

LIQ13

Notice of final account prior to dissolution in MVL



Companies House

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

1 Company details

Company number 06024567

Company name in full Ambiance Limited

→ Filling in this form

Please complete in typescript or in
bold black capitals.

2 Liquidator's name

Full forename(s) John Paul

Surname Bell

3 Liquidator's address

Building name/number C/o Clarke Bell Limited

Street 3rd Floor, The Pinnacle

Post town 73 King Street

County/Region Manchester

Postcode M24NG

Country

4 Liquidator's name ①

Full forename(s) Toyah Marie

Surname Poole

① Other liquidator

Use this section to tell us about
another liquidator.

5 Liquidator's address ②

Building name/number C/o Clarke Bell Limited

Street 3rd Floor, The Pinnacle

Post town 73 King Street

County/Region Manchester

Postcode M24NG

Country

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 *John Peel*

X

Signature date

^d2^d6^m0^m1^y2^y0^y2^y3

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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

Samantha Hall

Company name

Clarke Bell Limited

Address

C/o Clarke Bell Limited

3rd Floor, The Pinnacle

Post town

73 King Street

County/Region

Manchester

Postcode

M 2 4 N G

Country

DX

Telephone

0161 907 4044



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

RE: AMBIANCE LIMITED ("THE COMPANY")

REGISTERED NUMBER: 06024567

MEMBERS VOLUNTARY LIQUIDATION ('MVL')

Joint **Liquidators'** Final Account for the period 08 November 2021 to 26 January 2023 in accordance with s94 of The Insolvency Act 1986 & R18.14 of The Insolvency Rules 2016

KEY HIGHLIGHTS OF THIS REPORT

A summary of the key information contained within this report is as follows:

- Assets realisations total £160,630.85
- There are no further assets remaining to be realised
- Details of asset realisations since our appointment are detailed below
- Cash distributions to members total £160,630.85
- Liquidator(s) remuneration was approved by members via a resolution dated 08 November 2021
- Liquidator(s) remuneration drawn is nil.
- Liquidator(s) category 1 expenses drawn is £371.60
- Liquidator(s) category 2 expenses have not been approved

APPENDICES

The following Appendices are attached which should be read in conjunction with this Report:

Appendix 1	Statutory Information
Appendix 2	Receipts and Payments Account
Appendix 3	Joint Liquidator(s) Activities
Appendix 4	Category 1 and Category 2 Expenses

ASSET REALISATION AND PROGRESSION

Attached at Appendix 2 is a copy of our Receipts and Payments Account for the period under review, from 08 November 2021 to 26 January 2023, together with cumulative totals.

I have reconciled the account against the financial records that I am required to maintain.

All figures are net of VAT.

I would specifically comment as follows;

(i) Cash at Bank

The Declaration of Solvency detailed funds of £157,741.62 were due to the Company, representing the credit balance held on the Company's bank account, as at the date of the Liquidation.

As detailed in the attached Receipts and Payments Account, the sum of £157,981.62 was realised in this respect. Of the sum realised, all was realised during the final period under review.

(ii) Crown Refund

Since the date of my appointment, the company has received an unexpected tax refund (£2,648.13).

As detailed in the attached Receipts and Payments Account, this refund has been received during the period under review.

LIABILITIES

Secured Creditors

The company has no secured creditors.

Preferential Creditors

There are no known preferential claims.

Unsecured Creditors

There are no known unsecured claims.

Share Capital

The following distributions have been made to the Members:

Date	Amount Distribution	Type of Distribution	Rate of Distribution
17/02/2022	£157,981.62	Cash	£39,495.41 per ordinary share
15/09/2022	£2,649.23	Cash	£662.31 per Ordinary share

£160,630.85 of the distributions paid to date, were paid during the final period under review.

LIQUIDATOR(S) REMUNERATION

Pre-Appointment Remuneration

Prior to my appointment at a meeting held on 08 November 2021, the Board previously authorised the payment of a fee of £995.00 plus VAT to Clarke Bell Limited for preparing the Declaration of Solvency, and for producing and circulating the notices for the meeting of Members.

