

## Section 94

Return of Final Meeting in a  
Members' Voluntary Winding UpPursuant to Section 94 of the  
Insolvency Act 1986

To the Registrar of Companies

**S.94**

Company Number

00730625

Name of Company

Distinctive Clubs Limited

We Patrick B Ellward  
The Poynt  
45 Wollaton Street  
Nottingham  
NG1 5FWJill Sandford  
The Poynt  
45 Wollaton Street  
Nottingham  
NG1 5FW

Note The copy account must be  
authenticated by the written  
signature(s) of the Liquidator(s)

give notice that a general meeting of the company was duly held on 18 September 2013 pursuant to section 94 of the Insolvency Act 1986, for the purpose of having an account (of which a copy is attached) laid before it showing how the winding up of the company has been conducted, and the property of the company has been disposed of No quorum was present at the meeting

The meeting was held at The Poynt, 45 Wollaton Street, Nottingham, NG1 5FW

The winding up covers the period from 20 June 2013 (opening of winding up) to the final meeting (close of winding up)

The outcome of the meeting (including any resolutions passed at the meeting) was as follows

Signed



Date 19 September 2013

RSM Tenon Restructuring  
The Poynt  
45 Wollaton Street  
Nottingham  
NG1 5FW

Ref DISTINCTIVE/PBE/JS/LC

FRIDAY



A10

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20/09/2013

#362

COMPANIES HOUSE

**Distinctive Clubs Limited**  
**(In Liquidation)**  
**Joint Liquidators' Abstract of Receipts & Payments**  
**From 20 June 2013 To 18 September 2013**

| S of A £ |                                   | £    | £          |
|----------|-----------------------------------|------|------------|
|          | ASSET REALISATIONS                |      |            |
| 1 00     | Group Debtor - Gala Coral Inv Ltd | 1 00 | 1 00       |
|          |                                   |      |            |
|          | DISTRIBUTIONS                     |      |            |
| (1 00)   | Ordinary Shareholders             | 1 00 | (1 00)     |
|          |                                   |      |            |
|          |                                   |      | <u>NIL</u> |
|          | REPRESENTED BY                    |      |            |
|          |                                   |      | <u>NIL</u> |

  
 Jill Sandford  
 Joint Liquidator

**Crossco (1253) Limited  
Distinctive Clubs Limited  
Gala Coral Trustees Limited  
Gravitas 1025 Limited  
Grosvenor Sporting Club Limited  
J.B.Aspinall Limited  
P. & E. Finney Limited  
Parkside Clubs (Nottingham) Limited  
Torchlight UK Limited  
U.K. Racing Limited  
("the Companies" - In Members' Voluntary Liquidation)**

**Joint Liquidators' First and Final Report for the Period From  
Appointment on 20 June 2013 to 18 September 2013**

**Issued on: 18 September 2013**

## **JOINT LIQUIDATORS' FINAL REPORT AS AT 18 SEPTEMBER 2013**

Patrick B Ellward and Jill Sandford are the Joint Liquidators of the Companies and this is their final report to the members of the Company, showing how the liquidations have been conducted. The report covers the whole period of the liquidations from commencement to the date of the final meetings.

### **1. Statutory Information**

Statutory information relating to the Companies is attached at **Appendix I**

### **2. Joint Liquidators' Receipts and Payments Account**

A summary of the Joint Liquidators' receipts and payments accounts relating to the Companies from commencement of the Liquidation, is attached at **Appendix II**

### **Group Debtor**

Please see the attached spread sheet at **Appendix IV** showing the distributions made in specie. As previously advised, the physical funds owed to the Companies were not collected and distributed; however, they are reflected in the receipts and payments accounts as having been received and distributed to the shareholders.

### **3 Action Taken by the Joint Liquidators' Since Appointment**

The Companies were wound up on 20 June 2013 and Patrick B Ellward and Jill Sandford were appointed Joint Liquidators at meetings of members held on 20 June 2013.

The Declarations of Solvency showed the Companies only had one asset. The actions taken were:

- The distributions in specie were made,
- The statutory duties were completed,
- Arrangements were made for the fixed fees and disbursements to be paid.

All assets have now been realised.

### **4. Joint Liquidators' Remuneration and Disbursements**

#### **Basis of Remuneration and Disbursements**

At the companies' meetings held on 20 June 2013, it was resolved that the cost of planning the winding up, including convening the general meetings and assisting the Directors with the preparation of the Declarations of Solvency, would be a fixed fee of £850 plus disbursements and VAT, per Company.

The fixed fees and disbursements of £1,215.20, have been paid by Gala Leisure Limited and therefore are not showing on the receipts and payments account.

