



McDonald  
Vague

business recovery partners

## **BNY NZ LIMITED (IN LIQUIDATION)** **Trading as Japan Home Mart**

### **Liquidators' First Report**

**McDonald Vague Limited**  
Level 1, 136 Greenlane East,  
Auckland 1051

PO Box 6092, Victoria Street West,  
Auckland 1142, New Zealand

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[www.mvp.co.nz](http://www.mvp.co.nz)

**TO: The directors, shareholders and known creditors of the company**

#### **1 INTRODUCTION AND APPOINTMENT**

BNY NZ Limited (In Liquidation) (“the company”) was placed into liquidation by a special resolution of the shareholders of the company pursuant to Section 241(2)(a) of the Companies Act 1993 (“the Act”) on 25 June 2023 at 18:00 p.m. Iain McLennan Licence No: IP82 and Boris van Delden Licence No: IP57, Licensed Insolvency Practitioners, of Auckland, were appointed as joint and several liquidators of the company.

#### **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, amend this report to take into account any information existing at the date of this report that becomes known to us after this report is published.

#### **3 INDEPENDENCE**

A declaration of independence is attached at Appendix 2. We are not aware of any real or perceived conflicts of interest or risks to our independence.

#### **4 ATTACHMENTS**

The following documents are attached to this report:

- Appendix 1: Statement of Affairs
- Appendix 2: Declaration of independence, relationships, indemnities, and upfront payments
- Appendix 3: Schedule of creditors' names and addresses
- Appendix 4: Notice of liquidators' decision to dispense with meeting of creditors
- Appendix 5: Notice to creditors to prove debts or claims
- Appendix 6: Creditors claim form

## 5 COMPANY STRUCTURE AND BACKGROUND

Date of incorporation:	14 October 2014	
Company number:	5481204	
New Zealand Business Number:	9429041446867	
Date ceased trading:	25 June 2023	
Nature of business:	Retail Store	
Trading address:	Westfield, Albany Shopping Centre	
Previous names/Trading name:	Japan Home Mart	
Share capital:	1000 Shares	
Shareholders:	Yao Yao	500
	Bo Sun	500
Directors:	Yao Yao	
Related companies:	9 Cloud Limited	

BNY NZ Limited (In Liquidation) operated a Retail Store specialising in Japanese Home Goods in the Albany Westfield. The company ceased trading on the day of appointment, prior to the appointment of liquidators.

The Liquidators have met with the director / shareholder and were advised that the liquidation of the company was the result of cashflow shortages caused by continued increases in the premise lease costs that had become unsustainable for the business.

The shareholder has advised that additional shareholder funding was no longer available to continue to support the shortfall. The shareholder therefore decided that the last remaining option was to liquidate the company.

## 6 STATEMENT OF AFFAIRS

A Statement of Affairs showing the company's estimated financial position as at the date of our appointment is provided at Appendix 1.

## 7 ASSETS AND PROPOSED ACTIONS IN THE LIQUIDATION

We will realise all available assets.

We will complete a thorough review of the company's 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 company's 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 company from the register.

## 8 LIABILITIES AND CALL FOR CREDITOR CLAIMS

The liquidators have compiled a schedule of the company's creditors and their addresses as required by Section 255(2)(c) of the Act, which is at Appendix 3. The schedule has been compiled from company records and information provided to the liquidators at the time of preparing this report. The schedule may not list all of the company's creditors and all of the parties listed on the schedule may not be creditors of the company.

There are no known contingent creditors. There are no known current or pending proceedings to which the company is a party.

A notice to creditors to prove debts or claims is provided at Appendix 5 and an unsecured creditor's claim form is provided at Appendix 6. If you are an unsecured creditor and you wish to lodge a claim in the company's liquidation, please complete the unsecured creditor's claim form then return the completed form together with supporting documentation to our offices by 6th August 2023. Creditors that have not made a claim by this date may be excluded from any distribution made.

If you believe that you are a secured creditor, you should not complete the unsecured creditor's claim form. Please contact us and request that a secured creditor's claim form be sent to you.

### 8.1 *Secured Creditors*

As at the date of liquidation 5 secured parties had registered 6 security interests against the company on the Personal Property Securities Register.

ANZ Bank New Zealand Limited  
ECLY Limited  
Flexi Commercial Limited  
Mercedes Benz Financial  
Yao Family Trust

#### *Personal Property Securities Act / Reservation of Title*

If you have not registered a financing statement on the PPSR and you believe you have:

- a Purchase Money Security Interest entitling them to any goods in the possession or control of the company and/or proceeds from the realisation of those goods; and/or
- a Reservation of Title over goods;

you should contact us immediately.