The fee for preparing the Declaration of Solvency and convening the meeting was paid prior to the Liquidation, by the Company.

Post-Appointment Remuneration

At the initial meeting of members held on 08 November 2021, members resolved the following in relation to my post appointment fees;

That the Joint Liquidators be entitled to draw £250 plus VAT for the realisation of each asset, together with £250 plus VAT for the payment of each creditor, which were not detailed on the Declaration of Solvency.

Whilst additional assets were realised during the period of the Liquidation, no post appointment fees were drawn.

Guidance for Members

You may also find it useful to read "A Guide To Liquidators' Fees" which can be downloaded from <https://insolvency-practitioners.org.uk/regulation-and-guidance/england-wales/> Please note that there are different versions of the Guidance Notes, and in this case, you should refer to the April 2021 version.

A hard copy of this document can be obtained on request from this office.

LIQUIDATOR(S) EXPENSES

Expenses are any payments from the Estate which are neither an office holder's remuneration nor a distribution to a creditor or a member. Expenses also includes disbursements. Disbursements are payments which are first met by the office holder and then reimbursed to the office holder from the estate. Expenses are split into:

- Category 1 expenses, which are payments to persons providing the service to which the expense relates who are not an associate of the office holder; and
- Category 2 expenses, which are payments to associates or which have an element of shared costs. Before being paid category 2 expenses require approval in the same manner as an office holder's remuneration.

A detailed explanation of Category 1 and Category 2 expenses, together with the approved rates for Category 2 expenses, is set out in Appendix B.

Category 1 expenses are those that are directly attributable to a third party invoice.

Category 1 expenses incurred in the final period under review, together with those incurred to date, are set out in the table below.

Type Of Expense	Provider	Incurred During The Period Under Review (£)	Paid To Date (£)	Total Amount Outstanding (£)
Statutory Advertising	Courts Advertising	291.60	291.60	-
Bordereau	Marsh Limited	80.00	80.00	-

Category 1 expenses paid to date, were all discharged by the Company, prior to my appointment.

Category 2 expenses are those that are based upon an estimate or an internally set rate.

No approval to enable us to draw Category 2 expenses has been sought.

PROFESSIONAL ADVISORS

I have not needed the assistance of any professional agent to realise the company's assets, or to assist with Liquidation matters in general. As such, no costs have been incurred.

FURTHER INFORMATION

A member may, with the permission of the Court or with at least 5% of the total voting rights of all the members having the right to vote at general meetings of the Company, request further details of the Joint Liquidators' remuneration and expenses, within 21 days of receipt of this draft final account.

A member may, with the permission of the Court or with at least 10% of the total voting rights of all the members having the right to vote at general meetings of the Company, apply to Court to challenge the amount of remuneration charged by the Joint Liquidators as being excessive, and/or the basis of the Joint Liquidators' remuneration, and/or the amount of the expenses incurred as being excessive, within 8 weeks of their receipt of this draft final account.

The winding up of the Company is now for all practical purposes complete and I intend to deliver the final account by the date shown in the accompanying notice.

To comply with the Provision of Services Regulations, some general information about Clarke Bell Limited is available on our website at <https://www.clarkebell.com/provision-of-services-regulations/>

A handwritten signature in black ink, reading "John Bell". The signature is written in a cursive style with a horizontal line underneath.

JOHN PAUL BELL
JOINT LIQUIDATOR

Date: 26 January 2023

APPENDIX 1
STATUTORY INFORMATION

Company Details

Company Name:	Ambiance Limited
Company Number:	06024567
Date of Incorporation:	11 December 2006
Principal Trading Activity:	Pub / Restaurant
Trading Address:	78 High Street, Burford, Oxford, OX18 4QF
Current Registered Office:	Clarke Bell Limited, 3rd Floor, The Pinnacle, 73 King Street, Manchester, M2 4NG
Former Registered Office:	78 High Street, Burford, Oxford, OX18 4QF

Appointment Details

Joint Liquidator(s) Names:	John Paul Bell and Toyah Marie Poole of Clarke Bell Limited
Joint Liquidator(s) Address:	Clarke Bell Limited, 3rd Floor, The Pinnacle, 73 King Street, Manchester, M2 4NG
Date of Appointment:	08 November 2021
Actions of Joint Liquidators:	Any act required or authorised under any enactment to be done by a Liquidator may be done by either or both of the Liquidators acting jointly or alone
Former Liquidator:	N/A

APPENDIX 2

RECEIPTS AND PAYMENTS ACCOUNT

APPENDIX 3

JOINT LIQUIDATOR(S) ACTIVITIES

Detailed below is a summary of the activities that have been undertaken in the final period under review.

