

THE  
DREYFUS FUND  
INTERNATIONAL  
LIMITED

(In Official Liquidation)

Sixteenth Report of the  
Joint Official  
Liquidators

For the period 1<sup>st</sup> January, A.D., 2024 to 30<sup>th</sup> June, A.D.,  
2024

To:

The Supreme Court of the Commonwealth of  
The Bahamas, the Securities Commission of  
The Bahamas, Creditors, Directors, and  
Shareholders

Respectfully Submitted By:

Mark E. Munnings and Tiphaney C. Russell

As Joint Official Liquidators for

The Dreyfus Fund International Limited  
(In Official Liquidation)

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# 1. Introduction

## 1.1. Scope of Engagement

- 1.1.1. At a meeting of the members of The Dreyfus Fund International Limited (“**the Company**”), held on 1<sup>st</sup> July, A.D., 2014 (“**the Liquidation Date**”), it was resolved that the Company be wound up and that, Messrs. Raymond L. Winder and Mark E. Munnings, Chartered Accountants and Partners in the accounting firm of Deloitte & Touche Bahamas, be appointed as the Company’s Joint Voluntary Liquidators. After receiving a directive from the Securities Commission of The Bahamas (“**the Commission**”), an application was filed with the Supreme Court of The Bahamas (“**the Court**”) to continue the Company’s liquidation under the supervision of the Court. Subsequently, an order was granted as prayed on 18<sup>th</sup> March, A.D., 2015 (“**the Supervision Order**”), thus appointing us as the Company’s Joint Official Liquidators (“**Official Liquidators**”). A copy of the Supervision Order is now produced and shown to us to be exhibited hereto marked “**Appendix I**”. Mr. Raymond L. Winder resigned as an Official Liquidator and was succeeded by Ms. Tiphaney C. Russell by orders dated 13<sup>th</sup> July, A.D., 2023 and filed herein on 19<sup>th</sup> July, A.D., 2023. Copies of the Orders are now produced and shown to us to be exhibited hereto marked “**Appendix III**” and “**Appendix IV,**” respectively.
- 1.1.2. As the Official Liquidators, we hereby present our sixteenth Official Liquidators’ report to the group of interested parties constituting: the Court, the Commission and the Company’s Creditors, Directors, and Shareholders (sometimes hereinafter jointly referred to as “**the Interested Parties**”).

## 1.2. Background

1.2.1. The Company was incorporated under the Companies Act, 1866 on the 22<sup>nd</sup> May, A.D., 1964 by Trust Corporation of Bahamas Limited as a company limited by guarantee and not having capital divided into shares. However, the Company's Articles of Association provided that the Company shall have members, whose interest in the Company shall be defined in terms of shares. The number of such shares held determined a member's interest in the net assets of the Company.

1.2.2. As per the Company's unaudited Financial Statements as of 30<sup>th</sup> June, A.D., 2014, there are 101,452 issued and outstanding shares. The nominee shareholders of the Company, as at 10 January 2014, comprise the following:

1. Maridi Investment Company Limited,
2. Adansonia Investments Limited, and
3. Maridi Investment Company Limited A/C Baycom, Inc.

1.2.3. We were informed that the Company acted as an open-end fund and invested solely in shares in The Dreyfus Fund Incorporated, a United States open end investment company. Nonetheless, as per the audited financial statements of Ernst and Young, LLP, at 30<sup>th</sup> June, A.D., 1998, the Company's last share issuance was in 1997 and we were advised that only redemptions from the Fund have been authorized since that time. As such, the Company's members had been considering placing the Company into liquidation for several years.

1.2.4. The Dreyfus Corporation ("Dreyfus") served as the Company's Investment Adviser, Citigroup Canada ("Citigroup") served as the Company's Administrator and the Company's Registrar and Transfer Agent was Société Générale Private Banking (Bahamas) Limited ("SG"). The Company had its Registered Office at Lyford Cay House, Lyford Cay, The Bahamas.

## 1.3. Sources of Information

1.3.1. Specific details of the sources of information used and relied upon are given where referred to in this report.

#### **1.4. Limitation**

1.4.1. During the reporting period we have relied on the integrity of the information and documents provided to us. Although we have sought to cross check information from different sources, to confirm its accuracy, we have not independently verified all the information and documentation upon which we have relied on during the reporting period. In light of the above, we report solely on factual matters and reserve the right to amend this report should additional information come to our attention.

