SUPPLEME COURT

AUG 12 2020

Nassau, Bahamas

Deponent:

Edmund L. Rahming

No. of Affidavit:

1

10

Date Sworn:

12th August 2020

IN THE SUPREME COURT OF THE BAHAMAS
COMMERCIAL DIVISION

CAUSE NO. COM/bnk/00077 OF 2019

IN THE MATTER OF THE COMPANIES ACT. 1992, CH. 308

AND IN THE MATTER OF PACIFICO GLOBAL ADVISORS LTD.

TENTH AFFIDAVIT OF EDMUND L. RAHMING

I, EDMUND L. RAHMING, Founder and Managing Director of Intelisys Ltd., Chartered Accountant and Certified Public Accountant of #2 Caves Professional Centre, Caves Village, West Bay Street and Blake in the Western District of New Providence, one of the Islands of the Commonwealth of The Bahamas, make OATH and SAY as follows:

- 1. That I am the Official Liquidator of Pacifico Global Advisors Ltd. (In Liquidation) ("PGA").
- 2. Unless otherwise stated the facts and matters deposed hereto are within my knowledge obtained by me in my capacity as the Official Liquidator of PGA. Where the matters deposed hereto are not within my knowledge, they are derived from the sources which I identify and are true to the best of my information and belief.

- 3. There is now produced and shown to me a paginated bundle of true copies of documents to which I will refer in this affidavit marked "Exhibit ELR-1".
 References to page numbers are to those contained in that Exhibit. Redactions have been made to the Exhibit to preserve client confidentiality.
- 4. By an Order dated the 28th October 2019 and filed herein on the 8th November 2019 ("the Supervision Order") the voluntary liquidation of PGA was put under the supervision of the Supreme Court of The Bahamas and I was appointed the Official Liquidator of PGA. In the Supervision Order Intelisys Ltd. and Callenders & Co. ("My Team") were appointed the back-office service provider and legal counsel to the liquidation respectively. There is now produced and shown to me a true copy of the Supervision Order at pages 1 to 4 of Exhibit ELR-1.
- 5. This Affidavit is sworn in support of an application by Summons dated and filed herein on the 12th August 2020 on the part of the Official Liquidator of PGA ("Official Liquidator"), for an Order that this Court inter alia sanction deductions from the trust/fiduciary assets controlled by PGA (excluding trust assets concerning the segregated accounts/sub funds, of the Lyford Diversified Global Fund, SAC ("Lyford Fund"), that are in receivership) ("Non Sub Fund Trust Assets") to pay (a) the liquidation expenses solely attributable to the Non Sub Fund Trust Assets ("Non Sub Fund Trust Expenses") and b) the general liquidation expenses which benefit the Non Sub Fund Trust Assets ("General Liquidation Expenses"). Further, the Official Liquidator proposes that the Trust Expenses and General Liquidation Expenses should be deducted on a pro rata basis from the various Trust Assets such

that each asset contributes a percentage equal to the percentage of that asset of the entire group of Trust Assets.

Background regarding how PGA came into possession of the Trust Assets

- 6. PGA was incorporated on 30th September 2011 and was initially registered and licensed by the Securities Commission of The Bahamas ("SCB"). Its principal activity for the years 2012 to 2014 was providing investment advisory services and discretionary investment management services to its clients. There is now produced and shown to me a true copy of the Incorporation Certificate and SCB Certificate of Registration effective 30th December 2011 at pages 5 to 6 of Exhibit ELR-1.
- 7. On 11th September 2015 PGA's registration and licence with the SCB was upgraded and PGA was then licensed to manage securities, deal as an agent or principal, arrange and advise securities deals. PGA was effectively a broker-dealer. There is now produced and shown to me a true copy of the 11th September 2015 Certificate of Registration with the SCB at page 7 of Exhibit "ELR-1".
- 8. PGA's principal activities offered to clients after September 2015 were managing securities, dealing as agent or principal, arranging deals in securities and advising on securities.
- 9. The Lyford Fund is an open-ended investment fund incorporated in The Bahamas in June 2015. The Lyford Fund was promoted to PGA by executives at inter alia Deltec Bank & Trust Limited ("DBT") and Deltec Fund Services Limited, as a beneficial investment holding structure for PGA's clients. Between October 2016 and June 2017, PGA sponsored approximately twenty Sub Funds/Segregated Accounts ("Sub Funds") linked to the Lyford Fund and PGA had over \$217M (as of December 31,

