

**RECEIVERS' THIRD REPORT ON THE STATE OF AFFAIRS OF
VINTAGE 2008 (A) LIMITED (IN RECEIVERSHIP)
VINTAGE 2008 (B) LIMITED (IN RECEIVERSHIP)
VINTAGE 2009 (A) LIMITED (IN RECEIVERSHIP)
VINTAGE 2009 (B) LIMITED (IN RECEIVERSHIP)**

“Vintage Companies”

1. INTRODUCTION

On 9 December 2010, Boris van Delden and Dennis John Wood, Insolvency Practitioners of Auckland, were appointed jointly and severally as receivers and managers of the property of Vintage 2008 (A) Limited (In Receivership), Vintage 2008 (B) Limited (In Receivership), Vintage 2009 (A) Limited (In Receivership), and Vintage 2009 (B) Limited (In Receivership) which consists of all present and after acquired personal property of the companies, the meaning ascribed to that term in the general security agreements dated the 8th day of April 2008, the 8th day of April 2008, the 9th day of March 2009, and the 9th day of March 2009 respectively, executed by the companies in favour of the secured creditor and registered on the Personal Property Securities Register on 9th day of April 2008 at 12:16 p.m. under financing statement FP6M9UOB2229T135, the 9th day of April 2008 at 12:21 p.m. under financing statement FJ79PJ0U27G38793, 12th day of March 2009 at 11:05 a.m. under financing statement FG7KW1C86562C169, and 12th day of March 2009 at 10:53 a.m. under financing statement FP04999D5B4912F respectively.

They were appointed under the powers contained within a General Security Agreement in favour of Orakei Securities Limited.

On 30 March 2011, Orakei Securities Limited completed an assignment of the Vintage 2008 (A) Limited and Vintage 2008 (B) Limited financing statement security to the Swindle Family Trust, and the Vintage 2009 (A) Limited and Vintage 2009 (B) Limited financing statement security to Aorangi Forests Limited.

The Receivers set out below their third report on the state of affairs of the above named company as required by section 23 of the Receiverships Act 1993.

2. EVENTS LEADING UP TO OUR APPOINTMENT

The appointment arose as a result of the companies default in meeting payments due to the secured lender. All the Vintage companies were provided with funding by the secured lenders to enable grape juice to be purchased which in turn was later to be delivered to Goldridge Estate Limited (In Liquidation) (“GEL”) per a supply agreement as bottled and cased product.

At the date of receivership, some of the Vintage companies product was delivered to Matakana Estate Limited (In Liquidation) (“MEL”), GEL and Dream Bay Limited (In Liquidation) (“DBL”) and the balance remained in tanks on land and buildings leased by MEL.

The MEL, GEL and DBL companies were placed in liquidation on 21 November 2010 owing considerable moneys to all the Vintage Companies. Two of the MEL, GEL and DBL directors are also directors of the Vintage companies.

3. TRADING ON / CLOSURE OF BUSINESS

At the date of receivership the management accounts show bulk wine stock of \$344,289 remaining on hand and trade receivables and unsecured advances to be collected of \$2,590,154.

3.1 Guarantor Demands

Demands have been served on the guarantors provided to the company by the shareholders and Vegar Properties Limited. Peter and Helen Vegar failed to provide an opposition to the bankruptcy hearing and we applied for judgement on 15 November 2011. We are awaiting the decision of the Court. In the meantime, Paul Vegar adjudicated himself bankrupt by debtors' petition on 1 December 2011.

3.2 Vintage Inventory

As previously noted, the liquidator of MEL claimed a right to the Vintage company inventory held in the vats at the Matakana winery. A stock take of the wine undertaken with the assistance of an industry expert provided an indicative value of \$432,000.

We challenged the MEL Liquidators' right to the bulk wine stock and a successful action was taken to the High Court in July 2011. It was declared that the liquidator of MEL had converted Vintage company wine by continuing to sell the company stock when Vintage had sole or common ownership. The receivers are in discussion to agree the quantum of the claim for the value of the bulk wine.