The disbursement fee was made up as follows:

| <b>Disbursement</b>   | <b>Amount<br/>£</b> |
|-----------------------|---------------------|
| Bond                  | 200.00              |
| Statutory Advertising | 1,015.20            |
| <b>Total</b>          | <b>1,215.20</b>     |

#### **Statement of Members' Rights**

If you would like more information about any aspect of my remuneration, disbursements or expenses as Liquidator, you are entitled to request this information and, if you are not satisfied by my explanations, you are, in certain circumstances, entitled to challenge them.

A full statement of your rights is attached at **Appendix III**

## **5. Distributions Made**

> **Members** – Please see **Appendix IV** for the distributions per Company

I am required by Rule 4.49G of the Insolvency Rules ("the Rules") to report to you the estimated market values of any assets distributed in specie and the basis of the valuations that I adopted in reaching my estimates

I estimate the market value of the debts distributed to be the same as the distribution values, as I had no reasons to believe the debts were impaired. This information is given solely for the purposes of meeting the requirements of the Rules

Please note that the basis of the valuations that I adopted for valuing these assets, for the purpose of the Rules, should not be used for the purpose of determining any liability of any individual member to taxation on the amounts distributed in the liquidations

Taxation law provides specific guidance on the approach to be adopted to the valuation of assets for taxation purposes and, in this regard, members should consult a specialist tax practitioner for further advice

## **6 Conclusion of the Liquidation**

The final general meetings of members were held on 18 September 2013, at The Poynt, 45 Wollaton Street, Nottingham, NG1 5FW at 11 00 am



**Patrick B Ellward**  
Joint Liquidator

*Licensed in the United Kingdom to act as an insolvency practitioner by the Institute of Chartered Accountants in England and Wales*

## **Statutory Information**

## **Appendix I**

### **Company Information**

|                            |   |
|----------------------------|---|
| Company Name               | Distinctive Clubs Limited                               |
| Previous Name              | Not Applicable  |
| Company Number             | 00730625  |
| Date of Incorporation      | 24 July 1962  |
| Trading Address            | New Castle House, Castle Boulevard, Nottingham, NG7 1FT |
| Current Registered Office  | The Poynt, 45 Wollaton Street, Nottingham, NG1 5FW      |
| Former Registered Office   | New Castle House, Castle Boulevard, Nottingham, NG7 1FT |
| Principal Trading Activity | Dormant Company   |

### **Appointment Details**

|   |  |
|---|--|
| Joint Liquidators' Name and Address             | Patrick B Ellward<br>of RSM Tenon Restructuring, The Poynt, 45 Wollaton Street, Nottingham, NG1 5FW<br>and<br>Jill Sandford<br>of RSM Tenon Restructuring The Poynt, 45 Wollaton Street, Nottingham, NG1 5FW |
| Commencement of Liquidation                     | 20 June 2013   |
| Date of Appointment                             | 20 June 2013   |
| Appointment Made By                             | Members  |
| The Joint Liquidators act jointly and severally |  |

**Distinctive Clubs Limited**  
**(In Liquidation)**  
**Joint Liquidators' Abstract of Receipts & Payments**

| <b>Declaration<br/>of Solvency</b> |                                   | <b>From 20/06/2013<br/>To 18/09/2013</b> | <b>From 20/06/2013<br/>To 18/09/2013</b> |
|------------------------------------|-----------------------------------|--|--|
|                                    | <b>ASSET REALISATIONS</b>         |  |  |
| 1 00                               | Group Debtor - Gala Coral Inv Ltd | 1 00                                     | 1 00                                     |
|                                    |                                   | 1 00                                     | 1 00                                     |
|                                    | <b>DISTRIBUTIONS</b>              |  |  |
| (1 00)                             | Ordinary Shareholders             | 1 00                                     | 1 00                                     |
|                                    |                                   | (1 00)                                   | (1 00)                                   |
|                                    |                                   | <b>NIL</b>                               | <b>NIL</b>                               |
| <b>REPRESENTED BY</b>              |                                   |  | <b>NIL</b>                               |

## **Appendix III**

### **MEMBERS' VOLUNTARY LIQUIDATION**

#### **FURTHER INFORMATION FOR MEMBERS AND MEMBERS' RIGHTS**

**(where company goes into liquidation on a winding up resolution passed on or after 6 April 2010)**

#### **Progress reports and requests for further information**

The liquidator is required to send annual and final progress reports to members. The reports must include

