

**TRICOMPES PROPRIETARY LIMITED (IN LIQUIDATION)**  
**("the Company")**

**MASTER'S REFERENCE NUMBER T.1000/2016**

REPORT SUBMITTED BY THE JOINT LIQUIDATORS IN TERMS OF SECTION 402 OF THE COMPANIES ACT NO 61 OF 1973 AS AMENDED TO BE SUBMITTED AT A SECOND MEETING OF CREDITORS AND CONTRIBUTORIES TO BE HELD BEFORE THE MASTER OF THE HIGH COURT, PRETORIA, ON 11 DECEMBER 2017 AT 10H00.

**ORDER OF THE COURT AND MEETINGS**

<b>Nature of Liquidation</b>	Application in the High Court of South Africa, Gauteng Division, Pretoria
<b>Date of Liquidation</b>	30 March 2016
<b>Date of Provisional Order</b>	n/a
<b>Date of Final Order</b>	10 May 2016
<b>Provisional Appointee</b>	Liebenberg Dawid Ryk van der Merwe & Jabulani Khumalo
<b>Date of First Meeting</b>	16 August 2017
<b>Final Appointees</b>	Liebenberg Dawid Ryk van der Merwe

**GENERAL AND STATUTORY INFORMATION**

**Registrar of Companies**

The Company was duly registered with the Registrar of Companies under their Registration Number 2010/001738/07.

**Registered Address**

The registered address of the Company was at 316B Mundt Street, Waltloo, Gauteng, 0184.

**Auditors**

The auditors of the Company at date of liquidation were Didasko Incorporated.

**Director/s**

It appears from our investigations the following person was a director/s:-

- Nieuwoudt, Micheal Christiaan
- Naik, Saroja
- Shange, Sihle Hamlet
- Topka, Udo Paul
- Ottermann, Ulrich August Hermann
- Sindhuprama, Watana

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**Share Capital**

According to CIPC (Companies and Intellectual Property Commission) the Capital Information there is an authorised share consisting of 1000 ordinary shares par value shares of R1 each and issued shares of 100 ordinary shares par value shares of R1 each.

**Business of the Company**

The business' main object was that of a structural engineering company.

**STATEMENT OF AFFAIRS**

I was not placed in possession of a Statement of Affairs as required in terms of Section 363 of the Companies Act No 61 of 1973 as amended, by the Director.

**SECTION 402(a)**

**Financial Statement of Assets and Liabilities**

According to the Notice of Motion and information that we have to hand, the financial position of the Company would appear to be as follows:-

<b><u>ASSETS</u></b>		
<b><u>Encumbered Assets</u></b>		
None		0.00
<b><u>Unencumbered Assets</u></b>		
None		0.00
<b><u>LIABILITIES</u></b>		
<b><u>Secured Creditors</u></b>	unknown	
<b><u>Preferent Creditors</u></b>		
Salaries – Approximately SARS	Unknown unknown	
<b><u>Trade Creditors</u></b>		
Applicant Creditor – Tricom Structures (Pty) Ltd Approximately	10,314,959.27	
<b>Deficit</b>		10,314,959.27
<b>TOTAL</b>	<b>10,314,959.27</b>	<b>10,314,959.27</b>

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**NOTES**

1. The above figures are subject to adjustment and verification.
2. The Liquidator has not received any claims from creditors.
3. No assets have been recovered.
4. I have not received a claim from the Receiver of Revenue at the time when this report was compiled.

**SECTION 402(b)**

**Causes of the Company's Failure**

The Company had ceased trading approximately one year before liquidation, as it was unable to pay its debts.

**SECTION 402(c)**

**Report under Section 400(2)**

The directors have failed to provide me with:-

- The Company's statutory records;
- Statement of Affairs; and
- The Company's books and records.

Should any further contraventions come to my attention an additional report will be submitted to the Master of the High Court in regard to such contraventions.

**SECTION 402(d)**

**Personal Liabilities of Directors or Officers**

At this stage I am unable to comment on whether the former director/s or officer/s 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 I am aware there are no legal proceedings pending by or against the Company, except for normal debt collection.

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**SECTION 402(f)**

**Further Enquiry**

The Liquidator does not intend to hold an Enquiry at present. Creditors will be informed if the Liquidator decides to proceed with an Enquiry into the affairs of the Company.

**SECTION 402(g)**

**Books and Records**

No books and records were handed to the Liquidator.

**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.

**ESTIMATED DIVIDEND**

There appears to be a danger of contribution to the levied onto creditors who submit a claim for proof.

**SECTION 402(i)**

**Matters requiring further Directions of Creditors and Contributories**

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

DATED AT ROODEPOORT ON THIS 7<sup>th</sup> DAY OF DECEMBER 2017.



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LDR VAN DER MERWE



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**RESOLUTIONS SUBMITTED AND ADOPTED AT THE SECOND MEETING OF CREDITORS HELD BEFORE THE MASTER OF THE HIGH COURT, PRETORIA, ON 11 DECEMBER 2017 AT 10H00.**

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**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.

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- 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.
- 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.

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- 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 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.
- 14 The further administration of the affairs of the company be left entirely in the hands and at the discretion of the Liquidator.

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q.q. CREDITORS

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PRESIDING OFFICER

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DATE