

LIQ14

Notice of final account prior to dissolution in CVL



Companies House

TUESDAY



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09/08/2022

#72

COMPANIES HOUSE

1 Company details

Company number 05051483

Company name in full R.J.F. Building Ltd

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

2 Liquidator's name

Full forename(s) John Allan

Surname Carpenter

3 Liquidator's address

Building name/number 7400 Daresbury Park

Street Daresbury

Post town Warrington

County/Region Cheshire

Postcode WA44BS

Country

4 Liquidator's name

Full forename(s) Christopher Benjamin

Surname Barrett

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

5 Liquidator's address

Building name/number 7400 Daresbury Park

Street Daresbury

Post town Warrington

County/Region Cheshire

Postcode WA44BS

Country

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

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6

Liquidator's release

☐ Tick if one or more creditors objected to liquidator's release.

7

Final account

☒ I attach a copy of the final account.

8

Sign and date

Liquidator's signature

Signature

X

M. A. G.

X

Signature date

^d

0

^d

8

^m

0

^m

8

^y

2

^y

0

^y

2

^y

2

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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

Annmarie O'Brien

Company name

Dow Schofield Watts Business Recovery LLP

Address

7400 Daresbury Park

Daresbury

Post town

Warrington

County/Region

Cheshire

Postcode

W A 4 4 B S

Country

DX

Telephone



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

R.J.F. Building Ltd (“the Company”)
– In Creditors’ Voluntary Liquidation
Company number: 05051483

Joint Liquidators’ Final Account

In accordance with S106 of the Insolvency Act 1986 and Rule 18.14
of the Insolvency (England and Wales) Rules 2016

Reporting period: 19 February 2022 to 3 June 2022

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R.J.F. Building Ltd ("the Company") – in Creditors' Voluntary Liquidation

1 Introduction

John Allan Carpenter and Christopher Benjamin Barrett were appointed as Joint Liquidators of the Company on 19 February 2018, and this is the Joint Liquidators' fifth and final progress report to the members and creditors of the Company, showing how the liquidation has been conducted. The report covers the whole period of the liquidation from commencement to the date of the final account.

2 Liquidators' Actions since Appointment

Following our appointment, we dealt with the initial statutory requirements, including statutory advertising and notifications to the Registrar of Companies, members and creditors of the Company, and took steps to realise the Company's assets.

2.1 Receipts and Payments Account

A summary of the Joint Liquidators' receipts and payments account is attached at **Appendix B** which shows all asset realisations and payments in respect of the costs of liquidation for the period from 19 February 2022 to 3 June 2022 as well as cumulatively from the commencement of the liquidation.

The liquidation estate funds were held in an interest-bearing account in the name of the Company and controlled by the Joint Liquidators.

2.2 Asset Realisations

Asset realisations were completed during previous periods of the liquidation.

Cash in Agents Client Account

The director's Statement of Affairs included cash of £7,423 which was held in the client account of JPS Chartered Surveyors. Prior to our appointment as Joint Liquidators, the Company had sold certain fixed assets and a motor vehicle to a connected company, Artisan Projects (Cheshire) Ltd, for the sum of £6,750 plus VAT. The sum of £7,423 represented the sale proceeds less agents' costs.

Prior to the date of liquidation, the director gave permission for the funds held to be used to discharge the pre-appointment costs of Dow Schofield Watts Business Recovery LLP.

Antecedent Transactions

During our investigations into the Company's affairs, we identified the sum of £25,000 being paid as a shareholder dividend to Mr Fernyhough, which appeared to be an unlawful dividend on the grounds that the Company had insufficient reserves to declare the dividend payment.

The Joint Liquidators wrote to both the director and the Company's accountant to request information regarding the dividend payment made to the shareholder, Mr Fernyhough. Certain information was received, however, following review of the further information and explanations received, the Joint Liquidators still considered that the Company had insufficient distributable reserves and that the dividend payment should not have been made.

The Joint Liquidators instructed solicitors who advised that they agreed that the dividend was an unlawful dividend. The solicitors issued a demand letter to Mr Fernyhough requesting repayment of the dividend. The sum of £25,000 was received from Mr Fernyhough during October 2020.

Cash at bank

The Statement of Affairs did not include any cash at bank. Following our appointment, correspondence with Barclays Bank plc identified a small balance of cash held on behalf of the Company. We wrote to Barclays Bank Plc to request the transfer of the funds held to the liquidation estate account and received the sum of £39 during the first year of the liquidation.

Bank interest

Nominal bank interest has been received during the final period. Interest received during the liquidation totals £2.

