

IN THE SUPREME COURT OF VICTORIA
AT MELBOURNE
COMMERCIAL COURT
GROUP PROCEEDINGS LIST

S ECI 2020 01590

BETWEEN:

**BRETT STALLARD AS TRUSTEE FOR THE STALLARD
SUPERANNUATION FUND**

First Plaintiff

STEVEN NAPIER

Second Plaintiff

- and -

TREASURY WINE ESTATES LIMITED (ACN 004 373 862)

Defendant

GENERAL FORM OF ORDER

JUDGE: The Honourable Justice McDonald

DATE MADE: 31 March 2025

ORIGINATING PROCESS: Writ filed 31 March 2020

HOW OBTAINED: By minutes of consent provided to the Court on 28 March 2025

ATTENDANCE: No attendance.

OTHER MATTERS: This order is signed by the Judge pursuant to r 60.02(1)(b) of the *Supreme Court (General Civil Procedure) Rules 2015* (Vic)

THE COURT ORDERS BY CONSENT THAT:

Confidential material

1. Pursuant to s 18(1)(a) of the *Open Courts Act 2013* (Vic) and/or the Court's inherent jurisdiction, the following documents be marked "*Confidential Material for Purposes of Settlement Approval Application – Not to be Accessed Except by Direction of a Judge or the Court*" and, until the Court's determination of the Settlement Approval Application (as defined in order 2 below), or until further order, are to be kept confidential and are not to be disclosed to any person or entity except for the Court, the Plaintiffs or the Plaintiffs' solicitors:

- (a) Pages 115 to 148 of Confidential Exhibit Bundle KMM-2 to the Affidavit of Kirsten Marie Morrison affirmed on 3 March 2025 in relation to distribution of the Notice (as



defined in order 3 below) (**Affidavit in Support of Notice Distribution**), being a Deed of Settlement dated 21 February 2025 (**Deed of Settlement**);

- (b) Pages 149 to 150 of Confidential Exhibit Bundle KMM-2 to the Affidavit in Support of Notice Distribution, being the Confidential Schedule D to the Settlement Distribution Scheme (as defined in order 8 below), Loss Assessment Formula; and
 - (c) Page 151 of Confidential Exhibit Bundle KMM-2 to the Affidavit in Support of Notice Distribution, being the Confidential Schedule E to the Settlement Distribution Scheme, Constant Percentage Daily Share Price Inflation; and.
 - (d) Page 152 of Confidential Exhibit Bundle KMM-2 to the Affidavit in Support of Notice Distribution, being the Confidential Schedule F to the Settlement Distribution Scheme, Discount Rates.
2. For the avoidance of doubt, order 1 does not prevent the Deed of Settlement from being disclosed to, or accessed by, the Defendant or the Defendant's representatives and agents.

Notice to Group Members of proposed settlement

3. Pursuant to ss 33X(4) and 33Y(1) of the *Supreme Court Act 1986* (Vic) (the **Act**), the form and content of the notice set out in Annexure A to these orders and the accompanying Notice of Objection form set out in Annexure B to these orders (together, the **Notice**) is approved as the notice to be given to persons identified in paragraph 3 of the Amended Consolidated Statement of Claim dated 21 April 2023, other than such persons who have opted out of the proceeding pursuant to s 33J of the Act (**Group Members**), under s 33X(4) of the Act in respect of the approval application for the proposed settlement of the proceeding (**Settlement Approval Application**).
4. Pursuant to ss 33X(4) and 33Y(1) of the Act, the form and content of the notice set out in Annexure C to these orders (the **Abridged Notice**) is approved as the abridged form of the Notice.
5. Pursuant to s 33Y(2) of the Act, the Notice is to be distributed to Group Members by **4:00 pm (AEST) on 17 April 2025** in accordance with the following procedure:
- (a) the Plaintiffs' solicitors shall cause the Notice to be sent to each Group Member who registered their claim in accordance with orders 10 to 12 of the orders of the Honourable Justice Nichols made on 26 October 2023 (**Opt-Out and Registration Orders**), or was deemed to have registered their claim in accordance with order 13 of the Opt-Out and Registration Orders, or who by any further order of the Court is granted leave and permitted to participate in the proposed settlement of the proceeding (**Registered Group Member**):



- i. by email to the last known email address held by the Plaintiffs' solicitors with respect to each Registered Group Member; or
 - ii. where no email address is held by the Plaintiffs' solicitors, by post to the last known mailing address held by the Plaintiffs' solicitors with respect to each Registered Group Member;
- (b) the Plaintiffs' solicitors shall cause the Notice to be displayed on the Plaintiffs' solicitors' websites from **17 April 2025** continuously up to and including the final hearing and determination of the Settlement Approval Application;
- (c) the Plaintiffs' solicitors are to cause an advertisement in the terms of the Abridged Notice to be published in the Australian Financial Review by **17 April 2025**; and
- (d) by **4:00 pm (AEST) on 17 April 2025**, the Registry of the Supreme Court of Victoria shall:
- i. display the Notice on the Court's website; and
 - ii. make the Notice available for inspection.
6. The Notice and Abridged Notice may be amended by the Plaintiffs' solicitors in order to correct or add any postal, website or email address or telephone number of the Plaintiffs' solicitors, or to correct any typesetting or typographical error or any other formatting issue as the Plaintiffs' solicitors determine.

