

LIQ03

Notice of progress report in voluntary winding up



Companies House

For further information, please
refer to our guidance at
www.gov.uk/companieshouse

1 Company details

Company number 0 4 9 0 7 9 9 1

Company name in full Outdoor Revolution Limited

→ Filling in this form
Please complete in typescript or in
bold black capitals.

2 Liquidator's name

Full forename(s) John

Surname Kelmanson

3 Liquidator's address

Building name/number Pearl Assurance House

Street 319 Ballards Lane

Post town London

County/Region

Postcode N 1 2 8 L Y

Country

4 Liquidator's name ①

Full forename(s)

Surname

① Other liquidator
Use this section to tell us about
another liquidator.

5 Liquidator's address ①

Building name/number

Street

Post town

County/Region


Postcode

Country

② Other liquidator
Use this section to tell us about
another liquidator.

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6	Period of progress report									
From date	^d 0	^d 9	^m 0	^m 6	^y 2	^y 0	^y 2	^y 0		
To date	^d 0	^d 8	^m 0	^m 6	^y 2	^y 0	^y 2	^y 1		
7	Progress report									
<input checked="" type="checkbox"/> The progress report is attached										
8	Sign and date									
Liquidator's signature	<div>Signature</div> <div>X  X</div>									
Signature date	^d 0	^d 3	^m 0	^m 8	^y 2	^y 0	^y 2	^y 1		

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Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name **Sinead Trainor**

Company name **Begbies Traynor (London) LLP**

Address **Pearl Assurance House**
319 Ballards Lane

Post town **Finchley**

County/Region **London**

Postcode **N 1 2 8 L Y**

Country

DX

Telephone **020 8343 5900**



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have attached the required documents.
- ☐ You have signed the form.



Important information

All information on this form will appear on the public record.



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the address below:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.



Further information

For further information please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

Outdoor Revolution Limited (In Creditors' Voluntary Liquidation)

Progress report

Period: 9 June 2020 to 8 June 2021

Important Notice

This progress report has been produced solely to comply with our statutory duty to report to creditors and members of the Company on the progress of the liquidation. The report is private and confidential and may not be relied upon, referred to, reproduced or quoted from, in whole or in part, by creditors and members for any purpose other than this report to them, or by any other person for any purpose whatsoever.

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1. INTERPRETATION

<u>Expression</u>	<u>Meaning</u>
"the Company"	Outdoor Revolution Limited (In Creditors' Voluntary Liquidation)
"the Liquidation"	The appointment of the Liquidator on 9 June 2016.
"the Liquidator", "I", "me" and "my"	John Kelmanson of Begbies Traynor, Pearl Assurance House, 319 Ballards Lane, London N12 8LY
"the Act"	The Insolvency Act 1986 (as amended)
"the Rules"	The Insolvency (England and Wales) Rules 2016
"secured creditor" and "unsecured creditor"	Secured creditor, in relation to a company, means a creditor of the company who holds in respect of his debt a security over property of the company, and "unsecured creditor" is to be read accordingly (Section 248(1)(a) of the Act)
"security"	(i) In relation to England and Wales, any mortgage, charge, lien or other security (Section 248(1)(b)(i) of the Act); and (ii) In relation to Scotland, any security (whether heritable or moveable), any floating charge and any right of lien or preference and any right of retention (other than a right of compensation or set off) (Section 248(1)(b)(ii) of the Act)
"preferential creditor"	Any creditor of the Company whose claim is preferential within Sections 386, 387 and Schedule 6 to the Act

2. COMPANY INFORMATION

Trading name(s):	NA
Company registered number:	04907991
Company registered office:	Pearl Assurance House, 319 Ballards Lane, London N12 8LY
Former trading address:	264A Belsize Road, London NW6 4BT

3. DETAILS OF APPOINTMENT OF LIQUIDATOR

Date winding up commenced:	9 June 2016
Date of liquidators' appointment:	9 June 2016
Changes in liquidator (if any):	None

Please note that as from 17 March 2021 David Rubin and Partners has become part of Begbies Traynor's corporate recovery and insolvency practice. Further information in relation to Begbies Traynor and the Begbies Traynor Group can be accessed at <http://www.begbies-traynorgroup.com>

David Rubin & Partners is now trading as 'Begbies Traynor' and will continue to operate from David Rubin & Partners' existing office at Pearl Assurance House, 319 Ballards Lane, London N12 8LY.

