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Tairua Pacific Harbour Limited (In Liquidation) Liquidator's First Report

23 November 2018

1. Background

Tairua Pacific Harbour Limited (In Liquidation) ("**the Company**") was placed into liquidation by special resolution of the shareholders on the 20th day of November 2018 at 4:55pm. Thomas Lee Rodewald and Steven Khov, both CA ANZ Accredited Insolvency Practitioners were appointed as joint and several Liquidators of the company.

2. Disclaimer

This report is not intended for general circulation, nor is it to be reproduced or used for any purpose other than that outlined above without written permission in each specific instance. The Liquidator does not accept any responsibility or liability for any damage or loss occasioned to any party as a result of the circulation, publication, reproduction or use of this report. In particular the Liquidator takes no responsibility for any misinformation contained therein that has been supplied by the company, its officers or any other person. The report is also based upon information available at this date, and the Liquidator therefore reserves the right to review, and if necessary, amend the report.

3. Declaration of Independence, Relevant Relationships and Indemnities

Attached as **Appendix 1** is the Declaration of Independence, Relevant Relationships and Indemnities.

4. Company Information

Date of Incorporation:	03 November 2016	
Trading Address:	223 Main Road, Tairua 3544	
Type of business:	Accommodation	
Date trading ceased:	21 November 2018	
Shareholders:	Cecil Hokimai Devereux	Number of Shares: 50
	Suzanne Gill-Devereux	Number of Shares: 50
Directors:	Cecil Hokimai Devereux	
	Suzanne Gill-Devereux	

5. Events Leading to Appointment of Liquidators

The Directors of the company has advised the reason for the failure of the Company is due to a breakdown in the relationship with the Company's major landlord. The breakdown led to arbitration proceedings being scheduled to take place shortly after the Company was placed into liquidation.

Following liquidation, the landlord purported to terminate the Company's lease at its trading premises and re-enter to take possession. The liquidators were able to negotiate a settlement which involved a payment by the landlord to the Company for the acquisition of the Company's business.

6. Statement of Affairs

We attach as **Appendix 2** a statement of the Company's affairs as at the date of our appointment.

This has been prepared from information provided by a director of the Company and the Liquidator is not yet able to express an opinion on the validity of that information.

Also attached as **Appendix 3** is a list of known creditors as at the date of appointment.

7. Proposals for Conducting the Liquidation

The Liquidator will review the Company's books and records to establish if there are any potentially voidable transactions, any potential shareholder current issues and ensure the Director/s have complied with their duties and obligations imposed on them under the Companies Act 1993.

8. Estimated Date of Completion of Liquidation and Notice As To Further Reports

It is not practicable to estimate the date of the completion of the liquidation at this stage. Further reports will be issued six monthly, with a final report at the conclusion of the liquidation.

9. Creditors Meeting

Having regard to the assets and liabilities of the company, the likely result of the liquidation and other relevant matters, the Liquidator considers in accordance with section 245 of the Companies Act 1993 that no such meeting should be held.

A meeting will not be called unless within 10 working days after receiving this notice a creditor gives notice in writing to the Liquidators requiring a meeting to be called.

The Liquidator dispenses with holding a creditors meeting pursuant to Section 243 of the Companies Act 1993 as the dividend is expected to be nil or very small.

In accordance with Section 314 of the Companies Act 1993 a creditor or shareholder may request the Liquidator to call a meeting of creditors or shareholders at any time in the course of the Liquidation to vote on a proposal that a Liquidation Committee be appointed to act with the Liquidator. This request must be in writing.

The Liquidator may decline a request by a creditor or a shareholder to call a meeting on the grounds that:

- a) the request is frivolous or vexatious; or
- b) the request was not made in good faith; or
- c) the costs of calling the meeting would be out of proportion to the value of the company's assets.

The decision to decline a request may be reviewed by the Court on the application of any creditor or shareholder.