- 2017) or approximately 70% of its assets under management placed into the Sub Funds.
- 10. PGA acted as the investment manager and custodian to many of the Sub Funds. Many of PGA's clients are investors and accountholders of the Sub Funds. DBT and Ansbacher (Bahamas) Limited also acted as custodians for some of the Sub Funds.
- 11. PGA also acted as custodian of some of its clients' assets which were not a part of the Sub Funds.
- 12. PGA held most of the clients' assets (assets concerning the Sub Funds and Non Sub Fund Trust Assets) in accounts in PGA's name at either Banca CredInvest SA ("CredInvest") or Swissquote Bank Limited ("Swissquote"). PGA's internal records identify the clients on whose behalf PGA was holding the assets.
- 13. PGA's assets under management (assets concerning the Sub Funds and Non Sub Fund Trust Assets) as at year-end December 31 were as follows: 2014: \$118M; 2015: \$282M; 2016: \$334M; 2017: \$314M; 2018: \$229M.

Assets held by the Company

- 14. I have identified the following Company Assets (proprietary assets) held in the name of PGA as at the date 2nd October 2019 (totaling approximately \$1.8 million):
 - a. Combined bank account balances of \$278,288;
 - b. Office furniture, equipment and computers with an estimated realizable value of \$15,460;
 - c. Commissions receivable of approximately \$1.3 million;
 - d. Assets due from Clients and Other receivables of approximately \$100,000; and
 - e. Prepayments and deposits of \$124,068.

15. I have identified the following Trust Assets (assets of clients) held in accounts in PGA's name at Swissquote, Banca CredInvest, DBT and North International Bank (NIB) which had balances as at 30th September 2019 and at 31st October 2019 as setout below:

| Entity | Total as at Sep. 30, 2019 (US\$) | Total as at Oct. 31, 2019 (US\$) |
|----------------------------------|-------------------------------------|----------------------------------------|
| Swissquote | 34,296,729 | 34,296,729 |
| CredInvest | 25,228,811 | 25,228,811 |
| DBT | 15,323,255 | 2,082,651 |
| NIB | 32,067 | 32,067 |
| Total | 74,880,861 | 61,640,257 |
| Balance related to Sub Funds | 67,446,130 | 55,312,967 |
| Balance not related to Sub Funds | 7,434,731 | 6,327,290 |

- 16. As at the 31st October 2019 approximately 0.3% of the assets in the Company's name were Company assets (proprietary assets) and 99.7% of the assets in the Company's name (as shown in the table hereinabove) were trust assets (assets concerning the Sub Funds and Non Sub Fund Trust Assets).
- 17. As shown in the table above, PGA was holding trust assets concerning the Sub funds and not concerning the Sub funds (Non Sub Fund Assets). As at 31st October 2019, approximately 10% of the Trust Assets held by PGA were Non-Sub Fund Trust Assets. It is this 10% of the Trust Assets held by PGA that are the subject of this affidavit.

PGA has minimal proprietary assets and is unable to fund the General Liquidation Expenses, much less the Non Sub Fund Trust Expenses.

- 18. As stated and shown above most of the assets held by PGA in PGA's name appear to be held on a fiduciary basis and appear to qualify as trust assets.
- 19. PGA holds minimal proprietary assets and even less in the way of liquid proprietary assets.

Tasks performed by the Official Liquidator since Appointment that are solely attributable to PGA's trust assets including the Non Sub Fund Trust Assets

- 20. Subsequent to my appointment as Voluntary Liquidator, and including the time period since I have become the Official Liquidator, My Team and I attended to certain tasks solely attributable to the Trust Assets including, but not limited to, the following:
 - a. Conducted a broker statement reconciliation and review of all transactions since my appointment;
 - b. Requested and obtained, where possible, up to date statements of account from the financial institutions holding accounts for PGA;
 - c. Took necessary steps to preserve assets held in PGA's name which include assets held on trust. These steps included submitting requests to banking institutions that all cash accounts be frozen effective as at the date of appointment being 2nd October 2019 and requesting that Custodians do not allow any transactions to occur with respect to securities and accounts held in the name of PGA without the Official Liquidator's authorization;
 - d. Notified all Custodians and/or Brokers retained by PGA of our appointment and requested that all transactions, pending trade orders or any other dealings with

assets of PGA be frozen immediately, and that details of all assets under our control for the benefit of PGA, or its clients or investors, be provided to us forthwith;

