

MACMAHON, J.

FEBRUARY 3RD, 1905.

WEEKLY COURT.

RE CANADA WOOLLEN MILLS, LIMITED.

Company—Winding-up—Offer to Purchase Assets—Guarantee-money Deposited with Liquidator—Return by Liquidator without Order of Court—Impossibility of Offer being Accepted.

Appeal by the liquidator of the company from an order (dated 7th January, 1905) made by James S. Cartwright, official referee, in the course of a reference for the winding-up of the company, requiring the liquidator on or before 14th January, 1905, to pay into Court the sum of \$10,000, being the amount paid by G. F. Benson on 30th September, 1904, with the offer made by him to purchase the assets of the company.

H. Cassels, K.C., and R. S. Cassels, for the liquidator.

W. G. Thurston, for the executors of E. T. Carter, creditors.

G. H. D. Lee, for the Dominion Bank, creditors.

MACMAHON, J.—After an attempted sale by auction on 15th September, 1904, which proved abortive, Mr. W. D. Long, on 22nd September, made an offer in writing to purchase the whole assets of the bankrupt estate and pay therefor \$253,000. This offer was accepted by the referee. . . .

On 30th September, 1904, G. F. Benson made to the liquidator an offer of \$275,000 for the property and assets of the company as covered by the offer of Long. Benson agreed not to withdraw his offer without leave of the Court; and should he . . . do so "the Court is to be at liberty to deal with the sum of \$10,000 deposited by me, as to it seems proper."

The \$10,000 was paid by Benson to the liquidator, who deposited it in a chartered bank, as required by sec. 35 of the Winding-up Act.

Both Long and Benson were inspectors of the estate at the time they made their respective offers to purchase.

The firm of W. T. Benson & Co. (of which G. F. Benson is a member) by motion asked the referee to reconsider the offer of Long . . . and the action taken thereon. The