2.3 Costs of the Liquidation

The Joint Liquidators have paid costs of the liquidation totalling £6,917 since the date of the previous progress report, bringing total costs paid to £25,041, as detailed in the receipts and payments account at **Appendix B**. These are discussed in more detail in section 3 below.

2.4 Investigations

The Joint Liquidators have a duty to consider the conduct of those who have been directors of the Company at any time in the three years preceding the date of liquidation and submit a confidential report to the Insolvency Service Disqualification Unit. The confidential report on the conduct of the directors of the Company was submitted to the Insolvency Service during the first year of the liquidation.

The Joint Liquidators are also required to investigate the affairs of the Company in general in order to consider whether any civil proceedings should be taken on its behalf.

Appropriate investigations have been carried out which have resulted in additional realisations of £25,000 being achieved during the liquidation. Investigations were concluded during the previous reporting period.

2.6 Code of ethics

As insolvency practitioners we are bound by the Insolvency Code of Ethics when carrying out all professional work relating to this matter. Prior to our appointment a review of ethical issues was undertaken, and no ethical threats were identified where safeguards needed to be applied.

Ethical issues have been reviewed periodically during the reporting period. Since the commencement of the liquidation no new ethical threats have been identified.

3 Liquidators' remuneration and expenses

Approval of remuneration and category 2 expenses

Creditors approved by a decision by correspondence on 17 April 2019 that the Joint Liquidators would be remunerated by reference to the time properly spent in dealing with matters in the liquidation and that they would be permitted to pay category 2 expenses at the rates set out in **Appendix C**. The fees estimate issued to creditors before seeking fee approval was £15,240. Fees cannot be drawn in excess of the fees estimate without further approval from creditors.

As more work was required than was anticipated when the original fees estimate was issued, additional fee approval was sought from the Company's creditors. On 16 March 2022 creditors approved by a decision by correspondence that the Joint Liquidators are authorised to draw their remuneration on a time cost basis in accordance with a revised fees estimate of £24,798.54.

Remuneration charged and paid

The Joint Liquidators' time costs have been incurred and paid as follows:

Time costs	Incurred (£)	Paid (£)
From appointment on 19 February 2018 to 18 February 2022	22,501.50	15,240.00
From 19 February 2022 to 3 June 2022	1,533.50	6,916.67
	<u>24,035.00</u>	<u>22,156.67</u>

The above costs exclude VAT. A breakdown of the above time costs is set out at **Appendix C**. Due to the level realisations in this matter, the balance of unpaid time costs of £1,878.33 plus future costs to the closure of the liquidation will be written off.

The remuneration charged by the Joint Liquidators in this matter will not exceed the revised fees estimate.

Expenses charged and paid

The expenses of the liquidation incurred and paid are as follows:

Expenses	Incurred (£)	Paid (£)
Category 1 expenses from 19 February 2018 to 18 February 2022	2,878.01	2,878.01
Category 1 expenses from 19 February 2022 to 3 June 2022	6.48	6.48
Category 2 expenses from 19 February 2018 to 18 February 2022	Nil	Nil
Category 2 expenses from 19 February 2022 to 3 June 2022	Nil	Nil
	<u>2,884.49</u>	<u>2,884.49</u>

The expenses estimate issued to creditors before seeking fee approval was £4,084. An explanation of the distinction between category 1 and category 2 expenses is set out at **Appendix C** together with analysis and further information regarding the expenses incurred and paid.

Pre-appointment costs

Prior to our appointment, the Company agreed to pay the fees of Dow Schofield Watts Business Recovery LLP for assisting the director in placing the Company into liquidation and assisting with the preparation of the Statement of Affairs and Director's Report. The pre-appointment costs consisted of fees of £6,000 plus VAT and disbursements of £186 plus VAT and were paid in full by the Company prior to the date of liquidation.

Creditors' guide to fees and creditors' rights regarding fees

Further information relating to liquidators' fees and expenses can be found in "Liquidation: a guide for creditors on insolvency practitioner fees" which can be accessed and downloaded from the website of R3, the Association of Business Recovery Professionals (<https://www.r3.org.uk/technical-library/england-wales/technical-guidance/fees/>). The guide includes details of creditors' right to request information under Rule 18.9 of the Insolvency (England and Wales) Rules 2016 and their right to challenge liquidators' remuneration and expenses under Rule 18.34. A summary of these rights is also set out in **Appendix C**. A copy of the guide will be provided free of charge upon request to Dow Schofield Watts Business Recovery LLP.