### 8.2 *Preferential Creditors*

The Inland Revenue Department has not yet provided us with a creditor's claim form but we understand that there may be amounts due in respect of GST, PAYE and other payroll deductions.

### **8.3 Unsecured Creditors**

From our review of the company's accounting records and other information we estimate that the amount due to related and unrelated unsecured creditors of approximately \$1,000,000.

## **9 CREDITORS' MEETING / LIQUIDATION COMMITTEE**

A notice of the Liquidators' decision to dispense with the meeting of creditors is provided at Appendix 4.

Any creditor or shareholder may at any time in the course of the liquidation request that the liquidators call a meeting pursuant to Section 314 of the Companies Act 1993, for the purpose of appointing a liquidation committee. Any request for a meeting must be submitted to the liquidators in writing.

## **10 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 it can be difficult for liquidators to act in reliance on information that is not provided in writing.

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 your creditors' claim form.

This report and all subsequent reports will be available on the Liquidators' website at <http://www.mvp.co.nz>

## **11 ESTIMATED DATE OF COMPLETION**

We estimate that the completion of the liquidation will be within the next two years.

## **12 CONTACT DETAILS**

Enquiries should be directed to Keaton Pronk on DDI +64 (9) 969 1518 or by email to [kpronk@mvp.co.nz](mailto:kpronk@mvp.co.nz).

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The Liquidators can be contacted at:

McDonald Vague Limited  
Level 1  
136 Greenlane East, Greenlane  
Auckland 1051


P O Box 6092  
Victoria Street West  
Auckland 1142

  
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Iain McLennan  
LIQUIDATOR (Licence No: IP82)

Dated this 30th day of June 2023

**Appendix 1**

 McDonald Vague				
<b>Appendix 1</b>				
<b>BNY NZ LIMITED (IN LIQUIDATION)</b>				
<b>Statement of Affairs</b>				
Statement of Affairs for the above named company as at 25 June 2023 (being the date of liquidation) showing assets at estimated realisable values and liabilities expected to rank.				
			<i>Deficiency</i>	
<b>ASSETS SPECIFICALLY PLEDGED</b>	<i>Estimated</i>	<i>Due to</i>	<i>Ranking as</i>	<i>Surplus</i>
	<i>to Realise</i>	<i>Secured Creditor</i>	<i>Unsecured</i>	
Motor Vehicle - Mercedes-Benz Financial Serv	unknown	127,699	unknown	nil
<b><i>Estimated deficiency as regards specifically pledged assets</i></b>	<b>\$ -</b>	<b>\$ 127,699</b>	<b>\$ -</b>	<b>\$ -</b>
<b>ASSETS AVAILABLE FOR PREFERENTIAL CREDITORS</b>			<i>Book</i>	<i>Estimated</i>
			<i>Value</i>	<i>to Realise</i>
Inventory			redacted	tcb
Total			-	-
<b><i>Less preferential creditors</i></b>				
Inland Revenue Department				tbc
Total				-
<b>ASSETS AVAILABLE FOR GENERAL SECURITY AGREEMENT HOLDER/S</b>			<i>Book</i>	<i>Estimated</i>
			<i>Value</i>	<i>to Realise</i>
Fixtures and Fittings			300,000	1,000
Total			<b>300,000</b>	<b>1,000</b>
<b>LESS GENERAL SECURITY AGREEMENT HOLDER/S</b>				
ANZ Bank New Zealand Limited				tbc
Yao Family Trust				tbc
Total				-
<b>LESS UNSECURED CREDITORS</b>				
Trade creditors				tbc
<b>Notes:</b>				
1. There is no unpaid capital liable to be called up.				
2. The above estimates are subject to the costs of the liquidation.				
3. Assets held may be subject to Purchase Money Security Interest ("PMSI") or Reservation of Title claims.				
4. The General Security Agreement holder's claim will continue to accrue interest until fully paid.				
5. There is a contingent liability in respect of the lease of the premises.				
<b>Disclaimer of Liability:</b>				
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.				

# BNY NZ LIMITED (IN LIQUIDATION)

## Declaration of Independence / Relationships / Indemnities and Upfront Payments

### A DECLARATION OF INDEPENDENCE

- (i) The appointed and McDonald Vague Limited have undertaken a proper assessment of the risks of independence prior to accepting appointment in accordance with the code of conduct and applicable professional standards and have concluded that they have no prior business or professional relationship with the insolvent that is a real or a potential risk and that they are independent.

