

## 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

02659917

Name of Company

Burke Ford Group 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~~ 06 April 2017 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 23 September 2016 (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:

The following resolutions were approved:

- 1) That the Liquidator's reports and accounts to 6 April 2017 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 06 April 2017

BDQ LLP  
55 Baker Street  
London  
W1U 7EU

Ref 00266326/MAC/SMB/CW/RH

MONDAY



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A07 10/04/2017 #257  
COMPANIES HOUSE

**Burke Ford Group Limited  
(In Liquidation)  
Liquidator's Abstract of Receipts & Payments  
From 23 September 2016 To 6 April 2017**

S of A £	£	£
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NIL

REPRESENTED BY

NIL



Malcolm Cohen  
Liquidator

**TO ALL SHAREHOLDERS**

6 April 2017

Our Ref 7/SMB/JLT

Please ask for Sharon Bloomfield  
Direct line: 020 7893 2905  
Email: sharon.bloomfield@bdo.co.uk

Dear Sirs

**Burke Ford Group Limited - 02659917**  
**Ingham (Holdings) Limited - 05665152**  
**Jardine Lloyd Thompson Reinsurance Limited - 00327545**  
**Jardine Lloyd Thompson Reinsurance Holdings Limited - 01757595**  
**JLT iimia Limited - 03890862**  
**JLT Wealth Management (Falmouth) Limited - 03350120**  
**Thistle Underwriters Limited - 06448082**  
**(together 'the Companies') - All In Members' Voluntary Liquidation**

In accordance with the provisions of Section 94 of the Insolvency Act 1986, I present, for your information, my final progress report on the liquidations for the period 23 September 2016 to 6 April 2017.

**Statutory Information**

I, Malcolm Cohen, of BDO LLP, 55 Baker Street, London, W1U 7EU was appointed as Liquidator of the Companies on 23 September 2016.

The Companies' registered numbers are detailed above, and their former names are detailed in the attached Schedule A. The Companies have no other trading styles.

Prior to liquidation, the Companies' principal trading address and registered office was The St Botolph Building, 138 Houndsditch, London, EC3A 7AW. Their registered office was changed to 55 Baker Street, London, W1U 7EU following my appointment.

The Companies are all wholly owned subsidiaries of the Jardine Lloyd Thompson group ('JLT').

**Receipts and Payments**

There have been no receipts and payments in the period under review.

The Declaration of Solvency sworn by the directors of Burke Ford Group Limited ('Burke') showed that the company had no assets and no liabilities.

The Declarations of Solvency for Ingham (Holdings) Limited and Jardine Lloyd Thompson Reinsurance Holdings Limited ('JLTRH') detailed that the companies each held a £1 investment in their respective subsidiaries, Ingham & Co (Liabilities) Limited and Jardine Lloyd Thompson Reinsurance Limited ('JLTR').



The Declarations of Solvency for the remaining four Companies detailed that these Companies' sole assets were comprised of intercompany debtor balances of £1 each. These balances were distributed in specie before the final meetings of members were held.

#### **HM Revenue & Customs ('HMRC')**

To ensure that HMRC has no claims against the Companies, in the course of my administration of the liquidations, I seek clearances from the Corporation Tax Inspector, and HMRC's Enforcement & Insolvency Service ('EIS') which provides VAT and PAYE clearances (where applicable) and also provides HMRC's proof of debt for all taxes.

With the exception of Ingham (Holdings) Limited, the Companies were all part of a JLT VAT group, and following my appointment I ensured that they were removed from the group with effect from the date of liquidation.

JLT's tax department prepared and filed corporation tax returns for outstanding pre-liquidation periods and accordingly I sought clearances from HMRC.

The Inspector has confirmed that there are no outstanding returns or liabilities, and I have also received clearances and final nil proof of debt forms from EIS.

#### **Other Creditor Claims**

No creditors were detailed in the declarations of solvency. Following my appointment I advertised for creditor claims, with claims to be submitted to my office by 28 October 2016. No claims have been received.

#### **Pension Schemes**

As a matter of course, once appointed as Liquidator I submit a s.120 notice to the Pension Protection Fund ('PPF') for each liquidation. The results from the PPF showed that Burke, JLTR and JLTRH were all associated with pension schemes.

My enquiries of JLT confirmed that both JLTR and JLTRH were party to a flexible apportionment agreement which removed them from any liability in respect of the pension scheme. They also confirmed that Burke had no outstanding pension issues, and the PPF has further advised that Burke is ineligible for entry into an assessment period.

