

LIQ13

Notice of final account prior to dissolution in MVL



Companies House



Please
house

1 Company details

Company number 0 5 8 1 0 4 0 6

Company name in full Top Gun Realisations 90 Limited

→ Filling in this form

Please complete in typescript or in
bold black capitals.

2 Liquidator's name

Full forename(s) Ian Harvey

Surname Dean

3 Liquidator's address

Building name/number 1

Street New Street Square

Post town London

County/Region

Postcode E C 4 A 3 H Q

Country United Kingdom

4 Liquidator's name ①

Full forename(s) Stephen Roland

Surname Browne

① Other liquidator

Use this section to tell us about
another liquidator.

5 Liquidator's address ②

Building name/number 1

Street New Street Square

Post town London

County/Region

Postcode E C 4 A 3 H Q

Country United Kingdom

② Other liquidator

Use this section to tell us about
another liquidator.

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6

Final account

☒ I have delivered the final account of the winding up to the members in accordance with Section 94(2) and attach a copy.

7

Sign and date

Liquidator's signature

Signature

X



X

Signature date

d

2

d

6

m

0

m

6

y

2

y

0

y

2

y

0

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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 **Sean Waring Mitchell**

Company name **Deloitte LLP**

Address **1**

New Street Square

Post town **London**

County/Region

Postcode

E C 4 A 3 H Q

Country

United Kingdom

DX

Telephone

+44 (0) 20 7303 6688



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

**TOP GUN REALISATIONS 76 LIMITED (FORMERLY NEW LOOK FINANCE HOLDINGS LIMITED) (COMPANY NUMBER: 11391219)
TOP GUN REALISATIONS 90 LIMITED (FORMERLY NEW LOOK RETAIL GROUP LIMITED) (COMPANY NUMBER: 05810406)
(BOTH IN MEMBERS' VOLUNTARY LIQUIDATION)
("the Companies")**

**Hill House
1 Little New Street
London
EC4A 3TR**

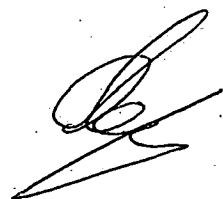
FINAL ACCOUNT PURSUANT TO RULE 5.9 OF THE INSOLVENCY (ENGLAND & WALES) RULES 2016 ("the Rules") AND SECTION 94 OF THE INSOLVENCY ACT 1986 (AS AMENDED) ("the Act")

26 June 2020

Stephen Roland Browne and Ian Harvey Dean ("the Liquidators") were appointed Joint Liquidators of the above companies further to the resolutions of the members of each company dated 6 August 2019. All licensed Insolvency Practitioners of Deloitte LLP ("Deloitte") are licensed in the UK to act as Insolvency Practitioners by the Institute of Chartered Accountants in England and Wales.

For the purpose of section 231 of the Act, the Liquidators confirm that they are authorised to carry out all functions, duties and powers by either of them jointly and severally.

This report has been prepared for the sole purpose of updating the members for information purposes. The report may not be relied upon, referred to, reproduced or quoted from, in whole or in part, by the members for any purpose other than updating them for information purposes, or by any other person for any purpose whatsoever.



**S. R. Browne and I. H. Dean
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1 New Street Square
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EC4A 3HQ**

**Tel: +44 (0) 20 7303 6688
Fax: +44 (0) 20 7007 3442**

1. SUMMARY OF EVENTS

Key Messages	Commentary
Conduct of the liquidations	<ul style="list-style-type: none">• The matters completed during the liquidations include mandatory liquidation tasks such as statutory advertising, filings at Companies House, notifications of the liquidations and obtaining clearances/searches from HM Land Registry and the Pension Tracing Service.• The Liquidators also liaised with the Companies' tax advisors and HM Revenue & Customs with regard to the submission of outstanding tax returns and the finalisation of all tax matters.• PAYE/NIC and VAT clearances were obtained on 30 March 2020 for Top Gun Realisations 76 Ltd, and on 17 February 2020 for Top Gun Realisations 90 Ltd.
	<ul style="list-style-type: none">• Corporation tax clearance was obtained on 27 November 2019 for Top Gun Realisations 76 Ltd, and on 8 April 2020 for Top Gun Realisations 90 Ltd.• Top Gun Realisations 76 Ltd held an interest in a group company, namely Top Gun Realisations Ltd (formerly New Look Finance Ltd), which entered into Administration on 3 May 2019, prior to the liquidation commencing. This interest has been regarded as having no recoverable value and has therefore not been considered on the Declaration of Solvency. The Administration was concluded on 13 May 2020.• Two legal charges are registered against Top Gun Realisations 76 Limited. Neither the Company nor the Joint Liquidators are aware of any outstanding liability in respect of these charges and the designated Security Agent has been provided with notice inviting it to submit a claim in the liquidation. Confirmation of no claim was obtained from the Security Agent on 2 June 2020. The charges have not been vacated on the basis that no claim will be pursued and the Joint Liquidators consider this matter concluded.• There have been no receipts or payments in either of the Companies. All costs, including our remuneration, were met by a fellow group undertaking.• No creditors' claims were notified to the Liquidators in respect of either of the Companies.
Costs of the liquidations	<ul style="list-style-type: none">• Our remuneration was fixed in each of the Companies by the members on a time-cost basis, and, as there were no funds in these estates, are being met by fellow group undertaking, namely New Look Retailers Ltd.