- e. Obtained a copy of all data and information stored on PGA's computer system as at the date of appointment and reviewed system access and security measures, including limiting the access to such systems as we deemed appropriate;
- f. Updated the Atrium Finamic System to allocated holdings across clients. The holdings of clients are held in multiple custodian accounts in the name of PGA at multiple custodians. The Atrium Finamic System is used to track and allocate all the holdings across the clients. The system is updated and reconciled monthly; and
- g. Communicated with Callenders & Co. regarding the legal relationship between PGA and the clients associated with the Non Sub Fund Trust Assets.

Tasks performed by the liquidator which benefit the trust assets the most, since the trust assets constitute 99.7% of the liquidation assets, 10% of which benefit the Non Sub Fund Trust Assets. If the liquidator does not attend to the mechanics of the liquidation process, then there will be nobody to analyze and disburse the Non Sub Fund Trust Assets.

- 21. Immediately following my appointment as Voluntary Liquidator, Intelisys and I attended the office of PGA, secured the premises, and took certain other steps including, but not limited to, the following:
 - a. Advised the Director and all staff in attendance of our appointment by resolution of the shareholders and outlined our duties and powers, specifically that all management control of PGA vested in me as the Voluntary Liquidator and that

- no action in respect of the affairs of PGA or its assets, wherever situated, could be taken without my express permission;
- b. Arranged for the locks on the office to be changed and all access to the premises to be controlled by us;
- c. Sold PGA's furniture and moved office;
- d. Gave notice of the winding up of PGA and my appointment as Liquidator to PGA's registered office, directors, employees, professional service providers, banks, Custodians, customers, creditors, and the SCB;
- e. Took control of PGA's bank accounts, and became sole signatories thereon;
- f. Took possession of the books and records of PGA, including its manual records located at its offices and storage facilities; electronic records on the staff computers; electronic records on cloud server; scanned files and placed on our server; and engaged third party service provider to maintain cloud server access;
- g. Reviewed the staffing requirements of PGA in view of the liquidation which resulted in the termination of all staff employed by PGA as at the date of appointment and the engagement of essential staff on casual terms at rates not less than that which PGA had engaged them;
- h. Reviewed PGA's internal accounting records, which are unreliable due to various inconsistencies, and therefore we are in the process of reconciling them;
- Provided notice of call for Proof of Debts and reviewed and analyzed submitted
 Proofs of Debt;

- j. Created a website (www.pga-liqudiation.com) and email address (pgaliquidation@intelisysltd.com) for creditors and clients of PGA to receive communication from the Liquidator and to communicate with the Liquidator;
- k. Completed and distributed the First Interim Report to creditors and clients on 16th
 December 2019. The report detailed our findings based on our preliminary investigations and outlined the further work required;
- Scheduled and held the first meeting of creditors and clients on 16th January 2020 and
- m. Established a Liquidation Committee following a vote of the creditors and clients at the First Creditors Meeting on 16th January 2020. The Liquidation Committee has three members.

The Official Liquidator's proposal of payment of liquidation costs out of the trust assets, including the Non Sub Fund Trust Assets.

- 22. The main source of funding of the trust expenses (including the Non Sub Fund Trust Expenses) and General Liquidation Expenses is client assets held in trust by PGA, i.e. trust assets. The vast majority of costs incurred to date have been for the benefit of PGA's clients claiming trust assets since the trust assets constitute approximately 99.7% of PGA's assets and those clients are the overwhelming majority of the PGA client group.
- 23. As a matter of priority, My Team and I have been considering how to deal with client assets including Non Sub Fund Trust Assets, in terms of *inter alia* identification, preservation, protection, administration and distribution.
- 24. Substantial work has been completed to date and this work has been for the benefit of all of PGA's clients, all of which are trust asset claimants, it being necessary, as

far as possible, to deal with trust assets before progressing the more traditional aspects of the liquidation of PGA's estate. A small percentage of the time spent by My Team and I have dealt with employee matters and landlord issues which would not relate directly to the trust assets, including Non Sub Fund Trust Assets.

