

## 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

02036555

Name of Company

Duelguide (UK) Limited

I/We

Malcolm Cohen, 55 Baker Street, London, W1U 7EU

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 ~~summoned for~~ 02 October 2015 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 and that the same was done accordingly. ~~no quorum was present~~ at the meeting


The meeting was held at 55 Baker Street, London, W1U 7EU

The winding up covers the period from 5 November 2014 (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

- 1 That the Liquidator's report and accounts to 2 October 2015 be and are hereby approved
- 2 That the Liquidator is authorised to dispose of the Company's books and records one year after the dissolution of the Company
- 3 The Liquidator is released

Signed

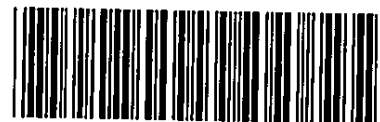


Date 02 October 2015

BDO LLP  
55 Baker Street  
London  
W1U 7EU

Ref 00248763/MAC/SMB/CH

TUESDAY



A09

\*A4HY8TF7\*

13/10/2015

#167

COMPANIES HOUSE

**Duelguide (UK) Limited  
(In Liquidation)  
Liquidator's Abstract of Receipts & Payments  
From 5 November 2014 To 2 October 2015**

S of A £	£	£
REPRESENTED BY		NIL
		NIL

Note



Malcolm Cohen  
Liquidator

On 24 August 2015 a distribution in specie totalling £10,308,691 was declared. This represented a distribution of Amounts due to the Company in respect of intercompany balances.



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55 Baker Street  
London W1U 7EU

**TO ALL SHAREHOLDERS**

**2 October 2015**

Our ref 7/SMB/Duelguide

Please ask for Charlotte Jones  
Direct line 020 7893 3281  
E-mail [charlotte.jones@bdo.co.uk](mailto:charlotte.jones@bdo.co.uk)

Dear Sirs

**Duelguide Management Services Limited  
Duelguide (UK) Limited  
R&M Holdings (UK) Limited  
("the Companies") - All in Members' Voluntary Liquidation**

In accordance with the provisions of Section 94 of the Insolvency Act 1986, I am pleased to report the progress of my administration to 2 October 2015

#### **Statutory Information**

I, Malcolm Cohen, of BDO LLP, 55 Baker Street, London, W1U 7EU was appointed as Liquidator of the Companies on 5 November 2014. The Companies' respective registered numbers and former company names are detailed in the attached Schedule A

The former registered office and principal trading address of Duelguide Management Services Limited and Duelguide (UK) Limited was 25 Harley Street, London, W1G 9BR.

The former registered office of R&M Holdings (UK) Limited was 25 Harley Street, London, W1G 9BR and the principal trading address was 67 Brook Street, London, W1K 4NJ

The Companies do not have any other trading styles

#### **Receipts**

##### **Cash at Bank**

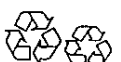
At the date of the Liquidator's appointment, Duelguide Management Services Limited ("DMSL") held cash in a pre-liquidation bank account totalling £75,682. Following my appointment steps were taken to realise the funds and a total of £77,566 transferred to a newly opened liquidation bank account.

##### **Bank interest received**

To the date of this report bank interest totalling £54 has been received in relation to funds held in the liquidation bank account of DMSL.

Details of the authorising bodies of the insolvency appointment takers of BDO LLP are available at [www.bdo.co.uk/services/business\\_restructuring/authorising\\_bodies\\_of\\_insolvency\\_appointment\\_takers](http://www.bdo.co.uk/services/business_restructuring/authorising_bodies_of_insolvency_appointment_takers)

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**Other assets**

At the date of the Liquidator's appointment all three Companies reported amounts due from other group companies. These debtor balances, less amounts due to the intercompany creditors also reported in the Declarations of Solvency, have been distributed in specie to the Companies' shareholders prior to the final meetings of members being held.

The amounts to be distributed have been set out in Schedule B.

**Payments**

No payments have been made in the liquidations.

**Liquidator's Remuneration**

My remuneration was approved on a time costs basis on the date of my appointment. To 2 October 2015 time costs totalling £22,926.40 have been incurred which relates to 76.95 hours of work at an average of £280 per hour. As previously agreed, fees totalling £18,000 plus VAT have been drawn in respect of all three liquidations.

Disbursements totalling £1,861.26 have been incurred which are the costs of statutory advertising and the cost of the fidelity bonding.