#### **Liquidator's Remuneration**

Pursuant to the Insolvency Rules 1986, the Liquidator is obliged to fix his remuneration in accordance with Rule 4.148A(2) of the Insolvency Rules 1986. This permits remuneration to be fixed either:

- (1) as a percentage of the assets realised and distributed; and/or
- (2) by reference to the time the Liquidator and the staff have spent attending to matters in the liquidation; and/or
- (3) as a set amount; and/or
- (4) as a combination of the above.

My remuneration was approved on a time costs basis on the date of my appointment. My staff and I have spent time on matters arising in the normal course of the liquidation. The main areas dealt with include:

- liaising with the Companies and JLT in relation to matters prior to the Liquidator's appointment;
- statutory reporting requirements to members;
- statutory reporting requirements to the Registrar of Companies;
- dealing with statutory advertising requirements;
- liaising with JLT to arrange submission of corporation tax returns for the pre-liquidation periods;
- liaising with JLT and the PPF regarding pension scheme enquiries;
- obtaining confirmation from HMRC regarding the removal from the VAT group;
- correspondence with HMRC in order to obtain the necessary clearances to close the liquidations;
- corresponding with JLT and providing updates of the progress of the liquidations;
- declaring the distributions in specie; and
- convening and holding the final meetings of members.

Time costs incurred by myself and my staff for the period in respect of all seven liquidations total £14,364.45 which represents 30.2 hours of work at an average hourly rate of £475.64.

#### **Disbursements**

Where disbursements are recovered in respect of precise sums expended to third parties there is no necessity for these costs to be authorised. These are known as category 1 disbursements. The sum of £1,755.91 has been incurred in respect of category 1 disbursements for statutory advertising costs and the costs of the indemnity bonding.

As agreed with JLT all liquidation costs including disbursements will be met by an appropriate group company as the Companies do not hold any funds.

#### **Members' rights**

I provide at the end of this report an extract from the Insolvency Rules 1986 setting out the rights of members to request further information and/or challenge the remuneration or expenses within the liquidations.

#### **Liquidation Closure**

The following resolutions were considered and approved by the members:

1. That the Liquidator's reports and accounts to 6 April 2017 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.

**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: <https://www.gov.uk/complain-about-insolvency-practitioner>  
If you have any queries please contact Sharon Bloomfield as detailed above.

Yours faithfully  
For and on behalf of  
The Companies



Malcolm Cohen  
Liquidator  
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**SCHEDULE A**

<b>Company Name</b>	<b>Company Number</b>	<b>Former names</b>
Burke Ford Group Limited	02659917	Burke Ford Insurance Group Limited (27/9/1999) Burke Ford Reed Insurance Management Limited (1/11/1995) Shinelight Services Limited (14/4/1992)
Ingham (Holdings) Limited	05665152	None
Jardine Lloyd Thompson Reinsurance Limited	00327545	Jardine Thompson Graham Limited (1/4/1997)
Jardine Lloyd Thompson Reinsurance Holdings Limited	01757595	Jardine Reinsurance Holdings (U.K.) Limited (1/4/1997) Fountainhead Investments Limited (30/3/1984)
JLT iimia Limited	03890862	iimia Mitonoptimal Limited (9/2/2010) Compton House Limited (6/3/2008) Cogfirm Limited (20/1/2000)
JLT Wealth Management (Falmouth) Limited	03350120	John K. Miln & Co. Ltd. (9/2/2010) Bickland Developments Limited (17/6/1998)
Thistle Underwriters Limited	06448082	None

**Statement from the Insolvency Rules 1986 (as amended) regarding the rights of members in respect of the Liquidators' fees and expenses:****Rule 4.49E Creditors' and members' request for further information****(1) If-**

- (a) within the period mentioned in paragraph (2)–
  - (i) a secured creditor, or
  - (ii) an unsecured creditor with the concurrence of at least 5% in value of the unsecured creditors (including the creditor in question), or
  - (iii) members of the company in a members' voluntary winding up 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
- (b) with the permission of the court upon an application made within the period mentioned in paragraph (2)–
  - (i) any unsecured creditor, or
  - (ii) any member of the company in a members' voluntary winding up,

makes a request in writing to the liquidator for further information about remuneration or expenses set out in a progress report in accordance with Rule 4.49B(1)(e) or (f) (including by virtue of Rule 4.49C(5)) or in a draft report under Rule 4.49D, the liquidator must, within 14 days of receipt of the request, comply with paragraph (3) except to the extent that the request is in respect of matter[s] in a draft report under Rule 4.49D or a progress report required by Rule 4.108 which (in either case) was previously included in a progress report not required by Rule 4.108.