David Rubin & Partners becoming part of Begbies Traynor will not affect the manner in which the liquidation of the Company will be conducted which will continue to be dealt with by the existing members of the David Rubin & Partners Team, with support from Begbies Traynor's personnel based elsewhere where required.

4. PROGRESS DURING THE PERIOD

Attached at Appendix 1 is our abstract of receipts and payments for the period from 9 June 2020 to 8 June 2021.

Receipts and Payments

Receipts

Director's settlement

As mentioned in previous reports, the director agreed to pay £30,000 in full and final settlement of his overdrawn loan account. The sum of £400 has been received in the reporting period and the settlement now paid in full.

Computer equipment

As detailed in my previous reports, the Company computer equipment was sold to the director for £235 plus VAT. The consideration was received in full in the reporting period.

Payments

Liquidators remuneration

Remuneration drawn during the year amounted to £6,500.

What work has been done in the period of this report, why was that work necessary and what has been the financial benefit (if any) to creditors?

As mentioned in my previous reports, following several extensive meetings with the Company's director and his representatives, an offer of £30,000 was submitted by the director in full and final settlement his overdrawn loan account with the Company. The offer was supported by a statement of the director's financial position, which includes substantial amounts owing to other parties. After careful consideration of all pertinent factors, the director's offer was accepted. Settlement fees have now been paid in full.

As well as the above, payment was also received in the reporting period in respect of computer equipment sold to the director for £235 plus VAT.

Details of the types of work that generally fall into the headings mentioned below are available on our firm's website - <http://www.begbies-traynorgroup.com/work-details> Under the following headings we have explained the specific work that has been undertaken on this case. Not every piece of work has been described, but we have sought to give a proportionate overview which provides sufficient detail to allow creditors to understand what has been done, why it was necessary and what financial benefit (if any) the work has provided to creditors.

The costs are not split out per heading, as our remuneration is based on a fixed sum.

The details below relate to the work undertaken in the period of this report only. Our previous reports contain details of the work undertaken since our appointment.

General case administration and planning

It has been necessary to develop and review the strategy regularly in respect of certain key elements of the case. Periodic internal reviews have been carried out in order to ensure satisfactory progression of the case and that all statutory and regulatory obligations have been complied with.

Generally, it is necessary to maintain records to demonstrate how the case has been administered and to ensure reasons for decisions that materially affect the case are adequately documented. Meetings with the case manager and team have accordingly been held regularly to assess case status and ensure adherence to these requirements. Standard case reviews have also been conducted and documented periodically.

Other general case administration tasks undertaken include the following:

- Opening a designated estate bank account and dealing with the movement of funds;
- Completing various searches at Companies House to obtain statutory information on the Company;
- Dealing with general queries of the Company's directors and shareholders in respect of various matters;
- Ongoing maintenance of Liquidation records;
- Ongoing maintenance of up to date information on the electronic case information;
- Ensure time recording data is compliant with Statement of Insolvency Practice 9;
- Dealing with correspondence (physical and electronic) that is considered routine in the context of the engagement and otherwise does not directly fall into other categories.

Whilst work undertaken in this category does not provide a direct financial benefit to creditors, it is a necessary part of the general control of all formal insolvency appointments in order to comply with the Rules, the Act and best practice guidelines.

Compliance with the Insolvency Act, Rules and best practice

Included in the work undertaken under this heading is the following:

- Preparation and circulation of my fourth annual progress report and Receipts and Payments Account to creditors pursuant to Section 104A of the Insolvency Act 1986 and submission of the same to the Registrar of Companies;
- Reviewing the Liquidator's bond level periodically as required by the Insolvency Practitioners Regulations 2005;
- General accounting, banking and cashiering including the processing of payments, maintenance of estate cash book postings and carrying out regular bank account reconciliations;
- Ongoing considerations to ethical practice;
- Creation and update of case files on the firm's insolvency software which include company information, creditors, debtors and employees details;
- Updating checklist and statutory diaries where necessary

This work does not provide a direct financial benefit to creditors, however is required in accordance with relevant insolvency legislation and best practice guidelines.

Investigations

In accordance with the Company Directors Disqualification Act 1986 I have submitted a report on the conduct of the Directors of the Company to the Department for Business, Energy & Industrial Strategy (BEIS). As this is a confidential report, I am not able to disclose the contents.

