



## **Quadrant Yachts Ltd (In Liquidation)**

Company Number: 3301508

### **Liquidators' First Report to Creditors and Shareholders**





## 1. Introduction

Iain Bruce Shephard and Jessica Jane Kellow were appointed joint and several liquidators (“Liquidators”) of Quadrant Yachts Limited (now In Liquidation) (“the Company”) by special resolution of the shareholders on 11 March 2019 in accordance with section 241(2)(a) of the Companies Act 1993 (“the Act”).

In accordance with section 255 of the Act we report on the Company's affairs together with our proposals for conducting the liquidation.

## 2. Restrictions

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 our written permission in each specific instance.

We do not assume any responsibility or liability for any losses occasioned to any party as a result of the circulation, publication, reproduction or use of this report contrary to the provisions of this paragraph.

We reserve the right (but will be under no obligation) to review this report and if we consider it necessary to revise the report in the light of any information existing at the date of this report which becomes known to us after that date.

## 3. Declaration of Independence, Relevant Relationships and Indemnities

Attached as **Appendix 1** is the Declaration of Independence, Relevant Relationships and Indemnities, as prepared by the Liquidators, in accordance with the RITANZ Code of Conduct.

## 4. Company information

Quadrant Yachts Ltd (In Liquidation)		
Date of Incorporation:	8 March 2011	
Registered Office:	21d School Rd	
(Prior to liquidation)	Kingsland	
	Auckland 1021	
Type of Business:	Boat dealing	
Shareholders:	Keiran Dylan Russell	100 Shares
Directors:	Keiran Dylan Russell	
Date of Liquidation:	11 March 2019	

## 5. Background and reasons for liquidation

Quadrant Yachts Limited (now in Liquidation) (“the Company”) traded for several years within the boating industry, conducting sales as an agent for various third parties. The Liquidators understand that they have not materially traded within the last 12 months.

All outstanding matters appear to have been resolved with the exception of a liability contingent upon a recent costs award. The original proceedings, brought by the third party insurer Club Marine (NZ) Ltd (“Club Marine”) under subrogated rights, saw a judgment in the Company’s favour. Subsequent litigation however, saw a costs award issued in favour of Club Marine.

Following the judgment on 1 February 2019, the Director sought professional advice. He subsequently resolved to place the Company into liquidation on 11 March 2019.

## 6. Statement of affairs

The Liquidators have not prepared an Estimated Statement of Affairs of the Company on the basis that there are no known assets or quantifiable liabilities.

## 7. Creditors

### List of creditors

Attached as **Appendix 2** is a full list of the names and addresses of creditors in accordance with section 255(2)(c)(ii)(C) of the Act.

### Unsecured creditor claims

We attach as **Appendix 3** our Public Notice which sets 25 April 2019 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 from objecting to the distribution.

Please complete the Unsecured Creditor’s Claim form attached as **Appendix 4** and return to us at the following address or by email:

The Liquidators  
Quadrant Yachts Limited (In Liquidation)  
C/- BDO Wellington  
PO Box 10340  
Wellington 6143  
Email: [wlg.bri@bdo.co.nz](mailto:wlg.bri@bdo.co.nz)

It is too early to reliably estimate what funds, if any, will be available for preferential and unsecured creditors.

### Secured creditors notice

Creditors claiming a security interest (including retention of title or other claims) in the Company’s assets who:

- have not advised the Liquidators of their security interest; or
- have not received correspondence from the Liquidators concerning their security interest,

Should contact the Liquidators immediately and should not file a claim as an unsecured creditor unless they wish to surrender their charge to the Liquidators.