- 25. Upon my appointment as Voluntary Liquidator and later Official Liquidator, I became trustee over PGA's trust assets for which various clients and maybe the Receiver of the Sub Funds are beneficiaries. In this regard, my role has been two-fold since the liquidation began: that of a Liquidator of an insolvent company and that of trustee of fiduciary assets, including Non Sub Fund Trust Assets.
- 26. As the Official Liquidator, I am responsible for all of PGA's clients, which is over 100 clients in total, including clients that invested in the Non Sub Fund Trust Assets. The time spent to date in reconciling PGA's client accounts, in various currencies stands to benefit all the fiduciary/trust clients, including the clients concerned with the Non Sub Fund Trust Assets.
- 27. The matters outstanding to bring PGA's liquidation to a close revolve around the completion of assessments of PGA's internal records and ascertaining the client claims concerning the trust assets, including the Non Sub Fund Trust Assets. That work is all regarding the trust assets.
- 28. Upon close review of PGA's internal accounting records, I found that I could not rely on PGA's records due to various inconsistencies, which required accounts to be reconciled before the trust assets, including the Non Sub Fund Trust Assets, can be returned to the clients. The process of returning clients assets to them ultimately benefits PGA clients claiming under the Non Sub Fund Trust Assets.

29. As PGA has limited assets, I seek an Order that the Non Sub Fund Trust Expenses be paid from the Non Sub Fund Trust Assets and a portion of the General Liquidation Expenses be paid from the Non Sub Fund Trust Assets.

The PGA Liquidation Committee ("LC") and the Creditor Claimants were informed of the Official Liquidator's intent to seek the Court's sanction of the trust assets, including the Non Sub Fund Trust Assets, paying the trust expenses (including the Non Sub Fund Trust Expenses) and General Liquidation Expenses.

- 30. My General Counsel has advised that the each LC member was served with the Summons dated and filed herein on the 26th February, 2020 ("February Summons") on the part of the Official Liquidator and my Sixth Affidavit dated the 26th February 2020 and filed herein on the 28th February, A.D., 2020 ("Sixth Affidavit") on the 2nd March, A.D., 2020. My office also sent the Summons and Sixth Affidavit to each LC member by email on the 13th March, A.D, 2020. There is now produced and shown to me a true copy of that email I sent to the LC members at page 8 of Exhibit ELR-1.
- 31. The Summons and Sixth Affidavit were discussed at the first LC meeting on the 19th March, A.D., 2020. The LC objected to payment of trust expenses and General liquidation Expenses from the trust assets. Those objections are set out in the Affidavit of Luca Lanciano and Alexander P. Maillis II dated and filed herein on the 21st May 2020 and were canvassed before Justice McKay at the hearings regarding the Sub Fund trust assets paying *inter alia* trust expenses solely attributable to them and a portion of the General Liquidation Expenses.
- 32. Since the LC Counsel shall be served with a copy of this Summons and Tenth Affidavit I will leave it to them to indicate their position regarding the current Summons.

- Non Sub Fund Trust Assets) to pay the expenses, any PGA creditors or claimants who were interested in appearing before this Court were put on Notice as of my 13th March 2020 posting of those two documents in the Court Documentation section of the PGA website (www.pga-liquidation.com), which is open to the public, including PGA creditors/claimants. I posted the documents so that the creditors/claimants, including persons claiming under the Non Sub fund Trust Assets, could know what was occurring in the PGA liquidation. I have not received any objections/approvals from individual creditors/creditor claimants to the issue of the Non Sub Fund Trust Assets paying a portion of the trust expenses and the General Liquidation Expenses. There is now produced and shown to me a true copy of that website posting at pages 9 to 10 of Exhibit ELR-1.
- 34. Of course, once the Summons and Tenth Affidavit are filed with the Supreme Court Registry, I shall post those documents in the Court Documentation section of the PGA website (www.pga-liquidation.com), which is open to the public, including persons claiming under the Non Sub fund Trust Assets.

The hearing before Justice McKay regarding whether PGA can get payment of 90% of the trust expenses and 90% of the General Liquidation Expenses from the Sub Fund trust assets.

