

## PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

EPAS ID: PAT5555535

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	LIEN
<b>CONVEYING PARTY DATA</b>	
<b>Name</b>	<b>Execution Date</b>
UGLII CORPORATION LIMITED	10/10/2018
<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	COCKATOO INTELLECTUAL PROPERTY PTY LTD
<b>Street Address:</b>	48 ALBERT STREET
<b>City:</b>	WARRAGUL, VICTORIA
<b>State/Country:</b>	AUSTRALIA
<b>Postal Code:</b>	3820
<b>PROPERTY NUMBERS Total: 2</b>	
<b>Property Type</b>	<b>Number</b>
<b>Patent Number:</b>	8065291
<b>Patent Number:</b>	8738444
<b>CORRESPONDENCE DATA</b>	
<b>Fax Number:</b>	
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>	
<b>Phone:</b>	2034230235
<b>Email:</b>	roy@rgrosslaw.com
<b>Correspondent Name:</b>	THE ROY GROSS LAW FIRM LLC
<b>Address Line 1:</b>	50 WASHINGTON STREET, SUITE 733/734
<b>Address Line 4:</b>	NORWALK, CONNECTICUT 06854
<b>ATTORNEY DOCKET NUMBER:</b>	08080-10001A
<b>NAME OF SUBMITTER:</b>	ROY D. GROSS
<b>SIGNATURE:</b>	/Roy D. Gross/
<b>DATE SIGNED:</b>	06/04/2019
<b>Total Attachments: 14</b>	
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19<sup>th</sup> April, 2018

To: Cockatoo Intellectual Property P/L

By mail to:  
Bradley Sneddon, Candace Carroll, Danny Carroll

**Claims against Cockatoo intellectual Property P/L**

This letter puts you on notice that, for reasons that follow:

1. Company controllers of Uglii Corporation Ltd, Traralgon Technology Holdings Ltd, Uglii Find Australia Ltd, BizMio Ltd, Projects Discovery Services Pty Ltd, Global Ads System Pty Ltd (formerly Uglii Ads System Pty Ltd) (together, the **Companies**) face liability for false and/or misleading conduct in trade, misrepresentation, deceit, and/or negligence in relation to events leading up to the Companies' liquidations.
2. Intellectual property rights asserted on behalf of the Knorr Estate pursuant to the 6 September 2005 Intellectual Property licensing agreement are unenforceable and/or subject to defeat by claims by/on behalf of shareholders of the Companies.
3. As a result and with knowledge of the matters in 1 and 2 above, any:
  - 3.1 Purchase by Cockatoo Intellectual Property P/L (**Cockatoo**) of property of the Companies;
  - 3.2 Reliance on the Intellectual Property Agreement dated 6 September 2005 pursuant to which the Knorr Estate asserts proprietary rights over the various patents on the basis of Mr Knorr being "inventor" of the Uglii System;

is defeasible at the suit of shareholders of the Companies.

**Company controllers**

The term company controller refers to any person acting in the capacity of director of a company. It includes persons acting in that capacity in respect of some, but not all, of the respective company's conduct. It includes persons formally holding directorship, past or present, and any who may not formally have been recorded as director, but, de facto, acted in that capacity in respect of one or more aspects of the company's operations. It may include senior employees and other company officers.

**Facts**

In the years leading up to the Companies' liquidations, a significant number of representations were made to shareholders of the Companies in respect of:

- 1 Financial forecasts.
- 2 Business relationships with third parties.

These representations occurred in, inter alia, the newsletters and the financial forecasts prepared, published and circulated by the Companies' controllers to the Companies' shareholders. The Companies' controllers' obligations when circulating such representations include ensuring that there was a present, factual basis upon which any statement might reasonably be made. It is no shield to liability to add a disclaimer that any statement is forward-looking where there is no present, factual basis upon which such a forward-looking statement can reasonably be made. Misleading conduct includes conduct where some, but not all the factual position is presented, thus creating a misleading impression overall. Where a statement is not properly qualified, the statement-maker can be liable for failing to disclose the qualification. Company controllers, and, in particular, company directors, cannot raise ignorance as a defence. Their obligation is at all times to take all reasonable steps to ensure that they are properly aware of the full factual matrix pertaining in each case, including any qualifications, and that statements made on or behalf of the Companies are not false, misleading.

