

Resolution for Liquidation - body { font-family: 'Times New Roman', serif; margin: 40px; line-height: 1.6; } .header { text-align: center; margin-bottom: 30px; border-bottom: 2px solid #000; padding-bottom: 20px; } .company-details { background: #f5f5f5; padding: 15px; margin: 20px 0; border-left: 4px solid #333; } .financial-summary { background: #fff3cd; padding: 15px; margin: 20px 0; border: 1px solid #ffc107; } .clauses { margin: 20px 0; } .clause { margin: 10px 0; padding: 8px; border-left: 3px solid #007bff; } .assets-table, .liabilities-table { width: 100%; border-collapse: collapse; margin: 15px 0; } .assets-table th, .assets-table td, .liabilities-table th, .liabilities-table td { border: 1px solid #ddd; padding: 10px; text-align: left; } .assets-table th, .liabilities-table th { background-color: #f2f2f2; font-weight: bold; } .creditors-section { margin: 20px 0; } .signatures { margin-top: 40px; } .signature-line { margin: 20px 0; border-bottom: 1px solid #000; width: 300px; } .amount { text-align: right; font-weight: bold; } .total-row { background-color: #e9ecef; font-weight: bold; } .warning { background: #f8d7da; border: 1px solid #f5c6cb; padding: 10px; margin: 15px 0; color: #721c24; }

RESOLUTION OF DIRECTORS VOLUNTARY LIQUIDATION

COMPANY DETAILS **Company Name:** Australian Business Number (ABN): Australian Company Number (ACN): **Entity Type:** Proprietary Limited Company **Registered Office:** Not specified **Industry:** Not specified **Resolution Date:** 09 July 2025 **Resolution Number:** RES-09-July-2025

FINANCIAL POSITION SUMMARY **Estimated Total Assets:** \$0 **Estimated Total Liabilities:** \$0 **Estimated Deficiency:** \$0

INSOLVENCY DECLARATION: The Directors hereby declare that the company is insolvent and unable to pay its debts as and when they fall due, and that there is no reasonable prospect that the company will be able to pay its debts within the next 12 months.

DIRECTORS' RESOLUTION We, the undersigned directors of , having met in Board Meeting on 09 July 2025, hereby unanimously resolve as follows:

1. INSOLVENCY DECLARATIONS: That the company is balance sheet insolvent, with liabilities exceeding assets on both book and market value bases. **2. LIQUIDATION RESOLUTIONS:** That the company be wound up by way of Creditors' Voluntary Liquidation pursuant to sections 491-494 of the Corporations Act 2001 (Cth). **3. LIQUIDATOR APPOINTMENTS:** That John Smith (Registration No. LIQ12345) be appointed as liquidator of the company effective from 09 July 2025. **4. ASSET PRESERVATION:** That asset preservation orders be implemented to prevent dissipation of company property during the liquidation process. **5. DIRECTOR POWERS:** That the powers of the directors cease upon the appointment of the liquidator, except as may be required to assist the liquidator in the performance of their duties. **6. REGULATORY COMPLIANCE:** That the required forms be lodged with the Australian Securities and Investments Commission (ASIC) within the prescribed timeframes. **7. COOPERATION OBLIGATIONS:** That the directors undertake to provide full cooperation and assistance to the liquidator in the performance of their statutory duties. **8. CREDITOR NOTIFICATIONS:** That publication of the liquidation notice be made in the Government Gazette and local newspaper as required by law. **9. STATUTORY AUTHORIZATIONS:** That the liquidator be granted power to compromise debts, settle legal proceedings, and make distributions to creditors in accordance with statutory priorities.

REASONS FOR LIQUIDATION **Primary Reason Category:** Financial **Immediate Cause:** Financial difficulties and inability to meet debt obligations

Contributing Factors: Declining profit margins Non-payment from key clients Unsustainable debt levels Bad debt accumulation Failure to secure additional funding

Detailed Circumstances: The company has experienced significant financial difficulties including cash flow problems, inability to secure additional funding, and mounting debts that cannot be serviced from current operations. The directors have determined that

liquidation is the most appropriate course of action to ensure orderly wind-up and equitable distribution to creditors.

ASSET SCHEDULE Asset Description Book Value (\$) Estimated Realizable Value (\$)
Notes Plant and Equipment 25,000 8,000 Aged equipment, limited market value Office
Furniture 12,000 3,000 Standard office furniture Computer Equipment 18,000 5,000 2-3
years old, depreciated Trade Debtors 45,000 35,000 Some doubtful debts Inventory
30,000 15,000 Slow-moving stock Cash at Bank 2,500 2,500 Available cash **TOTAL
ASSETS \$132,500 \$68,500 Estimated Recovery: 52%**

LIABILITY SCHEDULE Creditor/Liability Type Amount Owning (\$) Security Status Priority
Commonwealth Bank (Business Loan) 180,000 Secured - General Security Agreement
Secured Trade Creditors - Various 85,000 Unsecured Unsecured Australian Taxation
Office 45,000 Statutory Priority Priority Employee Entitlements 28,000 Statutory Priority
Priority Lease Liabilities 24,000 Unsecured Unsecured Other Creditors 18,000 Unsecured
Unsecured **TOTAL LIABILITIES \$380,000 Estimated Deficiency: \$311,500**

MAJOR CREDITORS **Commonwealth Bank:** \$180,000 (Secured Loan) **ABC Suppliers
Pty Ltd:** \$25,000 (Trade Creditor) **Australian Taxation Office:** \$45,000 (Taxation Debt)
XYZ Equipment Leasing: \$18,000 (Lease Liability)

INSOLVENCY INDICATORS The following factors indicate the company's insolvency:
Inability to pay debts as they fall due Cash flow deficiencies over extended period
Mounting creditor demands and legal threats Inability to secure additional funding
Declining business performance and revenue Loss of key customers and contracts Unable
to meet statutory obligations (ATO, Super) Bank account restrictions and overdraft
exceeded

STATUTORY DECLARATIONS The directors hereby declare and acknowledge that: They
have made full inquiry into the affairs and business of the company They have formed the
opinion that the company cannot by reason of its liabilities continue its business They
believe there is no reasonable prospect that the company will be able to pay its debts All
information provided to the liquidator will be true and accurate They will comply with all
statutory obligations under the Corporations Act 2001

DIRECTORS' SIGNATURES **This resolution was passed by majority vote on 09 July
2025**

John Smith Director Date: 09 July 2025 **Jane Doe** Director Date: 09 July 2025

Liquidator Contact Details: John Smith Registered Liquidator (LIQ12345) Phone: (02)
9000 0000 Email: liquidator@example.com