

# Meltzer Mason Heath

Chartered Accountants practising as insolvency specialists

**Refer to: Mike Lamacraft**

## **Liquidators' Final Report**

*Section 257 (1) of the Companies Act 1993*

### **114 Dominion Rd Limited (In Liquidation)**

114 Dominion Rd Limited was placed in liquidation by a Resolution of Members dated 17 October 2007.

Arron Leslie Heath and Michael Lamacraft were appointed Liquidators of the company.

The liquidation of the company is now complete. A Statement of Realisations and Distributions is attached. All amounts are shown on a GST exclusive basis.

The Liquidators report to the Creditors that:

As a result of their review of the company's affairs the Liquidators identified certain transactions that were considered potentially to be reckless in terms of the directors' conduct. In essence funds that should have been available to settle a GST liability resulting from the cancellation of a contract were transferred to related parties.

These related party debts were then "sold" on to other entities on unfavourable terms. An initial legal opinion was obtained indicating that the transactions could be challenged, however in the absence of funding these matters could not be pursued. In fact based on our review we consider it unlikely that legal action would have resulted in any realisation for creditors.

The Liquidators brought the conduct of the director to the attention of the National Enforcement Unit. As a result of their report and recommendation the directors were banned for a period of four years from acting as a director or from being involved in the management of a company.

All known assets of the company have been realised.

All proceeds of realisation have been distributed and the company is now ready to be removed from the register.



## General Comments

The Liquidators will now advertise Notice of Intention to have the company removed from the register as per section 318 of the Companies Act 1993. The advertisement will appear in the New Zealand Gazette and The New Zealand Herald.

The attention of all creditors or shareholders is drawn to section 321 of the Companies Act 1993 which provides that where public notice is given of an intention to remove a company from the register any person may send or deliver to the Registrar, not later than the date specified in the notice, an objection to the removal on any one or more of the following grounds:

- (a) That the company is still carrying on business or there is other reason for it to continue in existence; or
- (b) That the company is a party to legal proceedings; or
- (c) That the company is in receivership, or liquidation, or both; or
- (d) That the person is a creditor, or a member, or a person who has an undischarged claim against the company; or
- (e) That the person believes that there exists, and intends to pursue, a right of action on behalf of the company under Part IX of the Companies Act 1993; or
- (f) That for any reason, it would not be just and equitable to remove the company from the Register.

**Note:** Section 321(2)(b)(ii) of the Companies Act 1993 provides that a claim by a shareholder or any other person against a company is not an "undischarged claim" if a Receiver or Liquidator has notified the shareholder or that person that the company has no surplus assets. This report constitutes such notice.

The date by which objection must be lodged with the Registrar is 17 July 2009.

Dated at Auckland this 19<sup>th</sup> day of May 2009.

M Lamacraft  
**Liquidator**

**Statement pursuant to s257 of the Companies Act 1993  
of Realisations and Distributions in the Liquidation of  
114 Dominion Rd Limited (In Liquidation)**

<i>Particulars of Realisation</i>	\$
Cash at Bank	18.70
Refunds	1,234.31
<b>Total Realisations</b>	<u>1,253.01</u>

<i>Particulars of Distribution</i>	\$
Liquidators' Fees on Account	494.69
Liquidators' Disbursements	758.32
<b>Total Distributions</b>	<u>1,253.01</u>