**Financial forecasts**

Over the years leading to the Companies' liquidations, the Companies' controllers prepared, published and circulated various financial forecasts relating to the Companies' future earnings. On each occasion, there was no present, factual basis upon which a reasonable person could base those projections. Even if there were bona fides on the part of the Companies' controllers, it is not sufficient to honestly believe that such earnings might be possible in the future unless there was, on each occasion, a present, factual basis upon which to reasonably base that belief.

**Newsletters**

For present purposes, only the newsletters prepared, published and circulated by the Companies' controllers over the period to the Companies' liquidations are referred to. However, in due course, other representations, including those made at various shareholders' meetings, are likely to be included.

In the period to the Companies' liquidations, the Companies' controllers prepared, published and circulated numerous newsletters to shareholders containing, in virtually every one, representations in relation to current and future relationships, marketing, roll-out of the Uglil system. Further, over the period, the company directors presented updated "valuations" for share prices and for the patent portfolio. For each and every one of these representations, there must have existed a present, factual basis upon which the statements/valuations could reasonably have been made. It is apparent that in many or all cases, no such present,

factual basis existed. As noted above, liability also follows where statements are not properly qualified, leaving a recipient with a false and/or misleading impression.

### **Liability**

It is apparent that the various representations referred to above were made to induce shareholders to entrust the Companies' controllers with further funds by way of share investments. Each and every instance referred to above, on its own, amounts to false and/or misleading conduct in trade for which the Companies' controllers bear personal liability. However, the facts disclose that this behaviour was a sustained and consistent course of conduct over many years, which, arguably, raises the conduct to that of deceit and/or fraud. By way of alternative, the Companies' controllers bear liability for negligence in the period leading up to the Companies' liquidations for failing to correctly present the Companies' position to shareholders.

Legal redress includes criminal and civil sanctions on each of the Companies' controllers personally. Damages can include the value of funds invested into the Companies as a result of the conduct. Companies' controllers can be liable on a joint and several basis.

This letter does not refer to other breaches by the Companies' controllers which will or should be attended to by the Companies' liquidators.

### **6 September 2005 Agreement**

In their 1 May 2017 Notice to Creditors and Shareholders, the Companies' Liquidators disclosed to the Companies' shareholders that Mr Knorr had asserted proprietary rights as the "inventor" of the Uglii system over the various patents pursuant to a licensing agreement dated 6 September 2005. The Liquidators disputed this claim. To the extent the 6 September 2005 Agreement might otherwise be valid, it is defeasible at the suit of the Companies' shareholders as a result of Mr Knorr's unlawful conduct referred to above.

As the chief Companies' controller, Mr Knorr was intimately involved with the conduct referred to above and, arguably, bears prime responsibility for the same. The various representations made over the period leading to the Companies' liquidations, were clearly intended to, and did induce shareholders to, invest funds into the Companies. These funds were the only funds that were available for and would have been used to develop and protect any intellectual property the subject of the Agreement. That is, as a result of the ongoing false and/or misleading conduct, deceit, fraud, and/or negligence referred to above, Mr Knorr induced shareholders to fund the development and protection of the Uglii system and any associated intellectual property that may be the subject matter of the Agreement. Any claim to proprietorship pursuant to the Agreement by or on behalf of the Knorr Estate is thus liable to counterclaim by or on behalf of the Companies' shareholders on the same bases as referred to above. In addition, the facts warrant that the shareholders have an equitable claim (by way of remedial constructive trust) to ownership of any intellectual property covered by the Agreement that supersedes any ownership that might be asserted on behalf of the Knorr Estate.

My 31 January 2018 letter put Cockatoo on notice in respect of the matters repeated in this letter. At the time, Heather Knorr was director. Whether or not Mrs. Knorr has disclosed to you these matters, or my 31 January 2018 letter, Cockatoo remains on notice. That notice is effective irrespective of the change in directors or change in share ownership. Cockatoo cannot purport to take ownership of intellectual property the subject of the Agreement free of the claim by, on behalf of Uglil Shareholders. The same applies to any other company linked to the Companies' controllers.


