



Federal Court of Australia

District Registry: Queensland Registry

Division: General

No: QUD371/2025

**AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION**

Plaintiff

**AUSTRALIAN FIDUCIARIES LIMITED ACN 601 228 844** and others named in the  
schedule

Defendant

**ORDER**

**JUDGE:** Justice Downes

**DATE OF ORDER:** 2 July 2025

**WHERE MADE:** Brisbane

**UPON THE SIXTH DEFENDANT, TWENTY-SEVENTH DEFENDANT, TWENTY-EIGHTH DEFENDANT, ALROE CONSTRUCTIONS PTY LTD ACN 156 130 951 AND ALROE CONSTRUCTIONS QLD PTY LTD ACN 646 264 600 GIVING THE FOLLOWING UNDERTAKINGS TO THE COURT:**

1. The sixth defendant, twenty-seventh defendant, twenty-eighth defendant, Alroe Constructions Pty Ltd ACN 156 130 951 and Alroe Constructions QLD Pty Ltd ACN 646 264 600 undertake:
  - a. not to pay any dividends; and
  - b. not to make any payments that are not:
    - i. in respect of their legal expenses; or
    - ii. made in the ordinary course of their business,until the final determination of the Proceeding;
  - c. not to deal with or dispose of their assets otherwise than in discharging obligations bona fide and properly incurred under a contract entered into before



the Proceeding was commenced, providing that before doing so at least two working days' written notice of the particulars of the obligation is given to the plaintiff;

- d. to keep records of all payments and expenses incurred in respect of sub-paragraph (b) and (c) above and, subject to any privilege that might apply, provide them to the plaintiff upon request;
- e. to provide any receivers or receiver and managers appointed by the Court to the other defendants to the Proceeding full access to all books and records in their possession, custody or control; and
- f. to co-operate with any receivers or receiver and managers appointed by the Court to the other defendants to the Proceeding to enable the preparation of a report to the Court addressing the matters in sub-paragraph 2(f) of the Originating Process filed by the plaintiff on 13 June 2025.

2. The twenty-seventh defendant undertakes:

- a. to only sell units in the property located at 19-21 Rankin Parade, Main Beach in the State of Queensland (**Lune Property**) to unrelated third party purchasers following a marketing campaign;
- b. to give the plaintiff two weeks' clear notice before settlement of any of the units in the Lune Property, including the draft settlement statement;
- c. within seven days of the release of the \$1,000,000 cash security held by Denning Investment Partners Pty Ltd through its entity DMA Finance Pty Ltd as trustee for Main Beach No. 1 Trust (**Denning**), to cause those funds to be paid into the trust account of Adamson Legal Group;
- d. upon the settlement of any of the units in the Lune Property, to distribute the sale proceeds (net of fees, rates, commissions and taxes associated with the sale) as follows:
  - i. paying down the facility with Denning; and



- ii. paying the remaining sale proceeds (after the Denning facility is repaid) into the trust account of Adamson Legal Group; and
- e. that any funds paid into the trust account of Adamson Legal Group pursuant to paragraph 2 above are not to be paid out unless such payment is:
  - i. agreed between the plaintiff and the twenty-seventh defendant; or
  - ii. ordered by the Court.

**THE COURT ORDERS BY CONSENT (AS BETWEEN THE PLAINTIFF, THE SIXTH DEFENDANT, TWENTY-SEVENTH DEFENDANT AND TWENTY-EIGHTH DEFENDANT) THAT:**

- 3. If any receivers or receivers and managers are appointed by the Court to the sixth defendant, twenty-seventh defendant and twenty-eighth defendant, the undertakings in paragraph 1(d) and (e) shall be released by any of those defendants over which the appointment takes place.
- 4. Liberty to apply on reasonable notice.
- 5. Costs reserved.

Date orders authenticated: 2 July 2025

  
Registrar

Note: Entry of orders is dealt with in Rule 39.32 of the *Federal Court Rules 2011*.



