly.

5. **Sunrise Energy**

5.1. Discussions with Sunrise Energy (and the TNPA) in respect of the potential interconnection pipeline have progressed but remain ongoing.

6. **Publication of the Business Rescue Plan and Section 151 voting meeting**

6.1. The Business Rescue Plan was due to be published on the 7th of December 2020 (25 business days from the recommencement of proceedings), however an extension was granted by the requisite majority of creditors up until the 26th of February 2021;

6.2. A further extension of the publication date was granted on the 24th of February up to the 30th of April 2021; a further short extension may be required to finalise the plan and voting but which remains subject to the various third parties' availability and speed at which any deal can be concluded on.

7. **Conclusion**

7.1. In light of progressing discussions with potential interested parties (investors and the securing of additional PCF), the BRP remains of the view that there is still reasonable prospect to rescue the company;

7.2. Further updates to the process will follow in due course.

Yours sincerely

**Alison Timme**

Appointed Business Rescue Practitioner

**SENT ELECTRONICALLY**