To put the point beyond doubt, this letter expressly puts Cockatoo on notice in respect of these matters of fact and law.

In addition, new intellectual property arises in respect of the development, enhancement of a previous state of intellectual property. Depending on the wording of the Agreement, even if the above in respect of equitable claim etc. by or on behalf shareholders did not apply (which it does), any ownership of intellectual property by the Knorr Estate would be ownership of the state of that intellectual property as at 6 September 2005. Subsequent, new intellectual property (paid for by shareholders' funds) belongs to the commissioner of the intellectual property which, in this case, is likely to have been Uglil or one of the other Companies. Accordingly, the current state of intellectual property belongs to Uglil [or one of the other Companies] in any event and only the earlier, less developed state could be the subject of any claim by the Knorr Estate pursuant to the Agreement.

#### **Legal action**

This letter puts you on notice in respect of legal action in relation to the matters referred to above. The legal bases and facts referred to are not intended to be comprehensive. Legal action may include further causes of action and/or facts not specified above.

Yours faithfully

  
Zoran Obradovic

31 January 2018

To: Cockatoo Intellectual Property P/L

By mail to:  
Heather Knorr, Micael Ambrose

### **Claims against Cockatoo Intellectual Property P/L**

This letter puts you on notice that, for reasons that follow:

1. Company controllers of Uglil Corporation, Traralgon Technology Holdings Ltd, Uglil Find Australia Ltd, BizMio Ltd, Projects Discovery Services Pty Ltd, Global Ads System Pty Ltd (formerly Uglil Ads System Pty Ltd) (together, the **Companies**) face liability for false and/or misleading conduct in trade, misrepresentation, deceit, and/or negligence in relation to events leading up to the Companies' liquidations.
2. Intellectual property rights asserted on behalf of the Knorr Estate pursuant to the 6 September 2005 Intellectual Property licensing agreement are unenforceable and/or subject to defeat by claims by/on behalf of shareholders of the Companies.
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is defeasible at the suit of shareholders of the Companies.

### **Company controllers**

The term company controller refers to any person acting in the capacity of director of a company. It includes persons acting in that capacity in respect of some, but not all, of the respective company's conduct. It includes persons formally holding directorship, past or present, and any who may not formally have been recorded as director, but, de facto, acted in that capacity in respect of one or more aspects of the company's operations. It may include senior employees and other company officers.

### **Facts**

In the years leading up to the Companies' liquidations, a significant number of representations were made to shareholders of the Companies in respect of:

- 1 Financial forecasts.
- 2 Business relationships with third parties.

These representations occurred in, inter alia, the newsletters and the financial forecasts prepared, published and circulated by the Companies' controllers to the Companies' shareholders. The Companies' controllers' obligations when circulating such representations include ensuring that there was a present, factual basis upon which any statement might reasonably be made. It is no shield to liability to add a disclaimer that any statement is forward-looking where there is no present, factual basis upon which such a forward-looking statement can reasonably be made. Misleading conduct includes conduct where some, but not all the factual position is presented, thus creating a misleading impression overall. Where a statement is not properly qualified, the statement-maker can be liable for failing to disclose the qualification. Company controllers, and, in particular, company directors, cannot raise ignorance as a defence. Their obligation is at all times to take all reasonable steps to ensure that they are properly aware of the full factual matrix pertaining in each case, including any qualifications, and that statements made on or behalf of the Companies are not false, misleading.

#### **Financial forecasts**

Over the years leading to the Companies' liquidations, the Companies' controllers prepared, published and circulated various financial forecasts relating to the Companies' future earnings. On each occasion, there was no present, factual basis upon which a reasonable person could base those projections. Even if there were bona fides on the part of the Companies' controllers, it is not sufficient to honestly believe that such earnings might be possible in the future unless there was, on each occasion, a present, factual basis upon which to reasonably base that belief.

