



[2] Andrew Parkinson is the sole director of, and a shareholder in, NZPTCL. He sought to file the leave application in this Court on behalf of NZPTCL. The registry rightly treated this as an informal application by NZPTCL for leave to be represented by Mr Parkinson. In this judgment we address only that question.

[3] NZPTCL must obtain leave to be represented by Mr Parkinson because he is not a lawyer. This is the effect of the rule in *Re G J Mannix* that, subject to the court's discretion, a company may only commence and carry on proceedings through a lawyer.<sup>3</sup> Mr Parkinson says NZPTCL is impecunious and cannot afford a lawyer.

[4] Mr Parkinson was allowed to represent NZPTCL in the High Court, where it was the defendant.<sup>4</sup> He was assisted by a McKenzie friend. The Court of Appeal also permitted Mr Parkinson to appear on behalf of NZPTCL, but only in relation to its unsuccessful application for leave to appeal out of time.<sup>5</sup>

[5] The underlying proceeding is a contractual dispute. AFFCO supplied meat products to NZPTCL for export to China. Several containers failed to clear Chinese ports. NZPTCL blamed AFFCO and withheld payment, claiming a set-off. AFFCO sued on the unpaid invoices. NZPTCL counterclaimed. In the High Court, Katz J held the amounts claimed by AFFCO were largely payable and gave judgment accordingly. The Judge rejected NZPTCL's counterclaims.<sup>6</sup>

[6] Apart from the release to AFFCO of \$20,298.10 held by the Court as security for costs, the judgment sum has not been paid by NZPTCL.<sup>7</sup> AFFCO did not pursue payment because NZPTCL has no assets. AFFCO takes the view that enforcement action is now time-barred.

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<sup>3</sup> *Re G J Mannix Ltd* [1984] 1 NZLR 309 (CA) at 310. The rule is subject to specific statutory exceptions—see, for example, Criminal Procedure Act 2011, s 11.

<sup>4</sup> See *AFFCO New Zealand Ltd v NZ Premium Trading Company Ltd* [2017] NZHC 2218 (Hinton J).

<sup>5</sup> *NZ Premium Trading Company Ltd v AFFCO New Zealand Ltd* CA311/2025, 26 June 2025 (Ellis J); and see CA judgment, above n 1, at [23].

<sup>6</sup> HC judgment, above n 1, at [107].

<sup>7</sup> CA judgment, above n 1, at [9].

## Submissions

[7] Once apprised of this Court’s intention to consider whether NZPTCL should be granted leave to be represented by a non-lawyer, Mr Parkinson filed a memorandum in support of that outcome. The respondent filed a memorandum in opposition.

[8] Mr Parkinson lists four factors that he says are relevant to the exercise of this Court’s discretion and submits that a consideration of them supports leave in this case. The factors are whether the applicant is the sole director and controlling mind of the company,<sup>8</sup> whether the company has financial means to instruct counsel, whether the proposed representation would prejudice the administration of justice and whether refusing leave would effectively deny access to the Court. While Mr Parkinson relies on each of these factors, he places particular emphasis on the fact that NZPTCL does not have the financial means to instruct counsel.

[9] The respondent opposes leave, submitting that a lack of financial resources is not alone sufficient. It also submits shareholders in NZPTCL have financial means and observes no contrary evidence has been filed. The respondent acknowledges that Mr Parkinson has a common interest with NZPTCL but submits that interest undermines the objectivity the Court is entitled to expect.

## Assessment

[10] Although exceptions are made in deserving cases, the courts are reluctant to allow companies to be represented by non-lawyers in litigation. In *Oceanic Palms Ltd v Kiwi Rail Ltd*, Jagose J observed that the “benefits of securing limited liability carry with them a range of obligations, of which the requirement to obtain legal representation in Court proceedings is one.”<sup>9</sup> In *Radford v Samuel*, Sir Thomas Bingham MR expanded on this point, commenting that limited liability is:<sup>10</sup>

... a benefit bought at a price. Part of the price is that ... a corporation cannot act without legal advisers. The sense of [the rule] plainly is that limited

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<sup>8</sup> By “applicant”, Mr Parkinson assumably intends “proposed representative”. NZPTCL is the applicant.

<sup>9</sup> *Oceanic Palms Ltd v Kiwi Rail Ltd* [2018] NZHC 679 at [23]. The Court of Appeal in *Commissioner of Inland Revenue v Chesterfields Preschools Ltd* [2013] NZCA 53, [2013] 2 NZLR 679 at [34] discussed also the “policy reasons” for the *Mannix* rule.

<sup>10</sup> *Radford v Samuel* [1993] BCC 870 (CA) at 872.

companies, which may not be able to compensate parties who litigate with them, should be subject to certain constraints in the interests of their potential creditors.

[11] The circumstances of this application, it might be said, demonstrate the efficacy of the *Mannix* rule. While permitting Mr Parkinson to represent NZPTCL in order to defend AFFCO's claim in the High Court might have been justified, extending that to challenging the Court of Appeal's refusal to grant an extension of time in circumstances involving delay of more than six years cannot be justified without strong grounds. In the present case, the value of independent counsel's ability to bring a measure of objectivity to their task would be much needed, given the extent of the delay in seeking to challenge the High Court decision and the procedural obstacles NZPTCL faces in obtaining leave to appeal. We note in this respect the comments of Katz J in her substantive judgment:<sup>11</sup>

[11] Mr Parkinson is in the unfortunate position of having lost his business. [NZPTCL] is no longer trading. Not surprisingly, this has caused Mr Parkinson considerable distress. He lays the blame for the loss of his business squarely at the door of AFFCO. This belief has strongly coloured how he now views the relevant events. Key aspects of his evidence were not supported by the contemporaneous record, and were often contradicted by it. Mr Parkinson was frequently unwilling to make concessions in cross-examination, even when such concessions were clearly called for. At other times his evidence was discursive or evasive. He is clearly a man of firm views. Due to his deep emotional involvement in the subject matter of this proceeding, it is my view that he struggled to bring the required degree of objectivity to aspects of his evidence.

[12] Added to these considerations is the fact that the issues arising in the proposed appeal are factually and technically complex. The assistance of counsel would be indispensable in advancing the leave application.

[13] Finally, Mr Parkinson understandably places much emphasis on NZPTCL's impecuniosity. But this factor cuts both ways. If NZPTCL cannot afford to instruct counsel to advance its application, it will also be in no position to pay AFFCO's costs if it is unsuccessful either at the leave stage or, should leave be granted, in a substantive appeal.

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<sup>11</sup> HC judgment, above n 1.

## **Result**

[14] The application by NZPTCL for leave to be represented by a non-lawyer is dismissed.

[15] The respondent has not sought costs. In the circumstances, including NZPTCL's alleged impecuniosity, there is no award of costs.

Solicitors:  
Solutions Law Office, Nelson for Respondent