- > details of the basis fixed for the remuneration of the liquidator (or if not fixed at the date of the report, the steps taken during the period of the report to fix it),
- > if the basis has been fixed, the remuneration charged during the period of the report, irrespective of whether it was actually paid during that period (except where it is fixed as a set amount, in which case it may be shown as that amount without any apportionment for the period of the report),
- > if the report is the first to be made after the basis has been fixed, the remuneration charged during the periods covered by the previous reports, together with a description of the work done during those periods, irrespective of whether payment was actually made during the period of the report,
- > a statement of the expenses incurred by the liquidator during the period of the report, irrespective of whether payment was actually made during that period,
- > a statement of the members' rights to request further information, and their right to challenge the liquidator's remuneration and expenses, as explained below

#### **Members' rights to request further information**

Within 21 days of receipt of a progress report (or 7 business days where the report has been prepared for the purposes of a meeting to receive the liquidator's resignation) a member may request the liquidator to provide further information about the remuneration and expenses set out in the report

A request must be in writing, and may be made by member(s) with at least 5% of the total voting rights of all the members having the right to vote at general meetings of the company, or by any member with the permission of the court

The liquidator must provide the requested information within 14 days, unless he considers that

- > the time and cost involved in preparing the information would be excessive, or
- > disclosure would be prejudicial to the conduct of the liquidation or might be expected to lead to violence against any person, or
- > the liquidator is subject to an obligation of confidentiality in relation to the information requested,

in which case he must give the reasons for not providing the information

Any member may apply to the court within 21 days of the liquidator's refusal to provide the requested information, or the expiry of the 14 days time limit for the provision of the information, and the court may make such order as it thinks just

#### **Additional requirements**

The liquidator must provide certain information about the time spent on the case, free of charge, upon request by any member of the company

The information which must be provided is –

- > the total number of hours spent on the case by the liquidator or staff assigned to the case,



- > for each grade of staff, the average hourly rate at which they are charged out,
- > the number of hours spent by each grade of staff in the relevant period

The period for which the information must be provided is the period from appointment to the end of the most recent period of six months reckoned from the date of the liquidator's appointment, or where he has vacated office, the date that he vacated office

The information must be provided within 28 days of receipt of the request by the liquidator, and requests must be made within two years from vacation of office

#### **What if a member is dissatisfied?**

It is the members as a body who have authority to approve the liquidator's fees

#### General meeting

To enable them to carry out this function they may require the liquidator to call a general meeting of the company. In order to do this members with at least ten per cent of the total voting rights of all the members having the right to vote at general meetings of the company must concur with the request, which must be made to the liquidator in writing.

#### Application to Court

If a member believes that the liquidator's remuneration is too high, the basis is inappropriate, or the expenses incurred by the liquidator are in all the circumstances excessive he may, provided certain conditions are met, apply to the court.

Application may be made to the court by member(s) with at least 10% of the total voting rights of all of the members having the right to vote at general meetings of the company, or by any member with the permission of the court.

Any such application must be made within 8 weeks of the applicant receiving the liquidator's progress report in which the charging of the remuneration or incurring of the expenses in question is first reported. If the court does not dismiss the application (which it may if it considers that insufficient cause is shown) the applicant must give the liquidator a copy of the application and supporting evidence at least 14 days before the hearing.

If the court considers the application well founded, it may order that the remuneration be reduced, the basis be changed, or the expenses be disallowed or repaid.

Unless the court orders otherwise, the costs of the application must be paid by the applicant and not out of the assets of the insolvent company.

Distribution to Members Batch 12

| Case Name                           | Company Number | InterCompany Debtor            | InterCompany |  | Distribution To   |
|-------------------------------------|----------------|--------------------------------|--------------|--|---|
|                                     |                |                                | Debt £       |  |   |
| Crossco (1253) Limited              | 07763901       | Gala Leisure Limited           | 1 00         |  |  |
| Distinctive Clubs Limited           | 00730625       | Gala Group Investments Limited | 1 00         |  |   |
| Gravitas 1025 Limited               | 02633519       | Gala Coral Investments Limited | 1 00         |  |   |
| Grosvenor Sporting Club Limited     | 01820848       | Eventday Limited               | 1 00         |  |   |
| J B Aspinall Limited                | 00735031       | Coral Racing Limited           | 1 00         |  |   |
| P & E Finney Limited                | 00370029       | Eventday Limited               | 1 00         |  |   |
| Parkside Clubs (Nottingham) limited | 00779032       | Eventday Limited               | 1 00         |  |   |
| Torchlight UK Limited               | 03558208       | Gala Group Investments Limited | 1 00         |  |   |
| U K Racing Limited                  | 03164457       | Coral Racing Limited           | 1 00         |  |   |