

Cotter Builders Limited (In Liquidation) **(“the Company”)**

Liquidator’s First Report to Creditors and Shareholders

Disclaimer

This report is prepared in accordance with section 255 of the Companies Act 1993 and is intended only for the Company’s creditors and shareholders for the purposes of reporting on the Company’s statement of affairs and the conduct of the liquidation. This report is based upon information available to the Liquidator as at the date of the report. I take no responsibility for any misinformation contained in the report that has been obtained from the Company, its officers or any other persons. This report is not to be reproduced, circulated or used for any other purpose without the Liquidator prior consent and the Liquidator, their firm and its employees accept no responsibility or liability to any party for loss or damaged caused from any use of or reliance on this report.

Appointment

Thomas Lee Rodewald, a Licensed Insolvency Practitioner was appointed as Liquidator of the above-named Company by special resolution of the shareholders on 28 June 2023 at 10:00am, pursuant to section 214(2)(a) of the Companies Act 1993 ("the Act").

The Liquidator has made the appropriate enquiries and is of the opinion that he is not barred from acting under section 280 of the Act. A notice is provided in **Appendix Three** regarding the licensing of insolvency practitioners.

Liquidators Fees and Expenses

The following fees are in our consent to act:

Liquidator	\$410
Senior Manager	\$250
Manager	\$200
Support Staff	\$180

Note: these rates are GST exclusive. In addition Disbursements will be charged

Company Information

The following information has been obtained from the Companies Office as at the time of the appointment:

Date of Incorporation	17 September 2018
Company Registration Number	7028938
Company NZBN	9429047027275
Registered Office	Brown Pennell (2019) Limited, Albert Park Drive, Te Awamutu, 3800
Trading Address	No longer trading
Type of Business	E301130 House construction, alteration, renovation or general repairs

Shareholders

Name	Shareholding
Geoffrey David Cotter	50
Lesley Wahanga	50

Director

Name	Address
Geoffrey David Cotter	690 Te Kawa Road, Te Kawa, Te Awamutu 3873

Commentary

The Liquidator has been advised that the reason for the failure of the Company which led to the appointment of the Liquidator is due to a lack of building work that has affected the whole building industry. The Company has also never recovered its financial position after being negatively affected by Covid-19 matters. Negotiations to reach a settlement with the IRD failed.

To date, the Liquidator has sent notices to the Company's officers and professional advisors pursuant to section 261 of the Act requesting the delivery of the Company's books, records and legal files. The Liquidator has also frozen the Company's bank account and has issued notices to the secured creditors asking for details of their debt and securities.

Statement of the Company's Affairs

A statement of the Company's estimated financial position as at the date of liquidation is provided in **Appendix One**. This statement has been prepared based on information obtained from the Company, its officers and creditors. The information has yet to be verified for validity and may be subject to change.

Proposals for Conducting the Liquidation

The Liquidator will take steps to realise the assets of the Company and continue their investigations into the affairs of the Company to determine if there are any insolvent transactions and/or breaches of any relevant legislation by the Company or its officers. It is too early to comment on any recoveries and the likelihood of a distribution at this stage. However, if it is determined that there are sufficient funds to make a distribution to creditors, the Liquidator will contact the creditors if they have not already provided their claim forms along with any applicable documentation in line with AML/CFT laws. Any distributions will be made in accordance with Schedule 7 of the Act.

Assets

The asset position is outlined in **Appendix One**.

The Liquidator is also investigating whether there are any other assets and/or potential claims which may give rise to additional recoveries for the benefit of creditors.

Creditor Claims

In accordance with section 255(2)(c) of the Act, a schedule of all known creditors of the Company as at the date of this report is provided in **Appendix Two**.

Secured Creditor Claims

A search of the Personal Properties Securities Register disclosed security interests registered against the Company.

The Liquidator has issued notices in accordance with section 305 to the secured creditors on the date of their appointment to the registered charge holder. Any unregistered charge holders have 20 working days after today's date to elect which of the following they wish to exercise:

- a. Realise the property subject to their charge; or
- b. Value the property subject to their charge and claim in the liquidation as an unsecured creditor for the balance of their claim, if any; or
- c. Surrender the charge to the Liquidator for the general benefit of creditors and claim as an unsecured creditor for the whole debt.

This report is deemed to be notice pursuant to Section 305 of the Companies Act 1993.

If a secured creditor fails to notify the Liquidator of their election within 20 working days, their charge will be surrendered to the Liquidator for the general benefit of creditors, and they may claim in the liquidation as an unsecured creditor for the whole debt.

If you hold a security interest over the Company's assets or has a retention of title over assets owned or controlled by the Company and you have not yet been contacted by the Liquidator in regard to your interest, please contact the Liquidator immediately.

