

**ELMARIE DE VOS INC (IN LIQUIDATION)
REGISTRATION NUMBER: 2006/024889/21
MASTER'S REFERENCE NUMBER C668/2024**

REPORT SUBMITTED BY THE JOINT LIQUIDATORS IN TERMS OF SECTION 402 OF THE COMPANIES ACT NO 61 OF 1973 AS AMENDED (THE ACT) TO BE SUBMITTED AT A GENERAL MEETING OF CREDITORS AND CONTRIBUTORIES TO BE HELD BEFORE THE MASTER OF THE HIGH COURT, CAPE TOWN ON 21 FEBRUARY 2025 AT 09H00.

ORDER OF THE COURT AND MEETINGS

Nature of Liquidation	Special Resolution
Date of Special Resolution	7 August 2024
Date of Provisional Order	N/A
Date of Final Order	N/A
Provisional Appointees	JF Klopper & A L Vilakazi
Date of 1 st Meeting of Creditors	22 November 2024
Final Appointees	J F Klopper & A L Vilakazi

GENERAL AND STATUTORY INFORMATION

REGISTRAR OF COMPANIES

The Company was duly registered with the Companies and Intellectual Property Commission ("CIPC") under their reference number 2006/024889/21.

REGISTERED ADDRESS

According to the records of CIPC the registered address of the company as at the date of liquidation was at 5th Floor Suite 513, Tulbagh Centre, Hans Strydom Avenue, Cape Town, Western Cape, 8001.

DIRECTORS

It appears from our investigations and the records of CIPC that Elmarie Van Schalkwyk, ID 730717 0059 085 was the sole director of the company as at the date of liquidation.

AUDITORS

According to the records at CIPC the company's Auditors/ Independent Reviewers at date of liquidation would appear to have been Du Plessis and Partners. We are unable to report further under this heading but will continue to with our investigations and engage with the auditors.

SHARE CAPITAL

CIPC's records reflect that the company's authorised share capital is R1000.00 consisting of 1000 shares of R1.00 each of which 100 were issued.



BUSINESS OF THE COMPANY

The Company's main business was to practise as a firm of attorneys.

SECTION 402(A)

FINANCIAL STATEMENT OF ASSETS AND LIABILITIES

According to the CM 100 as required in terms of Section 363 of the Companies Act No 61 of 1973 as amended submitted to CIPC and to the liquidators the following would appear to represent the financial position of the Company as at the date of liquidation.

The following represents the assets and liabilities of the company at date of liquidation according the CM100. Unless otherwise stated, these figures only represent estimates of the assets and liabilities.

ASSETS

No Assets

LIABILITIES

PREFERENT CREDITORS

SARS 1 610 834

CONCURRENT CREDITORS

Various suppliers of services 98 706

Shortfall 1 709 540
1 709 540 1 709 540

NOTES:

GENERAL

1. The above figures are subject to adjustment and verification.
2. No provision has been made in the statement of assets and liabilities above for the costs of administration.
3. To date no further assets have been recovered save for a claim against a former employee which will be dealt with in more detail below.
4. No claims have to date been submitted by Creditors for proof .
5. The Liquidators have not received any claims from creditors.
6. These figures do not take into account any costs of administration and are subject to change and/or modification.

SECTION 402(B)

CAUSES OF THE COMPANY'S FAILURE

According to information received, the principle cause of the Company's failure is that its director established that an accounting employee of the company had over a period of time been misappropriating clients' trust funds under the control of the legal practise and fees due to it.

This person, Margaret Swanepoel, who has subsequently moved to the Bristol in the United Kingdom, was sequestrated by virtue of an application launched by the company and which sequestration order was granted before liquidation proceedings in respect of the company was initiated.



SECTION 402(C)

REPORT UNDER SECTION 400(2)

In August 2024, an application was launched to the High Court of South Africa by the South African Legal Practice Council for an order that the name of the company's director be struck from the roll of attorneys, notaries, and conveyancers of the High Court and that the legal practice be placed under curatorship.

The outcome of the investigations by the curator appointed by the High Court will determine whether any further report under section will be submitted to the Master of the High Court.

SECTION 402(D)

PERSONAL LIABILITIES OF DIRECTORS OR OFFICERS

As the outcome of the investigations of the appointed curator is not as yet known we are at this stage unable to comment on whether the former director or officer of the company can be held personally liable for the debts of the company. A report will be submitted, should it become necessary.

SECTION 402(E)

LEGAL PROCEEDINGS

As far as we are aware there are no legal proceedings pending by or against the Company save for the application by the South African Legal Practice Council referred to above.

SECTION 402(F)

FURTHER ENQUIRY

At this stage, the Liquidators do not intend to hold an Enquiry. Should any creditor wish to proceed with an Enquiry in terms of the provisions of Sections 415 or 417 of the Act we invite them to furnish us with instructions/directions in this regard, they are invited to indemnify us and proceed in terms of the provision of Section 32(1) of the Insolvency Act should they so wish.

SECTION 402(G)

BOOKS AND RECORDS

No books and records have been handed to the liquidators.

The joint liquidators are at stage not able to report as to whether the company kept adequate accounting records to comply with section 284 of the Act.

SECTION 402(H)

PROGRESS AND PROSPECTS OF LIQUIDATION

Upon the conclusion of the Second Meeting of Creditors, the First and Final Liquidation Account will be lodged.

SECTION 402(I)

MATTERS REQUIRING FURTHER DIRECTIONS OF CREDITORS AND CONTRIBUTORIES

Such directions as we desire, and sanction of the actions taken by the Provisional Liquidators and Liquidators to date, are contained in the Resolutions to be submitted for consideration and adoption, are attached hereto.