This report constitutes notice under section 305 (8) of the Act to any secured creditor receiving it that pursuant to section 305 (8) of the Act, you as a secured creditor of the Company are required to (unless you have already advised the Liquidators in writing of such an election or have already received such a notice) elect and notify the Liquidators in writing within 20 working days after receipt of this notice, which of the following powers they wish to exercise:

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

Pursuant to section 305(9) of the Act, if a creditor fails to notify the Liquidators in compliance with this notice within 20 working days they will be taken as having surrendered their charge to the Liquidators for the general benefit of creditors and they may then claim in the liquidation as an unsecured creditor for the whole debt.

#### **Creditors meeting**

In accordance with section 245 of the Act, for the reasons given in the formal notice attached at **Appendix 6**, we have dispensed with the meeting of creditors.

### **8. Proposals for conducting the liquidation**

The Liquidators will communicate their appointment to the affected parties. Following this, a standard review of the Company's affairs will be conducted. Such an investigation includes a review of the Company's books and records to further establish if there are any potentially voidable transactions that require investigation. It will also ensure that the Director has complied with the duties and obligations imposed on them under the Companies Act 1993.

In the event that there are funds available for a distribution, the Liquidators will admit creditor claims and make a distribution.

The Liquidators will then complete a final report and request that the Registrar of Companies remove the Company from the register.

### **9. Estimated date of completion**

It is not practical to estimate the date of the completion of the liquidation at this stage. Our subsequent reports to creditors will, when appropriate, advise of an estimated completion date.

### **10. Contact information**

If you require any further information, please direct enquiries to:

Rebecca Bullen  
DDI: (+64 4) 555 0729  
Email: rebecca.bullen@bdo.co.nz



BDO Wellington  
PO Box 10340  
Level 1, Chartered Accountants House,  
50 Customhouse Quay,  
Wellington 6143

Dated this 20<sup>th</sup> day of March 2019

A handwritten signature in blue ink, appearing to read 'Kellow'.

**JESSICA KELLOW**  
Liquidator

## APPENDICES

### Appendix 1 - Declaration of Independence, Relevant Relationship & Indemnities

#### Independence

Iain Bruce Shephard and Jessica Jane Kellow, both RITANZ Accredited Insolvency Practitioners, confirm that we have undertaken a proper assessment of the risks to independence in accordance with the Companies Act 1993 and the RITANZ Code of Conduct.

We have determined that the assessment did not identify any real or potential risks to independence.

#### Relationships

We have not met with the Insolvent or known associates of the Insolvent prior to accepting the appointment, other than to provide the necessary documentation. At no time in the preceding two years have we had a business relationship with the Insolvent, known associates, advisors or a former insolvency practitioner appointed to the Insolvent.

The Insolvent was referred to us by Greg Douglas (Douglas Accounting, the Insolvent's Accountant). This referrer occasionally refers clients to us. We do not consider that there is a risk to independence as there is no commercial arrangement between BDO and the referrer.

#### Indemnities and Upfront Payments

We have received an upfront payment from the Director. The upfront payment will be held in the name of the Insolvent in a trust account and will be applied to fees and disbursements as they are incurred. There are no further indemnities or upfront payments to disclose.

BDO are not aware of any relationships that would result in conflict of interest.



**Iain Shephard**  
Liquidator



**Jessica Kellow**  
Liquidator



## Appendix 2 - List of Creditors

<b>Name</b>	<b>Address 1</b>	<b>Address 2</b>
Douglas Accounting	greg@douglasconsulting.co.nz	
Club Marine	c/- Kennedys Law	geoff.beresford@kennedyslaw.com
Inland Revenue Department	PO Box 39010	Wellington



## Appendix 3 - Public notice of appointment

**QUADRANT YACHTS LIMITED (IN LIQUIDATION)  
CARTRIDGE WORLD KAPITI LIMITED (IN LIQUIDATION)  
PRINTING.COM KAPITI LIMITED (IN LIQUIDATION)  
GOOD TIME PRODUCTIONS LIMITED (IN LIQUIDATION)  
("the Companies")**