(a) Administration

This represents the work involved in the routine administrative functions of the case by the office holder and their staff, together with the control and supervision of the work done on the case by the office holder and their managers. It does not give direct financial benefit to the members, but has to be undertaken by the office holder to meet their requirements under the insolvency legislation and the Statements of Insolvency Practice, which set out required practice that office holders must follow.

- Case Planning – Reviewing the circumstances of the case to determine the appropriate strategy.
- Preparing and circulating Notice of Appointment to creditors advising of the outcome of the appointment and other formalities, including gazetting the Appointment of Liquidators.
- Setting up electronic case files.
- Setting up the case on the firm's electronic case management system and entering data.
- Obtaining a specific bond, this is insurance required by Statute that every insolvency office holder has to obtain for the protection of each estate.
- Reviewing the adequacy of the specific bond on a quarterly basis.
- Dealing with all routine correspondence and emails relating to the case.
- Undertaking periodic file reviews.
- Maintenance of Liquidator's records.
- Reviewing the VAT position on a quarterly basis.
- Opening, maintaining and managing the Liquidator's estate bank account.
- Undertaking regular reconciliations of the bank account containing estate funds.
- Overseeing and controlling the work done on the case by case administrators.
- Preparing and filing Corporation Tax Returns.
- Seeking closure clearance from HMRC and other relevant parties.

(b) Realisation of Assets

This represents work involved in the Joint Liquidators satisfying their duties to realise the company's assets for the benefit of the Estate.

- Realising the company's Crown refund.
- Realising the company's Cash at Bank
- Realising the company's Overdrawn Directors Loan Account
- Liaising with the bank regarding the closure of the account.
- Liaising with agents to realise the company's assets.
- Instructing Solicitors to assist in the realisation of assets.

APPENDIX 4

LIQUIDATOR(S) CATEGORY 1 & 2 EXPENSES

Category 1 & Category 2 Expenses

Expenses are categorised as either Category 1 or Category 2.

Category 1

Category 1 expenses are clearly identifiable third party costs that are directly attributable to the case. Occasionally these expenses are paid by Clarke Bell Limited and then recharged to the case, usually when there are insufficient funds within the case to pay the expense at the time it falls due. Specific approval from creditors is not required for Category 1 expenses.

Typical examples of Category 1 expenses are:

- Postage
- Advertising
- Insurance
- Travel costs
- External room hire

Category 2

Category 2 expenses are estimated or shared costs which may include some internal recharges from Clarke Bell Limited. It is likely that it is not possible, or too costly, to calculate the exact cost and an estimate is therefore used. These expenses can be paid from the case if the basis of the charge has been approved by creditors.

Typical examples of Category 2 expenses are:

- Photocopying
- Mileage
- Storage
- Agent costs where the Agent is deemed as an associate

The current levels of Category 2 expenses recovered by Clarke Bell Limited are as follows:

Photocopying at £0.15 per copy.
Mileage at £0.45 per mile.
Storage and destruction of records at £17 per box of records, per annum.

Ambiance Limited

In Liquidation

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

Declaration of Solvency		From 08 November 2022 To 26 January 2023	From 08 November 2021 To 26 January 2023
£		£	£
ASSET REALISATIONS			
	Tax / Insurance Refunds	0.00	2,648.13
157,741.62	Cash at Bank	0.00	157,981.62
	Bank Interest Gross	0.00	1.10
		0.00	160,630.85
DISTRIBUTIONS			
	Ordinary Shareholders	0.00	160,630.85
		0.00	(160,630.85)
157,741.62		0.00	0.00
REPRESENTED BY			
			NIL

John Paul Bell

John Paul Bell
Joint Liquidator