

motor vehicle dealers; and that the said petition is directed to be heard before the Court sitting at Palmerston North on Friday, the 13th day of October 1978, at 9.30 o'clock in the forenoon; and any creditor or contributory of the said company desirous to support or oppose the making of an order on the said petition may appear at the time of the hearing in person or by his counsel for that purpose; and a copy of the petition will be furnished by the undersigned to any creditor or contributory of the same company requiring a copy, on payment of the regulated charge for the same.

C. J. WALSHAW, Solicitor for Petitioner.

Address for Service: The offices of Messrs Rowe McBride & Partners, 484 Main Street, Palmerston North.

NOTE—Any person who intends to appear at the hearing of the said petition must serve on, or send by post to, the above-named, notice in writing of his intention so to do. The notice must state the name, address, and description of the firm, and an address for service within 3 miles of the Supreme Court at Palmerston North, and must be signed by the person or firm, or his or their solicitor (if any), and must be served, or, if posted, must be sent by post in sufficient time to reach the above-named petitioner's address for service not later than 4 o'clock in the afternoon of Thursday, the 12th day of October 1978.

4324

M. 362/78

In the Supreme Court of New Zealand
Christchurch Registry

IN THE MATTER of the Companies Act 1955, and IN THE MATTER of ROUNDTREE DEVELOPMENTS LIMITED, a duly incorporated company having its registered office at 135 Hereford Street, Christchurch, and carrying on business as property developers:

NOTICE is hereby given that a petition for the winding up of the above-named company by the Supreme Court was presented to the said Court by SPECTRUM PAINTERS LIMITED, a duly incorporated company having its registered office at Christchurch, on the 22nd day of August 1978; and that the said petition is directed to be heard before the Court sitting at Christchurch on the 20th day of September 1978, at ten o'clock in the forenoon; and any creditor or contributory of the said company desirous to support or oppose the making of an order on the said petition may appear at the time of hearing in person or by his counsel for that purpose; and a copy of the petition will be furnished by the undersigned to any creditor or contributory of the said company requiring a copy on payment of the regulated charge for the same.

C. M. MARSHALL, Solicitor for the Petitioner.

This notice is given by Colin Marcus Marshall, solicitor for the petitioner, whose address for service is at the offices of Messrs Hattaway, Quigley, MacLean & Partners, 47 Cathedral Square, Christchurch.

NOTE—Any person who intends to appear on the hearing of the said petition must serve on, or send by post to, the above-named, notice in writing of his intention so to do. The notice must state the name, address, and description of the person, or if a firm, the name, address, and description of the firm, and an address for service within 3 miles of the office of the Supreme Court at Christchurch, and must be signed by the person or firm, or his or their solicitor (if any), and must be served, or, if posted, must be sent by post in sufficient time to reach the above-named petitioner's address for service not later than four o'clock in the afternoon of Tuesday, the 19th day of September 1978.

4243

The Companies Act 1955

J. RATTRAY & SON LTD.

NOTICE is hereby given that the following order of the Supreme Court of New Zealand made at Christchurch on the 12th day of September 1978, and the minute as to the share capital of the company incorporated therein have been registered with the Registrar of Companies, at Christchurch, on the 13th day of September 1978.

No. M. 305/78

In the Supreme Court of New Zealand
Christchurch Registry

IN THE MATTER of section 205 of the Companies Act 1955, and IN THE MATTER of J. RATTRAY & SON LIMITED, a company duly incorporated under the provisions of the

Companies Act 1955, and having its registered office at Christchurch:

BEFORE THE HONOURABLE MR JUSTICE ROPER
TUESDAY, THE 12TH DAY OF SEPTEMBER 1978

UPON reading the notice of motion dated the 6th day of September 1978 for orders sanctioning a Scheme of Arrangement and confirming a Reduction of Capital of the above-named applicant company and the Affidavits of Thomas Algie Leitch, of Christchurch, Solicitor, and James Andrew Veitch, of Christchurch, Company Secretary, filed herein this Court hereby orders:

1. That the Scheme of Arrangement filed herein be sanctioned to the intent that the same shall be binding on all members of the Company and on the Company.

2. That the reduction by \$100,000 of the capital of the Company by the cancellation of the issued 10,000 6% "A" preference shares of \$1 each and by the cancellation of the issued 90,000 5½% "B" preference shares of \$1 each referred to in the special resolution of shareholders of the Company passed at an extraordinary general meeting of the Company on the 6th day of September 1978 be confirmed on the following terms and conditions

- (i) That the sum of \$100,000 being the paid up share capital on the issued 10,000 6% "A" preference shares and the issued 90,000 5½% "B" preference shares be transferred to an account in the books of the Company to be called "Preference Share Redemption Account",
- (ii) That the sum of \$50,000 or such other sum as shall equal the nominal value of ordinary shares to be allotted to the holders of the cancelled preference shares under the provisions of the said Scheme of Arrangement may be transferred from the Preference Share Redemption Account and applied in paying up in full such ordinary shares on allotment,
- (iii) That the balance of the Preference Share Redemption Account then remaining be held, applied and paid as if such account were a share premium account established under Section 64 of the Companies Act 1955.

3. That the following Minute as to the share capital of the Company be approved pursuant to Section 78 of the Companies Act 1955:

The authorised capital of J. Rattray & Son Limited is \$2,500,000 divided into 2,500,000 ordinary shares of \$1 each the previously existing 10,000 6% "A" preference shares and the previously existing 90,000 5½% "B" preference shares having been cancelled and immediately following thereon the authorised capital having been increased by the creation of 100,000 ordinary shares by the adoption of a Scheme of Arrangement and the passing of resolutions giving effect thereto on the 6th day of September 1978 and subsequently approved by the Supreme Court of New Zealand and that the sum of \$1 has been paid or is deemed to have been paid up on each of the issued shares of the Company.

4. That notice of the registration of this Order and of the said Minute with the Registrar of Companies be published once in the *New Zealand Gazette*.

By the Court:

J. J. P. BALCAR, Deputy Registrar.

SCHEME OF ARRANGEMENT

(UNDER SECTION 205 OF THE COMPANIES ACT 1955)

To Convert all Preference Shares into Ordinary Shares

Between: J. Rattray & Son Ltd. and

- (i) the holders of the 6% "A" Preference shares of the Company,
- (ii) the holders of the 5½% "B" Preference shares of the Company, and
- (iii) the holders of the Ordinary shares of the Company being collectively all the members of the Company.

A. THE PRESENT SHARE CAPITAL

1. The authorised share capital of the Company is \$2,500,000 comprising:

- (a) 2,400,000 Ordinary shares of \$1 each
 - (b) 10,000 6% "A" Preference shares of \$1 each
 - (c) 90,000 5½% "B" Preference shares of \$1 each
- The issued share capital is \$1,949,804 comprising:
- (a) 1,849,804 Ordinary shares of \$1 each all fully paid up
 - (b) 10,000 6% "A" Preference shares of \$1 each all fully paid up
 - (c) 90,000 5½% "B" Preference shares of \$1 each all fully paid up.