4 Outcome for creditors

Secured Creditors and Prescribed Part

There are no secured creditors in this matter.

In cases where a company gave a floating charge over its assets to a creditor on or after 15 September 2003, the prescribed part provisions set aside a proportion (the "prescribed part") of the funds that would otherwise have been available for distribution to floating charge creditors (the "net property") so that the prescribed part can be distributed to unsecured creditors.

As there is no floating charge holder, the prescribed part provisions do not apply.

Ordinary preferential creditors

There are no known ordinary preferential creditor claims in this matter.

Secondary preferential creditors

As the date of liquidation was prior to 1 December 2020 there are no secondary preferential creditor claims in this matter.

Unsecured creditors

Due to the level of realisations in this matter there were insufficient funds available to allow a distribution to unsecured creditors. A notice of no dividend is being issued to all known unsecured creditors with this final account.

5 Conclusion of the Liquidation

The Company's affairs are fully wound up. The Joint Liquidators will vacate office under Section 171 of the Insolvency Act 1986 on delivering to the Registrar of Companies a copy of this final account together with the relevant statutory notice.



John Allan Carpenter

Joint Liquidator

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

Appendix A: Statutory Information

Company Information

Company Name:	R.J.F. Building Ltd
Trading Name:	N/a
Previous Name:	N/a
Company Number:	05051483
Date of Incorporation:	20 February 2014
Former Trading Address:	Hilly Lees Farm, Smythamley, Macclesfield, SK11 0SL
Current Registered Office:	c/o Dow Schofield Watts Business Recovery LLP, 7400 Daresbury Park, Daresbury, Warrington, WA4 4BS
Former Registered Office:	2 The Courtyard, Greenfield Farm Industrial Estate, Congleton, Cheshire, CW12 4TR
Principal Trading Activity:	Building and property improvement

Appointment details

Joint Liquidators' names and address:	John Allan Carpenter (IP number 16270) and Christopher Benjamin Barrett (IP number 9437) both of Dow Schofield Watts Business Recovery LLP, 7400 Daresbury Park, Daresbury, Warrington, WA4 4BS.
Commencement of liquidation:	19 February 2018
Date of appointment:	19 February 2018
Appointment made:	by members and creditors

The Joint Liquidators act jointly and severally.

Appendix B: Receipts and Payments Account

R.J.F. Building Ltd

In Liquidation

Joint Liquidators' Summary of Receipts and Payments (Daybook Basis)

Statement of Affairs £	From 19 February 2018 To 03 June 2022 £	From 19 February 2018 To 03 June 2022 £
ASSET REALISATIONS		
7,423.20 Cash In Agents Client Account	0.00	0.00
Antecedent Transactions	25,000.00	25,000.00
Cash at Bank	39.27	39.27
Bank Interest Gross	1.89	1.89
	<u>25,041.16</u>	<u>25,041.16</u>
COST OF REALISATIONS		
Office Holders Fees	22,156.67	22,156.67
Office Holders Expenses	116.49	116.49
Legal Fees	2,768.00	2,768.00
	<u>(25,041.16)</u>	<u>(25,041.16)</u>
UNSECURED CREDITORS		
(13,065.40) Trade & Expense Creditors	0.00	0.00
(10.00) Director's Loan Account	0.00	0.00
(586.55) Banks/Institutions	0.00	0.00
(13,784.00) HM Revenue & Customs	0.00	0.00
(1.00) Consumer Creditors	0.00	0.00
	<u>0.00</u>	<u>0.00</u>
DISTRIBUTIONS		
(1.00) Ordinary Shareholders	0.00	0.00
	<u>0.00</u>	<u>0.00</u>
<u>(20,024.75)</u>	<u>0.00</u>	<u>0.00</u>
REPRESENTED BY		
		<u>NIL</u>

John Allan Carpenter
Joint Liquidator

Appendix C: Information regarding Liquidators' Remuneration and Expenses

1. Time recording policy

Work undertaken on insolvency appointments is recorded in 6 minute units on an electronic time recording system. Time properly incurred on cases is charged at the hourly charge-out rate of the grade of staff undertaking the work.

The current hourly charge-out-rates are as follows:

Staff grade	Hourly rate (£) from 1 April 2022
Partner and Insolvency Practitioner	345
Manager	250-285
Assistant Manager	180-245
Senior Case Administrator	160-175
Case Administrator	110-155
Cashier	145
Trainee Case Administrator	85-105

The hourly charge-out rates are reviewed annually and may have increased during the course of the liquidation.

2. Existing fee arrangements

The existing fee arrangements were decided by creditors by a decision by correspondence on 17 April 2019 and a further decision by correspondence on 16 March 2022.

