

B+C Group Finance Ltd.

672088

IN THE HIGH COURT OF JUSTICE
CHANCERY DIVISION
COMPANIES COURT



MR DEPUTY REGISTRAR PRENTIS

CR-2017-004633

IN THE MATTER OF AN OFFICE HOLDER

AND IN THE MATTER OF THE INSOLVENCY ACT 1986

BETWEEN:

ANGELA SWARBRICK
BENJAMIN THOM CAIRNS
COLIN PETER DEMPSTER
CRAIG ANTHONY LEWIS
JOSEPH O'CONNOR
SAMUEL JAMES WOODWARD

and

DEREK HYSLOP
JOANNE ROBINSON
MARGARET ELIZABETH MILLS
MAURICE MOSES
PATRICK JOSEPH BRAZZILL
RICHARD BARKER
ROY BAILEY
SAMANTHA KEEN

Applicants

WEDNESDAY



Respondents

ORDER

UPON THE APPLICATION OF ANGELA SWARBRICK (hereafter referred to as the "Lead Applicant") (whose contact details are Ernst & Young LLP, 1 More London Place, London, SE1 2AF, aswarbrick@uk.ey.com and whose address for service is Pinsent Masons LLP, 3 Hardman Street, Manchester, M3 3AU), made in her capacity as outgoing liquidator, administrator and supervisor (as applicable) in respect of the matters listed in the Schedules hereto, and **BENJAMIN THOM CAIRNS** (c/o Ernst & Young LLP, 1 More London Place, London, SE1 2AF), **COLIN PETER DEMPSTER** (c/o Ernst & Young LLP, 10 George Street, Edinburgh, EH2 2DZ), **CRAIG ANTHONY LEWIS** (c/o Ernst & Young LLP, 1 More London Place, London, SE1 2AF), **JOSEPH O'CONNOR** (c/o Ernst & Young LLP, 1 More London Place, London, SE1 2AF) and **SAMUEL JAMES WOODWARD** (c/o Ernst & Young LLP, 100 Barbirolli

SWARBRICK c/A 23/6/17. BRAZZILL g/d.

Square, Manchester, M2 3EY), made in their capacity as joint office holders with the Lead Applicant, by notice dated 20 June 2017

AND UPON READING the documents recorded on the Court file as having been read

AND UPON READING the statements of each of Craig Anthony Lewis, Derek Hyslop, Joanne Robinson, Patrick Joseph Brazzill, Richard Barker and Samantha Keen confirming that they are qualified to act as insolvency practitioners and that they consent to so act in accordance with the terms of this Order

IT IS ORDERED THAT:-

1. LEAD APPLICANT'S REMOVAL AS OFFICE HOLDER

1.1 The Lead Applicant be removed as office holder in the cases set out in the Schedules hereto pursuant to the relevant power set opposite each category below with effect from the date of this Order:-

- 1.1.1 Members' voluntary liquidation cases - Section 108 of the Insolvency Act 1986 and Rule 12.36(2)(a) of the Insolvency (England and Wales) Rules 2016;
- 1.1.2 Administration cases – Section 19 of the Insolvency Act 1986 or Paragraphs 63 and 88 of Schedule B1 to the Insolvency Act 1986 (as applicable) and Rule 12.36(2)(b) of the Insolvency (England and Wales) Rules 2016;
- 1.1.3 Creditors' voluntary liquidation cases – Section 108 of the Insolvency Act 1986 and Rule 12.36(2)(a) of the Insolvency (England and Wales) Rules 2016;
- 1.1.4 Company voluntary arrangement cases - Section 7(5) of the Insolvency Act 1986 and Rule 12.36(2)(d) of the Insolvency (England and Wales) Rules 2016.

