



McDonald
Vague

business recovery partners

**Black Pepper Group Limited
(In Liquidation)**
Trading as: Riverhead Central / The Forester / The Harvest / Dirty Burger
Liquidators' First Report

McDonald Vague Limited
Level 10, 52 Swanson Street,
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1 INTRODUCTION AND APPOINTMENT

Black Pepper Group Limited ("the company") was placed into liquidation by a special resolution of the shareholders pursuant to Section 241(2)(a) of the Companies Act 1993 ("the Act") on 28 May 2018 at 4:00 p.m. Peri Micaela Finnigan and Colin Sanderson, CAANZ Accredited Insolvency Practitioner, 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 ATTACHMENTS

The following documents are attached to this report:

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

4 COMPANY STRUCTURE AND BACKGROUND

Date of incorporation:	11 September 2011
Company number:	5802874
Date ceased trading:	31 June 2018
Nature of business:	Café, Burger Bar and Restaurant

Trading address:	1047-1049 Coatesville-Riverhead Highway, Auckland
Previous names/Trading name:	The Chippy
Share capital:	100 Shares
Shareholders:	Daniel James Housley Angela Susan Housley
Director:	Daniel James Housley
Related companies:	ATP Hospitality Limited Black Pepper Hospitality Limited Housley Holdings Limited (In Liquidation)

Black Pepper Group Limited (In Liquidation) trading as Riverhead Central / The Forester / The Harvest / Dirty Burger operated as a Riverhead based Café, Burger Bar and Restaurant business and all operated from the same premise.

Black Pepper Group Limited was the trading entity for the Riverhead Central Premise while Housley Holdings Limited (In Liquidation) owned the assets of the business and held the lease for the site.

The liquidators met with the director and were advised that the liquidation of the company was due to a shortfall in working capital, overrun in fitout and set up costs, and high overheads.

The liquidators are in the process of selling the business as a going concern to realise all assets.

5 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.

6 ASSETS AND PROPOSALS FOR CONDUCTING THE LIQUIDATION

We will realise all available assets. If any creditor is interested in or knows of any other party who may be interested in purchasing any of the assets, please advise us urgently.

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.

7 LIABILITIES AND CREDITOR CLAIMS

A schedule of known creditors and their addresses is provided at Appendix 2, as required by Section 255(2)(c) of the Act.

A notice to creditors to prove debts or claims is provided at Appendix 4. Also provided is a creditor's claim form at Appendix 5 for completion and return to this office by Friday, 6 July 2018. 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.

7.1 *Secured Creditors*

As at the date of liquidation 10 secured parties had registered security interests against the company on the Personal Property Securities Register.

- Atomic Coffee Roasters Limited
- BOC Limited
- Coca-Cola Amatil (NZ) Limited
- Eurovintage Limited
- Hancocks Wine, Spirit and Beer Merchants Limited
- Negocients NZ
- North Shore Cash N Carry (2015) Limited
- Sacred Hill Wine Company Limited
- Smartpay Rental Services Limited (2 x PPSR)

Personal Property Securities Act / Reservation of Title

If any creditor believes that they hold a Purchase Money Security Interest entitling them to any goods or proceeds from realisation of goods, 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 estimate that there is approximately \$15,000 owing to former employees for wages, holiday pay and redundancy pay.

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

7.3 Unsecured Creditors

From our review of the company's accounting records and other information we estimate that the amount due to unsecured creditors is approximately \$150,000.

8 CREDITORS' MEETING / LIQUIDATION COMMITTEE

A notice of the Liquidators' decision to dispense with the meeting of creditors is provided at Appendix 3.

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.

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 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 report 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 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



PERI M FINNIGAN
LIQUIDATOR

DATED this 6th day of June 2018

Appendix 1

Black Pepper Group Limited (In Liquidation) Statement of Affairs

Statement of Affairs for the above named company as at 28 May 2018 (being the date of liquidation) showing assets at estimated realisable values and liabilities expected to rank.