The Liquidator's fees and disbursements for all three liquidations have been settled from the funds held in the liquidation bank account for DMSL.

**HM Revenue & Customs ("HMRC")**

I have corresponded with HMRC and would advise you that I have received formal tax clearance from the Inspector at the Corporation Tax office and clearance from the Enforcement and Insolvency Service for the pre and post liquidation periods, together with confirmation that no further returns are required and that there are no objections to the liquidations being concluded.

**Further Information**

If you have a complaint you should address it in the first instance to the Senior Partner, BDO LLP, 55 Baker Street, London W1U 7EU. If you are still dis-satisfied, complaints to the office holder's regulatory body should be made via the Insolvency Service Complaints Gateway.

Complaints to the single Complaints Gateway may be made either by:

- calling the Insolvency Service Enquiry Line on 0845 602 9848 (Monday to Friday 8am to 5pm), or
- completing and emailing the online complaints form on the Insolvency Service website <http://www.insolvencydirect.bis.gov.uk/contactus/ipcomplaint/complaintform.htm>, or
- completing the online complaints form and posting it to: IP Complaints, Insolvency Service, 3rd Floor, 1 City Walk, Leeds, LS11 9DA

For more details, please visit <http://www.bis.gov.uk/insolvency/contact-us/IP-Complaints-Gateway>.

The shareholders were invited to consider the following resolutions.

1. That the Liquidator's reports and accounts to 2 October 2015 be and are hereby approved.
2. That the Liquidator is authorised to dispose of the Companies books and records one year after the dissolution of the Companies
- 3 The Liquidator is released

The resolutions were all duly approved.



.....  
Malcolm Cohen  
Chairman

### Schedule A - Statutory Details

Company Name	Company Number	Former names	Date of Appointment
Duelguide Management Services Limited	01999376	Chelsfield Management Services Limited (07/06/2005) Aimglow Limited (16/06/1986)	5 November 2014
Duelguide (UK) Limited	02036555	Chelsfield (UK) Limited (07/06/2005) Chelsfield (UK) Plc (17/08/2004) Chelsfield Plc (05/03/1992) Leberl Rees Plc (04/09/1986)	5 November 2014
R&M Holdings (UK) Limited	06544546	Umbrellabay Limited (22/05/2008)	5 November 2014

**Schedule B - Distributions in specie to the respective shareholders**

<b><u>Company name</u></b>	<b><u>Distributions (£)</u></b>
Duelguide Management Services Limited	850,228
Duelguide (UK) Limited	10,308,691
R&M Holdings (UK) Limited	898,064

**Duelguide Management Services Limited  
(In Liquidation)**

**Liquidator's Abstract Of Receipts And Payments  
To 02 October 2015  
For All Bank Accounts**

<b>RECEIPTS</b>	<b>Total (£)</b>
Cash at Bank	77,566 43
Bank Interest Gross	53 57
	<hr/>
	77,620 00
	<hr/>
<b>PAYMENTS</b>	
Liquidator's Fees	18,000.00
Liquidators Disbursements	1,861.26
Ordinary Shareholders	57,758.74
	<hr/>
	77,620.00
	<hr/>
	77,620 00
	<hr/>

On 24 August 2015 a distribution in specie totalling £850,228 was declared. This represented a distribution of amounts due to the Company in respect of intercompany balances.



**Duelguide (UK) Limited  
(In Liquidation)**

**Liquidator's Abstract Of Receipts And Payments  
To 02 October 2015  
For All Bank Accounts**

RECEIPTS	Total (£)
	<hr/>
	0 00
	<hr/>
PAYMENTS	
	<hr/>
	0 00
Balances in Hand	0 00
	<hr/>
	0.00
	<hr/>

Note - VAT is not recoverable

On 24 August 2015 a distribution in specie totalling £10,308,691 was declared. This represented a distribution of Amounts due to the Company in respect of intercompany balances.

**R&M Holdings (UK) Limited  
(In Liquidation)**

**Liquidator's Abstract Of Receipts And Payments  
To 02 October 2015  
For All Bank Accounts**

RECEIPTS	Total (£)
	0 00
PAYMENTS	
	0.00
Balances in Hand	0 00
	0.00

Note - VAT is not recoverable

On 24 August 2015 a distribution in specie totalling £898,064 was declared. This represented a distribution of amounts due to the Company in respect of intercompany balances.