Shortly after my appointment, I made an initial assessment of whether there could be any matters that might lead to recoveries for the estate and what further investigations may be appropriate. This assessment took into account information provided by creditors either at the initial meeting or as a response to my request to complete an investigation questionnaire. My examinations have revealed the following issues requiring further investigation;

Sums owed by shareholder

I reconciled the loan account of a 50% shareholder, and believe a substantial balance to be owed to the Company and collectable. I have been in correspondence with the director to establish the role of the shareholder, who I consider may be a de facto director of the Company, and to clarify the nature of specific transactions and amounts due. My investigations in this regard remain ongoing.

Preference Payment/ Misfeasance/ Transaction at an Undervalue

A payment to an individual, believed to be the director's cousin, in the sum of £62,000 has been identified, which I consider to be a preference payment, or alternatively a transaction at an undervalue or misfeasance depending on the nature of the payment. My investigations in this regard are ongoing.

Realisation of assets

Corresponding with solicitors and former director in regards to outstanding payments of settlement.

Dealing with all creditors' claims (including employees), correspondence and distributions

- Updating schedules of unsecured creditor claims;
- Receipt of creditor claims and input on internal case management software;
- Review of creditor claim supporting information; and
- Acknowledgment of creditor claims correspondence and/or dealing with further queries on claims.

Other matters which includes seeking decisions from creditors (via Deemed Consent Procedure and/or Decision Procedures, tax, litigation, pensions and travel

Other matters in respect of which work has been conducted during the year in review include the submission of year end corporation tax return to HMRC as well as completing and submitting VAT returns periodically in order to ensure that VAT on estate inputs is recovered in a timely fashion.

There is no direct financial benefit to creditors in respect of compliance with tax obligations but it has been necessary in order to progress the insolvency process.

5. ESTIMATED OUTCOME FOR CREDITORS

Details of the sums owed to each class of the Company's creditors were provided in the director's statement of affairs in our progress report for the period 9 June 2019 to 8 June 2020.

Secured creditor

Royal Bank of Scotland ("RBS") holds a fixed and floating charge over the Company's assets, created on 3 June 2014 and registered at Companies House on 11 June 2014. At the date of Liquidation, the in debtness to RBS was estimated at £39,928.84. The director has confirmed this has been paid in full by him personally under his personal guarantee and accordingly there are no amounts outstanding to RBS.

Preferential creditors

There are no preferential creditors.

Unsecured creditors

The claims of 6 unsecured creditors totalling £115,850.75 have been received compared with 10 creditors totalling £911,523.85 disclosed on the directors' Estimated Statement of Affairs.

These claims have not been formally adjudicated as there are presently no sums available for distribution to creditors.

Prescribed Part for unsecured creditors pursuant to Section 176A of the Act

Section 176A of the Act provides that, where the company has created a floating charge on or after 15 September 2003, the liquidator must make a prescribed part of the Company's net property available for the unsecured creditors and not distribute it to the floating charge holder except in so far as it exceeds the amount required for the satisfaction of unsecured debts. Net property means the amount which would, were it not for this provision, be available to floating charge holders out of floating charge assets (i.e. after accounting for preferential debts and the costs of realising the floating charge assets). The prescribed part of the Company's net property is calculated by reference to a sliding scale as follows:

- ☐ 50% of the first £10,000 of net property;
- ☐ 20% of net property thereafter;
- ☐ Up to a maximum amount to be made available of £600,000

A liquidator will not be required to set aside the prescribed part of net property if:

- ☐ the net property is less than £10,000 and the liquidator thinks that the cost of distributing the prescribed part would be disproportionate to the benefit; (Section 176A(3)) or
- ☐ the liquidator applies to the court for an order on the grounds that the cost of distributing the prescribed part would be disproportionate to the benefit and the court orders that the provision shall not apply (Section 176A(5)).

As detailed above the Company granted a fixed and floating charge in favour of RBS on 3 June 2014. However, the director has confirmed sums outstanding to RBS have been paid in full by him under his personal guarantee. Accordingly, there are no sums owed to RBS and the provisions of Section 176A have no practical application in this case.

