



**NEW ZEALAND**  
COMPANIES OFFICE

NZ  $\wedge$  More business  
BN  $\vee$  Less work  
NEW ZEALAND BUSINESS NUMBER

# Business Debt Hibernation (BDH)

Companies Office Update



MINISTRY OF BUSINESS,  
INNOVATION & EMPLOYMENT  
HĪKINA WHAKATUTUKI

New Zealand Government

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# Background

- This guide has been created for professional users who are responsible for updating their client's details on the Companies Office registers
- The process will be supported by guidance from the Companies Office to make it as accessible as possible and has been designed in recognition that some directors may be unable to access professional advice or may want to do it themselves
- We encourage directors to seek professional advice from their lawyer and/or accountant
- You may be contacted by these DIY directors who wish to gain executive authority
- All resources and forms are available on [business.govt.nz](https://business.govt.nz) and links are in this document
- This document will be updated to ensure it's up to date and valuable for you









# Key features

- The COVID-19 Business Debt Hibernation regime will enable companies and other business entities affected by the pandemic to place existing debts into hibernation for up to 7 months
- A business may enter into BDH if:
  - ✓ as at 31 December 2019, it was able to pay its debts
  - ✓ at least 80 per cent of the directors (or equivalent) agree that it may do so
  - ✓ the entity has, or in the next 6 months is likely to have, significant liquidity problems
  - ✓ the liquidity problems are, or will be, a result of the effects of COVID-19 on the entity, its debtors, or its creditors and
  - ✓ it is more likely than not that the entity will be able to pay its due debts on and after 30 September 2021
- There are legal obligations that the business needs to meet under the Companies Act 1993 Schedule 13 COVID-19 business debt hibernation to enter and to stay in BDH (see next slide)
- A business can enter into BDH only once and no later than 24 December 2020



# Process

Registrar	Business entity	Creditors
Step 1: Entry Notice		
	Determine if business meets the threshold: <ul style="list-style-type: none"> <li>- able to pay its debts as at 31 Dec 2019</li> <li>- min 80% of directors agree and are acting in good faith</li> <li>- directors in favour sign a certificate (cls 5)</li> </ul>	
Business enters into 1 month protection period when <a href="#">BDH Entry Notice</a> is delivered to the Registrar (cls 6)	 Send entry notice 	Copy of the notice is sent to creditors along with signed certificates, and other information required under (cls 7)
Step 2: Arrangement with creditors		
	Prepare and send proposed arrangement and vote request to creditors (cls 9 and 10) 	Companies Office has prepared a template that businesses can consider using to send to creditors: <a href="#">Creditor Proposal Pro-Forma</a> and <a href="#">Letter to Creditors Template</a>
	Receive and count votes and prepare required certificates (cls 24, 26) 	Creditors vote
Step 3: Creditor Decision Notice		
<a href="#">BDH Creditor Decision Notice Approved</a> BDH is extended by further 6 months <a href="#">BDH Creditor Decision Notice Not Approved</a> BDH ends	 Notify the result of the vote (cls 28) 	Copies of the certificates are sent to creditors (cls 24, 26, 27)



# Useful Links

## **Notices:**

[Business Debt Hibernation Entry Notice \[PDF\]](#)

[Business Debt Hibernation Decision Notice – Approved \[PDF\]](#)

[Business Debt Hibernation Decision Notice – Not Approved \[PDF\]](#)

Business Debt Hibernation Cancellation Notice [TO COME]

## **Helpful Guidance on the Creditor Proposal:**

[Creditor Proposal Pro-Forma and Letter to Creditors Template \[PDF\]](#)



## BUSINESS DEBT HIBERNATION ENTRY NOTICE

Companies Act 1993 Schedule 13 COVID-19 business debt hibernation clause 6(2)

### BUSINESS DETAILS

Name: Test Limited  
Number: 000000  
NZBN: 0000000000000  
Business address: 162 Victoria Street West, Auckland 1142  
Registered address (if any): 162 Victoria Street West, Auckland 1142

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### DECLARATION

As a director (or equivalent), or person acting on behalf of the business entity, who is authorised to deliver this notice to the Registrar, I declare that the board (or equivalent) of the business entity has agreed to enter into Business Debt Hibernation under clause 5 of Schedule 13 of the Companies Act 1993.

Name: Joe Blogs  
Position: Director

Business Debt Hibernation entry date: 31 September 2020

.....