2. APPOINTMENT OF REPLACEMENT OFFICE HOLDERS

- 2.1 Craig Anthony Lewis, having filed a statement with the Court that he is qualified to act as an insolvency practitioner and that he consents to act, be appointed in substitution for the Lead Applicant as joint administrator with the current joint administrators for the matter set out in Schedule 1 from the date of this Order.
- 2.2 Derek Hyslop, having filed a statement with the Court that he is qualified to act as an insolvency practitioner and that he consents to act, be appointed in substitution for the Lead Applicant as joint liquidator with the current joint liquidator for the matters set out in Schedule 2 from the date of this Order.
- 2.3 Joanne Robinson, having filed a statement with the Court that she is qualified to act as an insolvency practitioner and that she consents to act, be appointed in substitution for the Lead Applicant as joint administrator or liquidator (as appropriate in accordance with Schedule 3) with the current joint office holders for the matters set out in Schedule 3 from the date of this Order.

- 2.4 Joanne Robinson and Derek Hyslop, having each filed a statement with the Court that they are qualified to act as an insolvency practitioner and that they consent to act, be appointed in substitution for the Lead Applicant as joint administrators or supervisors (as appropriate in accordance with Schedule 4) for the matters set out in Schedule 4 from the date of this Order.
- 2.5 Patrick Joseph Brazzill, having filed a statement with the Court that he is qualified to act as an insolvency practitioner and that he consents to act, be appointed in substitution for the Lead Applicant as joint administrator or liquidator (as appropriate in accordance with Schedule 5) with the current joint office holders for the matters set out in Schedule 5 from the date of this Order.
- 2.6 Richard Barker, having filed a statement with the Court that he is qualified to act as an insolvency practitioner and that he consents to act, be appointed in substitution for the Lead Applicant as joint liquidator with the current joint liquidators for the matters set out in Schedule 6 from the date of this Order.
- 2.7 Samantha Keen, having filed a statement with the Court that she is qualified to act as an insolvency practitioner and that she consents to act, be appointed in substitution for the Lead Applicant as joint liquidator with the current joint liquidator for the matters set out in Schedule 7 from the date of this Order.
- 2.8 In the cases where the Lead Applicant is being replaced in the office of liquidator or administrator, any act required or authorised under any enactment to be done by a liquidator or an administrator (as applicable) may be done by all or any one of the respective liquidators or administrators (as applicable) in each relevant matter acting jointly or alone.
- 2.9 In the cases where the Lead Applicant is being replaced in the office of administrator, the relevant Applicant(s) or Respondent(s) replacing her in each respective case shall additionally replace her as the nominated liquidator where and to the extent that the Lead Applicant is referred to as the nominated liquidator for any future liquidation in the relevant administrators' proposals which have been approved by creditors.

3. ADVERTISEMENT, REPORTING TO CREDITORS AND MEMBERS AND RELEASE

- 3.1 As soon as reasonably practicable, and in any event within 28 days of the date of this Order, the Lead Applicant shall procure that a block advertisement is placed in the London Gazette. The advertisement shall contain notification of the removal of the Lead Applicant from the cases identified in the Schedules hereto and the appointment of the relevant Applicant(s) or Respondent(s) in her place and shall be in substitution for notifying each individual creditor and/or member on each estate, save to the extent provided for at paragraph 3.2 below.

3.2 The Applicants (excluding the Lead Applicant) and the Respondents shall at the first convenient opportunity, and in any event when the next routine report is due to the creditors or members (as applicable) of each estate or within twelve months following the making of this Order, whichever is sooner, notify such creditors or members of the making of this Order, such notice to contain the following matters:-

3.2.1 an explanation of the effect of this Order; and

3.2.2 express reference to the liberty to apply contained in paragraph 4 below.

3.3 In relation to the cases listed in the Schedules hereto, insofar as there is any requirement for any appointment or removal of an office holder to be advertised, the requirement shall be dispensed with save to the extent provided for in paragraph 3.1 above.

3.4 Without being required to apply to the Secretary of State for a release pursuant to any relevant provision, the Lead Applicant shall be granted her release in respect of each case on the later of 28 days after the publication in the London Gazette referred to in paragraph 3.1 above or 28 days after receipt of any of the notices directed to be sent under paragraph 3.2 above in respect of that case.