**NOTICE OF APPOINTMENT OF LIQUIDATORS  
AND  
NOTICE TO CREDITORS TO CLAIM**

**Pursuant to Section 255(2)(a) and  
Liquidation Regulation 12 of the Companies Act 1993**

Iain Bruce Shephard and Jessica Jane Kellow, RITANZ Accredited Insolvency Practitioners of BDO Wellington, were appointed liquidators of the above named Companies at the following times:

**11 March 2019 at 4.00pm**  
Quadrant Yachts Ltd

**12 March 2019 at 9.52am**  
Cartridge World Kapiti Ltd  
Printing.com Kapiti Ltd

**14 March 2019 at 9.12am**  
Good Time Productions Ltd

NOTICE is hereby given that as liquidators of the Companies we fix the 25 April 2019 as the day on or before which the creditors of the companies are to make their claims, and to establish any priority their claims may have under Section 312 of the Companies Act 1993 (as amended) or to be excluded from the benefit of any distribution made before the debts are claimed, or as the case may be, from objecting to the distribution.

Creditors and shareholders may direct enquiries during normal business hours to:

BDO Wellington, BRI  
Level 1, 50 Customhouse Quay  
Wellington 6011

Postal Address PO Box 10340  
Wellington 6143

Telephone 04 472 5850  
Email [wlg.bri@bdo.co.nz](mailto:wlg.bri@bdo.co.nz)

DATED this 14 March 2019

**JESSICA KELLOW**  
Liquidator



Appendix 4

UNSECURED CREDITORS CLAIM FORM

Section 304(1) Companies Act 1993

NAME AND POSTAL ADDRESS OF CREDITOR IN FULL ..... ..... ..... Principal Contact: ..... E-mail Address: ..... Telephone Number: ..... My Reference is: ..... (if applicable)	* Any personal information collected is for the purpose of administering the claims in accordance with the Companies Act 1993.  The information will be used and retained by BDO Wellington at Level 1, Chartered Accountants House, 50 Customhouse Quay, Wellington 6011 and will be released to other parties only with your authorisation or in compliance with the Privacy Act 1993.  Any claim by an unsecured creditor against a company in a 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 entity within the meaning of the Privacy Act 1993)
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NAME OF COMPANY: **Quadrant Yachts Limited (In Liquidation)**

I, (Name).....  
 (If claim is made on behalf of creditor, specify relationship to creditor and authority)

claim that the company was at the date of liquidation indebted to the above named creditor for the sum of (Amount in words and figures):

.....  
 ..... \$.....

STATUS OF CLAIM: TICK

1. I hold no security for the claimed amount	<input type="checkbox"/>
2. I am surrendering the security I hold and I am claiming as an unsecured creditor	<input type="checkbox"/>
3. I am making a preferential claim (Refer details of reverse)	<input type="checkbox"/>

Full particulars of the claim are set out, and any supporting documents that substantiate the claim, are identified on the reverse of this form.

(The liquidators may require the production of a document under Section 304(2) of the Companies Act 1993. You are **not required** to attach any supporting documents at this stage, but you may attach them now, if you think it would expedite the processing of the claim.)