Preferential Creditor Claims

The Liquidator is currently determining if there are any unpaid wages, holiday pay and/or redundancy pay to former employees and has yet to receive a claim from Inland Revenue.

Unsecured Creditor Claims

If you are an unsecured creditor and have not already done so, please complete and return the Unsecured Creditor's Claim Form (attached) by 2 August 2023.

Legal Proceedings

The Liquidator is not aware of any current or pending proceedings that the Company is a party to as at the date of this report. Should the Liquidator become aware of any proceedings, details of these will be provided in future reports.

Meeting of Creditors

A notice of dispensing with the meeting of creditors is provided in **Appendix Three**.

Estimated Completion Date

It is not practicable to estimate the date of completion of the liquidation or if there will be any distribution at this stage. However, if you are a creditor or shareholder and wish to assist the Liquidator by providing funding for recovery action or by providing additional information that would assist the liquidation, please contact the Liquidator as soon as possible. The Liquidator requests that the information be provided in writing along with copies of supporting documentation.

Statutory Reporting

Further reports will be issued every 6 months and a final report will be issued at the conclusion of the liquidation pursuant to section 257 of the Act.

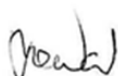
Declaration of Independence, Relevant Relationships and Indemnities

Pursuant to section 255A of the Act and the RITANZ Code of Professional Conduct, a declaration of independence, relevant relationships and indemnities is provided in **Appendix Four**.

Contact Information

If you require any further information or have information that can assist the Liquidator, please contact:

Contact	Denise Cooper
Email	denisec@rodewaldconsulting.co.nz
Phone Number	021 227 7408
Postal Address	PO Box 15543, Tauranga 3144



Thomas Lee Rodewald
Liquidator
(Registration Number: IP49)

Dated: 4 July 2023

Appendix One

Statement of Affairs as at the date of the appointment of the Liquidator being 28 June 2023		
	<i>Notes</i>	Estimated to realise
Assets		\$
Plant & Equipment		36,850
Vehicles		<i>Unknown</i>
Debtors		24,906
Shareholder Current Account	2	221,346
Advance to related party		<i>Unknown</i>
		<i>Unknown</i>
Less Secured Creditors:		
L & F Limited (secured over vehicle only)		68,853
Prospa (unregistered security)	2	92,129
		68,853
Less Preferential Creditors		
Employees - Wages & Holiday Pay (Gross)		10,443
Inland Revenue - GST	1	136,813
Inland Revenue - PAYE, KSE, KSR	1	23,805
		147,256
Deficit before unsecured creditors		<i>Unknown</i>
Unsecured creditors:		
Inland Revenue Income Tax		10,447
Inland Revenue Small Business Loan		9,322
Trade Creditors		79,330
Related Employees		91,526
		190,625
Estimated deficit (subject to costs of Liquidation)		<i>Unknown</i>
<i>Note 1 - This figure has been sourced from the IRD website & includes penalties and interest.</i>		
<i>Note 2 - This figure has been sourced from Financial Statements dated 31 March 2023</i>		

All figures are in NZD and include GST where applicable.

Disclaimer

This disclaimer should be read in conjunction with the disclaimer earlier in this report. 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 in accordance with section 255 of the Companies Act 1993. A compilation is limited to the collection, classification and summarisation of the books and records of the company together with information supplied by the Directors. A compilation does not involve the verification of that information. Rodewald Consulting has not audited the information obtained and they do not accept any liability to any party relying on the information presented in the Statement of Affairs. Further, the Statement of affairs has been prepared for the purpose of the liquidation only, and I do not accept any responsibility on any ground whatsoever, including liability in negligence, to any other person.

Appendix Two

Schedule of Company Creditors

Name	Address 1	Address 2	Address3
ACC	PO Box 242		Wellington 6140
ASB	PO Box 35	Shortland Street	Auckland 1140
Bower Brothers Concrete Limited	51 Lorne Street		Morrinsville
Brown Pennell (2109) Limited	PO Box 114		Te Awamutu 3840
Geoffrey Cotter	690 Te Kawa Road	Te Kawa	Te Awamutu 3873
KT Cartage Limited	3 Matai Street	RD 1	Paeroa 3671
L & F Limited	PO Box 1061	Shortland Street	Auckland 1010
Leslie Wahanga			
Profloors Contractors Limited	52a Hakanoa Street		Huntly 3700
Prospa NZ Limited	33-45 Hurstmere Road	Takapuna	Auckland 0622
Riverlea Group Limited	2A Maui Street		Hamilton 3200
Savvy Construction Limited	706 Te Rapa Road		Hamilton
Thomsons Timber Supplies Limited	PO Box 15547		Hamilton 3240
Tira Porima			
Toby Bartrum			
Waikato Brick & Blocklayers	PO Box 9318		Hamilton 3240

Appendix Three

Notice to Creditors and Shareholders

Thomas Lee Rodewald, a Licensed Insolvency Practitioner was appointed as Liquidator of the Company on 28 June 2023 at 10:00am pursuant to section 214(2)(a) of the Companies Act 1993 (“the Act”).