4. LIBERTY TO APPLY TO THE COURT

4.1 There be liberty to each creditor or member (as applicable) of each estate set out in the Schedules hereto to apply to vary or discharge this Order within 28 days of receipt of the notices directed to be sent under paragraph 3.2 above.

AND IT IS HEREBY FURTHER ORDERED:-

5. SERVICE

5.1 Service of the Application be dispensed with.

5.2 Notice of the Order be delivered to the Secretary of State to whom there be express liberty to apply.

5.3 The Lead Applicant file any appropriate notices in respect of her removal and replacement and those appointments in accordance with this Order with the Registrar of Companies within the prescribed times or otherwise within a reasonable period from the date of this Order.

6. COSTS

6.1 The costs of this Application be borne by Ernst & Young LLP.

Dated this 23 day of June 2017

SCHEDULE 1

Case Name	Company No	Type	Current Office Holders	Incoming IP	Court	Court Case No	Court Year
Arkex Limited	4255000	ADMIN	Angela Swarbrick, Samuel James Woodward, Colin Peter Dempster	Craig Anthony Lewis	High Court of Justice, Birmingham District Registry, Chancery Division	8348	2015

SCHEDULE 2

Case Name	Company No	Type	Current Office Holders	Incoming IP	Court	Court Case No	Court Year
Coveris Bravo Flexibles Limited	06473281	MVL	Angela Swarbrick, Samantha Keen	Derek Hyslop	N/A	N/A	N/A
Coveris Flexibles (Hartlepool) UK Limited	00323279	MVL	Angela Swarbrick, Samantha Keen	Derek Hyslop	N/A	N/A	N/A
Coveris Flexibles (Louth) UK Limited	00815053	MVL	Angela Swarbrick, Samantha Keen	Derek Hyslop	N/A	N/A	N/A
Coveris Flexibles (St Neots) UK Limited	02875069	MVL	Angela Swarbrick, Samantha Keen	Derek Hyslop	N/A	N/A	N/A
Coveris Flexibles (Winstford) UK Limited	02233869	MVL	Angela Swarbrick, Samantha Keen	Derek Hyslop	N/A	N/A	N/A
Coveris UK Bravo Group Limited	03541144	MVL	Angela Swarbrick, Samantha Keen	Derek Hyslop	N/A	N/A	N/A
Oscar Faber Consulting Engineers Limited	01724186	MVL	Angela Swarbrick, Samantha Keen	Derek Hyslop	N/A	N/A	N/A

SCHEDULE 3

Case Name	Company No	Type	Current Office Holders	Incoming IP	Court	Court Case No	Court Year
Crosrol Limited	00403095	CVL	Angela Swarbrick, Patrick Joseph Brazzill	Joanne Robinson	N/A	N/A	N/A
Energis Holdco II Limited	4071385	CVL	Angela Swarbrick, Margaret Elizabeth Mills	Joanne Robinson	N/A	N/A	N/A
Energis Holdco Limited	3817396	CVL	Angela Swarbrick, Margaret Elizabeth Mills	Joanne Robinson	N/A	N/A	N/A
H & F Sensor Equityco Ltd	06647140	MVL	Angela Swarbrick, Richard Barker	Joanne Robinson	N/A	N/A	N/A
Invista Real Estate International Fund General Partner Limited	06475313	MVL	Angela Swarbrick, Richard Barker	Joanne Robinson	N/A	N/A	N/A
KLX Aerospace Solutions (STR) Limited	04134022	MVL	Angela Swarbrick, Richard Barker	Joanne Robinson	N/A	N/A	N/A
Marubeni Aviation International Limited	01769059	MVL	Angela Swarbrick, Richard Barker	Joanne Robinson	N/A	N/A	N/A
Mitsui & Co. LNG Investment Limited	07523495	MVL	Angela Swarbrick, Patrick Joseph Brazzill	Joanne Robinson	N/A	N/A	N/A
NSM Plc	00178633	ADMIN	Angela Swarbrick, Benjamin Thom Cairns	Joanne Robinson	High Court of Justice, Chancery Division, Companies Court	00443	1997
Old LCG Limited (Formerly Low Carbon Group Limited)	07271709	MVL	Angela Swarbrick, Patrick Joseph Brazzill	Joanne Robinson		N/A	N/A
Osborne Three Limited	02548305	CVL	Angela Swarbrick, Margaret Elizabeth Mills	Joanne Robinson		N/A	N/A
Toshiba International Finance (UK) Plc	01947346	MVL	Angela Swarbrick, Patrick Joseph Brazzill	Joanne Robinson		N/A	N/A
TT International (London) Limited	06475385	MVL	Angela Swarbrick, Patrick Joseph Brazzill	Joanne Robinson		N/A	N/A