#### **1.5. Currency**

1.5.1. The Company's activities are conducted in United States Dollars (US\$) and therefore all references to currency are in US\$ unless otherwise stated.

#### **1.6. Summary**

1.6.1. The purpose of this report is to detail our actions taken as the Official Liquidators and to notify parties interested in the Company's winding up proceedings of the steps taken during the liquidation process.

## 2. Objectives of this Report

### 2.1. Objectives

2.1.1. The objectives of this report are as follows:

- (a) To advise Interested Parties of the steps that have been taken by us as the Official Liquidators for the period of 1<sup>st</sup> January, A.D., 2024 to 30<sup>th</sup> June, A.D., 2024.
- (b) To identify challenges discovered in the Company's liquidation.
- (c) To identify and/or provide any further steps to be taken by us as the Official Liquidators.

## 3. Steps Taken by the Official Liquidators

### 3.1. Tasks Performed

3.1.1. After our appointment as the Official Liquidators, the following tasks were performed and/or taken by us and our Agents in the execution of our duties as Official Liquidators.

- (a) Engaged Deloitte & Touche Bahamas (“**Agents**”) to assist us in the Company’s winding-up proceedings. The Agents’ services included, but were not limited to the following:
  - meeting with and carrying out the instructions of the Official Liquidators.
  - reviewing the Company’s records.
  - liaising with other interested parties including Dreyfus, SG, Citigroup, etc., to obtain a history of the Company’s and creditor’s activities and to discuss other matters.
  - liaising with the Company’s creditors, via mail, email, and telephone, regarding their accounts and addressing their questions.
  - carrying out other tasks as deemed necessary in the Company’s winding up proceedings.
- (b) Engaged Callenders & Co. Counsel & Attorneys-At-Law as our Attorneys to aid in the liquidation process.
- (c) Managed the Company’s winding up proceedings.



- (d) Reviewed the Company's records, including accounting, corporate, and general correspondence to ascertain the Company's status as of the date of the commencement of the Company's liquidation.
- (e) Held meetings with our Agents and Attorneys to discuss the Company's winding-up proceedings, problems/challenges encountered and resolution of the same, tasks to be performed by them and instructed them on various matters.
- (f) Reviewed beneficiary KYC records, adjudicated claims and paid interim and final distributions.
- (g) Paid the liquidation expenses including Official Liquidators' and agents' fees and legal fees.

## 4. The Official Liquidators' Findings

### 4.1. Assets

4.1.1. At the Liquidation Date, the Company's assets amounted to approximately twenty-six million, thirty-eight thousand, nine hundred and fifty-three United States dollars (US\$26,038,953). The assets comprised of:

- (a) an investment in two million, one hundred and seventeen thousand, six hundred and sixty-three (2,117,663) shares of The Dreyfus Fund Incorporated at twelve dollars and twenty-six cents (\$12.26) per share, which amounted to twenty-five million, nine hundred and sixty-two thousand, five hundred and forty-eight dollars (US\$25,962,548), and
- (b) cash held at CIBC Mellon in the amount of seventy-six thousand, four hundred and five dollars (US\$76,405). A summary of the Company's unaudited statements as at 30<sup>th</sup> June, A.D., 2014 is shown as "**Appendix II**".

- 4.1.2. Below is the movement in the Company's assets for the period of 1<sup>st</sup> January, A.D., 2024 to 30<sup>th</sup> June, A.D., 2024.

**THE DREYFUS FUND INTERNATIONAL LIMITED (IN OFFICIAL LIQUIDATION)**  
**RECEIPTS AND DISBURSEMENTS ACCOUNT**  
**FOR THE PERIOD**  
**1 JANUARY 2024 TO 30 JUNE 2024**  
*(Expressed in United States Dollars)*

<b>Beginning Cash Balance @ 1 January 2024</b>	<b>\$</b>	<b>23,172,565.89</b>
<b>Receipts</b>		
Duplicate Charge Reversal	\$	86.56
Total	\$	86.56
<b>Disbursements</b>		
CIBC Administration Fees	\$	3,692.07
Bank Charges	\$	496.00
Bank Charges - VAT	\$	21.60
Total	\$	4,209.67
<b>Ending Cash Balance @ 30 June 2024</b>	<b>\$</b>	<b>23,168,442.78</b>

