



The Insolvency & Business Recovery Specialists

**Foreman Print Limited (In Liquidation)
(known as Pacesetter 2010 Limited until 20 October 2014)**

Scott Masterprint Limited (In Liquidation)

Liquidators' First Report

1 INTRODUCTION AND APPOINTMENT

Foreman Print Limited ("FPL") and Scott Masterprint Limited ("SML") (collectively referred to as "the Companies") were placed into liquidation by a special resolution of the shareholders pursuant to Section 241(2)(a) of the Companies Act 1993 ("the Act") on 19 October 2014 and 23 October 2014 respectively. Tony Leonard Maginness and Boris van Delden, Insolvency Practitioners of Auckland, were appointed as joint and several liquidators.

2 RESTRICTIONS

In preparing this report and its appendices we have relied upon information provided to us. We have not independently verified or audited that information. Whilst all care and attention has been taken in compiling this report, we do not accept any liability whatsoever to any party as a result of the circulation, publication, reproduction or use of this report.

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

3 ATTACHMENTS

The following documents are attached to this report:

- Appendix 1: Statement of Affairs setting out the estimated financial position of FPL
- Appendix 2: Statement of Affairs setting out the estimated financial position of SML
- Appendix 3: Schedule of creditors' names and addresses for FPL
- Appendix 4: Schedule of creditors' names and addresses for SML
- Appendix 5: Notice of Liquidators' decision to dispense with meeting of creditors
- Appendix 6: Notice to creditors to prove debts or claims
- Appendix 7: Creditors claim form

McDONALD VAGUE LIMITED

Level 10, 52 Swanson Street, Auckland CBD

PO Box 6092, Wellesley St, Auckland 1141, New Zealand.

Telephone 09 303 0506, Facsimile 09 303 0508, insol@mvp.co.nz, www.mvp.co.nz

Member of Insol International. Consultants to the Accounting and Legal Professions.

4 COMPANY STRUCTURE AND BACKGROUND

FPL and SML traded as printing businesses from Hamilton and Auckland respectively.

John Freeman, the sole director, states that the Companies were placed into liquidation following the commencement of recovery action by the Inland Revenue Department for unpaid tax debts. He advises that the businesses and assets of the Companies were sold on 23 September 2014, prior to liquidation, to Pacesetter Print and Design Limited (formerly known as Pacesetter Digital and Design Limited), with consideration part paid through the purchaser's assumption of certain liabilities owed by the vendors, and with the balance payable in cash by way of instalment. John Freeman is also a director of Pacesetter Print and Design Limited.

5 STATEMENT OF AFFAIRS

A Statement of Affairs showing the Companies' estimated financial position as at the date of our appointment is provided at Appendix 1 (FPL) and Appendix 2 (SML).

6 ASSETS AND PROPOSALS FOR CONDUCTING THE LIQUIDATION

We will realise all available assets.

We will complete a thorough review of the Companies' books, records and affairs to:

- ensure that all assets have been properly accounted for,
- determine if there are any other avenues of recovery for creditors,
- determine if the Companies' officers have properly carried out their duties, and take appropriate steps where necessary.

If there are funds available for distribution to creditors we will verify creditors' claims and make a distribution. We will then complete the liquidation and request that the Registrar of Companies remove the Companies from the register.

7 LIABILITIES AND CREDITOR CLAIMS

7.1 Secured Creditors

As at the date of liquidation FPL had twelve secured parties with registered security interests against the company on the Personal Property Securities Register. SML correspondingly had six secured parties with registered security interests against the company on the Personal Property Securities Register.

This includes General Security Agreements registered against both FPL and SML by Scottish Pacific Debtor Finance Limited, and a General Security Agreement registered against FPL by John Freeman. Scottish Pacific Debtor Finance Limited have verbally advised the liquidators that there is no outstanding debt and they intend to discharge the

financing statement. John Freeman has not confirmed the balance owed to him by FPL to date.

Personal Property Securities Act / Reservation of Title

Should any creditor believe that they are entitled to any goods, or proceeds from realisation of goods, due to holding a Purchase Money Security Interest, they should contact us immediately.

If any creditor believes that they have a Reservation of Title over goods and they have not perfected their interest, they should also contact us immediately.

7.2 Preferential Creditors

We have been advised by the director that there are no unpaid wages, holiday pay or redundancy pay owing to former employees of FPL and SML.

The Inland Revenue Department has not yet provided us with a creditor's claim form but we understand that they hold preferential claims against both FPL and SML for amounts exceeding \$500,000.