Case Name	Company No	Type	Current Office Holders	Incoming IP	Court	Court Case No	Court Year
Wala Holding 1 Limited	08692117	MVL	Angela Swarbrick, Richard Barker	Joanne Robinson	N/A	N/A	N/A

SCHEDULE 4

Case Name	Company No	Type	Current Office Holder	Incoming IPs	Court	Court Case No	Court Year
British International Helicopters Limited	00274607	ADMIN	Angela Swarbrick	Joanne Robinson and Derek Hyslop	High Court of Justice, Chancery Division, Companies Court	13882	1991
British International Helicopters Limited	00274607	CVA	Angela Swarbrick	Joanne Robinson and Derek Hyslop	N/A	N/A	N/A
Headington Group Plc	02187825	ADMIN	Angela Swarbrick	Joanne Robinson and Derek Hyslop	High Court of Justice, Chancery Division, Companies Court	13689	1991
Headington Group Plc	02187825	CVA	Angela Swarbrick	Joanne Robinson and Derek Hyslop	N/A	N/A	N/A
Headington Holdings Limited	01982083	ADMIN	Angela Swarbrick	Joanne Robinson and Derek Hyslop	High Court of Justice, Chancery Division, Companies Court	13678	1991
Headington Investments Limited	02195568	ADMIN	Angela Swarbrick	Joanne Robinson and Derek Hyslop	High Court of Justice, Chancery Division, Companies Court	13629	1991
Headington Investments Limited	02195568	CVA	Angela Swarbrick	Joanne Robinson and Derek Hyslop	N/A	N/A	N/A
London & Bishopsgate Group Limited	02506959	ADMIN	Angela Swarbrick	Joanne Robinson and Derek Hyslop	High Court of Justice, Chancery Division, Companies Court	13685	1991
Maxwell Media Plc	02192319	ADMIN	Angela Swarbrick	Joanne Robinson and Derek Hyslop	High Court of Justice, Chancery Division, Companies Court	13677	1991
Maxwell Media Plc	02192319	CVA	Angela Swarbrick	Joanne Robinson and Derek Hyslop	N/A	N/A	N/A
Maxwell Media Trust Plc	02000531	ADMIN	Angela Swarbrick	Joanne Robinson and Derek Hyslop	High Court of Justice, Chancery Division, Companies Court	13679	1991
Maxwell Media Trust Plc	02000531	CVA	Angela Swarbrick	Joanne Robinson and Derek Hyslop	N/A	N/A	N/A

Case Name	Company No	Type	Current Office Holder	Incoming IPs	Court	Court Case No	Court Year
Metromode Limited	01858496	ADMIN	Angela Swarbrick	Joanne Robinson and Derek Hyslop	High Court of Justice, Chancery Division, Companies Court	13829	1991
Metromode Limited	01858496	CVA	Angela Swarbrick	Joanne Robinson and Derek Hyslop	N/A	N/A	N/A
PHL Estates Limited	02484839	ADMIN	Angela Swarbrick	Joanne Robinson and Derek Hyslop	High Court of Justice, Chancery Division, Companies Court	1037	1992
PHL Estates Limited	02484839	CVA	Angela Swarbrick	Joanne Robinson and Derek Hyslop	N/A	N/A	N/A
Robert Maxwell Group Limited/Headington Holdings Limited/London & Bishopsgate Group Limited - Pooled VA	2181690/1982083/2506959	CVA	Angela Swarbrick	Joanne Robinson and Derek Hyslop	N/A	N/A	N/A
Robert Maxwell Group Plc	02181690	ADMIN	Angela Swarbrick	Joanne Robinson and Derek Hyslop	High Court of Justice, Chancery Division, Companies Court	13628	1991