GENERAL

ESTIMATED DIVIDEND

There appears to be a danger of contribution to the levied onto creditors who submit a claim for proof hence we cannot recommend that creditors submit a claim for proof.

DATED AT STELLENBOSCH ON 6th FEBRUARY 2025.



JF KLOPPER

DATED AT _____ ON _____ FEBRUARY 2025.

A L VILAKAZI

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RESOLUTIONS SUBMITTED AND ADOPTED AT THE SECOND MEETING OF CREDITORS HELD BEFORE THE MASTER OF THE HIGH COURT, CAPE TOWN ON 21 FEBRUARY 2025 AT 09:00AM.

RESOLVED THAT:

- 1 The report of Liquidator or Joint Liquidators, as the case may be, hereinafter referred to as (the Liquidator"), as submitted be received and adopted and all his actions referred to therein be and are hereby confirmed, ratified, and approved.
- 2 All actions of whatsoever nature hereto before taken by the Provisional Liquidator and/or Liquidator be and are hereby confirmed, ratified, and approved.
- 3 The Liquidator be granted the authority and is vested with all the powers mentioned in Section 386(4)(a) - (i) of the Companies Act No 61 of 1973, as amended, such powers to be exercised at his sole and absolute discretion.
- 4 The Liquidator be and is hereby authorised in his sole and absolute discretion to:
 - 4.1 Take legal advice on any question of law affecting the administration and distribution of the company;
 - 4.2 Institute or defend on behalf of the company any action or other legal proceedings of a civil nature for the recovery of monies due to the company or otherwise and subject to the provisions of any law relating to criminal procedure, institute any criminal proceedings;
 - 4.3 Hold any enquiry into the affairs of the company and/or any matter relating thereto;
 - 4.4 Investigate and institute legal proceedings for the recovery of any voidable or undue preferences, voidable dispositions of property or any other impeachable transactions of whatsoever nature and to abandon same at any time;
 - 4.5 Write up the books of the company as may be required, and if necessary, to produce a balance sheet, audited or not, as at the date of liquidation, either for the purpose of investigating the affairs of the company, establishing the claims of creditors, or any other purpose.
- 5 The Liquidator be and is hereby authorised in his sole and absolute discretion to employ and engage the services of attorneys and/or counsel (senior and/or junior) and/or accountants and/or bookkeepers and/or any employee of the insolvent and/or recording agents and/or any other person who in the sole discretion of the Liquidator may be of assistance in the winding-up of the company in relation to any matter referred to in 4 above and further to pay all the costs thereof of whatsoever nature out of the estate as costs incurred in the liquidation.
- 6 The Liquidator be and is hereby authorised to collection any debts due to the company and for the purpose thereof to sell or compound or compromise any of these debts for such sum and upon such terms and conditions as he in his sole discretion may deem fit, and to accept any part of the debt in settlement thereof, and to grant an extension of time for the payment of any such debt, and to abandon any debt which he in his sole discretion may deem to be irrecoverable.

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- 7 The Liquidator be and is hereby authorised to dispose of any movable and immovable property of the company, whether in his possession or under his control now or to come into his possession or under his control in the future by public auction, private treaty or public tender upon such terms and conditions as he in his sole and absolute discretion shall determine and to abandon any such assets for which he can find no purchaser or abandon them to a secured creditor at the value placed thereon by such creditor or at such value as is agreed upon by the Liquidator and the creditor if such creditor's claim is secured by such assets and to sign all such documents as may be necessary to give effect to such disposition.
- 8 The Liquidator be and is hereby authorised and empowered in his sole discretion to compromise and admit any claim against the company of whatsoever nature and howsoever arising and whether disputed or not and whether actual, contingent, prospective, conditional, unconditional, assessed, unassessed, liquidated or unliquidated as a liquidated claim in terms of Section 78(3) of the Insolvency Act No 24 of 1936 as amended, read with Section 339 of the Companies Act No 61 of 1973, as amended, at such amount as may be agreed upon by the Liquidator, provided that proof thereof has been tendered at a meeting of creditors.
- 9 The Liquidator be and is hereby authorised to make application for the destruction of books and records of the estate six months after the confirmation of the Final Liquidation and Distribution Account.
- 10 The Liquidator be and is hereby authorised to perform any act or exercise any power for which he is not expressly required by the Companies Act No 61 of 1973, as amended, to obtain the leave of the Court.
- 11 The Liquidator be and is hereby authorised to submit to the determination of arbitrators any dispute concerning the company or any claim or demand by or upon the company.
- 12 The Liquidator be and is hereby authorised to carry on or discontinue any part of the business of the company insofar as may be necessary for the beneficial winding-up thereof.
- 13 That costs of attendance of creditors meetings be costs in the estate.
- 14 That the costs of courier services for purposes of creditors meetings be costs in the estate.
- 15 The Liquidator be and is hereby authorised to exercise *mutatis mutandis* the powers conferred upon a Liquidator by Section 35 (uncompleted acquisition of immovable property before liquidation) and 37 (effect of liquidation upon a lease) of the Insolvency Act No 24 of 1936, as amended, read with Section 339 of the Companies Act No 61 of 1973, as amended.
- 16 The further administration of the affairs of the company be left entirely in the hands and at the discretion of the Liquidator.

q.q. CREDITORS

q.q. DIRECTORS /
SHAREHOLDERS

PRESIDING OFFICER