#### **Newsletters**

For present purposes, only the newsletters prepared, published and circulated by the Companies' controllers over the period to the Companies' liquidations are referred to. However, in due course, other representations, including those made at various shareholders' meetings, are likely to be included.

In the period to the Companies' liquidations, the Companies' controllers prepared, published and circulated numerous newsletters to shareholders containing, in virtually every one, representations in relation to current and future relationships, marketing, roll-out of the Uglii system. Further, over the period, the company directors presented updated "valuations" for share prices and for the patent portfolio. For each and every one of these representations, there must have existed a present, factual basis upon which the statements/valuations could reasonably have been made. It is apparent that in many or all cases, no such present, factual



basis existed. As noted above, liability also follows where statements are not properly qualified, leaving a recipient with a false and/or misleading impression.

### **Liability**

It is apparent that the various representations referred to above were made to induce shareholders to entrust the Companies' controllers with further funds by way of share investments. Each and every instance referred to above, on its own, amounts to false and/or misleading conduct in trade for which the Companies' controllers bear personal liability. However, the facts disclose that this behaviour was a sustained and consistent course of conduct over many years, which, arguably, raises the conduct to that of deceit and/or fraud. By way of alternative, the Companies' controllers bear liability for negligence in the period leading up to the Companies' liquidations for failing to correctly present the Companies' position to shareholders.

Legal redress includes criminal and civil sanctions on each of the Companies' controllers personally. Damages can include the value of funds invested into the Companies as a result of the conduct. Companies' controllers can be liable on a joint and several basis.

This letter does not refer to other breaches by the Companies' controllers which will or should be attended to by the Companies' liquidators.

### **6 September 2005 Agreement**

In their 1 May 2017 Notice to Creditors and Shareholders, the Companies' Liquidators disclosed to the Companies' shareholders that Mr Knorr had asserted proprietary rights as the "inventor" of the Uglii system over the various patents pursuant to a licensing agreement dated 6 September 2005. The Liquidators disputed this claim. To the extent the 6 September 2005 Agreement might otherwise be valid, it is defeasible at the suit of the Companies' shareholders as a result of Mr Knorr's unlawful conduct referred to above.

As the chief Companies' controller, Mr Knorr was intimately involved with the conduct referred to above and, arguably, bears prime responsibility for the same. The various representations made over the period leading to the Companies' liquidations, were clearly intended to, and did induce shareholders to, invest funds into the Companies. These funds were the only funds that were available for and would have been used to develop and protect any intellectual property the subject of the Agreement. That is, as a result of the ongoing false and/or misleading conduct, deceit, fraud, and/or negligence referred to above, Mr Knorr induced shareholders to fund the development and protection of the Uglii system and any associated intellectual property that may be the subject matter of the Agreement. Any claim to proprietorship pursuant to the Agreement by or on behalf of the Knorr Estate is thus liable to counterclaim by or on behalf of the Companies' shareholders on the same bases as referred to above. In addition, the facts warrant that the shareholders have an equitable claim (by way of remedial constructive trust) to ownership of any intellectual property covered by the Agreement that supersedes any ownership that might be asserted on behalf of the Knorr Estate.

As a company wholly owned by Heather Knorr, Cockatoo will be deemed to have knowledge of the matters referred to above and could not take ownership of intellectual property the subject of the Agreement free of the claim by, on behalf of Uglji shareholders. The same applies to any other company linked to the Companies' controllers.

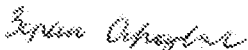
To put the point beyond doubt, this letter expressly puts Cockatoo on notice in respect of these matters of fact and law.

In addition, new intellectual property arises in respect of the development, enhancement of a previous state of intellectual property. Depending on the wording of the Agreement, even if the above in respect of equitable claim etc. by or on behalf shareholders did not apply (which it does), any ownership of intellectual property by the Knorr Estate would be ownership of the state of that intellectual property as at 6 September 2005. Subsequent, new intellectual property (paid for by shareholders' funds) belongs to the commissioner of the intellectual property which, in this case, is likely to have been Uglji or one of the other Companies. Accordingly, the current state of intellectual property belongs to Uglji [or one of the other Companies] in any event and only the earlier, less developed state could be the subject of any claim by the Knorr Estate pursuant to the Agreement.

