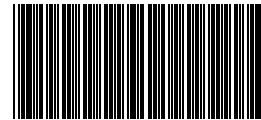




Filed: 10 August 2019 9:41 AM



D000162471

### Amended Summons

#### COURT DETAILS

Court	Supreme Court of NSW
Division	Equity
List	Commercial
Registry	Supreme Court Sydney
Case number	2019/00114608

#### TITLE OF PROCEEDINGS

First Plaintiff	RK Doudney Pty Ltd ACN 619 152 975, as Trustee for the RK Doudney Superannuation Fund ACN 619152975
First Defendant	IOOF HOLDINGS LTD ABN 49100103722

#### FILING DETAILS

Filed for	RK Doudney Pty Ltd ACN 619 152 975, as Trustee for the RK Doudney Superannuation Fund, Plaintiff 1
Legal representative	Damian Scattini
Legal representative reference	
Telephone	(02)91463888

#### ATTACHMENT DETAILS

In accordance with Part 3 of the UCPR, this coversheet confirms that both the Lodge Document, along with any other documents listed below, were filed by the Court.

Amended Summons (2019.08.09 RK Doudney v IOOF - AS.pdf)

[attach.]

## AMENDED SUMMONS

### COURT DETAILS

Court	Supreme Court of New South Wales
Division	Equity
List	Commercial List
Registry	Sydney
Case number	<u>2019/00114608</u>

### TITLE OF PROCEEDINGS

Plaintiff	<b>RK Doudney Pty Ltd ACN 619 152 975, as Trustee for the RK Doudney Superannuation Fund</b>
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Defendant	<b>IOOF Holdings Limited ABN 49 100 103 722</b>
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### FILING DETAILS

Filed for	<b>RK Doudney Pty Ltd ACN 619 152 975, as Trustee for the RK Doudney Superannuation Fund</b> , Plaintiff
Legal representative	Damian Scattini Quinn Emanuel Urquhart & Sullivan
Legal representative reference	07435-00002
Contact name and telephone	Nicholas Lennings, +61 2 9146 3500 <a href="mailto:nicholaslennings@quinnemanuel.com">nicholaslennings@quinnemanuel.com</a>

### HEARING DETAILS

Pursuant to paragraph 4.2(e) of Practice Note SC Gen 17, this proceeding is to be listed for an initial case management conference at 9:00am on the Wednesday after the expiration of 42 days following the filing of this summons.

This summons is listed at

### TYPE OF CLAIM

Commercially misleading conduct  
Unconscionable conduct  
Representative proceedings

## RELIEF CLAIMED

On the grounds stated in the accompanying Amended Commercial List Statement (**CLS**), the Plaintiff claims, on its own behalf and on behalf of the Group Members:

1. An order pursuant to section 1317HA and/or section 1325 of the *Corporations Act 2001* (Cth) (**Corporations Act**) that the Defendant pay compensation for the loss and damage caused by its contravention of section 674 of the Corporations Act.
2. An order for damages pursuant to:
  - 1.1 section 1041I(1) of the Corporations Act;
  - 1.2 section 12GF(1) of the *Australian Securities and Investment Commission Act 2001* (Cth) (**ASIC Act**); and/or
  - 1.3 section 236 of the Australian Consumer Law (**ACL**) set out in Schedule 2 of the *Competition and Consumer Act 2010* (Cth).
3. Interest.
4. Costs.
5. Such further or other order as the Court considers appropriate.

## REPRESENTATIVE PROCEEDING

1. The Group Members to whom this proceeding relates are those persons referred to in paragraph 1 of the CLS, being persons who or which:
  - 1.1 during the period from 27 May 2015 to ~~9 August~~5 December 2018 inclusive, acquired an interest in ordinary shares in the Defendant, IOOF Holdings Ltd (**IFL**), which trade on the financial market operated by the Australian Securities Exchange Limited (**ASX**) (**IFL Shares**);
  - 1.2 in relation to the unconscionable conduct claim pleaded in Section VIII of the Commercial List Statement (**CLS**), acquired an interest in IFL Shares on or before ~~9 August~~5 December 2018 and still held that interest at the end of ~~9 August~~5 December 2018; and

1.3 suffered loss or damage by or resulting from the contraventions by IFL pleaded in Section VI to ~~IX~~VIII of the CLS; and

1.4 are not any of the following:

- (a) a related party (as defined by section 228 of the *Corporations Act 2001* (Cth) (**Corporations Act**) of IFL;
- (b) a related body corporate (as defined by section 50 of the *Corporations Act*) of IFL;
- (c) an associated entity (as defined by section 50AAA of the *Corporations Act*) of IFL;
- (d) an officer or a close associate (as defined by section 9 of the *Corporations Act*) of IFL;
- (e) a Chief Justice, Justice or Registrar of the Supreme Court of New South Wales or the High Court of Australia; or
- (a) an officer or employee of, or other legal practitioner engaged by, the law firm Quinn Emanuel Urquhart & Sullivan,

(collectively, **Group Members**).

#### **Nature of claims and relief sought**

- 2. The nature of the claims made by the Plaintiff on behalf of itself and Group Members are set out in Part A of the CLS.
- 3. The relief sought by the Plaintiff on behalf of itself and Group Members is set out above.