10. Creditors Claims

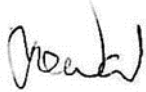
If your terms of trade with the company include reservation of title of goods supplied please contact Steven Khov of our Auckland office.

Please complete and return the enclosed Unsecured Creditors Claim form by 23 January 2019 to PO Box 15543, Tauranga 3144. If you believe that you are a secured creditor please contact our offices and the appropriate forms will be sent to you.

Completion of your claim should be given your urgent attention. If creditors do not lodge a claim with the Liquidator, the creditor is not entitled to share in any distribution to creditors that may be made by the Liquidator.

11. Further Information

If you require any further information or if you have any information that will be of assistance to the Liquidators please contact Steven Khov at stevenk@rodewalconsulting.co.nz or Kieran Jones at kieranj@rodewaldconsulting.co.nz.



Thomas Lee Rodewald
Joint Liquidator



Steven Khov
Joint Liquidator

Declaration of Independence, Relevant Relationships and Indemnities

Name of Insolvent: Tairua Pacific Harbour Limited (In Liquidation)

We, Thomas Lee Rodewald and Steven Khov, CA ANZ Accredited Insolvency Practitioners declare that:

Independence

- We have undertaken a proper assessment of risks to independence in accordance with the law, code and applicable professional standards;
- We have determined that the assessment identified no real or potential risks to independence.

Relationship

We have had the following communication or contact with the insolvent and/or its director and/or associated parties:

- Thomas Rodewald had phone discussions with one of the company directors the day prior to liquidation to explain the liquidation process at the request of the company advisor.
- Thomas Rodewald also had communications with the company advisor on the same day

We were referred this appointment by:

- Name: Kim Thompson
- Firm: Self
- Connection to Insolvent: Advisor

We have provided no other information to the insolvent, officers of the insolvent or the advisors.

We have had no relationship with the insolvent, associates of the insolvent or security holder in the preceding 2 years;

We have not provided any professional services to the company with the preceding 2 years;

We have no other relevant relationships, including personal, business and professional relationships, over the previous 24 months with the insolvent, an associate of the insolvent, a former insolvency practitioner appointed to the Insolvent or any person or entity that has a charge over the whole or substantially whole of the Insolvent's property that should be disclosed.

Independence and Upfront Payments

We have received no indemnity from the insolvent or associated party or any other party. We have received no upfront payment.



Thomas Lee Rodewald
Joint Liquidator



Steven Khov
Joint Liquidator

Tairua Pacific Harbour Limited (In Liquidation)
Statement of Affairs as at the Date of the Appointment of the
Liquidators being 20 November 2018

	<i>Estimated to Realise</i>
Assets	Note
Debtors	1 40,000
Motor vehicles	30,000
Management Rights and Associated Assets	35,000
	<u>105,000</u>
 Less: Secured Claims	
ANZ	184,351
Heartland Bank	20,489
	<u>204,840</u>
 Less: Preferential Claims	
Employee Claims	Unknown
IRD – GST	Unknown
IRD – PAYE	Unknown
	<u>Unknown</u>
 Deficit before Unsecured Creditors	<u>Unknown</u>
 Less: Unsecured Creditors	
IRD – Income Tax (penalties & interest)	Unknown
IRD – GST (penalties & interest)	Unknown
IRD – PAYE (penalties & interest)	Unknown
Trade Creditors	Unknown
	<u>Unknown</u>
 Deficit (before costs of liquidation)	<u>Unknown</u>

1. Book value of Debtors is \$135,952

Disclaimer

This statement should be read in conjunction with the disclaimer on page one of the above Liquidator's report and Rodewald Consulting Limited have not audited the report and they, their directors or employees accept no liability to any other party in relying on the information presented. The purpose of the report is to give creditors of the company an indication of the financial position of the company as at the date of appointment of the Liquidator.