7.3 Unsecured Creditors

The liquidators have been advised that the only unsecured creditors of FPL and SML are the Inland Revenue Department and ACC. In relation to this, the liquidators have received sale and purchase agreements for the sale to Pacesetter Print and Design Limited, which records consideration being part paid through the purchaser's assumption of certain liabilities owed by the vendors.

A schedule of known creditors and their addresses is provided at Appendix 3 (FPL) and Appendix 4 (SML), as required by Section 255(2)(c) of the Act. This includes the details of creditors registered on the Personal Property Securities Register at the date of our appointment.

A notice to creditors to prove debts or claims is included at Appendix 6. Also enclosed is a creditor's claim form for completion and return to this office by 5 December 2014. Creditors that have not made a claim by the date on the notice may be excluded from any distribution made. If you believe that you are a secured creditor please contact us and the appropriate form will be sent to you.

8 CREDITORS' MEETING / LIQUIDATION COMMITTEE

A notice of the Liquidators' decision to dispense with the meeting of creditors is provided at Appendix 5.

Pursuant to Section 314 of the Companies Act 1993, creditors are advised that at any time in the course of the liquidation the Liquidator shall, at the request in writing of any creditor or shareholder, call a meeting for the purpose of appointing a liquidation committee.

9 FURTHER INFORMATION

If you are aware of any information that would assist the Liquidators, please set the details out in writing, attach any supporting evidence and send it to us. Please note that the Liquidators are more able to act on written information.

If any creditor wishes to receive the six monthly reports by email as and when they are published, please ensure that an email address is provided on the attached creditor claim form. This report and all subsequent reports will be available on the Liquidators' website at www.mvp.co.nz

10 ESTIMATED DATE OF COMPLETION

It is currently too early to estimate a date of completion for the liquidation.

11 CONTACT DETAILS

Enquiries should be directed to Keaton Pronk on DDI (09) 969 1518 or by email to kpronk@mvp.co.nz.

The Liquidators can be contacted at:

McDonald Vague Limited
Level 10, 52 Swanson Street
Auckland 1010

P O Box 6092
Wellesley Street
Auckland 1141



TONY L MAGINNESS
LIQUIDATOR

DATED this day of October 2014

Foreman Print Limited (In Liquidation)
(Previously known as Pacesetter 2010 Limited until 20 October 2014)
Statement of Affairs

Statement of Affairs for the above named company as at 19 October 2014 (being the date of liquidation) showing assets at estimated realisable values and liabilities expected to rank.

	<i>Book Value</i>	<i>Estimated to Realise</i>
ASSETS		
Debtor: Pacesetter Print and Design Limited	153,030	153,030
Bank account balances	42	<u>42</u>
		\$153,072
 LESS PREFERENTIAL CREDITORS		
Inland Revenue Department		<u>502,252</u>
		\$502,252
 LESS GENERAL SECURITY AGREEMENT HOLDER		
John Freeman		<u>unknown</u>
		\$unknown
 LESS UNSECURED CREDITORS		
Inland Revenue Department		191,182
Accident Compensation Corporation		<u>6,133</u>
		\$197,315
 <i>Estimated deficiency as regards preferential and unsecured creditors</i>		 <u><u>\$546,495</u></u>

Notes:

1. The above estimates are subject to the costs of the liquidation.
2. Assets held may be subject to Purchase Money Security Interest ("PMSI") or Reservation of Title claims.
3. A General Security Agreement is registered over the assets of the companies by Scottish Pacific Debtor Finance Limited. They have advised verbally that there is no outstanding debt and they intend to discharge the financing statement.
3. A General Security Agreement is registered over the assets of the companies by John Freeman. The liquidators have not yet been advised as to the quantum of his claim.
4. Prior to the appointment of liquidators the business of the company was sold to Pacesetter Print and Design Limited. The liquidators have been advised that the purchaser has taken over the liability to certain creditors of Foreman Print Limited.

Disclaimer of Liability:

The information contained in the Statement of Affairs has been supplied by the company. We have not verified the information supplied. The Statement of Affairs has been prepared for the purpose of the liquidation and we do not accept any responsibility on any grounds whatsoever including liability in negligence, to any party.

Appendix 2

Scott Masterprint Limited (In Liquidation) Statement of Affairs

Statement of Affairs for the above named company as at 23 October 2014 (being the date of liquidation) showing assets at estimated realisable values and liabilities expected to rank.