#### **Common questions of law and fact**

- 4. The questions of law or fact common to the claims of Group Members are (adopting the defined terms in the CLS):
  - 4.1 When did IFL become aware, within the meaning of Rule 19.12 of the Listing Rules, of the Questor Compensation Information, the IIML Compensation Information, ~~or the APRA Guidance Information~~ or the Announcement Information?

- 4.2 Whether the Questor Compensation Information, the IIML Compensation Information,~~or~~ the APRA Guidance Information or the Announcement Information was:
- (a) information that was not generally available, within the meaning of sections 647(2)(c) and 676(2) of the Corporations Act;
  - (b) information that a reasonable person would expect, if it were generally available, to have a material effect on the price or value of IFL Shares, within the meaning of section 674(c) of the Corporations Act;
  - (c) information that would, or would be likely to, influence persons who commonly invest in securities in deciding whether to acquire or dispose of IFL Shares, within the meaning of section 677 of the Corporations Act; and
  - (d) information that a reasonable person would expect to have a material effect on the price or value of IFL Shares, within the meaning of Listing Rule 3.1?
- 4.3 Whether IFL made the Continuous Disclosure Representation, the Regulatory Engagement Representation, the Corporate Governance Representation and/or the Ethical Standards Representation, and if so whether its conduct in making, maintaining and/or failing to correct or qualify each such representation was misleading or deceptive conduct in contravention of section 1041H of the Corporations Act, section 12DA(1) of the ASIC Act and/or section 18 of the ACL.
- 4.4 Whether IFL's conduct as pleaded at paragraph 104 of Part C of the CLS constituted unconscionable conduct in contravention of sections 12CA or 12CB of the ASIC Act and/or sections 20 or 21 of the ACL.
- 4.5 Whether, during the Relevant Period, the Market Contraventions (or any one or combination of them) caused the market price of IFL Shares to be, or materially contributed to the market price of IFL Shares being, substantially greater than their true value and/or the market price that would otherwise have been paid at the time of acquisition but for those Market Contraventions (or any one or combination of them)?

- 4.6 Whether the decline in the price of IFL Shares pleaded in 57 of Part C of the CLS was caused, or materially contributed to, by the information communicated to the Affected Market by IFL in respect of the Market Contraventions and/or the Unconscionable Conduct?
- 4.7 Whether each Group Member suffered loss or damage as a result of IFL's Unconscionable Conduct, ~~and the public~~ partial revelation of that conduct before the Royal Commission and the revelation of that conduct from the APRA Proceedings?
- 4.8 What is the proper methodology for assessing the quantum of the loss or damage suffered by the Plaintiff and Group Members as a result of the impugned conduct of IFL?

#### SIGNATURE OF LEGAL REPRESENTATIVE

I certify under clause 4 of Schedule 2 to the [Legal Profession Uniform Law Application Act 2014](#) that there are reasonable grounds for believing on the basis of provable facts and a reasonably arguable view of the law that the claim for damages in these proceedings has reasonable prospects of success.

I have advised the plaintiff that court fees may be payable during these proceedings. These fees may include a hearing allocation fee.

Signature



Capacity

Solicitor on the Record

Date of signature

~~12 April 2019~~ August 2019

## NOTICE TO DEFENDANT

If your solicitor, barrister or you do not attend the hearing, the court may give judgment or make orders against you in your absence. The judgment may be for the relief claimed in the summons and for the plaintiff's costs of bringing these proceedings.

Before you can appear before the court you must file at the court an appearance in the approved form.

## HOW TO RESPOND

**Please read this summons very carefully. If you have any trouble understanding it or require assistance on how to respond to the summons you should get legal advice as soon as possible.**

You can get further information about what you need to do to respond to the summons from:

- A legal practitioner.
- LawAccess NSW on 1300 888 529 or at [www.lawaccess.nsw.gov.au](http://www.lawaccess.nsw.gov.au).
- The court registry for limited procedural information.

Court forms are available on the UCPR website at [www.ucprforms.justice.nsw.gov.au](http://www.ucprforms.justice.nsw.gov.au) or at any NSW court registry.

## REGISTRY ADDRESS

Street address	Law Courts Building 184 Phillip Street Sydney NSW 2000 Australia
Postal address	Supreme Court of New South Wales GPO Box 3 Sydney NSW 2001 Australia
Telephone	1300 679 272

## FURTHER DETAILS ABOUT PLAINTIFF

### Plaintiff

Name **RK Doudney Pty Ltd ACN 619 152 975, as Trustee for the RK Doudney Superannuation Fund**

Address C/- SMSF Administration Solutions Pty Ltd  
Chifley Tower, Level 17  
2 Chifley Square  
Sydney NSW 2000

### Legal representative for plaintiff

Name Damian John Scattini

Practising certificate number 3028

Firm Quinn Emanuel Urquhart & Sullivan

Contact solicitor Nicholas Jacob Lennings

Address Level 15, 111 Elizabeth Street  
Sydney NSW 2000

Telephone +61 2 9146 3500

Email [nicholaslennings@quinnemanuel.com](mailto:nicholaslennings@quinnemanuel.com)

Electronic service address [nicholaslennings@quinnemanuel.com](mailto:nicholaslennings@quinnemanuel.com)

## DETAILS ABOUT DEFENDANT

### Defendant

Name **IOOF Holdings Limited ABN 49 100 103 722**

Address Level 6  
161 Collins Street  
Melbourne Vic 3000