SCHEDULE 5

Case Name	Company No	Type	Current Office Holders	Incoming IP	Court	Court Case No	Court Year
B & C Group Finance Limited	00672088	ADMIN	Angela Swarbrick, Joseph O'Connor, Craig Anthony Lewis	Patrick Joseph Brazzill	High Court of Justice, Chancery Division, Companies Court	4495	1990
British & Commonwealth Holdings Plc	00556729	ADMIN	Angela Swarbrick, Joseph O'Connor, Craig Anthony Lewis	Patrick Joseph Brazzill	High Court of Justice, Chancery Division, Companies Court	4497	1990
Chloride Safety Systems Limited	02010174	MVL	Angela Swarbrick, Samantha Keen	Patrick Joseph Brazzill	N/A	N/A	N/A
CPS Disposal (No. 3) Limited	00065638	MVL	Angela Swarbrick, Samantha Keen	Patrick Joseph Brazzill	N/A	N/A	N/A
Cyanamid of Great Britain Limited	00192177	MVL	Angela Swarbrick, Samantha Keen	Patrick Joseph Brazzill	N/A	N/A	N/A
Hirata Yachiyo Leasing Limited	05594077	MVL	Angela Swarbrick, Samantha Keen	Patrick Joseph Brazzill	N/A	N/A	N/A
Honeywell Finance Limited	03681521	MVL	Angela Swarbrick, Samantha Keen	Patrick Joseph Brazzill	N/A	N/A	N/A
Honeywell FM2 Limited	02825573	MVL	Angela Swarbrick, Samantha Keen	Patrick Joseph Brazzill	N/A	N/A	N/A
Hymantic Technologies Limited	00588786	MVL	Angela Swarbrick, Samantha Keen	Patrick Joseph Brazzill	N/A	N/A	N/A
Inpex UK Limited	06466129	MVL	Angela Swarbrick, Samantha Keen	Patrick Joseph Brazzill	N/A	N/A	N/A
Pharmacia Searle Limited	03326109	MVL	Angela Swarbrick, Samantha Keen	Patrick Joseph Brazzill	N/A	N/A	N/A
Shanks & McEwan (Overseas Holdings) Limited	02563748	MVL	Angela Swarbrick, Samantha Keen	Patrick Joseph Brazzill	N/A	N/A	N/A
Shanks Finance Limited	04265481	MVL	Angela Swarbrick, Samantha Keen	Patrick Joseph Brazzill	N/A	N/A	N/A

Case Name	Company No	Type	Current Office Holders	Incoming IP	Court	Court Case No	Court Year
Shanks Investments	05315714	MVL	Angela Swarbrick, Samantha Keen	Patrick Joseph Brazzill	N/A	N/A	N/A
Skyforce Avionics Limited	02490241	MVL	Angela Swarbrick, Samantha Keen	Patrick Joseph Brazzill	N/A	N/A	N/A
UYT Limited	03141025	MVL	Angela Swarbrick, Samantha Keen	Patrick Joseph Brazzill	N/A	N/A	N/A
Warner Lambert (UK) Limited	00263564	MVL	Angela Swarbrick, Samantha Keen	Patrick Joseph Brazzill	N/A	N/A	N/A
Yachiyo Industry (UK) Limited	03179623	MVL	Angela Swarbrick, Samantha Keen	Patrick Joseph Brazzill	N/A	N/A	N/A