	<i>Due to Creditor</i>	
SECURED CREDITORS LISTED ON PERSONAL PROPERTY SECURITIES REGISTER		
Atomic Coffee Roasters Limited	226	
BOC Limited	227	
Coca-Cola Amatil (NZ) Limited	9,000	
Eurovintage Limited	5,603	
Hancocks Wine, Spirit and Beer Merchants Limited	500	
Negociants NZ	Nil	
North Shore Cash N Carry (2015) Limited	2,504	
Sacred Hill Wine Company Limited	1,000	
Smartpay Rental Services Limited	Nil	
Total for Secured Creditors	\$19,060	
PREFERENTIAL CREDITORS		
Employees	15,000	
Inland Revenue Department	53,000	
Total for Preferential Creditors	\$68,000	
UNREGISTERED GENERAL SECURITY AGREEMENT HOLDER		
Private Security Holder (jointly owed with Housley Holdings Limited)	150,000	
Total for Unregistered GSA holders	\$150,000	
UNSECURED CREDITORS		
Trade Creditors	150,000	
Related Party Advances - Family Advances (jointly owed with Housley Holdings Limited)	482,822	
Total for Unsecured Creditors	\$632,822	
ASSETS		
	<i>Book</i>	<i>Estimated</i>
	<i>Value</i>	<i>to Realise</i>
Accounts receivable - related entities (incl Housley Holdings Ltd In Liqn)	68,886	Nil
Bank account balances	Nil	Nil
Stock	15,000	redacted
Housley Holdings Limited (In Liquidation) ("other entities")	104,223	Nil
ATP Hospitality Limited ("other entities")	}	
Total	\$188,109	redacted

Notes:

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.

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

**Black Pepper Group Limited (In Liquidation)
Schedule of Creditors' Names and Addresses**

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

Employee Names	Address 1	Address 2	Address 3
Charmayne Logan			
Clayton Harper			
Connor Du Plessis			
Dalbir Singh			
Dre Pryor			
Jack Caiger			
Jaydon Mathews			
Jen Milks			
Joshua Sinclair			
Kristina Thodey			
Kristy Harold			
Libby May			
Lucy McConnell			
Luke Van Zuijlen			
Matthew Lewis			
Max Cleveland			
Michael Sims			
Monique Barton			
Piata Heath			
Rueben Mordaunt			
Stella Coombes			
Talia Vovan			
Tazmin Dudley			
Tori Bavidge			

Appendix 2

2

Creditor Names	Address 1	Address 2	Address 3
Alicroc Limited T/As MagzZu	P O Box 28 585	Remuera	AUCKLAND
AlSCO NZ	368 New North Road	Kingsland	AUCKLAND
Ashley & Co	P O Box 31 317	Milford	AUCKLAND
Atomic Coffee Roasters Limited	420C New North Road	Kingsland	AUCKLAND
Bidfood Auckland	P O Box 14 187	Pamure	AUCKLAND
BOC Limited	P O Box 11 161	Sockburn	CHRISTCHURCH 8030
Brix & Co Limited	307 Waikoukou Valley Road	Waimauku	AUCKLAND
Castle Painters			castlepainters@icloud.com
Chevalier Wholesale Produce Limited	P O Box 19 030	AUCKLAND 1010	
Clearview Estate	194 Clifton Road	Te Awanga	HASTINGS
Coca-Cola Amatil (NZ) Limited	Private Bag 14 916	Panmure	AUCKLAND
CoLab Wine Merchants Limited	306 Felton Road	R D 2	CROMWELL
Compost Couriers	54 Rosario Crescent	Red Beach	AUCKLAND
CPC (New Zealand) Limited	P O Box 90 535	Victoria St West	AUCKLAND
Dhall & Nash	84 College Hill	Freemans Bay	AUCKLAND
Dispense Worx	P O Box 147 443	Albany	AUCKLAND
Dr Feelgood Limited	44 Atwood Road	Pareremoremo	AUCKLAND
Elgas New Zealand Limited	Private Bag 93 300	Penrose	AUCKLAND 1640
Epicure Trading Limited	18 Heather Street	Parnell	AUCKLAND
Eurovintage Limited	P O Box 73 019	AUCKLAND Airport	AUCKLAND
Foodchain Limited	P O Box 12 466	Penrose	AUCKLAND
Freq Group Limited	65 Rodney Street	Howick	AUCKLAND
Full Tilt Music Agency	2 Longreach Drive	Sunnyvale	AUCKLAND