6. REMUNERATION & EXPENSES

Remuneration

Our remuneration has been fixed by a resolution of creditors at a meeting held on 9 June 2016 on the basis of a fixed fee of £15,000, and a percentage of realisations (net of any charges or finance) and distributions, as outlined in the fee proposal which was circulated to all known creditors with the notices of the creditors' meeting prior to the Liquidator's appointment. The percentages applicable are detailed below;

Realisations

• Equity in Freehold / Leasehold Property	25%
• Plant & Machinery / Fixtures & Fittings / Stock	25%
• Goodwill / Intellectual Property Rights / Investments	25%
• Book Debts / Work in Progress / Rent Deposit	20%
• Equity in Motor Vehicles	20%
• Cash at Bank / Funds held by reporting accountant	15%
• HM Revenue & Custom Refunds	15%
• In relation to any other asset recovery (e.g. including those not disclosed, antecedent transaction recoveries)	50%

Distributions

• The first £20,000	15%
• The next £80,000	10%
• Over £100,000	5%

We are also authorised to draw expenses, including expenses for services provided by our firm (defined as category 2 expenses in Statement of Insolvency Practice 9) in accordance with our firm's policy.

The Liquidator has made the following realisations upon which the creditors have approved a percentage be taken as remuneration. Details of the realisations to date and associated remuneration drawn on account of those realisations are set out below:

Asset Category	Value of assets realised in period	Total value of assets realised since appointment	Remuneration %	Total fees invoiced to date	Fees not yet drawn
Director's Loan Account	£400	£30,000	50%	£13,500	£1,500
Computer equipment	£282	£282	25%	£70.50	£70.50

At the date of this report, I would confirm that there is no change to the fees information originally circulated to creditors.

Expenses

No expenses have been drawn in the reporting year ending 8 June 2021.

Category 2 Expenses

No Category two expenses nor expenses which should be treated as category two expenses have been charged to the case during this reporting period.

A copy of 'A Creditors' Guide to Liquidators Fees (E&W) 2021' which provides guidance on creditors' rights on how to approve and monitor a Liquidator's remuneration and on how the remuneration is set can be obtained online at www.begbies-traynor.com/creditorsguides. Alternatively, if you require a hard copy of the Guide, please contact our office and we will arrange to send you a copy.

7. LIQUIDATORS' EXPENSES

A statement of the expenses incurred during the period of this progress report is attached at Appendix 3 together with a table of expected future expenses likely to be incurred.

8. ASSETS THAT REMAIN TO BE REALISED AND WORK THAT REMAINS TO BE DONE

All assets in the Liquidation have now been realised. The Liquidation remains open pending investigations into certain transactions prior to Liquidation detailed further below.

What work remains to be done, why is this necessary and what financial benefit (if any) will it provide to creditors?

I am continuing to liaise with my instructed lawyers in respect of sums I believe to be owed to the Company by a 50% shareholder and de facto director. According to the records in my possession, this sum may be in excess of £200,000. I am not currently in a position to assess the prospect of total recovery as my enquiries of the director in this regard are ongoing.

In addition to this, a payment to an individual, believed to be the director's cousin, in the sum of £62,000 has been identified, which I consider to be a preference payment, or alternatively a transaction at an undervalue or misfeasance depending on the nature of the payment. My investigations in this regard are ongoing.

How much will this further work cost?

The 'further work' detailed above has always been anticipated, but at this point in the proceedings, it has not yet been completed. As you know, this work is necessary in order that I may complete the liquidation as envisaged. The cost of completing this work will not exceed any amounts approved by creditors previously. At the date of this report, I would confirm that there is no change to the fees information originally circulated to creditors.

Expenses

Details of the expenses that we expect to incur in connection with the work that remains to be done referred to above are provided in Appendix 3.

What is the anticipated payment for administering the case in full?

We estimate that we will be paid a total of approximately £30,000 for administering the case in full.

9. OTHER RELEVANT INFORMATION

Connected party transactions

In accordance with Statement of Insolvency Practice 13, we are obliged to inform creditors of any sale of the Company's business or assets which involves a party connected to the Company. We confirm that the following assets were sold:

Date of sale	Asset sold and nature of transaction	Consideration paid and date	Name of Purchaser	Relationship with the Company
4 August 2016	Company computer equipment	£235 plus VAT	Angelous Angeli	Former director

Use of personal information

Please note that in the course of discharging our statutory duties as liquidators, we may need to access and use personal data, being information from which a living person can be identified. Where this is necessary, we are required to comply with data protection legislation. If you are an individual and you would like further information about your rights in relation to our use of your personal data, you can access the same at <https://www.begbies-traynorgroup.com/privacy-notice>. If you require a hard copy of the information, please do not hesitate to contact us.