SCHEDULE 6

Case Name	Company No	Type	Current Office Holders	Incoming IP	Court	Court Case No	Court Year
Achilles Assessment Services Limited	06438813	MVL	Angela Swarbrick, Samantha Keen	Richard Barker	N/A	N/A	N/A
Achilles Consultancy & Training Limited	03664429	MVL	Angela Swarbrick, Samantha Keen	Richard Barker	N/A	N/A	N/A
Achilles Group Employee Benefit Trust Limited	04001750	MVL	Angela Swarbrick, Samantha Keen	Richard Barker	N/A	N/A	N/A
Achilles Information (Oil & Gas) Limited	03131390	MVL	Angela Swarbrick, Samantha Keen	Richard Barker	N/A	N/A	N/A
Achilles Management Consulting Limited	02983122	MVL	Angela Swarbrick, Samantha Keen	Richard Barker	N/A	N/A	N/A
Achilles Nominee Limited	06642175	MVL	Angela Swarbrick, Samantha Keen	Richard Barker	N/A	N/A	N/A
AXN Northern Europe Limited	05177737	MVL	Angela Swarbrick, Samantha Keen	Richard Barker	N/A	N/A	N/A
AXN Southern Europe Limited	05514968	MVL	Angela Swarbrick, Samantha Keen	Richard Barker	N/A	N/A	N/A
Cloud Television One Limited	08009676	MVL	Angela Swarbrick, Samantha Keen	Richard Barker	N/A	N/A	N/A
Columbia TriStar Cinema Club Limited	03118403	MVL	Angela Swarbrick, Samantha Keen	Richard Barker	N/A	N/A	N/A
Film CP UK Limited	06192914	MVL	Angela Swarbrick, Samantha Keen	Richard Barker	N/A	N/A	N/A
Holliston Productions Limited	05751539	MVL	Angela Swarbrick, Samantha Keen	Richard Barker	N/A	N/A	N/A
International Consolidated Minerals Limited	05558675	CVL	Angela Swarbrick, Maurice Moses	Richard Barker	N/A	N/A	N/A

Case Name	Company No	Type	Current Office Holders	Incoming IP	Court	Court Case No	Court Year
Learoyd Packaging Limited	04959658	MVL	Angela Swarbrick, Samantha Keen	Richard Barker	N/A	N/A	N/A
Link-Up Supply Chain Services Limited	03281261	MVL	Angela Swarbrick, Samantha Keen	Richard Barker	N/A	N/A	N/A
London and Edinburgh Inns Limited	04681704	CVL	Angela Swarbrick, Roy Bailey	Richard Barker	N/A	N/A	N/A
Media Mix (UK) Limited	08558238	MVL	Angela Swarbrick, Samantha Keen	Richard Barker	N/A	N/A	N/A
Newlord Limited	04971032	CVL	Angela Swarbrick, Roy Bailey	Richard Barker	N/A	N/A	N/A
Obelisk Productions Limited	03008943	MVL	Angela Swarbrick, Samantha Keen	Richard Barker	N/A	N/A	N/A
SET Networks Africa (UK) Limited	06295995	MVL	Angela Swarbrick, Samantha Keen	Richard Barker	N/A	N/A	N/A
SPE Italy Limited	04613623	MVL	Angela Swarbrick, Samantha Keen	Richard Barker	N/A	N/A	N/A

SCHEDULE 7

Case Name	Company No	Type	Current Office Holders	Incoming IP	Court	Court Case No	Court Year
AIM Holdings Cleanco Limited	08665571	MVL	Angela Swarbrick, Richard Barker	Samantha Keen	N/A	N/A	N/A
AIM Holdings Midco Limited	08662779	MVL	Angela Swarbrick, Richard Barker	Samantha Keen	N/A	N/A	N/A
AIM Manco Limited	08662406	MVL	Angela Swarbrick, Richard Barker	Samantha Keen	N/A	N/A	N/A
AIM Midco Limited	08322719	MVL	Angela Swarbrick, Richard Barker	Samantha Keen	N/A	N/A	N/A
AIM Newco (No 2) Limited	07278502	MVL	Angela Swarbrick, Richard Barker	Samantha Keen	N/A	N/A	N/A

No. of 2017

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Respondents

ORDER

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