## 4.2. Creditors

- 4.2.1. We were informed that the Company had no liabilities as at the Liquidation Date. The Company's investors were said to be the beneficial owners of the Company's assets and based on our investigation of the records of the Company and discussions with Dreyfus, Citigroup, and SG, we assumed responsibility for approximately seven hundred and thirty (730) investors ("**the Investors**") located in approximately fifty (50) countries. Based on legal discussions, the Investors are now deemed creditors ("**the Creditors**") of the Company. There have been no changes as per the date of this report.

### 4.3. Claims

- 4.3.1. Prior to the date of this report, thirty-four (34) Creditors who were included in the Company's seven hundred and thirty (730) list of Creditors, have contacted us, and submitted a claim in the Company's liquidation. The said Creditors and/or their beneficiary(ies) have provided us with some form of documentation, in support of their claim as a Creditor. Consequently, the claims were adjudicated and approximately two million, ninety-seven thousand United States Dollars (US\$2,097,000.00) was successfully paid in dividends. As per the date of this report, we have one (1) pending claim for which we await the requisite documentation. Further, as per the date of this report, one (1) claim was rejected.
- 4.3.2. With that stated, to the date of this report, thirty-four (34) Creditors and/or their beneficiary(ies) claimed and were paid dividends with an aggregate total of two million, ninety-seven thousand United States Dollars (US\$2,097,000.00).

## 5. Liquidation Highlights

### 5.1. Rejection of claim

5.1.1. The Official Liquidators reviewed the Proof of Claim and supporting documentation provided by individuals purporting to be Creditors of the Company. The claim was initially submitted on 14<sup>th</sup> July, A.D., 2023, and rejected in full on 13<sup>th</sup> May, A.D., 2024 as there were no accounts, amounts and/or shareholdings in the claimants' name.

### 5.2. Liquidation expense approval and application

5.2.1. The Official Liquidators intend to seek approval from the Contributories and apply to the Court for the approval of the liquidation expenses for the period of 1<sup>st</sup> October, A.D., 2023 to 30<sup>th</sup> June, A.D., 2024.

## 6. Next Steps

### 6.1. Tasks to be performed

6.1.1. As the Company's winding up proceedings continue, tasks to be performed are listed below, but are not limited to the following:


- (a) maintaining the Company's assets.
- (b) reviewing the Company's records to assist with issuing first and final dividend distributions.
- (c) liaising with the Interested Parties, which would include but are not limited to:
  - Creditors and/or their attorneys or representatives
  - Deltec
  - Financial Institutions and
  - Local regulators (the Commission, Registrar, etc.)
- (d) preparing and filing periodic reports with the Court.

# 7. Conclusion

## 7.1. Summary

7.1.1. I, Mark E. Munnings present this report with the concurrence of my Joint Official Liquidator, Tiphaney C. Russell. As the Official Liquidators, we have abided by the laws and provisions of the Companies Act, 1992, Ch. 308, the Companies Liquidation Rules, 2012 and the Companies (Winding Up Amendment) Act, 2011. This report covers the period of 1<sup>st</sup> January, A.D., 2024 to 30<sup>th</sup> June, A.D., 2024 and will be followed by subsequent periodic reports.

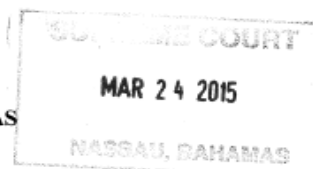
Respectfully submitted this 30<sup>th</sup> day of June, A.D., 2024, this our sixteenth Official Liquidators' report.

  
\_\_\_\_\_  
**Mark E. Munnings**  
**Joint Official Liquidator**

# Appendix I

## Supervision Order

IN THE SUPREME COURT OF THE BAHAMAS  
COMMERCIAL DIVISION



CAUSE NO. COM/com/00099 OF 2014

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

AND IN THE MATTER OF THE DREYFUS FUND INTERNATIONAL LIMITED

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### SUPERVISION ORDER

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**BEFORE** Her Ladyship The Honourable Madame Justice Deborah Fraser, Judge of the Supreme Court, in Chambers.

