

NOTICE OF FILING AND HEARING

This document was lodged electronically in the FEDERAL COURT OF AUSTRALIA (FCA) on 24/10/2018 4:23:02 PM AEDT and has been accepted for filing under the Court's Rules. Filing and hearing details follow and important additional information about these are set out below.

Filing and Hearing Details

Document Lodged:	Originating Application Starting a Representative Proceeding under Part IVA Federal Court of Australia Act 1976 - Form 19 - Rule 9.32
File Number:	VID1390/2017
File Title:	CLIME CAPITAL LIMITED v UGL PTY LIMITED
Registry:	VICTORIA REGISTRY - FEDERAL COURT OF AUSTRALIA
Reason for Listing:	To Be Advised
Time and date for hearing:	To Be Advised
Place:	To Be Advised



Dated: 24/10/2018 4:57:57 PM AEDT

A handwritten signature in blue ink that reads 'Warwick Soden'.

Registrar

Important Information

As required by the Court's Rules, this Notice has been inserted as the first page of the document which has been accepted for electronic filing. It is now taken to be part of that document for the purposes of the proceeding in the Court and contains important information for all parties to that proceeding. It must be included in the document served on each of those parties.

The Reason for Listing shown above is descriptive and does not limit the issues that might be dealt with, or the orders that might be made, at the hearing.

The date and time of lodgment also shown above are the date and time that the document was received by the Court. Under the Court's Rules the date of filing of the document is the day it was lodged (if that is a business day for the Registry which accepts it and the document was received by 4.30 pm local time at that Registry) or otherwise the next working day for that Registry.



**AMENDED Originating application starting a representative proceeding
under Part IVA of the *Federal Court of Australia Act 1976***

(filed pursuant to orders made by Murphy J on 23 October 2018)

No. VID 1390 of 2017

Federal Court of Australia
District Registry: Victoria
Division: General

CLIME CAPITAL LIMITED (ACN 106 282 777)

Applicant

UGL PTY LIMITED (ACN 009 180 287)

Respondent

To the Respondent

The Applicant applies for the relief set out in this application.

The Court will hear this application, or make orders for the conduct of the proceeding, at the time and place stated below. If you or your lawyer do not attend, then the Court may make orders in your absence.

You must file a notice of address for service (Form 10) in the Registry before attending Court or taking any other steps in the proceeding.

Time and date for hearing:

Place: Federal Court of Australia
305 William Street
Melbourne VIC 3000

Date: ~~14 December 2017~~ 24 October 2018

.....
Signed by an officer acting with the authority of
the District Registrar

Filed on behalf of	Clime Capital Limited (ACN 106 282 777), Applicant	
Prepared by	Tim Finney	
Law firm	Phi Finney McDonald	
Tel	(03) 9134 7100	Fax
Email	tim.finney@phifinney-mcdonald.com	
Address for service	Phi Finney McDonald, Level 4, 325 Flinders Lane, Melbourne VIC 3000	



Details of claim

On the grounds stated in the accompanying Amended Statement of Claim, the Applicant claims for itself and the Group Members:

1. A declaration pursuant to s 21, alternatively s 33ZF, of the *Federal Court of Australia Act 1976* (Cth) that the Respondent has contravened s 674(2) of the *Corporations Act 2001* (Cth) by failing to notify the Australian Securities Exchange (**ASX**) of some or all of:
 - (a) the April Project Issues Information defined in paragraph 23B of the Amended Statement of Claim;
 - (b) the June Project Issues Information defined in paragraph 23L of the Amended Statement of Claim;
 - (c) the August Project Issues Information defined in paragraph 25 of the Amended Statement of Claim; and
 - (d) the Provision Information defined in paragraph 35 of the Amended Statement of Claim;as soon as it was aware, for the purposes of ASX Listing Rules 3.1 and 19.12, of that information.
2. A declaration that for the purposes of s 1317HA(1) of the *Corporations Act*, the Applicant and Group Members suffered loss or damage as a result of the Respondent's contravention or contraventions of s 674(2) of the *Corporations Act*.
3. An order pursuant to s 1317HA(1) of the *Corporations Act* that the Respondent compensate the Applicant and Group Members for the loss or damage suffered by them as a result of the Respondent's contravention or contraventions of s 674(2) of the *Corporations Act*.
4. Alternatively, an order pursuant to s 1325 of the *Corporations Act* that the Respondent compensate the Applicant and Group Members for the loss or damage suffered by them as a result of the Respondent's contravention or contraventions of s 674(2) of the *Corporations Act*.
5. A declaration pursuant to s 21, alternatively s 33ZF, of the *Federal Court of Australia Act* that in making some or all of the Compliance Representations defined in paragraph 30 of the Amended Statement of Claim, the Respondent engaged in conduct in contravention of:
 - (a) s 1041H of the *Corporations Act*; and
 - (b) s 12DA(1) of the *Australian Securities and Investments Commission Act 2001* (Cth) (*ASIC Act*).
6. A declaration that for the purposes of s 1041I of the *Corporations Act*, s 12GF and/or s 12GM of the *ASIC Act*, the Applicant and Group Members suffered loss or damage as a result of the Respondent's contravention or contraventions of s 1041H of the *Corporations Act* and s 12DA(1) of the *ASIC Act*.