Costs of giving notice

7. The costs in connection with the giving of notices to Group Members and the costs of and incidental to the procedure set out in order 5 above (including, for the avoidance of doubt, answering enquiries by Group Members and members of the public in relation to the notices and/or this proceeding) are included in the Plaintiffs' Costs and Disbursements (as defined in the Settlement Distribution Scheme).

Settlement distribution scheme

8. By **4:00 pm (AEST) on 17 April 2025**, the Plaintiffs' solicitors are to make the Plaintiffs' proposed Settlement Distribution Scheme, being the proposed scheme for the allocation and distribution of the settlement monies (**Settlement Distribution Scheme**), available on their websites (except for Schedules D, E and F thereto).

Objections

9. Pursuant to s 33ZF, any Group Member who wishes to oppose the proposed settlement:



- (a) by **4:00 pm (AEST) on 15 May 2025**, must provide to the Plaintiffs' solicitors written reasons why they oppose the proposed settlement by completing a Notice of Objection, in the form contained in Annexure B to these orders, and send the completed Notice of Objection to the email address twe@slatergordon.com.au; and/or
 - (b) may attend, or send a representative to attend, the Supreme Court of Victoria on a date fixed by the Court when the Settlement Approval Application is to be heard, and may address the Court with reasons why the proposed settlement should not be approved.
10. By **4:00 pm (AEST) on 16 May 2025**, the Plaintiffs are to file by way of email to the Court and serve on the Defendant copies of any objections that the Plaintiffs' solicitors receive pursuant to order 9(a) above.

Unregistered Group Member Applications

11. Pursuant to s 33ZF, any Unregistered Group Member who wishes to seek leave to participate in the proposed settlement:
- (a) by **4:00 pm (AEST) on 15 May 2025** must send an email to twe@slatergordon.com.au identifying the basis on which the Unregistered Group Member thinks the Court should grant them permission to participate and must attach evidence in support (in the form of an affidavit or statutory declaration); and
 - (b) may attend, or send a representative to attend, the Supreme Court of Victoria on a date fixed by the Court when the Settlement Approval Application is to be heard, and may address the Court on the basis on which the Unregistered Group Member thinks the Court should grant them permission to participate.
12. By **4:00 pm (AEST) on 16 May 2025**, the Plaintiffs are to file by way of email to the Court and serve on the Defendant copies of any Unregistered Group Member applications that the Plaintiffs' solicitors receive pursuant to order 11(a) above.

Independent Costs Referee

13. Pursuant to s 33ZF of the Act and/or r 50.01 of the *Supreme Court (General Civil Procedure) Rules 2015* (Vic), Cate Dealehr (**Referee**) is appointed as a special referee for the purpose of conducting an inquiry (**Reference**) and making a report in writing to the Court (**Costs Report**) stating, with reasons, the Referee's opinion on the following questions:
- (a) the reasonableness of the Plaintiffs' legal costs and disbursements incurred in relation to the proceeding, up to and including the hearing of the Settlement Approval Application and including:



- i. costs anticipated and yet to be incurred as at the date of the Costs Report; and
 - ii. costs in relation to any duplicated work pursuant to the orders of the Honourable Justice Nichols dated 12 March 2021; and
- (b) the reasonableness of the sum proposed for settlement administration costs.
14. The Referee is to deliver the Costs Report to the Court and to the Plaintiffs by **4:00 pm (AEST) on 8 May 2025**.
15. The costs of and incidental to the appointment of the Referee and the conduct of the Reference, including the Referee's reasonable costs, shall form part of the Plaintiffs' Costs and Disbursements in the proceeding.

Timetabling orders for Settlement Approval Application

16. Save for any confidential affidavit, confidential opinion of the Plaintiffs' counsel or written submissions in respect of which confidentiality orders are sought (collectively, the **Confidential Material**), by **4:00 pm (AEST) on 23 May 2025**, the Plaintiffs and Defendant shall file and serve any affidavit(s) and written submissions on which they seek to rely in relation to the Settlement Approval Application.
17. By **4:00 pm (AEST) on 23 May 2025**, the Plaintiffs are to provide any Confidential Material on which they propose to rely in relation to the Settlement Approval Application to the chambers of the Honourable Justice McDonald by email marked "*Confidential for Purposes of Settlement Approval Application – Not to be Accessed Except by Direction of a Judge or the Court*".
18. The Settlement Approval Application be listed for hearing at **10:00 am (AEST) on 28 May 2025**.

DATE AUTHENTICATED: **31 March 2025**



THE HONOURABLE JUSTICE MCDONALD