#### **Legal action**

This letter puts you on notice in respect of legal action in relation to the matters referred to above. The legal bases and facts referred to are not intended to be comprehensive. Legal action may include further causes of action and/or facts not specified above.

Yours faithfully

  
Zoran Obradovic

10<sup>th</sup> May, 2019

To: IP Offerings LLC

By email to:

Alec Schibanoff

**Claims against Cockatoo Intellectual Property P/L**

As the agent for Cockatoo Intellectual Property P/L (Cockatoo), please be put on notice that Cockatoo acquired the intellectual property (IP) previously owned by Uglii Corporation, Traralgon Technology Holdings Ltd, Uglii Find Australia Ltd, BizMio Ltd, Projects Discovery Pty Ltd, Uglii Ads System Pty Ltd (together, the Companies).

Cockatoo's acquisition of the IP includes the patents in relation to which you are currently acting as Cockatoo's agent, and in particular, are acting to effect a sale/disposition of the same.

For reasons set out in my 31 January 2018 and 19 April 2018 letters to Cockatoo (copies of which are attached), the IP previously owned by the Companies is subject to prior claim at the suit of shareholders of the Companies.

My 31 January 2018 and 19 April 2018 letters put Cockatoo on notice that any acquisition by it of the IP would be defeasible at the suit of shareholders of the Companies.

This letter puts you, as Cockatoo's agent, on notice of the claim by shareholders of the Companies to ownership of the IP, including the patents you are currently engaged to broker for sale (or other disposition).

You are obliged to bring this claim to the notice of potential purchasers of the IP. Failing to do so will constitute a breach of Australian Fair Trading and Trade Practices law: failing to disclose a material matter effecting the IP, and I anticipate, the corresponding law in the US.

Yours faithfully,



Zoran Obradovic



ASIC media releases are point-in-time statements. Please note the date of issue and use the internal search function on the site to check for other media releases on the same or related matters.

Thursday 11 April 2019

## 19-087MR ASIC disqualifies former Uglia Group directors

ASIC has disqualified Ms Heather Knorr of Traralgon, Victoria and Ms Ge Zhu of Hurstville, New South Wales from managing corporations for four years.

The disqualification follows an ASIC investigation into the affairs of six companies\* within the Uglia Group that led to orders being made by the Federal Court of Australia for their wind up in 2016 and 2017.

Each of the six Uglia Group companies were wound up with a deficiency, with Uglia entering into liquidation with approximately 2,400 shareholders who received no return.

An ASIC delegate found Ms Knorr (director of Uglia and Global Ads):

- failed to prevent Uglia from incurring further debts once it was insolvent;
- failed to act with due care and diligence by failing to make enquiries as to the financial position of Uglia with regards to loans made by and to it, the terms of those loans, the debts incurred by the company and the origin of monies that were used to repay those debts;
- failed to discharge her powers and duties with the requisite care and diligence in failing to ensure that funds raised by Uglia through the sale of 'fighting fund shares' was used for the purpose for which it was raised;
- failed to act with the requisite standard of care and diligence in failing to take an interest in how funds raised by the sale of Uglia shares purportedly for a 'fighting fund' were used;
- failed to take all reasonable steps to secure Uglia's lodgement of its financial reports for the years ending 30 June 2014 and 30 June 2015 and half years for the periods ending 31 December 2014 and 31 December 2015; and
- failed to understand the roles of role and duties of a director.

The delegate found that Ms Zhu (director and officer of Uglia and officer of Global Ads TTH, Uglia Find, Bizmio and Project Discovery):

- failed to prevent Uglia from incurring further debts once it was insolvent;
- failed to exercise her powers and discharge her duties with the required due care and diligence by failing to ensure that funds raised by Uglia by the sale of 'fighting fund shares' were used for the purpose for which they were raised and that shareholders were not misled as to how the funds would be utilised;
- failed to act with the requisite level of care and diligence by failing to ensure the lodgement by Uglia of its financial reports for the years ending 30 June 2014 and 30 June 2015 and the half years ending 31 December 2014 and 31 December 2015;
- failed to act with the requisite level of care and diligence by failing to ensure the lodgement by TTH and Bizmio of

- their financial reports for the year ending 30 June 2015; and
- failed to perform, or perform adequately, the duties of a company officer.

