



## **SIDOGG INVESTMENTS LIMITED (IN LIQUIDATION)**

Company number: 1801770

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

## 1. Introduction

Sidogg Investments Limited (In Liquidation) (“the Company”) was placed into liquidation by special resolution of the shareholders on the 8<sup>th</sup> day of May 2020 at 8:00am. Kenneth Peter Brown and Paul Thomas Manning, both Chartered Accountants and Accredited Insolvency Practitioners of Tauranga, were appointed as Joint and Several Liquidators of the company.

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. Company information

|                        |                             |                       |
|------------------------|-----------------------------|-----------------------|
| Date of Incorporation: | 13 April 2006               |                       |
| Type of business:      | Share Milker                |                       |
| Date trading ceased:   | 31 May 2019                 |                       |
| Director:              | Simon Andres Van Der Heyden |                       |
| Shareholders:          | SA Van Der Heyden Trust     | Number of Shares: 998 |
|                        | Simon Andres Van Der Heyden | Number of Shares: 1   |
|                        | Sheena Arona Van Der Heyden | Number of Shares: 1   |

## 4. Background and reasons for liquidation

The Company operated as a sharemilker on a farm in Culverden, North Canterbury. The assets were all sold with effect from June 2019 and the Company was in the process of being wound down. Unfortunately, due to an accident by an employee, a prosecution against the Company commenced which caused a contingent liability leading to the Company becoming insolvent and as such a decision was made to appoint Liquidators.

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

## 5. Statement of affairs

Attached at **Appendix 2** is the Statement of Affairs of the Company. This statement has been prepared based upon financial statements of the Company as at the date of our appointment and as such may be subject to change.

In preparing the statement we have relied on information provided by the Director and accountant of the Company. We have not carried out an audit of the information which has been

provided, nor have we subjected the information provided to detailed verification procedures. While we believe the statement, based on the information provided to us, reasonably reflects the position of the Company, we cannot be held responsible for inaccuracies in the report arising from deficiencies in the information or explanations given to us.

## 6. Creditors

### List of creditors

The only known creditor is the contingent liability of an award by the Court, as yet unknown. The action was taken by WorkSafe New Zealand, PO Box 165, Wellington 6140.

### Unsecured creditor claims

We attach as **Appendix 3** our Public Notice which sets 26 June 2020 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 fax or email:

The Liquidators  
Sidogg Investments Limited (In Liquidation)  
C/- BDO Tauranga Limited  
PO Box 15660  
TAURANGA 3144  
Email: denise.cooper@bdo.co.nz  
Fax: (07) 571 6281

It is too early to reliably estimate what funds, if any, will be available for 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 5**, we have dispensed with the meeting of creditors.

## 7. Proposals for conducting the liquidation

The Liquidators will await the award from the Court which will confirm the extent of the debt due by the Company. Then they will review the Company's books and records to establish if there are any potentially voidable transactions, any potential shareholder current account issues and ensure the Director has complied with the duties and obligations imposed on him under the Companies Act 1993.

The Liquidators will then seek to have the Company removed from the register.

## 8. Estimated date of completion

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

## 9. Contact information

If you require any further information or if you have any information that will be of assistance to the Liquidators, please direct enquiries to:

Denise Cooper  
Phone: 07 571 6280  
Email: denise.cooper@bdo.co.nz

BDO Tauranga Limited  
PO Box 15660  
TAURANGA 3144

Level 1  
525 Cameron Road  
TAURANGA 3110

Dated this 12 May 2020



**Kenneth Peter Brown**  
Joint and Several Liquidator



**Paul Thomas Manning**  
Joint and Several Liquidator

## APPENDICES

### Appendix 1 -

# Declaration of Independence, Relevant Relationships and Indemnities

**SIDOGG INVESTMENTS LIMITED (IN LIQUIDATION)**  
**Reg No: 1801770**  
**("COMPANY")**

This document requires the Practitioner/s appointed to an insolvent entity to make declarations as to:

- A. their independence generally;
- B. relationships, including
  - i the circumstances of the appointment;
  - ii any relationships with the Company and others within the previous 24 months;
  - iii any prior professional services for the Company within the previous 24 months;
  - iv that there are no other relationships to declare; and
- C. any indemnities given, or up-front payments made, to the Practitioner.

This declaration is made in respect of ourselves, our co-directors and BDO Tauranga Limited.

### **A. Independence**

We, Kenneth Peter Brown and Paul Thomas Manning, of BDO Tauranga Limited have undertaken a proper assessment of the risks to our independence prior to accepting the appointment as Joint Liquidators of the Company in accordance with the law, RITANZ Code of Conduct and applicable professional standards. This assessment identified no real or potential risks to our independence. We have evaluated the significance of any real or potential risk to Independence and taken such action as is necessary to preserve the Practitioner's Independence. In all cases, we are not otherwise aware of any reasons that would prevent us from accepting this appointment.

