



# Novak International Pty Limited (In Liquidation)

ACN 107 025 114

Report pursuant to section 508  
of the Corporations Act 2001

7 June 2013

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## 1. Introduction

### 1.1 Background

On 29 September 2011, Investec appointed the Liquidators as joint and several administrators of the Company pursuant to Section 436C of the Act.

On 4 November 2011 at the Second Meeting of Creditors, the Creditors of the Company resolved that the Company enter into a DOCA subject to the terms outlined in the Report to Creditors dated 28 October 2011. The terms of the DOCA required, amongst other things:

- The incorporation of the Subsidiary;
- The issue of the Shares to the Company; and
- The transfer of the Shopping Centre to the Subsidiary.

On 9 March 2012, the Liquidators (in their capacity as administrators of the DOCA) certified that the conditions provided for in clause 7.1 of the DOCA were satisfied and as a consequence:

- The Company was wound up; and
- The Liquidators became the liquidators of the Company.

### 1.2 Purpose of this Report

This report is prepared pursuant to Section 508 of the Act to provide, amongst other things, the following information to Creditors:

- An account of the acts and dealings of the Liquidators and the conduct of the winding up of the Company during the year commencing 9 March 2012;
- A description of the acts and dealings that remain to be carried out in order to complete the winding up; and
- An estimate of when the winding up is likely to be complete.

### 1.3 Glossary

A glossary of the defined terms used in this report appears as Schedule 1.

## 1.4 Disclaimer

This report is based on information sourced from the Company's books and documents and information provided to the Liquidators. The Liquidators have reviewed the books, documents and information and whilst limited independent verification of the information has been conducted, no audit has been undertaken.

The Liquidators have no reason to doubt the information contained in this report. The statements and opinions given in this report are given in good faith and in the belief that such statements and opinions are not false or misleading. The Liquidators reserve the right to alter any conclusions reached on the basis of any changed or additional information which may become available to them.

Neither the Liquidators, FTI Consulting nor any employee thereof undertakes any responsibility in any way whatsoever to any person in respect of any errors in this report arising from incorrect information provided to the Liquidators.

This report is not for general circulation, publication nor reproduction and must not be disclosed without the written approval of the Liquidators.

The Liquidators do not assume or accept any responsibility for any liability or loss sustained by any Creditor or any other party as a result of the circulation, publication, reproduction or any other use of the report.

Each Creditor must seek their own independent legal advice as to their rights and the options available to them with respect to the Liquidation of the Company.

## 2. Conduct of winding up

In the 12 months commencing 9 March 2012, the Liquidators attended only to their statutory reporting obligations as:

- The Company has insufficient available property to cover the expenses of the Liquidators undertaking a more expansive role in the winding up of the Company; and
- No Creditor has expressed an interest in providing funds to the Liquidator to allow them to undertake such a role in the winding up.

As such, since 9 March 2012, the Liquidators have:

- Completed their investigation into the Company's affairs;
- Lodged a report pursuant to Section 533 of the Act with ASIC on 27 April 2012;
- Elected to not apply for funding under the AA Fund scheme operated by ASIC. The Liquidators did not identify any matters which warranted further investigation and which could be the subject of funding by ASIC under the scheme; and
- Completed and lodged other statutory reports with ASIC and the ATO.

For further information about a liquidator's obligation when a company has insufficient available property to cover the expenses of the liquidator, please refer to section 545 of the Act.

### **3. Acts and dealings that remain to be carried out**

The winding up will be completed when the Liquidators have disclaimed or otherwise dealt satisfactorily with the Shares. During the period until which the Liquidators complete the winding up, the Liquidators will attend to their statutory reporting obligations.

### **4. Estimate of when the winding up is likely to be complete**

The Liquidators cannot forecast when they will complete the winding up as their right to disclaim or otherwise deal with the Shares is the subject of third party rights including those of Investec.

### **5. Forecast return to ordinary unsecured creditors**

In the Report to Creditors issued prior to the Second Meeting of Creditors, the Liquidators forecasted a return to Ordinary Unsecured Creditors of \$NIL cents in the dollar. During the first year of the liquidation no matters have arisen which have caused the Liquidators to change that forecast.

### **6. Receipts and payments**

A list of the amounts received and paid by the Liquidators during the first year of the winding up appears as Table 1 below.

Table 1: Summary of Receipts and Payments	
	Amount \$
<b>Receipts</b>	
Funds transferred from Deed Administrator account	1,139.69
GST Control: GST Inputs	9,157.00
Bank Charges - Refund	20.00
<b>Total Receipts</b>	<b>10,316.69</b>
<b>Payments</b>	
Advertising	(477.40)
Bank Charges	(20.30)
Dividend to Secured Creditor	(3,418.99)
Legal Fees	(6,400.00)
<b>Total Payments</b>	<b>(10,316.69)</b>
<b>Closing Balance</b>	<b>NIL</b>

## 7. Questions

Please contact Ju Sheng Liow of this office if you have any questions concerning this report or the Liquidation generally.

Yours faithfully  
**Novak International Pty Limited**  
(In Liquidation)



**Q J Olde**  
**Joint and Several Liquidator**

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## Schedule 1: Glossary

Abbreviation	Definition
AA Fund	Assetless Administration Fund
Act	Corporations Act 2001 (Cth)
Administrators	Quentin James Olde and Peter Bernard Allen
ASIC	Australian Securities and Investments Commission
ATO	Australian Taxation Office
Company	Novak International Pty Limited (In Liquidation) ACN 107 025 114
Creditors	Creditors of the Company who have a claim admissible to proof in the Liquidation of the Company
DOCA	Deed of Company Arrangement
Investec	Investec Bank (Australia) Limited ACN 071 292 594
Liquidators	Quentin James Olde and Peter Bernard Allen
Report to Creditors	Administrators' Report dated 28 October 2011 prepared for Creditors in accordance with Section 439A of the Act
Second Meeting of Creditors	The Second Meeting of Creditors convened in accordance with Section 439A of the Act
Shares	100 ordinary shares held by the Company in the Subsidiary
Shopping Centre	Northgate Shopping Centre located at Piper Street, Tamworth
Subsidiary	Northgate Shopping Centre Property Holdings Pty Limited ACN 154 539 956