SIGNED:	Date:
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<b>Warning</b>	It is an offence under Section 304(6) of the Companies Act 1993 to - <b>Make, or authorise the making of, a claim that is false or misleading in a material particular knowing it to be false or misleading; or</b> <b>Omit, or authorise the omission from a claim of any matter knowing that the omission makes the claim false or misleading in a material particular</b>
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Received (Date Stamp)	<p>RESERVED FOR OFFICE USE:</p> <p><u>Claim admitted/rejected for voting purposes:</u>      Signed: <input style="width:150px;" type="text"/>      Date: <input style="width:100px;" type="text"/></p> <p>(Delete one)</p> <table style="width:100%;"> <tr> <td style="width:33%;"><u>CLAIM REJECTED FOR PAYMENT:</u></td> <td style="width:33%;">Preferential Claim for:</td> <td style="width:33%;">Ordinary Claim for</td> </tr> <tr> <td></td> <td style="text-align: center;"><input style="width:100px;" type="text"/></td> <td style="text-align: center;"><input style="width:100px;" type="text"/></td> </tr> <tr> <td></td> <td style="text-align: center;">\$</td> <td style="text-align: center;">\$</td> </tr> </table> <p>or</p> <table style="width:100%;"> <tr> <td style="width:33%;"><u>CLAIM ADMITTED FOR PAYMENT:</u></td> <td style="width:33%;">Preferential Claim for:</td> <td style="width:33%;">Ordinary Claim for</td> </tr> <tr> <td></td> <td style="text-align: center;"><input style="width:100px;" type="text"/></td> <td style="text-align: center;"><input style="width:100px;" type="text"/></td> </tr> <tr> <td></td> <td style="text-align: center;">\$</td> <td style="text-align: center;">\$</td> </tr> </table> <table style="width:100%; margin-top: 10px;"> <tr> <td style="width:60%;"><input style="width:100%;" type="text"/></td> <td style="width:40%;"><input style="width:100%;" type="text"/></td> </tr> <tr> <td>Signed Liquidator:</td> <td>Dated</td> </tr> </table>	<u>CLAIM REJECTED FOR PAYMENT:</u>	Preferential Claim for:	Ordinary Claim for		<input style="width:100px;" type="text"/>	<input style="width:100px;" type="text"/>		\$	\$	<u>CLAIM ADMITTED FOR PAYMENT:</u>	Preferential Claim for:	Ordinary Claim for		<input style="width:100px;" type="text"/>	<input style="width:100px;" type="text"/>		\$	\$	<input style="width:100%;" type="text"/>	<input style="width:100%;" type="text"/>	Signed Liquidator:	Dated
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Signed Liquidator:	Dated																						



PARTICULARS OF CLAIM

If the creditor owes money to the company, please give full details

Date	Details of Claim and Identification of Documents that Evidence or Substantiate the Claim	Amount \$
	<p><i>If applicable, less any purchase money security interests in relation to goods supplied by creditor to the company [Describe goods]</i></p> <p><i>If applicable, less debts owed by creditor to the company [Describe goods]</i></p>	

PREFERENTIAL CLAIMANTS ONLY

The Seventh Schedule of the Companies Act 1993 sets out those claims which are regarded as preferential and shows their extent and order of priority.

1. Are you claiming the full amount of your claim as preferential? Yes / No
2. If no, what part of the claim is preferential? \$.....
3. Why do you believe you are a preferential creditor?  
(eg. Employee, IRD, NZ Customs).....
4. Details of your claim:.....

If applicable please record here your GST Registration number: .....

And total GST included in your claim: \$.....

Return to: BDO Wellington Ltd  
PO Box 10340  
Wellington 6143



## Appendix 5

### QUADRANT YACHTS LIMITED (IN LIQUIDATION) ("the Company")

#### Notice of Liquidators Decision to Dispense with Meetings of Creditors (Pursuant to section 245 Companies Act 1993)

We, Iain Bruce Shephard and Jessica Jane Kellow were appointed joint and several liquidators ("Liquidators") of the Company by special resolution of the shareholders on 11 March 2019.

We do not consider that a meeting of creditors should be held because there are insufficient assets to meet the cost of holding such a meeting and there are limited prospects of funds being available for payment of a dividend to creditors other than to those who hold specific security.

No meeting of creditors will be called unless we receive notice in writing from a creditor requiring us to hold a meeting of creditors pursuant to section 314 of the Companies Act 1993 within 10 working days of their receipt of this notice.

Notices should be forwarded to:

Rebecca Bullen  
BDO Wellington  
PO Box 10340  
Wellington 6143

By email: [rebecca.bullen@bdo.co.nz](mailto:rebecca.bullen@bdo.co.nz)

DATED this 20th day of March 2019.

JESSICA KELLOW  
Liquidator