

ON APPEAL FROM THE SUPREME COURT OF WESTERN AUSTRALIA COURT
OF APPEAL ACTION CACV 31 of 2017

B E T W E E N:

**MIGHTY RIVER INTERNATIONAL
LIMITED (BVICN 1482079)**

Appellant

and

MINERAL RESOURCES LIMITED (ACN 118 549 910)

First Respondent

**Bryan HUGHES & Daniel BREDEKAMP as deed
administrators of MESA MINERALS LIMITED (ACN
009 113 160) (subject to deed of company arrangement)**

Second Respondents

**MESA MINERALS LIMITED (ACN 009 113 160)
(subject to deed of company arrangement)**

Third Respondent

APPELLANT'S SUBMISSIONS

Part I: publication on the internet

1. The appellant certifies that this submission is in a form suitable for publication on the internet.

Part II: a concise statement of the issue or issues the appellant contends the appeal presents

2. This appeal raises the following issues:
 - (a) Whether the deed of company arrangement (the **DOCA**) entered into by Mesa Minerals Limited (*Mesa Minerals*), which provides for "no property" to be available to be distributed to creditors, complies with the mandatory requirement set out in sec 444A(4)(b) of the *Corporations Act 2001*.

Date of document:	6 April 2018
Filed on behalf of:	The Appellant
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- (b) If the answer to that question is no, whether on the proper interpretation of sec 445G, the DOCA is void.

Part III: whether notice should be given in compliance with section 78B of the *Judiciary Act 1903*

3. The appellant does not consider that notice is required or should be given under section 78B of the *Judiciary Act 1903*.

Part IV: citation of the reasons for judgment

- 10 4. The reasons for judgment of the Supreme Court of Western Australia (Court of Appeal) are reported as *Mighty River International Ltd v Hughes* (2017) 52 WAR 1 and have the medium neutral citation [2017] WASCA 152 (*FC*). The reasons for judgment at first instance have the medium neutral citation *Mighty River International Ltd v Hughes & Bredenkamp* [2017] WASC 69 (*J*).

Part V: narrative statement of the relevant facts

5. The appellant relies on the submissions made in Part V of the Appellant's Submissions to be filed in P7 of 2018.

20 **Part VI: The appellant's argument**

6. The appellant relies on the submissions made in Part VI of the Appellant's Submissions to be filed in P7 of 2018, in particular with respect to the arguments concerning sec 445G at paragraphs 67 and following.

Part VII: Precise form of order sought by the appellant.

7. Mighty River seeks the following orders:
- (a) Appeal allowed with costs.
- (b) Set aside the orders of the Court of Appeal and in lieu thereof make the following orders:
- 30 (i) Set aside the declaration made by Master Sanderson on 22 March 2017 in COR 13 of 2017 declaring that the DOCA is not void;
- (ii) Declare that the DOCA is void or invalid;
- (iii) Order that Mesa Minerals be wound up and Mr Hughes and Mr Bredenkamp be appointed liquidators;

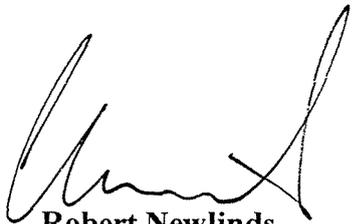
- (iv) In the alternative to (b) and (c), remit the matter to the Court of Appeal for further consideration.
- (v) Costs.

Part VIII: Estimated number of hours required for the appellant's oral argument

8. Mighty River estimates that it will require 2.5 hours to present its oral argument in both appeals.

Dated: 6 April 2018

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Robert Newlinds

D R Sulan

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