## Schedule

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| Second Defendant     | GLOBAL ACTIVE PROPERTY PTY LTD ACN 641 974 656  |
| Third Defendant      | GLOBAL YIELD INVESTMENTS PTY LTD ACN 641 974 361  |
| Fourth Defendant     | IMPACT FIDUCIARIES PTY LTD ACN 633 621 682 AS<br>TRUSTEE FOR SOCIAL IMPACT TRUST ABN 34 221 385 991                           |
| Fifth Defendant      | GLOBAL PRIVATE EQUITY PTY LTD ACN 641 023 547   |
| Sixth Defendant      | ALTON ENTERPRISES PTY LTD ACN 634 568 111   |
| Seventh Defendant    | ELC FIDUCIARIES PTY LTD ACN 643 570 996 AS<br>TRUSTEE FOR EARLY LEARNING PROPERTY TRUST                                       |
| Eighth Defendant     | EDUCATION FIDUCIARIES PTY LTD ACN 642 177 080   |
| Ninth Defendant      | SRI FIDUCIARIES PTY LTD ACN 634 072 325 AS<br>TRUSTEE FOR SRI PROPERTY TRUST ABN 61 412 567 086                               |
| Tenth Defendant      | SRI FIDUCIARIES 2 PTY LTD ACN 647 487 732 AS<br>TRUSTEE FOR SRI PROPERTY TRUST 2 ABN 21 691 923 892                           |
| Eleventh Defendant   | SRI FIDUCIARIES 3 PTY LTD ACN 649 532 025 AS<br>TRUSTEE FOR SRI PROPERTY TRUST 3 ABN 23 669 460 463                           |
| Twelfth Defendant    | SDA PROPERTY NOMINEES PTY LTD ACN 634 072 030<br>AS TRUSTEE FOR SDA HOLDINGS TRUST ABN 49 786 717 152                         |
| Thirteenth Defendant | SDA FIDUCIARIES PTY LTD ACN 633 632 283 AS<br>TRUSTEE FOR SDA PROPERTY TRUST ABN 16 727 323 078                               |
| Fourteenth Defendant | SDA FIDUCIARIES 2 PTY LTD ACN 633 792 711<br>(CONTROLLER APPOINTED) AS TRUSTEE FOR SDA<br>PROPERTY TRUST 2 ABN 30 803 199 130 |



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| Fifteenth Defendant         | SDA FIDUCIARIES 3 PTY LTD ACN 634 665 008 AS<br>TRUSTEE FOR SDA PROPERTY TRUST 3 ABN 86 144 960<br>975 |
| Sixteenth Defendant         | SDA FIDUCIARIES 4 PTY LTD ACN 634 665 044 AS<br>TRUSTEE FOR SDA PROPERTY TRUST 4 ABN 91 405 942<br>410 |
| Seventeenth Defendant       | SDA FIDUCIARIES 5 PTY LTD ACN 641 715 237 AS<br>TRUSTEE FOR SDA PROPERTY TRUST 5 ABN 38 960 304<br>935 |
| Eighteenth Defendant        | SDA FIDUCIARIES 6 PTY LTD ACN 641 715 246 AS<br>TRUSTEE FOR SDA PROPERTY TRUST 6 ABN 14 159 956<br>210 |
| Nineteenth Defendant        | SDA FIDUCIARIES 7 PTY LTD ACN 642 131 968 AS<br>TRUSTEE FOR SDA PROPERTY TRUST 7 ABN 31 686 743<br>307 |
| Twentieth Defendant         | SDA FIDUCIARIES 8 PTY LTD ACN 642 132 009 AS<br>TRUSTEE FOR SDA PROPERTY TRUST 8 ABN 87 408 377<br>958 |
| Twenty First Defendant      | PROGRESSIVE EARLY EDUCATION CENTRES PTY LTD<br>ACN 636 113 721   |
| Twenty Second<br>Defendant  | GLOBAL MULTIMEDIA PTY LTD ACN 643 569 975 AS<br>TRUSTEE FOR GLOBAL MULTIMEDIA TRUST                    |
| Twenty Third Defendant      | GLOBAL EDUCATION INNOVATIONS PTY LTD ACN 650<br>365 021  |
| Twenty Fourth Defendant     | VIOLETT PRODUCTION PTY LTD ACN 648 746 534   |
| Twenty Fifth Defendant      | NEXUS FILES DEVELOPMENTS PTY LTD ACN 643 550<br>609  |
| Twenty Sixth Defendant      | THE POSSESSED PTY LTD ACN 643 305 668  |
| Twenty Seventh<br>Defendant | E3 DESIGN & BUILD PTY LTD ACN 635 558 959  |
| Twenty Eighth Defendant     | E3 DESIGN & BUILD NSW PTY LTD ACN 636 046 136  |
| Twenty Ninth Defendant      | EMPORIO FIDUCIARIES PTY LTD ACN 651 713 487 AS<br>TRUSTEE FOR EMPORIO TRUST ABN 29 196 718 834         |
| Thirtieth Defendant         | CHIRN PARK FIDUCIARIES PTY LTD ACN 643 570 236 AS<br>TRUSTEE FOR CHIRN PARK ELC TRUST ABN 35 854 772   |



948

Thirty First Defendant

POINT FIDUCIARIES PTY LTD ACN 649 961 053 AS  
TRUSTEE FOR PARADISE POINT TRUST ABN 50 577 352  
584