The Joint Liquidators are authorised to draw their remuneration on the basis of time properly spent in dealing with this matter, and they are permitted to pay category 2 expenses in accordance with the tariff set out below. The Liquidators' fees estimate provided to creditors when initially seeking fee approval was £15,240. As additional work was required, and time costs exceeded that amount, approval was obtained from creditors to draw fees in excess of the original fees estimate. The revised fees estimate was £24,798.54.

3. Time costs summary

For the period of the report, from 19 February 2022 to 3 June 2022, a total of 7.8 hours have been spent at an average charge out rate of £196.60 bringing the time costs for this period to £1,533.50. A summary table is shown overleaf.

From the commencement of the liquidation to 3 June 2022 a total of 140.2 hours have been spent at an average charge out rate of £171.43 bringing the total cost to date to £24,035.00. The second table overleaf shows a summary of these costs.

The fees drawn to date total £22,156.67. Because of the level of realisations in this matter, the remaining unbilled time costs of £1,878.33 will be written off.

SIP9 Time & Cost Summary

R.J.F. Building Ltd

19 February 2022 to 03 June 2022

R.J.F. Building Ltd (Showing Post-Appointment only)

Classification of Work Function	Partner	Manager	Other Senior Professional	Assistants & Support Staff	Total Hours	Time Cost (£)	Average Hourly Rate (£)
Admin & Planning	0.10	0.60	1.10	1.20	3.00	535.00	178.33
Case Specific Matters	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Creditors	0.80	1.20	2.20	0.60	4.80	998.50	208.02
Investigations	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Realisation of Assets	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Trading	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total Hours	0.90	1.80	3.30	1.80	7.80	1,533.50	196.60
Total Fees Claimed						6,916.67	
Total Expenses Claimed						6.48	

SIP9 Time & Cost Summary

R.J.F. Building Ltd

19 February 2018 to 03 June 2022

R.J.F. Building Ltd (Showing Post-Appointment only)

Classification of Work Function	Partner	Manager	Other Senior Professional	Assistants & Support Staff	Total Hours	Time Cost (£)	Average Hourly Rate (£)
Admin & Planning	4.50	7.00	8.90	11.10	31.50	5,685.50	180.49
Case Specific Matters	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Creditors	10.50	10.00	23.10	10.30	53.90	10,180.00	188.87
Investigations	4.80	5.60	16.80	21.60	48.80	6,903.00	141.45
Realisation of Assets	1.10	2.00	1.90	1.00	6.00	1,266.50	211.08
Trading	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total Hours	20.90	24.60	50.70	44.00	140.20	24,035.00	171.43
Total Fees Claimed						22,156.67	
Total Expenses Claimed						116.49	

4. Description of work carried out during the period

The work carried out during the final period of the liquidation can be summarised as follows:

4.1 Administration and planning

- Processing bank receipts and payments;
- Maintaining financial records and carrying out bank reconciliations;
- Case reviews; and
- Dealing with taxation returns and correspondence.

4.2 Creditors and members

- Recording and maintaining the list of creditors;
- Reporting to creditors and members;
- Seeking revised fee approval from creditors; and
- Preparation of final account.

Staff of different levels were involved in the activities above depending on the experience required.

5. Expenses

Expenses policy

Expenses payments from an insolvent estate must be fair, reasonable and proportionate. Expenses fall into two categories:

Category 1 expenses are payments to persons who are not associates of the office-holders for services which are directly attributable to the insolvency appointment. Category 1 expenses can be paid from the estate without prior approval. Where Dow Schofield Watts Business Recovery LLP has paid the supplier for services directly attributable to the insolvency appointment, these costs can be recharged to the insolvent estate. Category 1 expenses will typically include costs such as legal fees, agents' fees, statutory advertising, specific bond insurance, storage costs, postage, external room hire and travel expenses (excluding business mileage). Although no approval is required, an expenses estimate will be supplied when seeking fee approval.

Category 2 expenses are payments to associates of the office-holders, or which have an element of shared costs, which are directly attributable to the insolvency appointment. Category 2 expenses cannot be paid from the estate without prior approval. It is our policy to seek creditor approval for the payment of the following category 2 expenses when seeking fee approval:

Expense type	Rate
Mileage (payments made to office-holders or staff members for car journeys in relation to the insolvency appointment)	45p per mile

Expenses incurred and paid

The expenses incurred and paid during the liquidation are set out overleaf.