Appendix 2

3

Creditor Names	Address 1	Address 2	Address 3
Generator Rental Services Limited	P O Box 83 148	Te Atatu South	AUCKLAND
Goodroots New Zealand Limited	1 Elliot Street	Riverhead	AUCKLAND 0820
Grownup Donuts	15 Sunshine Boulevard	Sunnyvale	AUCKLAND
Hakanoa Handmade Drinks Limited	18 /50 Livingstone Street	Westmere	AUCKLAND 1022
Hancocks Wine, Spirit and Beer Merchants Ltd	P O Box 47 191	Ponsonby	AUCKLAND 1144
Havana Coffee Works	163 Tory Street	Te Aro	WELLINGTON 6011
Housley Holdings Limited (In Liquidation)	38 Crabb Fields Lane	Riverhead	AUCKLAND
Independent Liquor	P O Box 72 148	Papakura	AUCKLAND
Inland Revenue Department	P O Box 39 010	Wellington Mail Centre	LOWER HUTT 045
Innocent Packaging	415 Dominion Road	Mt Eden	AUCKLAND
JBC Distribution	P O Box 75 475	St Heliers	AUCKLAND
JR Wholesale Meats Limited	27G Cain Road	Penrose	AUCKLAND 1052
Kumeu Fresh 2011 Limited	P O Box 104 100	Henderson	AUCKLAND
Lawson's Dry Hills	P O Box 4020	Redwood Town	BLENHEIM
Macvine International Limited	P O Box 28 501	Remuera	AUCKLAND 1541
Massimo's Italian Cheeses Limited	1215 State Highway 17	Dairy Flat	AUCKLAND
McClures Pickles @ Cook and Nelson	P O Box 91 904	Victoria Street West	AUCKLAND
Moana New Zealand	P O Box 445	Shortland Street	AUCKLAND
Molly Woppy	P O Box 44 233	Point Chevalier	AUCKLAND
Negociants NZ	P O Box 4494	AUCKLAND 1010	
North Shore Cash N Carry (2015) Limited	(Gilmours) P O Box 65 099	Mairangi Bay	AUCKLAND
Nova Energy	P O Box 404	WHAKATANE 3158	
OIL2U Limited	Level 6, 57 Symonds Street	Grafton	AUCKLAND
Organic Wine Company	85 Garden Road	Piha	AUCKLAND 0772



Appendix 2

4

Creditor Names	Address 1	Address 2	Address 3
Pete's Packaging Limited	P O Box 21 589	Henderson	AUCKLAND 0650
Prosign Services Limited	P O Box 90 963	Victoria Street West	AUCKLAND 1142
Qsic Pty Limited	18-28 Flockhart Street	Abbotsford, VIC 3067	AUSTRALIA
Rentokil Initial Limited	Private Bag 92 905	Onehunga	AUCKLAND
Restaurant Association of NZ (Inc)	P O Box 8287	Symonds Street	AUCKLAND 1150
Rothbury Insurance Brokers	P O Box 331 384	Takapuna	AUCKLAND
Sacred Hill Wine Company	P O Box 11 334	Ellerslie	AUCKLAND 1542
Service Foods Limited	P O Box 132 330	Sylvia Park	AUCKLAND
Sky Network Television	P O Box 9059	Newmarket	AUCKLAND
Smartpay Rental Services Limited	P O Box 100 490	North Shore Mail Centre	AUCKLAND 0745
Smashing Promotions Limited	P O Box 144	Waimauku	AUCKLAND
Southern Hospitality Limited	26G William Pickering Drive	Albany	AUCKLAND
The Johnston Press Limited	134 Great North Road	Grey Lynn	AUCKLAND 1021
Voyager Internet	5 Nelson Street	AUCKLAND 1010	
World Foods NZ	409a Manukau Road	Epsom	AUCKLAND 1023
Xero (NZ) Limited	19 - 23 Taranaki Street	Te Aro	WELLINGTON 6011

Appendix 3

Notice of Liquidators' Decision to Dispense with Meeting of Creditors

After having regard to the assets and liabilities of Black Pepper Group 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 (09) 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.


PERI M FINNIGAN
LIQUIDATOR

DATED this 6th day of June 2018

Appendix 4

IN THE MATTER of The Companies Act 1993

and

IN THE MATTER of Black Pepper Group Limited (In Liquidation)
Trading as: Riverhead Central / The Forester / The Harvest / Dirty Burger

Notice to Creditors to Prove Debts or Claims

Notice is given that the liquidator of Black Pepper Group Limited (In Liquidation) (“the company”), fix Friday, the 6th day of July 2018, 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.


PERI M FINNIGAN
LIQUIDATOR

DATED this 6th day of June 2018

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: 28 May 2018

Unsecured Creditor's 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)

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. (Refer details on reverse)

Other Currency NZ \$ Tick if Applicable

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)

CLAIM REJECTED FOR PAYMENT:

or

CLAIM ADMITTED FOR PAYMENT:

Signed Liquidator: _____ Date: / /

Preferential Claim for: \$ _____ Ordinary Claim for: \$ _____

Preferential Claim for: \$ _____ Ordinary Claim for: \$ _____

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

McDONALD VAGUE LIMITED

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

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: \$ _____