**(2) The period referred to in paragraph (1)(a) and (b) is-**

- (a) 7 business days of receipt (by the last of them in the case of an application by more than one member) of the progress report where it is required by Rule 4.108, and
- (b) 21 days of receipt (by the last of them in the case of an application by more than one member) of the report or draft report in any other case.

**(3) The liquidator complies with this paragraph by either-**

- (a) providing all of the information asked for, or
- (b) so far as the liquidator considers that–
  - (i) the time or cost of preparation of the information would be excessive, or
  - (ii) disclosure of the information would be prejudicial to the conduct of the liquidation or might reasonably be expected to lead to violence against any person, or
  - (iii) the liquidator is subject to an obligation of confidentiality in respect of the information, giving reasons for not providing all of the information.

**Rule 4.148C Members' claim that remuneration is excessive****(1) Members of the company with at least 10% of the total voting rights of all the members having the right to vote at general meetings of the company, or any member with the permission of the court, may apply to the court for one or more of the orders in paragraph (6) on the grounds that–**

- (a) the remuneration charged by the liquidator,
- (b) the basis fixed for the liquidator's remuneration under Rule 4.148A, or



- (c) expenses incurred by the liquidator,  
  
is or are, in all the circumstances, excessive or, in the case of an application under sub-paragraph (b), inappropriate.
- (2) Application must, subject to any order of the court under Rule 4.49E(5), be made no later than 8 weeks (or 4 weeks when the liquidator has resigned in accordance with Rule 4.142) after receipt by the applicant of the report or account which first reports the charging of the remuneration or the incurring of the expenses in question ("the relevant report").
- (3) The court may, if it thinks that no sufficient cause is shown for a reduction, dismiss the application; but it must not do so unless the applicant has had the opportunity to attend the court for a hearing of which the applicant has been given at least 5 business days' notice but which is without notice to any other party.
- (4) If the application is not dismissed under paragraph (3), the court must fix a venue for it to be heard and give notice to the applicant accordingly.
- (5) The applicant must at least 14 days before the hearing send to the liquidator a notice stating the venue and accompanied by a copy of the application and of any evidence which the applicant intends to adduce in support of it.
- (6) If the court considers the application to be well-founded, it must make one or more of the following orders—
  - (a) an order reducing the amount of remuneration which the liquidator was entitled to charge;
  - (b) an order fixing the basis of remuneration at a reduced rate or amount;
  - (c) an order changing the basis of remuneration;
  - (d) an order that some or all of the remuneration or expenses in question be treated as not being expenses of the liquidation;
  - (e) an order that the liquidator or the liquidator's personal representative pay to the company the amount of the excess of remuneration or expenses or such part of the excess as the court may specify;and may make any other order that it thinks just; but an order under sub-paragraph (b) or (c) may be made only in respect of periods after the period covered by the relevant report.
- (7) Unless the court orders otherwise, the costs of the application must be paid by the applicant and are not payable as an expense of the liquidation.

Jardine Lloyd Thomson Group Members' Voluntary Liquidations

Summary of Time Charged and Rates Applicable for the Period From 23 September 2016 to 6 April 2017

Description	PARTNER		DIRECTOR		ASSISTANT MANAGER		SENIOR EXECUTIVE		EXECUTIVE		GRAND TOTAL		AV RATE	
	Hours	£	Hours	£	Hours	£					Hours	£		£
A. Pre-Appointment Matters			3.00	1,506.00							3.00	1,506.00		502.00
B. Steps on Appointment	1.00	726.00	2.00	1,004.00				3.80	663.65		6.80	2,393.65		352.01
D. General Administration			3.10	1,556.20							3.10	1,556.20		502.00
E. Assets Realisation/Dealing			0.30	150.60							0.30	150.60		502.00
G. Employee Matters			1.30	652.60							1.30	652.60		502.00
H. Creditors Claims			1.35	677.70							1.35	677.70		502.00
I. Reporting			4.35	2,183.70							4.35	2,183.70		502.00
J. Distribution and Closure	1.00	726.00	9.00	4,518.00							10.00	5,244.00		524.40
	2.00	1,452.00	24.40	12,248.80				3.80	663.65					
											30.20	14,364.45		475.64
Net Total														
Disbursements												1,755.91		
Billed												-		
Grand Total												<u>16,120.36</u>		