On 24 August 2015 a distribution in cash totalling £57,758.74 was declared in respect of cash held in the Company's subsidiary's bank account, Duelguide Management Services Limited (in members' voluntary liquidation). Accordingly, these funds were paid directly into the Company's shareholder's bank account.

## Summary of Time Charged and Rates Applicable for the Period From 23/11/2013 to 02/10/2015

Description	PARTNER		MANAGER		ASSISTANT MANAGER		SENIOR ADMINISTRATOR		ADMINISTRATOR		OTHER STAFF		GRAND TOTAL		AV RT
	Hours	Total £	Hours	Total £	Hours	Total £	Hours	Total £	Hours	Total £	Hours	Total £	Hours	Total £	
A Pre Appointment Matters			1 80	757 80	7 60	2,043 00							9 40	2,800 80	297 96
D General Administration					1 25	368 50	0 25	45 75					1 50	414 25	276 17
F Assets Realisation/Debt					0 50	145 00							0 50	145 00	290 00
G Employee Matters			0 25	50 75									0 25	50 75	203 00
H Creditor Claims					0 10	30 50							0 10	30 50	305 00
I Reporting			0 40	182 00	0 90	261 00							1 30	443 00	340 77
J Distribution and Closure	1 00	691 00			2 40	732 00							3 40	1,423 00	418 53
	1 00	691 00	2 45	990 55	12 75	3,580 00	0 25	45 75	0 00	0 00	0 00	0 00			

Net Total

16 45

5,307 30

Secretarial Expense

0 00

Other Disbursements

320 00

Billed

-4,616 05

Grand Total

1,011 25

Name of Assignment

Duelguide Management Services

00248585

## Summary of Time Charged and Rates Applicable for the Period From 09/11/2013 to 09/10/2015

Description	PARTNER		MANAGER		ASSISTANT MANAGER		SENIOR ADMINISTRATOR		ADMINISTRATOR		OTHER STAFF		GRAND TOTAL		AV RT
	Hours	Total £	Hours	Total £	Hours	Total £	Hours	Total £	Hours	Total £	Hours	Total £	Hours	Total £	
A Pre Appointment Matters			5.70	2,399.70	21.45	5,661.90							27.15	8,061.60	256.93
B Steps on Appointment			0.50	227.50	2.35	667.50							2.85	895.00	314.04
D General Administration			0.50	103.50	2.55	745.50	0.75	144.00	0.95	103.55			4.75	1,096.55	230.85
E Assets Realisation/Dealing			0.10	45.50	3.80	1,082.25							3.90	1,127.75	289.17
G Employee Matters			0.25	50.75	1.25	362.50							1.50	413.25	275.50
H Creditor Claims					0.10	30.50							0.10	30.50	305.00
I Reporting					0.90	261.00							0.90	261.00	290.00
J Distribution and Closure			0.25	119.50	3.60	1,098.00							3.85	1,217.50	316.23
K Work					0.20	61.00							0.20	61.00	305.00
	0.00	0.00	7.30	2,946.45	36.20	9,970.15	0.75	144.00	0.95	103.55	0.00	0.00	45.20	13,164.15	

Net Total

Secretarial Expense

Other Disbursements

Billed

Grand Total

45.20	13,164.15
	0.00
	1,541.26
	-11,019.01
	3,686.40

## Summary of Time Charged and Rates Applicable for the Period From 18/01/2014 to 02/10/2015

Description	PARTNER		MANAGER		ASSISTANT MANAGER		SENIOR ADMINISTRATOR		ADMINISTRATOR		OTHER STAFF		GRAND TOTAL		AV RT
	Hours	Total	Hours	Total	Hours	Total	Hours	Total	Hours	Total	Hours	Total	Hours	Total	
		£		£		£		£		£		£		£	
A Pre Appointment Matters			0 20	84 20	5 75	1,527 50							5 95	1,611 70	270 87
D General Administration					5 10	1,436 00							5 10	1,436 00	281 57
G Employee Matters			0 25	50 75									0 25	50 75	203 00
H Creditor Claims					0 10	30 50							0 10	30 50	305 00
I Reporting					0 90	261 00							0 90	261 00	290 00
J Distribution and Closure			1 00	455 00	2 00	610 00							3 00	1,065 00	355 00
	0 00	0 00	1 45	589 95	13 85	3,865 00	0 00	0 00	0 00	0 00	0 00	0 00			
													15 30	4,454 95	
														0 00	
														0 00	
														-4,226 20	
														228 75	

Net Total

Secretarial Expense

Other Disbursements

Billed

Grand Total