

DUPLICATE

IN THE HIGH COURT OF NEW ZEALAND
AUCKLAND REGISTRY

I TE KŌTI MATUA O AOTEAROA
TE TĀKAMI MAKĀURAU ROHE

CIV-2024-404-002851

UNDER

Part 15A of the Companies Act 1993 and
Part 19 of the High Court Rules

IN THE MATTER OF

of an application pursuant to ss 239AT
and 290ADO of the Companies Act 1993
for an order extending the convening
period and ancillary orders in the
voluntary administration of Noni B
Holdings NZ Limited (In Receivership and
Voluntary Administration)

Vaughan Neil Strawbridge and David
McGrath as administrators of Noni B
Holdings NZ Limited (In Receivership and
Voluntary Administration)

Applicants

ORDERS PURSUANT TO SS 239AT AND 290ADO OF THE COMPANIES ACT
1993

Dated: 12 November 2024

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**ORDERS PURSUANT TO SS 239AT AND 290ADO OF THE COMPANIES
ACT 1993**

1. The without notice originating application made on 8 November 2025 by Vaughan Neil Strawbridge and David McGrath as Administrators of Noni B Holdings NZ Limited (In Receivership and Voluntary Administration) (**NBH**) and the application by way of memorandum of counsel dated 11 November 2024 for an order restricting access to and inspection of the affidavit of Miranda Brooke Hing affirmed 11 November 2024 (**Affidavit**) was determined by the Honourable Justice Becroft on 12 November 2024.
2. The determination was made in chambers, on the papers.
3. The following orders were made:
 - (a) the maximum period of 20 working days under s 239AT(2) of the Companies Act 1993 (**Act**) during which the Administrators must convene a watershed meeting for NBH is extended up to and including 28 April 2025;
 - (b) pursuant to s 239ADO, Part 15A of the Act is to have effect in relation to NBH as if it were provided that the watershed meeting under s 239AV may be held at any time during, and within five business days after the end of, the convening period as extended by the above order, notwithstanding the provisions of s 239AV;
 - (c) pursuant to s 239ADO(1) of the Act and subject to compliance with any timeframes prescribed by the applicable statute, any notice and documents (together, **Notice**) required to be given pursuant to Part 15A and/or the High Court Rules 2016 (**Rules**), will be validly given by reason of the following steps having been taken:
 - (i) where the Administrators have an email address for a creditor, by sending the Notice by email to each such creditor;



- (ii) where the Administrators do not have an email address for a creditor but have a postal address, by sending the Notice by posting a copy of it to the postal address for each such creditor; and
- (iii) publishing the Notice on the website maintained by the Administrators at
<http://www.fticonsulting.com/creditors/mosaic-brands-limited>;
- (d) the creditors' meetings, including the watershed meeting under s 239AT of the Act may be held in accordance with cl 1 of Schedule 5 of the Act, including by audio and/or visual link;
- (e) any creditor of NBH may exercise the right to vote at the creditors' meetings only by casting a postal vote using email or any other electronic means permitted by the Administrators, so as to reach the Administrators not later than the date named for the return of the voting paper;
- (f) any documents required to be tabled at the creditors' meetings may be tabled by the means sought by the Administrators to give notices under Part 15A of the Act to each creditor, as per paragraph 1(c) above;
- (g) pursuant to ss239AER and 239ADO(1) of the Act, all the reporting obligations under ss239AF, 239AU, 239ACZ, and 239ACZB be validly discharged by the preparation of a single report in the prescribed form about the business, property, affairs and financial circumstances of NBH, its holding company Mosaic Brands Limited (Administrators Appointed)(Receivers and Managers Appointed) and the companies listed in Schedule 1 to the order (**Mosaic Group**) as if they were one company;
- (h) pursuant to s 239ADO, Part 15A of the Act operates in relation to the Administrators as if s 239ADH provides that:

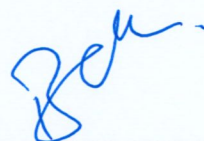


- (i) any liability incurred by the Administrators arising out of or in connection with the deed of funding dated 29 October 2024 (**Funding Deed**) entered into between the Administrators and David Hardy, Gayle Dickerson, Ryan Eagle and Amanda Coneyworth in their capacities as joint and several receivers and managers of the Mosaic Group are in the nature of debts incurred by the Administrators in the performance and exercise of their functions as joint and several administrators of NBH;
- (ii) notwithstanding that the liabilities referred to in 1(i)(i) are debts incurred by the Administrators in the performance and exercise of their functions as joint and several administrators of NBH, the Administrators will not be personally liable to repay such debts or satisfy such liabilities to the extent the property of NBH is insufficient to satisfy the debts and liabilities incurred by the Administrators arising out of, or in connection with, the Funding Deed;
- (i) within five working days of the date of these orders, notice of the orders to be given in accordance with paragraph 1(c) above on all known creditors of NBH;
- (j) leave is granted to any person who can demonstrate a sufficient interest to apply to the Court to modify or discharge these orders on three working day's written notice being given to the Court and to the Administrators;
- (k) the costs of the application filed for these orders are an expense incurred by the Administrators in the administration of NBH;
- (l) pending further orders of the Court, no person be allowed access and inspect the affidavit of Miranda Brooke Hing affirmed 11 November 2024 (**Affidavit**) filed in support of the application for these orders;



- (m) any application to access the Court file is to be:
- (i) made on a five working days' notice to the Administrators; and
 - (ii) determined by the Judge of the High Court rather than the Registrar as permitted under r 16 of the Rules.

DATED 12 November 2024



Registrar/Deputy Registrar

NURAN AKTAS
DEPUTY REGISTRAR
HIGH COURT