### CONTACT DETAILS

Email address: joeblogs@email.com  
Telephone number: 000 0000 000  
Postal address: Private Bag 92061, Victoria Street West, Auckland 1142



**BUSINESS DEBT HIBERNATION  
CREDITOR DECISION NOTICE  
APPROVED**

Companies Act 1993 Schedule 13 COVID-19 business debt hibernation clause 27(1)(b)

**BUSINESS DETAILS**

Name: Test Limited  
Number: 000000  
NZBN: 0000000000000  
Business address: 162 Victoria Street West, Auckland 1010  
Registered address (if any): 162 Victoria Street West, Auckland 1010

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**DECLARATION**

As a director (or equivalent), or person acting on behalf of the entity, who is authorised to deliver this notice to the Registrar, I declare that the arrangement was approved by the majority in number and value of creditors.

Name: Joe Blogs  
Position: Director

Date of creditors' decision: 10 October 2020

The six months protection period starts on this date.

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**CONTACT DETAILS**

Email address: joeblogs@email.com  
Telephone number: 000 0000 000  
Postal address: Private Bag 92061, Victoria Street West, Auckland 1142





**BUSINESS DEBT HIBERNATION  
CREDITOR DECISION NOTICE  
NOT APPROVED**

Companies Act 1993 Schedule 13 COVID-19 business debt hibernation clause 27(1)(b)

**BUSINESS DETAILS**

Name: Test Limited  
Number: 000000  
NZBN: 00000000000000  
Business address: 162 Victoria Street West, Auckland 1010  
Registered address (if any): 162 Victoria Street West, Auckland 1010

**DECLARATION**

As a director (or equivalent), or person acting on behalf of the entity, who is authorised to deliver this notice to the Registrar, I declare that the arrangement was not approved by the majority in number and value of creditors.

Name: Joe Blogs  
Position: Director

Date of creditors' decision: 10 October 2020

This notice ends the Business Debt Hibernation of the business entity.

**CONTACT DETAILS**

Email address: joeblogs@email.com  
Telephone number: 000 0000 000  
Postal address: Private Bag 92061, Victoria Street West, Auckland 1142



# BDH lifecycle

## 1 month protection period:

- Entity enters into BDH the day they submit the **BDH Entry Notice**
- They then have 1 month to submit the **BDH Creditor Decision Notice** indicating if the agreement between them and the creditors has been approved
- BDH is cancelled when we receive **BDH Creditor Decision – Not Approved Notice**

## 6 month protection period

- Entity extends their BDH by further 6 months from the day creditors approve the agreement
- This date is provided by the entity in the **BDH Creditor Decision – Approved Notice**
- BDH either expires after 6 months or it ends earlier if the entity submits **BDH Cancellation Notice** or the entity goes into insolvency

The High Court has the power to extend or cancel BDH



# BDH for different entity types

Register	Entity types	Customer entry point	BDH Public Visualisation
<b>Companies</b>	- Companies (NZ and overseas)	Companies Office PDF form	Day 1: Banner message, BDH notices in the documents tab, BDH status Soon after: NZBN Register and API, and watchlists
<b>Business Registers</b>	- Incorporated Societies - Charitable Trusts - Limited Partnerships (NZ and overseas)	Companies Office PDF form	Day 1: Banner message, BDH notices in the documents tab, BDH status Soon after: NZBN Register and API, and watchlists
<b>Other registers</b>	- Friendly Societies - Industrial & Provident Societies - Special Bodies	Companies Office PDF form	BDH notices in the documents tab
<b>NZBN Register</b>	- Unincorporated Trusts - Unincorporated Partnerships - Public Sector Entities	Companies Office PDF form	Day 1: Banner message, BDH status, BDH notices in the documents tab – internal only Soon after: NZBN Register and API, and watchlists
<b>Unregistered entities</b>	- Maori entities - Others e.g. unregistered unincorporated entities	Companies Office PDF form	Key details published on the Companies Office website: including BDH status and notices



# Companies Register

## 1 month protection period

API 30NOV17 1113 LIMITED (3011733) Registered Last updated on 30 Apr 2020

[View as Single Page](#) [Certificate of Incorporation](#) [Company Extract](#) [Annual return extract](#) [View National Register](#) [Print](#)

Summary | Addresses | Directors (2) | Shareholdings (3) | Documents (32) | PPSR Search | Authority | NZBN

**This NZ Limited Company is in [COVID-19 Business Debt Hibernation](#)**

Company number: 3011733  
NZBN: 1511996467160  
Incorporation Date: 30 Nov 2016  
Company Status: Registered

Additional NZBN Information [EDIT](#)

Trading Name(s):  
Phone Number(s):  
Email Address(es):  
Website(s):  
Industry Classification(s): K624050 Investment company operation  
[View all NZBN details](#)

Business Debt Hibernation Status: 1 month protection period (Entry Notice received)  
Business Debt Hibernation Status Date: 01 Apr 2020

Entity type: NZ Limited Company  
Constitution filed: No  
AR filing month: October, last filed on [30 Nov 2017](#)  
[Annual return extract](#)  
FRA Reporting Month: March