Rodewald Consulting Limited

Tairua Pacific Harbour Limited (In Liquidation)
Schedule of Creditors as at 20 November 2018

Name	Address 1	Address 2	Address 3
ANZ Bank New Zealand Limited	PO Box 2218	Auckland	New Zealand
Heartland Bank Limited	75 Riccarton Road	Christchurch	New Zealand
Palm Realty Limited	PO Box 69	Tairua	New Zealand
Motel Holdings Limited	C/- Foy & Halse, PO Box 26218	Epsom	New Zealand
Belinda Marden			
Brett Takotohiwi			
Davina Kemp			
Greyson Takotohiwi			
Jason Scott			
Jeremy Murphy			
Lisa Neilson			
Susan Milburn			
Sheryl Hayes			

CREDITORS CLAIM FORM

(Also for use by *Preferential Creditors*)

Section 304 (1) Companies Act 1993

Name and postal address of creditor in full Telephone number: My reference is: (if applicable) E-mail address: <input type="checkbox"/> I consent to receiving future information about the company by email	*Any personal information collected is for the purpose of administering the liquidation in accordance with the Companies Act 1993. The information will be used and retained by Rodewald Consulting Limited and will be released to other parties only with your authorization or in compliance with the Privacy Act 1993. Under section 304(1) of the Companies Act 1993 any claim by an unsecured creditor against a company in liquidation must be in this prescribed form and must - (a) Contain full particulars of the claim; and (b) Identify any documents that evidence or substantiate the claim. You may have access to, and request correction of any personal information. (*Not applicable, if creditor is not an individual within the meaning of the Privacy Act 1993.)
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Tairua Pacific Harbour Limited (In Liquidation)

I _____ (If claim is made on behalf of creditor, specify relationship to creditor and authority) claim that the company was at the date it was put into liquidation indebted to the above named creditor for the sum of [amount in words and figures]:

\$

STATUS OF CLAIM:

1. I am an unsecured creditor
2. I am surrendering the security I hold and I am claiming as an unsecured creditor
3. I am making a preferential claim (refer details of reverse)
4. I am claiming reservation of title rights pursuant to rights held by me
(Refer details on reverse)

TICK

Full particulars of the claim are set out, and any supporting documents that substantiate the claim are identified on the reverse of the form. *(Please include copies of all unpaid invoices)*

Signed:

Date:

WARNING:-

It is an offence under section 304(6) of the Companies Act 1993 to:-
 Make, or authorize the making of, a claim that is false or misleading in a material particular knowing it to be false or misleading; or
 Omit, or authorize the omission, from a claim of any matter knowing that the omission makes the claim false or misleading in a material particular.

Received
(Date Stamp)

Reserved for Office Use:

Claim admitted for voting purposes: Signed: Date:

Claim rejected for voting purposes: Signed: Date:

Claim rejected for payment: Signed: Date:

Preferential claim for: Ordinary Claim for: Deferred Claim for:
 \$ \$ \$

Signed
Liquidator:

Dated:

Note: If the decision to admit or reject a claim is amended, regulation 8 of the Companies Act 1993 Liquidation Regulations 1994 requires that it be recorded in writing.

Please return this form to:
Rodewald Consulting Ltd, PO Box 15543, Tauranga 3144
carolc@rodewaldconsulting.co.nz

PARTICULARS OF CLAIM

Date	Details of claim and Identification of Documents that Evidence or Substantiate the Claim (i.e., unpaid invoices)	Amount \$
	<p>RETENTION OF TITLE CLAIMANTS ONLY Please provide details of the basis of your retention of title claim and furnish a copy of the documentation showing that such reservation of title clause is a condition of contract.</p> <p>PREFERENTIAL CLAIMANTS ONLY</p> <ol style="list-style-type: none"> Are you claiming the full amount of your claim as preferential? If no, what part of the claim is preferential? Why do you believe you are a preferential creditor? <p>(E.g. employee, GST etc)</p> <p>.....</p> <p>4. Details of your claim</p> <p>.....</p> <p>.....</p>	<p>Yes/No</p> <p>\$.....</p>

If applicable, please record your GST registration number: - -

Total GST included in your claim \$.....