R.J.F. Building Ltd - in liquidation

Summary of expenses incurred and paid

Category 1 expenses

Napthens LLP (solicitors)
Statutory bond
Document storage & destruction
Postage

Total category 1 expenses

Category 2 expenses

Mileage
Total category 2 expenses

Total expenses

This period		Previous period(s)		Cumulative		Expenses Estimate (£)
Incurred (£)	Paid (£)	Incurred (£)	Paid (£)	Incurred (£)	Paid (£)	
0.00	0.00	2,768.00	2,768.00	2,768.00	2,768.00	4,000.00
0.00	0.00	87.60	87.60	87.60	87.60	0.00
0.00	0.00	0.00	0.00	0.00	0.00	19.00
6.48	6.48	22.41	22.41	28.89	28.89	15.00
6.48	6.48	2,878.01	2,878.01	2,884.49	2,884.49	4,034.00
0.00	0.00	0.00	0.00	0.00	0.00	50.00
0.00	0.00	0.00	0.00	0.00	0.00	50.00
6.48	6.48	2,878.01	2,878.01	2,884.49	2,884.49	4,084.00

The above costs exclude VAT. Please note that where certain of the above expenses were paid to third-party suppliers by Dow Schofield Watts Business Recovery LLP and such costs were subsequently reimbursed from the liquidation estate, the expenses appear in the Receipts and Payments account as Office Holders Expenses.

The expenses incurred have not exceeded the expenses estimate.

Specialist advice and services

Expenses have been incurred by the Joint Liquidators in the instruction of solicitors, Napthens LLP ("Napthens") in this matter. Napthens provided assistance in pursuing the unlawful dividend payment made to the shareholder. Napthens were instructed to assist with a creditor claim and agreeing settlement through the Company's insurance company. Their fees were agreed on a time cost basis, and they have been paid the sum of £2,768 plus VAT.

When instructing third parties to provide specialist advice and services, the Joint Liquidators are required to consider whether the advice or services are warranted and seek to ensure that the best value and service are obtained. The choice of professional advisers and the Joint Liquidators' fee arrangement with them was based on an assessment of the work required and the suitability of those professionals to carry out that work.

Payments to sub-contractors

No work has been sub-contracted out that could otherwise have been carried out by the office holders or their staff.

Payments to associates

No payments have been made to associates of the office holders, their firm, or any individuals within their firm.

6. Creditors' rights

Under rule 18.9 of the Insolvency (England and Wales) Rules 2016, creditors are entitled to request information from the office-holders about their remuneration or expenses set out in this final account.

Any request must be made by a secured creditor, an unsecured creditor with the concurrence of at least 5% in value of the unsecured creditors (including the creditor in question), or by any unsecured creditor with the permission of the court. A request, or an application to the court for permission, must be made within 21 days of receipt of the report or account.

The office-holder must, within 14 days of receipt of such a request respond by: providing all of the information requested; providing some of the information requested; or declining to provide the information requested.

The office-holder may respond by providing only some of the information requested or decline to provide the information if: the time or cost of preparation of the information would be excessive; disclosure of the information would be prejudicial to the conduct of the proceedings; disclosure of the information might reasonably be expected to lead to violence against any person; or the office-holder is subject to an obligation of confidentiality in relation to the information. An office-holder who does not provide all the information or declines to provide the information must inform the person or persons who requested the information of the reasons for so doing.

A creditor may apply to the court within 21 days of: the office-holder giving reasons for not providing all of the information requested; or the expiry of the 14 days within which an office-holder must respond to a request. The court may make such order as it thinks just.

Under rule 18.34 of the Insolvency (England and Wales) Rules 2016, an application to court may be made on the grounds that the office-holders' remuneration is in all the circumstances excessive, the basis of remuneration is inappropriate, or the expenses incurred by the office-holders are in all the circumstances excessive.

Any application may be made by a secured creditor, an unsecured creditor with the concurrence of at least 10% in value of the unsecured creditors (including the creditor in question); or by any unsecured creditor with the permission of the court. The application must be made no later than eight weeks after receipt by the applicant of the progress report under rule 18.3, or final report or account under rule 18.14 which first reports the charging of the remuneration or the incurring of the expenses in question.

If the court considers the application to be well-founded, it must make one or more of the following orders: an order reducing the amount of remuneration; an order reducing any fixed rate or amount; an order changing the basis of remuneration; an order that some or all of the remuneration or expenses in question is not to be treated as expenses of the winding up; an order for the payment of the amount of the excess of remuneration or expenses or such part of the excess as the court may specify by the liquidator to the company; any other order that it thinks just.

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 winding up.