**AND UPON HEARING** Mrs. Simone Morgan-Gomez of Messrs. Callenders & Co., Counsel for Messrs. Raymond L. Winder and Mark E. Munnings ("**Voluntary Liquidators**") of Deloitte & Touche, 2<sup>nd</sup> Terrace West, Centerville, Nassau, The Bahamas, upon their Petition for an order that the liquidation of Dreyfus Fund International Limited ("**the Company**") continue under the supervision of the Court.

**AND UPON READING** the following documents: Petition dated and filed herein on 12<sup>th</sup> December 2014 ("**the Petition**"); Summons for Directions dated and filed herein on 12<sup>th</sup> December 2014; verifying First Affidavit of Mark E. Munnings and Raymond L. Winder dated 12<sup>th</sup> December 2014 and filed herein on 15<sup>th</sup> December 2014; First Affidavit of Mark E. Munnings dated 12<sup>th</sup> December 2014 and filed herein on 15<sup>th</sup> December 2014; First Affidavit of Raymond L. Winder dated 12<sup>th</sup> December 2014 and filed herein on 15<sup>th</sup> December 2014; Affidavit of Hillary H. Deveaux on behalf of the

1



Securities Commission of The Bahamas (“**the Securities Commission**”) filed herein on 23<sup>rd</sup> December 2014; Affidavit of Doreen Deal dated and filed herein on 13<sup>th</sup> March 2015; and the Affidavit of Martin A. Lundy, II dated and filed herein on 16<sup>th</sup> March 2015.

**AND UPON THE COURT BEING SATISFIED** that the Voluntary Liquidators are qualified insolvency practitioners.

**IT IS HEREBY ORDERED THAT:**

1. The liquidation of the Company be continued under the supervision of the Court.
2. Messrs. Raymond L. Winder and Mark E. Munnings, Chartered Accountants and Partners in the accounting firm of Deloitte & Touche, 2<sup>nd</sup> Terrace West, Centerville, Nassau, The Bahamas, be appointed Official Liquidators of the Company.
3. The firm of Deloitte & Touche of 2<sup>nd</sup> Terrace West, Centerville, Nassau, The Bahamas be appointed to provide back office support services to the Company.
4. The law firm of Callenders & Co. of No.1 Millars Court, Nassau, The Bahamas be appointed to provide general counsel legal services to the Company.
5. The commencement date of the liquidation of the Company is 1<sup>st</sup> July 2014.
6. The Official Liquidators have given an undertaking that they will provide the Securities Commission with a copy of the transcript of the hearing of the Petition, as soon as such transcript is available.

7. All costs incurred by Messrs. Winder and Munnings and their advisors to date shall be costs in the liquidation.
8. The Official Liquidators of the Company have liberty to apply.

**DATED** the 18<sup>th</sup> day of March, A.D., 2015.

**FILED** the 24<sup>th</sup> day of March, A.D., 2015.

**BY ORDER OF THE COURT**

**REGISTRAR**

**This Order was filed by Callenders & Co., One Millars Court, Nassau, The Bahamas. (SMG/gp/13045-000003)**

**IN THE SUPREME COURT OF THE BAHAMAS  
COMMERCIAL DIVISION**

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

**AND IN THE MATTER OF THE DREYFUS  
FUND INTERNATIONAL LIMITED**


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**SUPERVISION ORDER**

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2014

COM/com/00099

  
**Calenders & Co.**  
Chambers  
One Millars Court  
Nassau, N.P., The Bahamas

**Attorneys for the Official Liquidators**

*SAM-G/gp/13045-000003*

# Appendix II

## Unaudited Financial Statements

**THE DREYFUS FUND INTERNATIONAL LIMITED**  
(Incorporated under the laws of the Bahama Islands)  
**FINANCIAL STATEMENTS**  
**AT JUNE 30, 2014**  
**AND FOR THE FIVE YEARS THEN ENDED**