	<ul style="list-style-type: none"> For the period since our appointment, we have been paid £57,288.88 plus VAT and disbursements in respect of the Companies and six associated entities also in Members' Voluntary Liquidation. Estimated final costs to closure for the eight entities in Members' Voluntary Liquidation will be £23,400 plus VAT.
Distributions to the members	<ul style="list-style-type: none"> In respect of Top Gun Realisations 76 Limited, a first and final 'in specie' distribution was made to the member (Top Gun Realisations 90 Limited) on 22 April 2020. A total of £1 was distributed, which equates to a rate of £0.50 per Ordinary £1 Share. In respect of Top Gun Realisations 90 Limited, a first and final 'in specie' distribution was made to the member on 23 April 2020. A total of £1 was distributed, which equates to a rate of £0.000000000967 per Ordinary £0.01 Share. Further details are provided at section 2.1.

2. LIQUIDATORS' RECEIPTS AND PAYMENTS ACCOUNTS AND COSTS

All costs have been met by a fellow group undertaking.

2.1 Receipts and Payments

There have been no transactions during these liquidations, as evidenced below:

Top Gun Realisations 76 Limited:

	<i>Declaration of Solvency values</i>	6 Aug 2019 to 26 June 2020
£		

Receipts

Intercompany Receivable	1
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Total receipts

1

Nil

Payments

Total payments

Nil

Balance

Nil

Notes

1. A first and final 'in specie' distribution was made to the member on 22 April 2020. A total of £1 was distributed in respect of the intercompany receivable due to the Company from Top Gun Realisations 90 Ltd, which equates to a rate of £0.50 per Ordinary £1 Share.

Top Gun Realisations 90 Limited:

£	Declaration of	6 Aug 2019
	Solvency values	to 26 June 2020

Receipts

Investment in subsidiary	1	
Total receipts	1	Nil

Payments

Intercompany Payable	1	
Total payments		Nil
Balance		Nil

Notes

1. Following receipt of the 'in specie' distribution from Top Gun Realisations 76 Limited on, the 22nd of April 2020, the investment in subsidiary and intercompany payable balances recorded on the Declaration of Solvency were extinguished.
2. On the 21st of April 2020, Top Gun Realisations 90 Ltd received an 'in specie' distribution of £1 representing the surplus assets distributed to members from the liquidation of its subsidiary, Top Gun Realisations 80 Ltd. This balance was not recorded on the Declaration of Solvency because it represents the nominal consideration of £1 received by Top Gun Realisations 80 Ltd on disposal of the shares it held in a subsidiary. Top Gun Realisations 90 Ltd subsequently declared an 'in specie' distribution of this £1 balance to its shareholder on the 23rd of April 2020, at a rate of 0.00000000967 per Ordinary £0.01 Share.

2.2 Liquidators' Remuneration

As there were no funds in these estates, our fees were met by a fellow group undertaking, namely New Look Retailers Ltd. For the period since our appointment we have been paid £57,288.88 plus VAT and disbursements in respect of the Companies and six associated entities also in Members' Voluntary Liquidation. Estimated final costs to closure for the eight entities in Members' Voluntary Liquidation will be £23,400 plus VAT.

2.3 Liquidators' Costs and Disbursements

Details of all disbursements incurred during the period are given below. The remaining balance is to be invoiced at a later date as part of the wider restructuring programme. Costs and disbursements outlined below relate to all of the companies in the wider restructuring programme, and will also be met by a fellow group undertaking.

Category 1 Disbursements

These are payments made by us direct to third parties and for which no approval is required.

£ (net)	Approved and Paid in the report period	Incurred
Statutory advertising	944.79	-
HM Land Registry search fees	-	209.00
Liquidators' statutory insurance bond	20.00	-
Declaration of Solvency witnessing fees	80.00	-
Total disbursements	1,044.79	209.00

Category 2 Disbursements

Specific approval is required before these costs and expenses can be drawn from the liquidation estate.

Mileage is calculated at the prevailing standard mileage rate of up to 45p used by Deloitte at the time when the mileage is incurred.

There were no Category 2 disbursements for the period.

3. INFORMATION FOR THE MEMBERS

3.1 Members' right to request further information

Members of the Companies with at least 5% in value of the total voting rights of all the members having the right to vote at general meetings of the Companies, or, any member with permission of the Court, may, in writing, request us to provide additional information regarding remuneration or expenses to that already supplied within this report. Such requests must be made within 21 days of receipt of this report, in accordance with Rule 18.9 of the Rules.

3.2 Members' right to challenge Remuneration and/or Expenses

Members of the Companies with at least 10% of the total voting rights of all the members having the right to vote at general meetings of the Companies, or, any member with permission of the Court, may apply to the Court for one or more orders (in accordance with Rule 18.34 of the Rules), reducing the amount or the basis of remuneration which we are entitled to charge or otherwise challenging some or all of the expenses incurred.

Such applications must be made within eight weeks of receipt by the applicant(s) of the progress report detailing the remuneration and/or expenses being complained of, in accordance with Rule 18.34 of the Rules.

Please note that such challenges may not disturb remuneration or expenses approved or deemed to be approved under prior progress reports.

"A Creditors' Guide to Liquidators' Remuneration" is available for download <http://www.deloitte-insolvencies.co.uk/documents/uk-insolvencies-e-and-w-creditors-guide-to-liquidators-fees-oct-2015.ashx.pdf>

Should you require a paper copy, please send your request in writing to us at the address on the front of this report and this will be provided to you at no cost.

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