

# Meltzer Mason Heath

Chartered Accountants practising as insolvency specialists

Refer to: Lloyd Hayward

## Liquidators' First Report

### Blue Jay Holdings Limited (In Liquidation) ("the Company")

#### 1. Appointment

We advise that Jeffrey Philip Meltzer, Arron Leslie Heath and Lloyd James Hayward were appointed joint and several Liquidators of the above company on 12 February 2008 by special resolution of shareholders.

Jeff Meltzer, Arron Heath and Lloyd Hayward are Chartered Accountants and full time Insolvency Practitioners. They have not previously acted in any capacity for the Company or the officers and shareholders of the Company.

#### 2. Background

<i>Date of Incorporation:</i>	2 December 2004
<i>Trading Address:</i>	191 Queen Street, Auckland
<i>Type of Business:</i>	Dormant
<i>Date Ceased Trading:</i>	8 February 2008
<i>Shareholder:</i>	BFB Underwriters Limited                      100 shares
<i>Director:</i>	Neil Constantine Bell
<i>Share Capital:</i>	100 ordinary shares
<i>Date of Liquidation:</i>	12 February 2008

#### 3. Events Leading to Appointment

The director advises that the company is not now operating and is dormant.

#### 4. Proposals for Conducting the Liquidation

The Liquidators proposals are:



### ***Realisation of Assets***

The director advises that the Company has a receivable arising from business it undertook previously. The Liquidators will determine the collectability of this debt.

### ***Examination of Books and Records***

The Liquidators will examine the Company's available books and records and conduct a review of the Company's affairs. In particular the Liquidators intend to review:

- (a) The circumstances regarding the creation of "New Zealand Private Group" of which the Company is a part and the arrangements regarding the Blue Chip franchise contracted to the New Zealand Private Group.
- (b) Transactions with related parties. A consequence of the incomplete processing of transactions and reconciliations is that we have not yet been able to confirm the amounts that may be due from or payable to related party entities. Therefore the Estimated Statement of Position excludes any related party amount.
- (c) Assess whether the directors (or any previous director) have breached any duty to the Company as set out in the Companies Act 1993.

### ***Knowledge of Information Relevant to the Liquidation***

Should any person possess any information that may be relevant to the liquidation, or may lead to realisations for the benefit of creditors, please advise the Liquidators in writing and provide them with copies of supporting documents.

## **5. Statement of Affairs**

The Liquidators have prepared an Estimated Statement of Affairs based on the books and records of the Company. At the date of liquidation the books and records of the Company were not up to date in terms of processing transactions and reconciliations. We therefore have considerable doubt as to the accuracy and reliability of the financial records and the assets and liabilities disclosed therein. We have nevertheless prepared the Estimated Statement of Affairs based on extracts from the Company's records so as to give creditors a preliminary view of the financial position of the Company. The attached copy of the Estimated Statement of Assets and Liabilities must therefore be read having regard for this and the disclaimer.

## **6. List of Creditors**

The director advises that there are no creditors.

## **7. Creditors Claim Form**

Should any person believe they have a claim or are a creditor they should complete and return a creditor's claim form. Our first communication with investors and creditors on 15 February 2008 included a claim form and asked creditors to complete this and return to our office by 18 March 2008. Creditors who do not make a claim within the period may be excluded from any distribution that may be made.

If you do not have a claim form and require one, the form is available on our website at [www.mmh.co.nz](http://www.mmh.co.nz) or by post. Please phone 09 357 6150 or email [lloyd@mmh.co.nz](mailto:lloyd@mmh.co.nz) to request a copy.

#### **8. Retention of Title Claims/Security Interests**

Please note, if you believe you have a valid retention of title claim or security interest over goods or equipment supplied to Blue Jay Holdings Limited (In Liquidation), and you have not yet contacted the Liquidators, please contact us immediately.

#### **9. Initial Creditors Meeting**

As it is unlikely there will be a distribution to creditors, pursuant to s245 of the Companies Act 1993 the Liquidators propose to dispense with the meeting of creditors to consider whether to appoint different Liquidators, and to consider the views of creditors.

Accordingly a meeting of creditors will not be called unless a creditor gives notice pursuant to s245 to the Liquidators within 10 working days after receiving this notice, requiring a meeting to be called.

#### **10. Liquidation Committee**

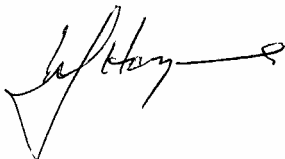
At any time during the liquidation, any creditor may in writing, request the Liquidators to call a meeting of creditors to consider whether a Liquidation Committee should be appointed, and if so, to choose the members of the Committee.

A Liquidation Committee has certain powers set out in s315 of the Companies Act 1993, including to assist the Liquidators as appropriate in the conduct of the liquidation.

#### **11. Estimated Date of Completion of Liquidation**

It is not practicable to estimate the date of completion of the liquidation at this stage.

Enquiries should be directed to: Lloyd Hayward



L J Hayward  
**Liquidator**

Dated this 6<sup>th</sup> day of March 2008

Attach:

**Estimated Statement of Affairs of  
Blue Jay Holdings Limited (In Liquidation)  
As at the date of the Appointment of Liquidators  
Being 12 February 2008**

	<i>Book Value</i> \$	<i>Estimated Realisable Value</i> \$
<b>Assets:</b>		
Related Party Receivables	684,000	Unknown
<b>Liabilities:</b>		
Unsecured Creditors	Nil	Nil

**Note:** The above estimates are subject to the costs of realisation, including Liquidators' fees.

Having regards for the information available at this time the Liquidators are not able to give meaningful estimates of the realisable value of assets.

**Disclaimer of Liability:**

We have prepared the Estimated Statement of Affairs as at the date of liquidation being 8 February 2008.

The Estimated Statement of Affairs has been prepared based on information from the books and records of the Company together with information supplied by the Director. This information has not been verified. The Liquidators have not carried out an audit or reviewed the information supplied and therefore they do not accept any responsibility for the accuracy of the information from which the Estimated Statement of Affairs has been prepared. Further, the Estimated Statement of Affairs has been prepared for the purpose of the liquidation only, and the Liquidators do not accept any responsibility on any ground whatever, including liability in negligence, to any other person.

L J Hayward  
**Liquidator**

6 March 2008