7. An order that the Respondent pay to the Applicant and Group Members damages for loss and damage suffered by the conduct of the Respondent's contravention of:
 - (a) s 1041H of the *Corporations Act*, pursuant to s 1041I of the *Corporations Act*;
 - (b) s 12DA of the *ASIC Act*, pursuant to s 12GF of the *ASIC Act*.
8. Alternatively, an order pursuant to s 12GM of the *ASIC Act* that the Respondent compensate the Applicant and Group Members for the loss or damage suffered by them as a result of the Respondent's contravention or contraventions of s 12DA of the *ASIC Act*.
9. Interest.
10. Costs.
11. Such further or other relief as the Court may deem appropriate.

Questions common to claims of group members

The questions of law or fact common to the claims of the Applicant and Group Members are:

1. Whether, during the period between ~~8 August 2014~~ 16 April 2014 and 5 November 2014, the April Project Issues Information, the June Project Issues Information and the August Project Issues Information defined in paragraphs 23B, 23L, and 25 of the Amended Statement of Claim was:
 - (a) information that a reasonable person would expect to have a material effect on the price or value of UGL Securities; and
 - (b) not generally available.
2. Whether UGL was or ought to have been aware of the April Project Issues Information, the June Project Issues Information and the August Project Issues Information and if so, at what time if any during the period ~~8 August 2014~~ 16 April 2014 to 5 November 2014.
3. Whether, at any time during the period between 14 October 2014 and 5 November 2014 the Provision Information defined in paragraph 35 of the Amended Statement of Claim was:
 - (a) information that a reasonable person would expect to have a material effect on the price or value of UGL Securities; and
 - (b) not generally available.
4. Whether UGL was or ought to have been aware of the Provision Information and if so, at what time if any during the period 14 October 2014 and 5 November 2014.
5. Whether UGL contravened s 674(2) of the *Corporations Act* by failing to disclose the April Project Issues Information, the June Project Issues Information and the August Project Issues Information as soon it was or ought to have been aware of that information.



6. Whether UGL contravened s 674(2) of the *Corporations Act* by failing to disclose the Provision Information as soon it was or ought to have been aware of that information.
7. Whether UGL made any or all of the Compliance Representations defined in paragraph 30 of the Amended Statement of Claim.
8. Whether any or all of the Compliance Representations, if made, were misleading or deceptive or likely to mislead or deceive, in contravention of s 12DA of the *ASIC Act* or s 1041H of the *Corporations Act*.
9. Whether any of the Contravening Conduct defined in paragraph 47 of the Amended Statement of Claim caused UGL's share price to be higher during the Relevant Period than it would have been had UGL not engaged in that conduct and, if so, to what extent or by what amount.

Representative action

The Applicant brings this application as a representative party under Part IVA of the *Federal Court of Australia Act 1976* (Cth).

The group members to whom this proceeding relates are those persons who:

1. Acquired an interest in ordinary shares in the Respondent (UGL) during the period from ~~8 August 2014~~ 16 April 2014 until the close of trading on 5 November 2014 inclusive;
2. Suffered loss and damage by or resulting from the conduct of the Respondent alleged in the Amended Statement of Claim; and
3. Are not:
 - (a) directors or officers or a close associate (as defined in s 9 of the *Corporations Act*) of UGL; or
 - (b) a related party (as defined in s 228 of the *Corporations Act*) of UGL; or
 - (c) a related body corporate (as defined in s 50 of the *Corporations Act*) of UGL; or
 - (d) an associated entity (as defined in s 50AAA of the *Corporations Act*) of UGL; or
 - (e) a Justice, Registrar, District Registrar, or Deputy District Registrar of the High Court of Australia or the Federal Court of Australia.

**Applicant's address**

The Applicant's address for service is:

Phi Finney McDonald

~~Level 35, 600 Bourke Street~~ Level 4, 325 Flinders Lane

Melbourne VIC 3000

Email:

~~odette.mcdonald@phifinneymcdonald.com~~

tim.finney@phifinneymcdonald.com

The Applicant's address is:

c/- Phi Finney McDonald

~~Level 35, 600 Bourke Street~~ Level 4, 325 Flinders Lane

Melbourne VIC 3000

Service on the Respondent

It is intended to serve this application on the Respondent.

Date: ~~18 December 2017~~ 24 October 2018

A handwritten signature in black ink, appearing to read "Tim Finney".

Signed by ~~Odette McDonald~~ Tim Finney
Lawyer for the Applicant