Notice of Liquidator to Dispense with Meeting of Creditors Pursuant to section 245 of the Act

The Liquidator proposes to dispense with the meeting of creditors pursuant to section 245 of the Act. This decision has been made on the basis that it would add unnecessary costs to the liquidation, and they are unaware of any other issues that require consideration by the creditors.

Therefore, no meeting of creditors will be called unless the Liquidator receives notice in writing from a creditor within 10 working days of their receipt of this notice.

Meetings of Creditors or Shareholders Pursuant to section 314 of the Act

Section 314 of the Act permits any creditor or shareholder of the Company to request the Liquidator, in writing (at any time during the course of the liquidation), to call a meeting of creditors or shareholders for the purpose of:

- Voting on a proposal that a liquidation committee be appointed to act with the Liquidator; and
- To choose the members of the committee.

Should any creditor wish to give notice they require a meeting of creditors to be called they are requested to provide the following information in their notice:

- The nature of the business they require to be transacted at any such meeting; and
- The text of any motion they require to be put to any such meeting.

Please note that the Liquidator may decline a request for a creditor meeting pursuant to section 314(2) of the Act on the grounds that:

- a) the request is frivolous or vexatious; or
- b) the request was not made in good faith; or
- c) except where a creditor or shareholder agrees to meet the costs, the costs of calling a meeting would be out of all proportion to the value of the company’s assets”.

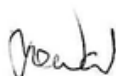
Notice to Creditors to Claim Pursuant to Liquidation Regulation 12 of the Act

Notice is hereby given that the Liquidator fixes 2 August 2023 as the day on or before which the creditors of the Company are to make their claims and to establish any priority their claims may have, under section 312 of the Act, or to be excluded from the benefit of any distribution made before the debts are claimed or, as they case may be, from objecting to the distribution.

Notice to Creditors and Shareholders Pursuant to section 255 (2)(c)(ii)(d) of the Act

Notice is hereby given that as of 1 September 2020, Insolvency Practitioners are required to be licensed; and that more information about regulation of insolvency practitioners is available from the Registrar of companies.

Dated 30th June 2023



Thomas Lee Rodewald
Liquidator
(Registration Number: IP49)

Appendix Four

Declaration of Independence, Relevant Relationships and Indemnities

Pursuant to section 255A of the Companies Act 1993 ("the Act")

Company: Cotter Builders Limited (In Liquidation) (7028938) (the "Company")

I, Thomas Lee Rodewald, a Licensed Insolvency Practitioner declare:

Declaration of Independence

I have undertaken a proper assessment of the risks to my independence prior to accepting the appointment as Liquidator of the Company in accordance with the Act, RITANZ Code of Conduct and applicable professional standards. This assessment identified no real or perceived conflicts to my independence. I am not otherwise aware of any impediments to us being appointed as Liquidator I have undertaken a proper assessment of the risks to my independence prior to accepting the appointment as Liquidator of the Company in accordance with the Act, RITANZ Code of Conduct and applicable professional standards. This assessment identified real or perceived conflicts to my independence and I have taken such action as is necessary to preserve my independence. I am not otherwise aware of any impediments to us being appointed as Liquidator.

Declaration of Relationships

Circumstances of Appointment

This appointment was referred by the Company's external accountant. I have had pre-appointment phone and email contact with the Director to discuss the liquidation process. This does not result in a conflict of interest or impediment to be appointed as Liquidator.

Relevant Relationships

Other than disclosed herein, neither the Liquidator, his staff, nor members of their firms, have had within the preceding 24 months, any relationships with the Company.

Prior Professional Services

The Liquidator, nor members of the firm, has within the preceding 24 months, provided any professional services to the Company.

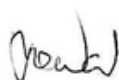
Other Relevant Relationships to Disclose

I have no other relevant relationships, including personal, business and professional relationships, over the previous 24 months with the Company, an associate of the Company (excluding relatives, except where the relative has a business relationship with the Company), or any person or entity that has a charge over the whole or substantially whole of the Company's property that should be disclosed.

Declaration of Indemnities and Up-front Payments

No indemnity or upfront payment has been received.

Dated: 28 June 2023



Thomas Lee Rodewald
Liquidator

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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Cotter Builders 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 <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>
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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: _____
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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.
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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