### **B. Declaration of Relationships**

#### **i Circumstances of appointment**

This appointment was referred to us by Phillip Price of Graham Brown & Co, the Company's accountant. Kenneth Brown and Denise Cooper met with Henry Van Der Heyden, a trustee of the shareholder trust of the company on 16 January 2020 and advised him as to the options available to him having regard to the financial state of the Company. A follow up Zoom meeting was held on 28 April 2020 with Kenneth Brown, Denise Cooper, Henry Van Der Heyden, Simon Van Der Heyden and Phillip Price to further discuss the process and legal advice that had been obtained.

We believe that this referral does not result in a conflict of interest or duty because:

- It is recognised there is a need for practitioners to provide advice on an insolvency process and the options available for the Company. It is not considered that such advice results in a conflict or is an impediment to accepting the appointment;
- The nature of the advice provided during the first conversations is such that it would not be subject to review and challenge during the course of our appointment; and

- The pre-appointment advice will not influence our ability to be able to fully comply with the statutory and fiduciary obligations associated with our appointment in an objective and impartial manner.

**ii Relevant Relationships (excluding Professional Services to the Insolvent)**

Other than disclosed herein, neither we, nor our firm, have, or have had within the preceding 24 months, any relationships with the Company, an associate of the Company, a former insolvency practitioner appointed to the Company or any person or entity that has security over on the whole or substantially whole of the Company's property.

There are no other prior professional or personal relationships that should be disclosed.

**iii Prior Professional Services to the Insolvent**

Neither we, nor our Firm, have provided any professional services to the Company in the previous 24 months, other than those outlined herein.

**iv No other relevant relationships to disclose**

There are no other known relevant relationships, including personal, business and professional relationships, from the previous 24 months with the Company, an associate of the Company, a former insolvency practitioner appointed to Sidogg Investments Limited or any person or entity that has a valid and enforceable security interest on the whole or substantially the whole of the Company's property that should be disclosed.

**C. Indemnities and up-front payments**

We have been provided with the following indemnity capped at \$10,000 for remuneration for the conduct of this administration:

| <b>Name</b>             | <b>Relationship with Sidogg Investments Limited</b> | <b>Nature of indemnity or payment</b> |
|-------------------------|---|---------------------------------------|
| SA Van Der Heyden Trust | Shareholder   | Liquidator fees                       |

This does not include statutory indemnities. We have not received any other indemnities or upfront payments that should be disclosed.

Dated:



**KENNETH PETER BROWN**  
*Joint and Several Liquidator*



**PAUL THOMAS MANNING**  
*Joint and Several Liquidator*

## Appendix 2 - Statement of affairs

| <b>Sidogg Investments Limited (In Liquidation)</b>   |                       |
|--|-----------------------|
| <b>Statement of Affairs as at the date of the appointment of the</b>   |                       |
| <b>Liquidators being 8 May 2020</b>  |                       |
|  | <b>Estimated</b>      |
|  | <b>to realise</b>     |
|  | <b>\$</b>             |
| <b>Assets</b>  |                       |
| Cattle, plant and equipment sold June 2019.  | -                     |
| Funds used to pay creditors and bank account closed.   |                       |
|  | <i>Nil</i>            |
| <b>Less Secured Creditors:</b>   |                       |
| Farmlands Co-Operative Society Limited   | <i>Discharged</i>     |
|  | <i>Nil</i>            |
| <b>Less Preferential Creditors</b>   | <i>Nil</i>            |
| <b>Surplus before unsecured creditors</b>  | <b><i>Nil</i></b>     |
| <b>Unsecured creditors:</b>  |                       |
| Contingent Liability - Court award   | <i>Unknown</i>        |
|  | <i>Unknown</i>        |
| <b>Estimated deficit (subject to costs of Liquidation)</b>   | <b><i>Unknown</i></b> |
| <b>Disclaimer</b>  |                       |
| <p>report and BDO Tauranga 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 the appointment of the Liquidators.</p> |                       |

## Appendix 3 - Public notice of appointment

SIDOGG INVESTMENTS LIMITED (IN LIQUIDATION)  
COMPANY NUMBER 1801770  
("the Company")

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

Kenneth Peter Brown and Paul Thomas Manning, both Chartered Accountants and Accredited Insolvency Practitioners of Tauranga, were appointed joint and several liquidators of the Company by special resolution of the shareholders on 8 May 2020 at 8:00am.