- 35. This Court may recall that due to the involvement of Davis & Co. representing the Receiver of the Sub Funds, we argued the issue of payment from the Sub Funds before Justice McKay.
- 36. Justice McKay heard the matter on the 9th June 2020 and we are awaiting her Ruling regarding the Sub Fund trust assets.

Conclusion

- 37. I verily believe that much of the work performed for PGA to date, namely work involving complex issues and determining to whom assets belong, has been solely for the benefit of the PGA clients claiming the trust assets, including Non Sub Fund Trust Assets.
- 38. As a result of this, the Non Sub Fund Trust Expenses and General Liquidation Expenses should be borne by the trust assets, including the Non Sub Fund Trust Assets, by way of disbursements based on the percentage that each trust asset constitutes of the entire group of Trust Assets or otherwise as this Honourable Court deems reasonable.
- 39. We have undertaken significant work to date to understand the basis upon which PGA held assets of the clients and the rightful title holder of those assets.
- 40. The Liquidator requests the Court approve in principle that the Liquidator is to receive remuneration from the Non Sub Fund Trust Assets, for the work done and for costs incurred, to date and going forward, in respect of: i) the identification, realization, preservation, protection, distribution and administration of Non Sub Fund Trust Assets and ii) the General Liquidation Expenses, to date and going forward, from the Non Sub Fund Trust Assets.
- 41. I verily believe that PGA has insufficient assets of its own to cover the liquidation costs, i.e. the trust asset expenses, including the Non Sub Fund Trust Expenses, and the General Liquidation Expenses.

- 42. I humbly request this Honourable Court grant that all Non Sub Fund Trust Expenses and approximately 10% of the General Liquidation Expenses be paid out of Non Sub Fund Trust Assets.
- 43. The contents of this Affidavit are true and correct to the best of my knowledge, information and belief.

| SWORN TO a | at the City of Nassau |) |
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New Providence, this 12th day of

August, A.D., 2020

BEFORE ME,

NOTARY PUBLIC

IN THE SUPREME COURT OF THE BAHAMAS

COMMERCIAL DIVISION

CAUSE NO. COM/bnk/00077 OF 2019

IN THE MATTER OF THE COMPANIES ACT, 1992, CH. 308

AND IN THE MATTER OF PACIFICO GLOBAL ADVISORS LTD

CERTIFICATE

This is the **Exhibit** marked "**ELR-1**" referred to in the Affidavit of **EDMUND L. RAHMING** sworn to the 12th day of August, A.D., 2020.

DATED the 12th day of August, A.D., 2020.

NOTARY PUBLIC

IN THE SUPREME COURT OF THE BAHAMAS COMMERCIAL DIVISION

SUPREME COURT

NOV 08 2019

Nassau, Bahamas

CAUSE NO. COM/bnk/00077 OF 2019

IN THE MATTER OF THE COMPANIES ACT, 1992, CH. 308

AND IN THE MATTER OF PACIFICO GLOBAL ADVISORS LTD.

SUPERVISION ORDER

BEFORE the Honourable Mr. Justice Ian Winder, Judge of the Supreme Court, in Chambers.

upon Hearing Mrs. Simone Morgan-Gomez, Mrs. Courtney Pearce-Hanna and Ms. Philisea Bethel Counsel for Mr. Edmund Rahming of INTELISYS, 2 Caves Professional Center, Caves Village, West Bay Street & Blake Road, Nassau, The Bahamas ("Voluntary Liquidator") upon his petition for an order that the liquidation of Pacifico Global Advisors Ltd. ("the Company") continue under the supervision of the Court and Messrs. Gawaine Ward and Gladstone Brown of the Securities Commission of The Bahamas.

AND UPON READING the following documents: Winding Up Petition dated 23rd
October 2019 and filed herein on 24th October 2019; Summons for Directions dated 23rd
October 2019 and filed herein on 4th October 2019; First Affidavit of Edmund Rahming:
in Support of Winding Up Petition sworn 23rd October 2019 and filed herein on 24th
October 2019; Second Affidavit of Edmund Rahming: Regarding Acceptance of

Appointment as Official Liquidator sworn 23rd October 2019 and filed herein on 24th October 2019 and Certificate of Urgency dated 24th October 2019 and filed herein on 25th October 2019.