**STATEMENT OF ASSETS AND MEMBERS' INTERESTS—JUNE 30, 2014**  
In United States Dollars

ASSETS	
Investment in 2,117,663 shares of The Dreyfus Fund Incorporated stated at the market value (net asset value) of \$12.26 per share at the close of business June 30, 2014 (cost \$23,635,674) .....	\$ 25,962,548
Cash .....	<u>76,405</u>
Net Assets .....	<u>\$ 26,038,953</u>
MEMBERS' INTERESTS	
"Shares" ISSUED AND OUTSTANDING—Note A:	<i>Number of</i>
	<i>"Shares"</i>
At June 30, 2013 .....	104,967
Less—Amounts paid on redemptions .....	(3,515)
At June 30, 2014 .....	<u>101,452</u>
* Excess of redemptions over paid-in capital.	<u>(28,329,785)*</u>
SURPLUS:	
Undistributed net investment income .....	58,489,759
Accumulated net realized (loss) on investments .....	(6,447,895)
Unrealized (depreciation) of investments .....	<u>2,326,874</u>
	<u>54,368,738</u>
Members' Interests in 101,452 "shares" at market value, equivalent to a net asset value of \$256.66 per "share" .....	<u>\$ 26,038,953</u>

**STATEMENT OF OPERATIONS**  
In United States Dollars

	Year Ended June 30,				
	<u>2010</u>	<u>2011</u>	<u>2012</u>	<u>2013</u>	<u>2014</u>
Investment Income—Note A:					
Dividends and distributions on shares of The Dreyfus Fund Incorporated .....	\$ 135,793	\$ 181,339	\$ 246,527	\$ 455,374	\$2,290,834
Less—U.S. nonresident income taxes withheld from dividends .....	<u>40,738</u>	<u>50,775</u>	<u>54,733</u>	<u>77,526</u>	<u>48,651</u>
Net investment income .....	<u>\$ 95,055</u>	<u>\$ 130,564</u>	<u>\$ 191,794</u>	<u>\$ 377,848</u>	<u>\$2,242,183</u>
REALIZED AND UNREALIZED GAIN					
(LOSS) ON INVESTMENTS:					
Net realized gain (loss) on investments, representing sales of shares of The Dreyfus Fund Incorporated (average cost basis) sold in connection with the redemption of Fund "shares"—Notes A and B .....	\$ (366,820)	\$ (95,562)	\$ (6,411)	\$ (7,841)	\$ 65,063
Unrealized appreciation (depreciation) of investments for the year .....	<u>2,452,368</u>	<u>4,426,448</u>	<u>(436,476)</u>	<u>2,813,788</u>	<u>3,015,140</u>
Net realized and unrealized gain (loss) on investments .....	<u>\$2,085,548</u>	<u>\$ 4,330,886</u>	<u>\$ (442,887)</u>	<u>\$2,805,947</u>	<u>\$3,080,203</u>

See notes to financial statements.

# Appendix III

## Resignation Order



IN THE SUPREME COURT OF THE BAHAMAS  
COMMERCIAL DIVISION

CAUSE NO. COM/com/00099 OF 2014

IN THE MATTER OF THE COMPANIES ACT, 1992, CH. 308  
AND IN THE MATTER OF THE DREYFUS FUND INTERNATIONAL LIMITED

### ORDER

**BEFORE** His Lordship the Honourable Mr. Justice Loren Klein.

**UPON APPLICATION** of Mr. Mark E. Munnings and Mr. Raymond L. Winder, the Joint Official Liquidators (“JOLs”) of The Dreyfus Fund International Limited (In Official Liquidation) (“Dreyfus”), made by Summons dated and filed 1<sup>st</sup> March, A.D., 2023 (“Resignation Summons”) for an Order that the Court sanction the resignation of Mr. Raymond L. Winder from his role as one of the JOLs of Dreyfus.

**AND UPON READING** the Sixth Affidavit of Raymond L. Winder dated and filed 29<sup>th</sup> March, A.D., 2023 and the Eleventh Affidavit of Mark E. Munnings dated 24<sup>th</sup> May, A.D., 2023 and filed 26<sup>th</sup> May, A.D., 2023.

**AND UPON HEARING** Mrs. Simone Morgan-Gomez with Ms. Philisea Bethel of Counsel for the JOLs of Dreyfus.

**IT IS HEREBY ORDERED** that:

1. The Court sanctions the resignation of Mr. Raymond Winder from his role as one of the Joint Official Liquidators of Dreyfus effective as of 11:59 p.m. 13<sup>th</sup> July, A.D., 2023.
2. The Joint Official Liquidators have liberty to apply.