Costs were also awarded to the Vintage companies and a claim has been calculated totalling \$56,707.

3.3 Other Actions – Claim Against Chartered Accountant

The Term Loan agreements provided that all Vintage companies advances be deposited into a bank account established solely for the purpose of meeting costs specified in the costs schedule in the Term Loan documents.

A chartered accountant was designated as a mandatory joint signatory to the cost account.

Despite confirming that he was a mandatory joint signatory to the cost account, he never was a signatory on the company bank account. Legal action is in process under the direction of the appointors agent.

4. PROPERTY DISPOSED OF TO DATE

The liquidators of Matakana Estate Limited continue to bottle and sell the Vintage Companies bulk wine.

5. PROPOSALS FOR DISPOSAL OF RECEIVERSHIP PROPERTY

As noted above, the receivers are claiming the unsold bulk wine.

6. AMOUNTS OWING TO THE SECURED CREDITOR

At the date of our appointment the amounts (including accrued interest) owed to our appointer was \$3,464,548.

7. PREFERENTIAL CREDITORS

We have yet to receive any formal claims from the company's preferential creditors. According to the records of the company as at the date of our appointment \$101,976 was owed to the Inland Revenue Department for GST arrears.

8. UNSECURED CREDITORS

The management accounts show there are unsecured creditors of \$190,818 owed.


9. PARTICULARS OF ASSETS AND LIABILITIES

We **attach** particulars of the assets and of the debts and liabilities of the company. The receivers are unable to guarantee the accuracy of the information contained in the particulars.

10. INFORMATION PROVIDED BY THE COMPANY

The directors of the company co-operated in making available the information required by the receiver to complete this report.

Enquiries to: David Taylforth
Telephone: 0-9-303 0506
Website: www.mvp.co.nz



BORIS VAN DELDEN
RECEIVER

DATED this 16th day of January 2012

THE RECEIVERSHIPS ACT 1993

NUMBERS OF COMPANIES : 1199162 – 1202964 – 1286350 – 1286351 (Respectively)

NAME OF COMPANY : VINTAGE 2008 (A) LIMITED (IN RECEIVERSHIP)
VINTAGE 2008 (B) LIMITED (IN RECEIVERSHIP)
VINTAGE 2009 (A) LIMITED (IN RECEIVERSHIP)
VINTAGE 2009 (B) LIMITED (IN RECEIVERSHIP)

PRESENTED BY : McDonald Vague
Insolvency Specialists
Level 4, 143 Nelson Street
P O Box 6092
Wellesley Street, AUCKLAND 1141

STATEMENT PURSUANT TO SECTION 24

Statement of Receipts and Payments in the Receivership of the company from 9 December 2010 (being commencement of the Receivership) to 8 December 2011 (being the Third Report of the Receivership).

	As Per Statement of Affairs	Cash Received
CASH HAS BEEN RECEIVED AS FOLLOWS:	\$	\$
Cash at Bank	202	170
Trade Debtors	Unknown	Nil
Matakana Estate Limited (In Liquidation)	Unknown	Nil
Goldridge Estate Limited (In Liquidation)	Unknown	Nil
Other	42	59
Appointer Advance	-	200,584
Stock	Unknown	Nil
GST Refunds	-	117,017
TOTAL RECEIPTS	\$242	\$317,830
CASH HAS BEEN PAID AS FOLLOWS:		
Receivership Fees		173,382
Legal Fees		143,486
Other Expert Fees		4,637
Insurance		1,464
Other		391
TOTAL PAYMENTS		\$323,360
TOTAL RECEIPTS		317,830
LESS TOTAL PAYMENTS		323,360
BALANCE HELD		- \$5,530

Note: The above figures are GST exclusive.

REPRESENTED BY:

ASB Bank Limited – Cheque Account
GST Suspense Account

1,272
- 6,802

- \$5,530



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BORIS VAN DELDEN
RECEIVER

Dated this 16th day of January 2012

BVD/DT/gck/145
Vintage 2008 (A)/R9b Third Report
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