NOTICE is hereby given that as joint and several liquidators of the Company, we fix 26 June 2020 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 Companies Act 1993 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:

Denise Cooper

Postal Address      BDO Tauranga Limited  
                            PO Box 15660  
                            Tauranga 3144

Telephone           (07) 571 6280  
Facsimile           (07) 571 6281  
Email                [denise.cooper@bdo.co.nz](mailto:denise.cooper@bdo.co.nz)  
                            <http://www.bdo.co.nz/>

Dated this 12 May 2020



**Kenneth Peter Brown**  
Joint and Several Liquidator





Appendix 4

UNSECURED CREDITORS CLAIM FORM

Section 304(1) Companies Act 1993

|   |  |
|---|--|
| NAME AND POSTAL ADDRESS OF CREDITOR IN FULL<br>.....<br>.....<br>.....<br>Principal Contact: .....<br>E-mail Address: .....<br>Telephone Number: .....<br>My Reference is: .....<br>(if applicable) | * Any personal information collected is for the purpose of administering the claims in accordance with the Companies Act 1993.<br><br>The information will be used and retained by BDO Tauranga Limited and will be released to other parties only with your authorisation or in compliance with the Privacy Act 1993.<br><br>Any claim by an unsecured creditor against a company in a liquidation must be in this prescribed form and must -<br>(a) Contain full particulars of the claim; and<br>(b) Identify any documents that evidence or substantiate the claim.<br><br>You may have access to and request correction of any personal information.<br>(* Not applicable if creditor is not an individual entity within the meaning of the Privacy Act 1993) |
|---|--|

NAME OF COMPANY: **Sidogg Investments 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:**

|  |   |
|--|---|
| 1. I hold no security for the claimed amount<br>2. I am surrendering the security I hold and I am claiming as an unsecured creditor<br>3. I am making a preferential claim (Refer details on reverse)<br>4. I am claiming reservation of title rights pursuant to rights held by me (Refer details on reverse) | <b>TICK</b><br><input type="checkbox"/><br><input type="checkbox"/><br><input type="checkbox"/><br><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: |
|---------|-------|

|                |  |
|----------------|--|
| <b>Warning</b> | It is an offence under Section 304(6) of the Companies Act 1993 to -<br><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><br><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> |
|----------------|--|

|                                 |   |
|---------------------------------|---|
| <b>Received</b><br>(Date Stamp) | <p><b>RESERVED FOR OFFICE USE:</b><br/>         Claim admitted/rejected for voting purposes: <input type="text"/> Signed: <input type="text"/> Date: <input type="text"/></p> <p>(Delete one)</p> <p><u>CLAIM REJECTED FOR PAYMENT:</u> Preferential Claim for: <input type="text"/> Ordinary Claim for: <input type="text"/></p> <p style="text-align: center;">\$ <input type="text"/>                      \$ <input type="text"/></p> <p>or</p> <p><u>CLAIM ADMITTED FOR PAYMENT:</u> Preferential Claim for: <input type="text"/> Ordinary Claim for: <input type="text"/></p> <p style="text-align: center;">\$ <input type="text"/>                      \$ <input type="text"/></p> <p>Signed Liquidator: <input type="text"/>                      Dated: <input type="text"/></p> |
|---------------------------------|---|

**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<br>\$ |
|------|---|--------------|
|      | <p><i>If applicable, less any purchase money security interests in relation to goods supplied by creditor to the company<br/>[Describe goods]</i></p> <p><i>If applicable, less debts owed by creditor to the company<br/>[Describe goods]</i></p> <p><b>RETENTION OF TITLE CLAIMANTS ONLY</b><br/>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> |              |

**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 Tauranga Limited  
PO Box 15660, Tauranga 3144  
Or email: denise.cooper@bdo.co.nz**

## Appendix 5

**SIDOGG INVESTMENTS LIMITED (IN LIQUIDATION)  
COMPANY NUMBER 1801770  
("the Company")**

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

Kenneth Peter Brown and Paul Thomas Manning, both Chartered Accountants and Accredited Insolvency Practitioners of Tauranga, were appointed joint and several liquidators of the Company by special resolution of the shareholders on 8 May 2020 at 8:00am.

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 or have a preferential claim.

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. However, the liquidators reserve the right to not hold a meeting if it is felt the request is frivolous or there are no available funds to cover the costs involved.

Notices should be forwarded to:

|                |  |
|----------------|--|
| Postal Address | BDO Tauranga Limited<br>PO Box 15660<br>Tauranga 3144                                |
| Telephone      | (07) 571 6280  |
| Facsimile      | (07) 571 6281  |
| Email          | denise.cooper@bdo.co.nz<br><a href="http://www.bdo.co.nz/">http://www.bdo.co.nz/</a> |

Dated this 12 May 2020



**Kenneth Peter Brown**  
Joint and Several Liquidator