### B DECLARATION OF RELATIONSHIPS

- (ii) The appointed and McDonald Vague Limited have no prior business or professional or personal relationship with known associates of the insolvent or with the major secured creditors that are a real or potential risk with the exception and to the extent of:

Name	Relationship	Reason

- (iii) The appointed disclose there are no other relevant relationships to declare.
- (iv) The appointed and McDonald Vague Limited have not provided any prior professional services to the insolvent or known associates of the insolvent in the prior two years.

### C DECLARATION OF INDEMNITIES AND UPFRONT PAYMENTS

- (v) There is no indemnity nor upfront payment.



Iain McLennan  
LIQUIDATOR

Dated this 30th day of June 2023

## BNY NZ LIMITED (IN LIQUIDATION)

### Schedule of Creditors' Names and Addresses

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

<b>Creditor Name</b>	<b>Address 1</b>	<b>Address 2</b>	<b>Address 3</b>	<b>Postcode</b>
Accident Compensation Corporation	PO Box 3248		Wellington 6140	
Employsure Limited	Ground floor	1 Nelson Street	Auckland 1010	
Inland Revenue Department	PO Box 39010	Wellington Mail Centre	Lower Hutt 5045	
JHM (N.Z) Limited				
Mercury Energy	Private Bag 92 008		Auckland 1142	
Scentre Group				
Spark NZ Trading Limited	PO Box 1473		Christchurch 8140	
Windcave	33 Wilkinson Road	Ellerslie	Auckland	
ANZ Bank New Zealand Limited	23-29 Albert Street	Level 18	Auckland 1010	
ECLY Limited	PO Box 64383	Botany	Auckland 2163	
Flexi Commercial Limited	L1,111 Carlton Gore Rd	Newmarket	Auckland 1023	
Mercedes Benz Financial	277 Broadway	Newmarket	Auckland 1023	
Yao Family Trust				

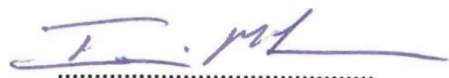


## Notice of Liquidators' Decision to Dispense with Meeting of Creditors

After having regard to the assets and liabilities of BNY NZ Limited (In Liquidation) and the likely result of the liquidation, the liquidators propose to dispense with a meeting of creditors pursuant to Section 245 of the Companies Act 1993.

The liquidators do not, however, wish to preclude creditors from expressing their views. Please contact Keaton Pronk of this office on DDI +64 (9) 969 1518 if you have any specific enquiries.

If you wish to request that a creditor's meeting be called, notice in writing is required within 10 working days of receiving this notice. Your notice you must also state the reason you require a meeting so that an agenda can be prepared and circulated to creditors and creditors can be given the opportunity to vote on any proposed resolutions by voting letter.



Iain McLennan  
LIQUIDATOR

Dated this 30th day of June 2023

## Appendix 5

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IN THE MATTER of                    The Companies Act 1993

and

IN THE MATTER of                    BNY NZ Limited (In Liquidation)

### **Notice to Creditors to Prove Debts or Claims**

Notice is given that the liquidator of BNY NZ Limited (In Liquidation) (“the company”), fix 6<sup>th</sup> August 2023, as the day on or before which the company’s creditors are to make their claims and 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.

  
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Iain McLennan  
LIQUIDATOR

Dated this 30th day of June 2023

#### **ADDRESS OF LIQUIDATOR**

McDonald Vague Limited  
Level 1  
136 Greenlane East, Greenlane  
Auckland 1051

P O Box 6092  
Victoria Street West  
Auckland 1142

Telephone: +64 (9) 303 0506  
Facsimile: +64 (9) 303 0508  
Website: <http://www.mvp.co.nz>

**DATE OF LIQUIDATION: 25 June 2023**



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McDONALD VAGUE LIMITED

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

# Unsecured Creditor's Claim

(Also for use by Preferential Creditors)

SECTION 304(1) COMPANIES ACT 1993  
(For help see [www.mvp.co.nz](http://www.mvp.co.nz) or email [claims@mvp.co.nz](mailto: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. I am an unsecured creditor 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

Note: If you are a secured creditor contact this office and a Secured Creditors Claim Form will be sent to you.

Tick if Applicable   
(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: / /

CLAIM REJECTED  
FOR PAYMENT:

\$

Preferential Claim for:

Ordinary Claim for:

\$

or  
CLAIM ADMITTED  
FOR PAYMENT:

\$

Preferential Claim for:

Ordinary Claim for:

\$

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.



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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 \$25,480 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: \$ \_\_\_\_\_