Ms Knorr's disqualification commenced on 4 April 2019 and will continue until 3 April 2023.

Ms Zhu's disqualification commenced on 22 March 2019 and will continue until 21 March 2023.

In making the decision, the delegate relied upon reports that were lodged by the liquidators of the failed companies. ASIC provided the liquidators with funding from the Assetless Administration Fund to prepare those reports.

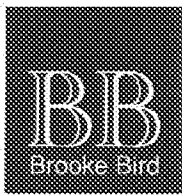
## Background

On 6 December 2016, the Federal Court of Australia, upon the application of ASIC, ordered the wind up of Uglii Corporation Limited, Traralgon Technology Holdings Limited, Uglii Find Australia Limited, BizMio Limited and Projects Discovery Services Pty Ltd and appointed Robyn Erskine and Adrian Hunter of Brooke Bird as liquidators. On 2 March 2017, the Court ordered that Uglii Ads System Pty Ltd be wound up and that Ms Erskine and Mr Hunter be appointed as liquidators ([16-196MR](#)).

Section 206F of the Corporations Act empowers ASIC to disqualify a person from managing corporations for up to five years if, within a seven-year period, the person was an officer of two or more companies, and those companies were wound up and a liquidator provides a report to ASIC about the company's inability to pay its debts.

\*The six companies include: Uglii Corporation Limited (Uglii), Global Ads System Pty Ltd (Global Ads) (formerly known as Uglii Ads System Pty Ltd), Traralgon Technology Holding Limited (TTH), Uglii Find Australia Limited (Uglii Find), Bizmio Limited (Bizmio) and Project Discovery Services Pty Ltd (Project Discovery).

Last updated: 11/04/2019 11:28



Restructuring  
Turnaround  
Insolvency Specialists

Principal  
Robyn Erskine

Brooke Bird  
471 Riversdale Road  
Hawthorn East VIC 3123  
PO Box 167  
Camberwell VIC 3124  
Australia

Tel: +61 3 9882 6666  
Fax: +61 3 9882 8855  
Email: info@brookebird.com.au  
Website: www.brookebird.com.au

Our ref: RE/AH/AR/11695/28

1 May 2017

**TO THE CREDITOR & SHAREHOLDER AS ADDRESSED**

Dear Sir/Madam,

**UGLII CORPORATION LIMITED ("UGLII")**

**A.C.N. 085 265 309**

**TRARALGON TECHNOLOGY HOLDINGS LIMITED**

**A.C.N. 130 403 520**

**UGLII FIND AUSTRALIA LIMITED**

**A.C.N. 101 790 505**

**BIZMIO LIMITED**

**A.C.N. 123 172 412**

**PROJECTS DISCOVERY SERVICES PTY LTD**

**A.C.N. 112 690 347**

**COLLECTIVELY KNOWN AS THE "UGLII GROUP"**

**&**

**GLOBAL ADS SYSTEM PTY LTD (FORMERLY UGLII ADS SYSTEM PTY LTD)**

**("GLOBAL")**

**A.C.N. 604 405 263**

**(ALL IN LIQUIDATION)**

By Orders made in the Federal Court of Australia – Victoria we were appointed Joint & Several Liquidators of the Uglia Group on 6 December 2016 and Joint & Several Liquidators of Global on 2 March 2017

As a consequence of our appointment the powers of all of the directors have ceased and we now control the Uglia Group and Global.

Please be advised that we will not be convening a meeting of creditors at this point in time as we are without funds.

**1. IMPORTANT INFORMATION FOR CREDITORS & SHAREHOLDERS**

**Offer for Uglia Intellectual Property**

We have recently received an offer from Cockatoo Intellectual Property Ltd ('CIP') to acquire:

- all of the remaining intellectual property (being various patents and trademarks), presently in Uglia's name; and
- the Uglia System, Taxonomy, Gov-Biz-Mate and translations of the system.