AND UPON THE COURT BEING SATISFIED that the Voluntary Liquidator is a qualified insolvency practitioner.

IT IS HEREBY ORDERED THAT:

- The liquidation of the Company be continued under the supervision of the Court.
- 2. The commencement date of the liquidation herein is 2nd October 2019.
- 3. Mr. Edmund Rahming, Chartered Accountant and Managing Director in the accountancy and asset recovery services company of Intelisys Ltd., situate at 2 Caves Professional Center, Caves Village, West Bay Street & Blake Road, Nassau, The Bahamas be appointed as the Official Liquidator of the Company.
- 4. The company INTELISYS of 2 Caves Professional Center, Caves Village, West Bay Street & Blake Road, Nassau, The Bahamas be appointed to provide back office support services to the Company.
- 5. The law firm of Callenders & Co. of No.1 Millars Court, Nassau, The Bahamas be appointed to provide which will provide general counsel legal services.
- 6. All costs incurred by Mr. Rahming and his advisors to date shall be costs in the liquidation.

7. The Official Liquidator of the Company has liberty to apply.

DATED the 28th day of October, A.D., 2019.

FILED the &Aday of November, A.D., 2019.

BY ORDER OF THE COURT

REGISTRAR

This Order was filed by CALLENDERS & CO., of No. 1 Millars Court, Nassau, N.P. Attorneys for the Official Liquidator.

IN THE SUPREME COURT OF THE BAHAMAS

COMMERCIAL DIVISION

IN THE MATTER OF THE COMPANIES ACT, 1992, CH. 308

AND IN THE MATTER OF PACIFICO GLOBAL ADVISORS LTD.

SUPERVISION ORDER

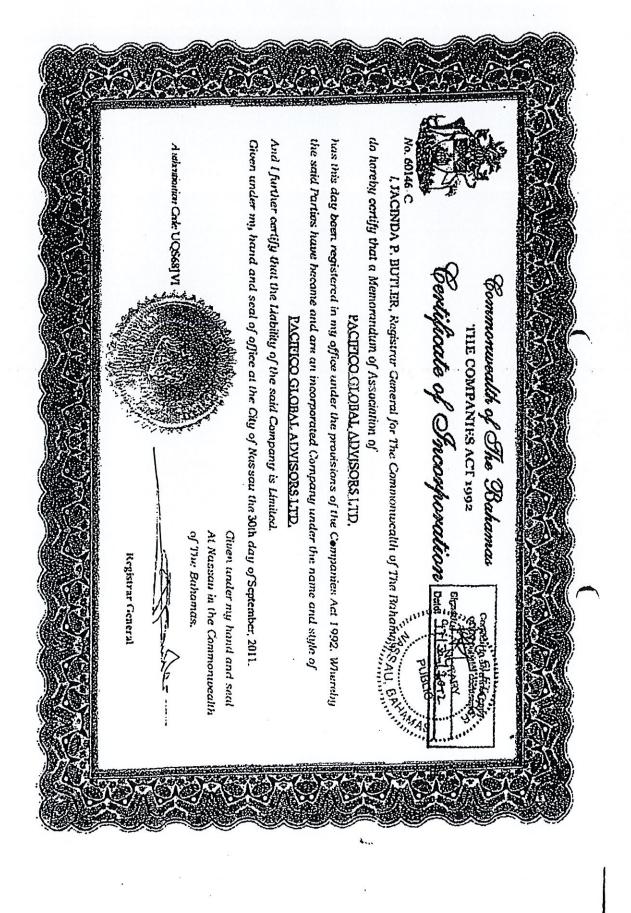
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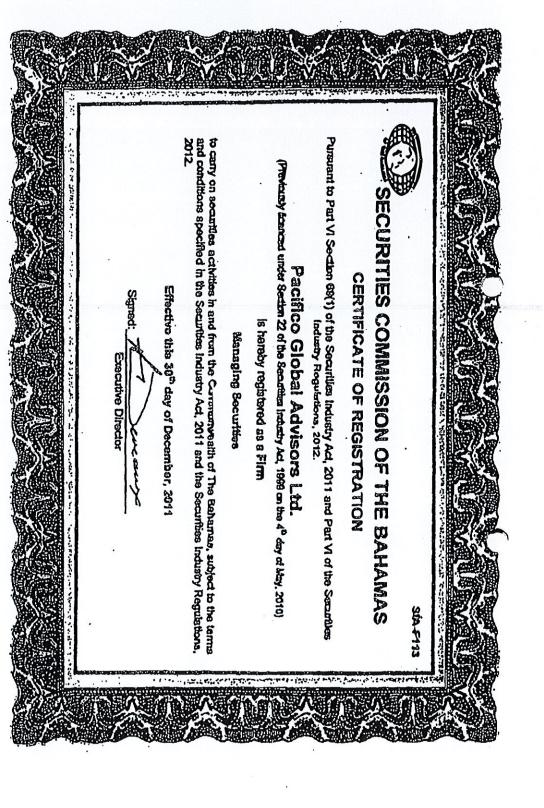
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Chambers
One Millars Court
Nassau, N.P., The Bahamas