## 6 month protection period

API 30NOV17 1113 LIMITED (3011733) Registered Last updated on 30 Apr 2020

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Additional NZBN Information [EDIT](#)

Trading Name(s):  
Phone Number(s):  
Email Address(es):  
Website(s):  
Industry Classification(s): K624050 Investment company operation  
[View all NZBN details](#)

Business Debt Hibernation Status: 6 month protection period (Creditor Decision received)  
Business Debt Hibernation Status Date: 01 Apr 2020

Entity type: NZ Limited Company  
Constitution filed: No  
AR filing month: October, last filed on [30 Nov 2017](#)  
[Annual return extract](#)  
FRA Reporting Month: March

## Documents tab

[View as Single Page](#) [Certificate of Incorporation](#) [Company Extract](#) [Annual return extract](#) [Print](#)

Company Summary | Addresses | Directors (1) | Shareholdings (3) | Documents (23) | PPSR Search | NZBN

[SEARCH](#)

Date	Document Type	Size
04 May 2020 10:40	<a href="#">BDH Creditor Decision Notice – Approved</a>	
	<a href="#">BDH Creditor Decision Notice – Approved</a>	616kb
04 May 2020 10:15	<a href="#">BDH Entry Notice</a>	
	<a href="#">BDH Entry Notice</a>	616kb

# Business Registers

## 1 month protection period

**View Details**  
CS IS 1 INCORPORATED (50000400) (NZBN: 1584654999839) [Incorporated Society] Registered

[This entity is in COVID-19 Business Debt Hibernation \(BDH\)](#)

If you want to maintain this entity you need to be [logged in](#) and have authority over the entity

[Request Extract or Certificate](#)

General Details | Addresses | Officers | Filings

Incorporated Society Name	CS IS 1 INCORPORATED
NZBN	1584654999839
Incorporation Number	50000400
Incorporated Society Status	Registered
Business Debt Hibernation Status	1 month protection period - Entry Notice received
Business Debt Hibernation Status Date	10-May-2020
Date of Incorporation	20-Mar-2020

## 6 month protection period

**View Details**  
WOF TESTING 2020 MARCH 24 (NZBN: 1585006694280) Partnership

[This entity is in COVID-19 Business Debt Hibernation \(BDH\)](#)

If you want to maintain this entity you need to be [logged in](#) and have authority over the entity

[Download Details](#)

Business Details | Contact Details | Partners

NZBN	1585006694280
Name	wof testing 2020 march 24
Type	Partnership
Status	Registered
Business Debt Hibernation Status	6 month protection period - Creditor Decision received
Business Debt Hibernation Status Date	10-May-2020
Registration Date	24-Mar-2020

## Documents tab

**View Details**  
AUTO DCR INCSOC 1584999234 INCORPORATED (50000433) (NZBN: 1584999425222) [Incorporated Society] Registered

[This entity is in COVID-19 Business Debt Hibernation \(BDH\)](#)

If you want to maintain this entity you need to be [logged in](#) and have authority over the entity

[Request Extract or Certificate](#)

General Details | Addresses | Officers | Filings

**Filings**

Filing Name	Registered Date
<a href="#">BDH CREDITOR DECISION NOTICE - APPROVED</a>	10-May-2020 09:42:24
<a href="#">BDH ENTRY NOTICE</a>	10-May-2020 09:41:52
<a href="#">APPLICATION TO INCORPORATE A SOCIETY</a>	24-Mar-2020 10:37:05

# Other Registers

## Address Details

Registered Office  
16 Jumbo Way  
Auckland

## Contact Details

Details of contacts have not been provided. This information is optional.

## Documents Registered

Date	Barcode	Description
11-MAY-2020 18:58:26	10063265440	BDH Cancellation Notice
11-MAY-2020 18:57:40	10063265439	BDH Creditor Decision Notice - Declined
11-MAY-2020 18:46:58	10063265428	BDH Creditor Decision Notice - Approved
11-MAY-2020 18:44:55	10063265417	BDH Entry Notice
27-MAR-2017 16:11:38	10060299219	Registration of a Friendly Society

Printed: Wednesday, 13th May 2020 10:28:16 NZST

- Friendly Societies
- Industrial & Provident Societies
- Special Bodies



# Companies Office website (unregistered entities)

Business name	Business address	BDH status	BDH entry date	Notices delivered to the Registrar
ANOTHER TEST BUSINESS ENTITY NAME	987 Any address, Any City, New Zealand	6 month protection period - Creditor Decision received	12/12/2020	<a href="#">BDH Entry Notice [PDF, 104 KB]</a> <a href="#">BDH Creditor Decision Notice [PDF, 104 KB]</a>
TEST BUSINESS ENTITY NAME	123 Any address, Any City, New Zealand	1 month protection period - Entry Notice received	12/12/2020	<a href="#">BDH Entry Notice [PDF, 104 KB]</a>