	<i>Estimated to Realise</i>
ASSETS	
Nil	Nil
	<hr/>
	\$Nil
LESS PREFERENTIAL CREDITORS	
Inland Revenue Department	135,556
	<hr/>
	\$135,556
LESS UNSECURED CREDITORS	
Accident Compensation Commission	2,398
	<hr/>
	\$2,398
<i>Estimated deficiency as regards preferential and unsecured creditors</i>	<hr/> <hr/>
	\$137,954

Notes:

1. The above estimates are subject to the costs of the liquidation.
2. Assets held may be subject to Purchase Money Security Interest ("PMSI") or Reservation of Title claims.
3. A General Security Agreement is registered over the assets of the companies by Scottish Pacific Debtor Finance Limited. They have advised verbally that there is no outstanding debt and that they intend to discharge the financing statement.
4. Prior to the appointment of liquidators the business of the company was sold to Pacesetter Print and Design Limited. The liquidators have been advised that the purchaser has taken over the liability to certain creditors of Scott Masterprint Limited.

Disclaimer of Liability:

The information contained in the Statement of Affairs has been supplied by the company. We have not verified the information supplied. The Statement of Affairs has been prepared for the purpose of the liquidation and we do not accept any responsibility on any grounds whatsoever, including liability in negligence, to any party.

Foreman Print Limited (In Liquidation)

Previously known as Pacesetter 2010 Limited until 20 October 2014

Schedule of Creditors' Names and Addresses

Pursuant to Section 255(2)(c) of the Companies Act 1993

Creditor Names	Address 1	Address 2	Address 3
3M New Zealand Limited	PO Box 33 246	Takapuna	AUCKLAND
Accident Compensation Corporation	P O Box 3248	WELLINGTON 6140	
Advaro Funding Limited	PO Box 1061	Shortland Street	AUCKLAND 1140
Avery Dennison Materials New Zealand Limited	1124 Centre Road	Oakleigh South	Victoria
Brewer Trustee Limited	Flat 3, 34 Pukeora Avenue	Remuera	AUCKLAND 1050
Cosmo Ultraviolet Limited	PO Box 18 392	Glen Innes	AUCKLAND 1743
Dorchester Finance Limited	PO Box 1232	AUCKLAND 1140	
Gallagher Group Limited	Private Bag 3026	HAMILTON	
Heartland Bank Limited	75 Riccarton Road	Riccarton	CHRISTCHURCH 8011
Inland Revenue Department	P O Box 39 010	Wellington Mail Centre	LOWER HUTT 5045
John Freeman	95 Manukau Road	Epsom	AUCKLAND 1023
Labelmakers Limited	PO Box 27 042	Te Rapa	HAMILTON
Pacesetter Print & Design Limited	Flat 3, 34 Pukeora Avenue	Remuera	AUCKLAND 1050
PSP Limited	PO Box 101 851	NORTH SHORE MAIL CENTRE	
Scottish Pacific Debtor Finance Limited	PO Box 106 047	AUCKLAND 1143	
Yes Finance Limited	PO Box 23 008	Papatoetoe	AUCKLAND 2155

Scott Masterprint Limited (In Liquidation) Schedule of Creditors' Names and Addresses

Pursuant to Section 255(2)(c) of the Companies Act 1993

Creditor Names	Address 1	Address 2	Address 3
Accident Compensation Corporation	PO Box 3248	WELLINGTON 6140	
Avery Dennison Materials New Zealand Limited	1124 Centre Road	Oakleigh South	Victoria, AUSTRALIA 3167
Brewer Trustee Limited	Flat 3, 34 Pukeora Avenue	Remuera	AUCKLAND 1050
DIC New Zealand Limited	PO Box 12 748	Penrose	AUCKLAND 1642
Heartland Bank	75 Riccarton Road	Riccarton	CHRISTCHURCH
Inland Revenue Department	PO Box 39 010	Wellington Mail Centre	LOWER HUTT 5045
Joshua and Ryan Trustees Limited	95 Manukau Road	Epsom	AUCKLAND 1023
Scottish Pacific Debtor Finance Limited	PO Box 106 047	AUCKLAND 1143	
TCL Hunt Limited	PO Box 132 166	Sylvia Park	Mt Wellington, AUCKLAND 1644
Yes Finance Limited	PO Box 23 008	Papatoetoe	AUCKLAND 2155


Notice of Liquidators' Decision to Dispense with Meeting of Creditors

After having regard to the assets and liabilities of Foreman Print Limited (In Liquidation) and Scott Masterprint Limited (In Liquidation) and the likely result of the liquidation, it is proposed to dispense with a meeting of creditors pursuant to Section 245 of the Companies Act 1993.