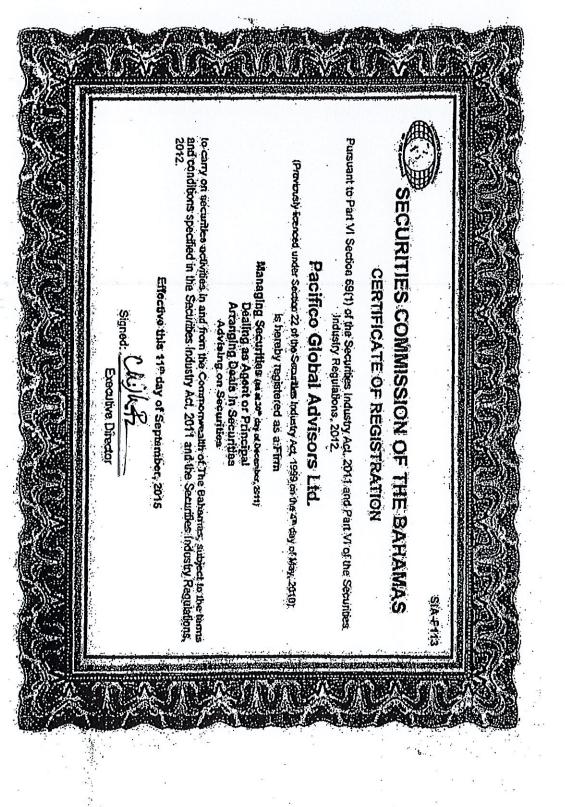
Attorneys for the Official Liquidator

SAM-G/PB/25078.0001





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Edmund Rahming

From:

Kelia Duncombe

Sent:

Friday, March 13, 2020 1:16 PM

To:

Luca Lanciano; Paul Winder; apmiilaw@hotmail.com

Cc:

Edmund Rahming; Pacifico Global Advisors Ltd.

Subject:

Attachments:

Pacifico Global Advisors Ltd (in Official Liquidation) - Sixth Affidavit and Summons Pacifico Global - Sixth Affidavit of Ed Rahming.pdf; PGA - FILED SUMMONS WITH DATE

RE_ Sixth Affidavit.pdf

Dear Liquidation Committee,

For your information please find attached the following documents:

- 1. Sixth Affidavit of the Official Liquidator
- 2. Filed summons

This information may also be found on the liquidation website www.pga-liquidation.com .

Kind regards,

Kelia Duncombe

Sr. Analyst, Financial Advisory Services

Office Tel +1 242 327 4001/3 | USA Tel +1 305 722 3481 kduncombe@intelisysltd.com| www.intelisysltd.com Caves Village | No. 2 Caves Professional Center |Blake Road and West Bay Street P.O. Box SP-64064 | Nassau | The Bahamas



RESTRUCTURE. RECOVER. RESTORE

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STATUTORY DOCUMENTS



CREDITORS, CLIENTS & INVESTORS

COURT DOCUMENTATION

CONTACT



Court





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CREDITORS, CLIENTS & INVESTORS

COURT DOCUMENTATION

CONTACT

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IN THE SUPREME COURT OF THE BAHAMAS

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TENTH AFFIDAVIT **OF** EDMUND L. RAHMING

2019

COM/bnk/00077

Callender & Co. CALLENDERS & CO.

Chambers One Millars Court Nassau, N.P., The Bahamas

Attorneys for the Official Liquidator SAM-G/PB/25078.0001