10. CREDITORS' RIGHTS

Right to request further information


Pursuant to Rule 18.9 of the Rules, within 21 days of the receipt of this report a secured creditor, or an unsecured creditor with the concurrence of at least 5% in value of the unsecured creditors, including that creditor, (or an unsecured creditor with less than 5% in value of the unsecured creditors, but with the permission of the court) may request in writing that we provide further information about our remuneration or expenses which have been incurred during the period of this progress report.

Right to make an application to court

Pursuant to Rule 18.34 of the Rules, any secured creditor or any unsecured creditor with the concurrence of at least 10% in value of the unsecured creditors including that creditor, (or any unsecured creditors with less than 10% in value of the unsecured creditors, but with the permission of the court) may, within 8 weeks of receipt of this progress report, make an application to court on the grounds that the remuneration charged or the expenses incurred during the period of this progress report are excessive or, the basis fixed for our remuneration is inappropriate.

11. CONCLUSION

We will report again in approximately twelve months time or at the conclusion of the liquidation, whichever is the sooner.



John Kelmanson
Liquidator

Dated: 3 August 2021

ACCOUNT OF RECEIPTS AND PAYMENTS

Period: 9 June 2020 to 8 June 2021

OUTDOOR REVOLUTION LIMITED - IN LIQUIDATION

LIQUIDATOR'S RECEIPTS AND PAYMENTS ACCOUNT

FROM 9 JUNE 2020 TO 8 JUNE 2021

	<u>Estimated</u> <u>to realise</u> £	<u>Realised</u> <u>to-date</u> £	<u>Y/E</u> <u>08-Jun-21</u> £
<u>Balance brought forward</u>			8,069.35
<u>Receipts</u>			
Fixtures & fittings	Nil	Nil	-
Computer equipment	696.00	235.00	235.00
Book debts	Nil	0.00	-
Shares & investments	Nil	0.00	-
S98 contribution fee		9,600.00	-
Directors settlement		30,000.00	400.00
Bank interest gross		4.85	-
Sundry receipt		108.00	108.00
		<u>39,947.85</u>	<u>8,704.35</u>
<u>Payments</u>			
Specific bond		400.00	-
Preparation of Statement of Affairs		8,000.00	-
Statutory advertising		220.50	-
Creditor gateway website		10.00	-
Liquidator's remuneration		28,500.00	6,500.00
Meeting costs		125.00	-
Agents fees		150.00	-
Stationary & postage		14.00	-
Storage costs		216.00	-
		<u>37,635.50</u>	<u>6,500.00</u>
<u>Receipts less Payments</u>		<u>2,312.35</u>	<u>2,204.35</u>
<u>Represented by:-</u>			
Balance at bank		1,059.35	
VAT receivable		1,300.00	
VAT Payable		47.00	
		<u>2,312.35</u>	

CUMULATIVE STATEMENT OF EXPENSES

Type of expense	Name of party with whom expense incurred	Amount incurred £	Amount discharged £	Balance to be discharged £
Specific Bond	Marsh UK Limited	400.00 plus VAT	400.00 plus VAT	Nil
Statutory advertising	Thorpes Advertising	220.50 plus VAT	220.50 plus VAT	Nil
Creditor gateway website	The Creditor Gateway	10.00 plus VAT	10.00 plus VAT	Nil
Meeting room	KCBS LLP	125.00 plus VAT	125.00 plus VAT	Nil
Agents fees	Ashwells Nationwide Services Limited	15.00 plus VAT	150.00 plus VAT	Nil
Legal fees	HCR Sprecher Grier	1,3200 plus VAT	Nil	1,3200.00 plus VAT
Stationary & postage	Begbies Traynor (London) LLP (Formerly KCBS LLP)	55.02 plus VAT	14.00 plus VAT	41.02 plus VAT
Storage costs	Begbies Traynor (London) LLP (Formerly KCBS LLP)	513.00 plus VAT	216.00 plus VAT	513.00 plus VAT

ADDITIONAL EXPENSES ANTICIPATED FOR FUTURE WORK

Expenses anticipated to be incurred prior to closure of the case	Name of party with whom expense anticipated to be incurred	Amount estimated to cost £
Stationary & postage	Begbies Traynor (London) LLP	35.00 plus VAT