3. The costs of and associated with this application be costs in the liquidation.

**DATED** this 13<sup>th</sup> day of July A.D., 2023.

**BY ORDER OF THE COURT**

**REGISTRAR**



*This Order was drafted by Callenders & Co, Attorneys for the Joint Official Liquidators of Dreyfus Fund International Limited (In Official Liquidation).*

**IN THE SUPREME COURT OF THE BAHAMAS**  
**COMMERCIAL DIVISION**

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

**AND IN THE MATTER OF THE DREYFUS  
FUND INTERNATIONAL LIMITED**

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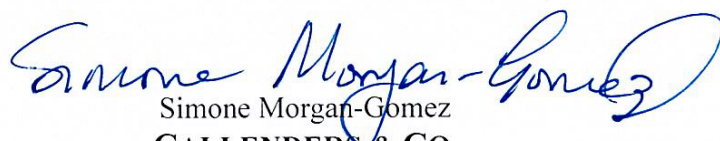
**ORDER**

*(Regarding resignation of Raymond L. Winder)*

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**2014**

**COM/com/00099**



Simone Morgan-Gomez  
**CALLENDERS & CO.**

Chambers  
One Millars Court  
Nassau, N.P., The Bahamas  
[smorgan-gomez@callenders-law.com](mailto:smorgan-gomez@callenders-law.com)  
1 (242) 322-2511

**Attorneys for the Joint Official Liquidators**  
Mark E. Munnings and Raymond L. Winder  
1 (242) 302-4800

*SAM-G/PB/13045-000003*

# Appendix IV

## Appointment Order



IN THE SUPREME COURT OF THE BAHAMAS  
COMMERCIAL DIVISION

CAUSE NO. COM/com/00099 OF 2014

IN THE MATTER OF THE COMPANIES ACT, 1992, CH. 308  
AND IN THE MATTER OF THE DREYFUS FUND INTERNATIONAL  
LIMITED

### ORDER

**BEFORE** His Lordship the Honourable Mr. Justice Loren Klein.

**UPON APPLICATION** of Mr. Raymond L. Winder and Mr. Mark E. Munnings, the Joint Official Liquidators (“JOLs”) of The Dreyfus Fund International Limited (In Official Liquidation) (“Dreyfus”), by Notice of Application dated and filed herein 24<sup>th</sup> May, A.D., 2023 (“Appointment Notice”) for an Order that the Court sanction the appointment of Ms. Tiphany C. Russell as one of the Joint Official Liquidators of Dreyfus.

**AND UPON READING** the First Affidavit of Tiphany C. Russell dated 24<sup>th</sup> May, A.D., 2023 and filed herein 26<sup>th</sup> May, A.D., 2023 and the Eleventh Affidavit of Mr. Mark E. Munnings dated 24<sup>th</sup> May, A.D., 2023 and filed herein 26<sup>th</sup> May, A.D., 2023.

**AND UPON HEARING** Mrs. Simone Morgan-Gomez with Ms. Philisea Bethel of Counsel for the JOLs of Dreyfus.



**IT IS HEREBY ORDERED** that:

1. The Court sanctions the appointment of Ms. Tiphaney C. Russell as one of the Joint Official Liquidators of Dreyfus, as Mr. Raymond Winder's successor, effective as of 14<sup>th</sup> July, A.D., 2023.
2. The Notice of Appointment shall be advertised in the Nassau Guardian and The Tribune newspapers within 28 days of the date of this Order.
3. The Joint Official Liquidators have liberty to apply.
4. The costs of and associated with this application be costs in the liquidation.

**DATED** this 13<sup>th</sup> day of July A.D., 2023.

**BY ORDER OF THE COURT**

**REGISTRAR**

*This Order was drafted by Callenders & Co, Attorneys for the Joint Official Liquidators of Dreyfus Fund International Limited (In Official Liquidation).*

**IN THE SUPREME COURT OF THE BAHAMAS  
COMMERCIAL DIVISION**

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

**AND IN THE MATTER OF THE DREYFUS  
FUND INTERNATIONAL LIMITED**

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**ORDER**

*(Appointment of Tiphaney C. Russell as a Joint  
Official Liquidator)*

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2014

COM/com/00099



Simone Morgan-Gomez  
**CALLENDERS & CO.**

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*SAM-G/PB/13045-000003*