It is our understanding that CIP is associated with Mr Knorr and/or Mrs Knorr. We have been advised by Mrs Knorr that CIP intends to acquire these assets for the benefit of the Uglii Group's shareholders.

The purchase price offered by CIP is currently confidential.

As creditors and shareholders were previously advised, we are presently without funds and have, to date, not received any interest or offers in the assets sought by CIP. Prior to entering into further negotiations with CIP regarding its offer, should any party wish to make an offer to acquire these assets, please put your offer in writing to us within the next seven (7) days.

Creditors and shareholders will recall our previous advice to them that Mr Knorr has asserted proprietary rights as the "inventor" of the Uglii system over the various patents pursuant to an Intellectual Property licencing agreement dated 6 September 2005. Whilst we have disputed the claims of Mr Knorr, the offer received from CIP will resolve this dispute.

Any alternate offers made by any party to acquire the assets sought by CIP will be subject to Mr Knorr's claim and any sale by Uglii to any other party may be the subject of litigation by Mr Knorr.

Mr Knorr had previously advised us of his intention, together with a group of people known as 'Team 15' to sell the Gov-Biz-Mate software owned by Uglii. Whilst we have sought details from Mr Knorr as to who comprise the team and of details regarding this purported sale campaign, as at the time of writing, no information has been provided. We note that Mr Knorr is also claiming a proprietary interest in this software which is the subject of CIP's offer.

We have not received any offers, other than from CIP, for the Gov-Biz-Mate software.

Despite an offer being received from CIP, we understand from our discussions with Mr & Mrs Knorr that the search engine that was being developed by the Uglii Group to allow for the various geographic, spatial and taxonomy searches has not been complete and is not at a level where it is commercially saleable.

#### **Estimated outcome for creditors**

In the event that an Asset Sale Agreement is entered into with CIP a dividend to unsecured creditors will be payable. However, the sale price offered is insufficient to fully extinguish the known unsecured creditors of the company. Accordingly, it is not anticipated that there will be any return to the company's shareholders.

Creditors have previously been provided with a Formal Proof of Debt claim form which we required them to complete detailing amounts outstanding and attach any supporting documentation evidencing the debt due. Should the sale with CIP proceed, we will correspond with all creditors again seeking the provision of this claim form so that they may participate in any subsequent distribution.

## 2. INVESTIGATIONS

An investigation of the companies' affairs is being conducted. The outcomes of our investigations will be reported to ASIC. Creditors who have any information which would assist our investigations are requested to write to us setting out full particulars.

This documentation can be provided to us either by mail or by email care of [info@brookebird.com.au](mailto:info@brookebird.com.au)

Dependent upon the outcomes of our investigations, public examinations of the directors of the Uglii Group and other persons of interest may be undertaken. It is anticipated that this process may take several months.

## 3. REMUNERATION

As previously mentioned, none of the companies to which we have been appointed have any funds available. Accordingly, we are not presently seeking creditor approval of our time costs incurred to date. In the event that a sale of the Uglii Group's patents, trademarks and software occurs which would enable us to be paid, a meeting of creditors will be convened and a detailed remuneration report prepared.

## 4. FURTHER INFORMATION

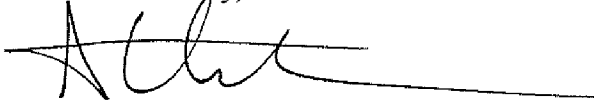
A copy of the Information Sheet "Insolvency – a guide for creditors" can be downloaded from [www.asic.gov.au](http://www.asic.gov.au).

For background regarding the reasons for ASIC's application to wind up the Uglii Group and Global, we direct you to the following website:

<http://asic.gov.au/about-asic/media-centre/key-matters/uglii-group/>

Should you require any further information, please contact our office.

Yours faithfully,



**ROBYN ERSKINE & ADRIAN HUNTER**  
**JOINT & SEVERAL LIQUIDATORS**