We do not, however, wish to preclude creditors from expressing their views. Please contact Keaton Pronk of this office on DDI (09) 969 1518 if you have any specific enquiries.

You are advised that should you desire a creditor's meeting, notice in writing is required within 10 working days of receiving this notice.

At the time of giving notice you must also state the reason you require a meeting so that an agenda can be prepared and advertised and creditors can be given the opportunity to vote on any issue by voting letter.



TONY L MAGINNESS
LIQUIDATOR

DATED this 30 day of October 2014


IN THE MATTER of The Companies Act 1993

and

IN THE MATTER of Foreman Print Limited (In Liquidation)
 Scott Masterprint Limited (In Liquidation)
 (“the Companies”)

Notice to Creditors to Prove Debts or Claims

Notice is hereby given that the undersigned, the liquidator of the Companies, does hereby fix the 5th day of December 2014, as the day on or before which the companies creditors are to make their claims, and to establish any priority their claims may have under Section 312 of the Companies Act 1993. Creditors not having made a claim by this date may be excluded from any distribution made.



TONY L MAGINNESS
LIQUIDATOR

DATED this 30 day of October 2014

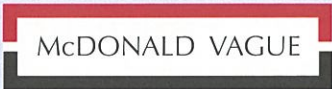
ADDRESS OF LIQUIDATOR

McDonald Vague Limited
Level 10, 52 Swanson Street
Auckland 1010

PO Box 6092
Wellesley Street
AUCKLAND 1141

Telephone: (09) 303 0506
Facsimile: (09) 303 0508
Website: www.mvp.co.nz

DATE OF LIQUIDATION: 19 October 2014 – Foreman Print Limited (In Liquidation)
23 October 2014 – Scott Masterprint Limited (In Liquidation)



The Insolvency & Business Recovery Specialists

PO Box 6092, Wellesley St, Auckland 1141, New Zealand.
Telephone 0-9-303 0506, Facsimile 0-9-303 0508

Unsecured Creditors Claim

(Also for use by Preferential Creditors)

SECTION 304(1) COMPANIES ACT 1993
(For help see www.mvp.co.nz or email claims@mvp.co.nz)

NAME AND POSTAL ADDRESS OF CREDITOR IN FULL

Telephone Numbers: ()

()

E-Mail

My Reference is:
(if applicable)

* 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 the liquidators and McDonald Vague and will be released to other parties only with your authorisation 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.)

NAME OF COMPANY IN LIQUIDATION:

(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 abovenamed creditor for the sum of (Amount in words):

STATUS OF CLAIM:

1. I am an unsecured creditor for
(Also applicable to secured creditors who hereby surrender their security)

\$

2. I am a preferential creditor for
(Refer details on reverse)

\$

3. My total claim is for
(State currency if other than \$NZ)

Other
Currency

NZ \$

4. I have claimed retention/reservation of title rights pursuant to rights held by me

Tick if Applicable

Note: If you are a secured creditor contact this office and a Secured Creditors Claim Form will be sent to you. (Refer details on reverse)

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 liquidator 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: / /

WARNING —

It is an offence under Section 304(6) of the Companies Act 1993 to –

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

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.

Received
(Date Stamp)

RESERVED FOR OFFICE USE:

Claim admitted/rejected
for voting purposes:
(Delete one)

Signed:

Date: / /

Preferential Claim for:

Ordinary Claim for:

CLAIM REJECTED
FOR PAYMENT:

\$

\$

or
CLAIM ADMITTED
FOR PAYMENT:

\$

\$

Signed
Liquidator:

Date: / /

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.



The Insolvency & Business Recovery Specialists



The Insolvency & Business Recovery Specialists

PO Box 6092, Wellesley St, Auckland 1141, New Zealand.
Telephone 0-9-303 0506, Facsimile 0-9-303 0508

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 \$

CLAIMS AGAINST INVENTORY (Romalpa Claims)(Consignment Goods) (Retention of Title) etc.

Please provide details of the basis of the retention of title claim filed by you and/or details of entry on the Personal Property Securities Register.

PREFERENTIAL CLAIMANTS ONLY

Guideline

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. For example, wages and salary of any employee in respect of services rendered to the company during the four months preceding the commencement of liquidation are preferential AND the total sum to which priority is to be given in the case of any one employee for wages, holiday pay, deductions, redundancy and child support must not exceed \$20,340 or such greater amount as is prescribed at the commencement of the liquidation.

1. Why do you believe you are a preferential creditor?
(eg. employee, GST, etc) _____
2. Details of your claim: _____

If applicable please record here your GST Registration number: _____

and total GST included in your tax invoice: \$ _____