

The Insolvency Act 1986

Notice of appointment of Provisional
Liquidator in Winding Up by the
Court**R.4.26**

For official use

To the Registrar of Companies

Company Number

07003433

Name of Company

(a) Insert full name of
company

(a) ADONIS HOTELS LIMITED

Limited

(b) Insert full names and
address(b) FINBARR O'CONNELL
AND
ADAM STEPHENS

(c) Insert date

give notice that on (c)
liquidator of 5 DECEMBER 2013

I was appointed provisional

(a)

by an order of the court dated (c)
5 DECEMBER 2013

Dated 6 FEBRUARY 2014

Signed

Name in BLOCK
LETTERS

FINBARR O'CONNELL

A Shep
ADAM STEPHENSPresenter's name, and
referenceJONATHAN DRAPER
FOC/AHS/JMD /A0261

For Official Use

Liquidation Section 1



A319HYAB

A33

08/02/2014

#19

COMPANIES HOUSE

SATURDAY

IN THE HIGH COURT OF JUSTICE

CASE No 8593 of 2013

CHANCERY DIVISION

COMPANIES COURT

IN THE MATTER OF ADONIS HOTELS LIMITED

AND IN THE MATTER OF THE INSOLVENCY ACT 1986

BEFORE The Honourable Mr Justice Henderson

5 December 2013

BETWEEN

HM REVENUE & CUSTOMS

Applicant

-and-

ADONIS HOTELS LIMITED

Respondent

ORDER

PENAL NOTICE

If you are an officer or director of Adonis Hotels Limited you are required by s. 235 of the Insolvency Act 1986 to give the provisional liquidators all such information as they may reasonably require relating to the Company's property and affairs and to attend upon them at such times as they may reasonably require. If a person without reasonable excuse fails to comply with any obligation imposed by this section they are liable to a fine.

A court appointed liquidator is an officer of the Court and it is a contempt of Court for any persons to prevent or to impede him in the carrying out of his duties and if they do so they



may be held to be in contempt of court and may be imprisoned, fined or have their assets seized.

Any other person who knows of this order and does anything which helps or permits a breach the terms of this order may also be held to be in contempt of court and may be imprisoned, fined or have their assets seized.

UPON the without notice application of HM Revenue & Customs ("**the Applicant**") on 5 December 2013 for the appointment pursuant to section 135(1) of the Insolvency Act 1986 of provisional liquidators to Adonis Hotels Limited ("**the Company**")

AND UPON HEARING counsel for the Applicant

AND UPON reading the petition to wind up the Company and the evidence set out in Schedule 1 to this Order

AND UPON the Applicant giving the undertakings set out in Schedule 2 to this Order

AND THE COURT being satisfied that the EC Regulation does apply and that these proceedings are main proceedings as defined in Article 3 of the EC Regulation

In this Order references to "documents" shall include both hard copy documents and documents held in electronic form (such as e-mails, text messages and voicemail, word-processed documents and databases and documents stored on portable devices such as memory sticks and mobile phones). In addition to documents that are readily accessible from computer systems and other electronic devices and media, it includes documents that are stored on servers and back-up systems and documents that have been deleted. It also includes Metadata and other embedded data which is not typically visible on screen or a print out.

IT IS ORDERED that:-

1. Finbarr O'Connell and Adam Stephens both of Smith & Williamson 25 Moorgate, London EC2R 6AY be appointed as joint provisional liquidators of the Company until the conclusion of the hearing of the petition or further order of the Court

2. The Provisional Liquidators' functions and powers shall extend to the following:-

- 2.1. To enter upon the Company's premises or former premises including The Courtlands Hotel, The Drive, Hove BN3 3JE, The Imperial Hotel, First Avenue, Hove, BN3 2GU and Langfords Hotel, Third Avenue BN3 2PX (collectively referred to as "the Hotels") and to take possession of, collect in and protect the assets of the Company, including any third party or trust monies or assets in the possession of or under the control of the Company in this country or abroad, such assets not to be distributed or parted with until further order except pursuant to the functions and powers conferred by this Order;
- 2.2. to take possession of and secure the books, records and documents of the Company including the accounting and statutory records and documents relating to the Company's business;
- 2.3. to investigate the affairs of the Company insofar as it is necessary to protect the assets and documents of the Company including any third party or trust monies or assets in the possession of or under the control of the Company;
- 2.4. to investigate, in so far as it is considered necessary (with a view to tracing and protecting the monies and assets of the Company), any transactions entered into by the Company and/or any dispositions made by the Company which may have resulted in and/or involved dissipation and/or reduction in value of all or any of the Company's assets which in the event that a winding up order is made may be voidable and/or recoverable pursuant to the provisions of the Insolvency Act 1986;
- 2.5. without prejudice to the generality of the foregoing, to bring or defend or proceed with any action or other legal proceedings (including in any tribunal on behalf of the Company) and in its name or their own names as appropriate as they shall think fit;

- 2.6. without prejudice to the provisions of Rule 4.30 of the Insolvency Rules 1986, in so far as any part of the property or assets of the Company are held to be trust property, then the provisional liquidators shall be at liberty to apply to the Court for directions as to the payment and retention of sums by way of remuneration, disbursements and expenses including their expenses in connection with their administration of the trusts affecting the property;
- 2.7. to be at liberty to terminate, complete or perfect as advised any contracts or transactions relating to the business of the Company or involving transactions relating to assets of the Company including any third party or trust monies in the possession of or under the control of the Company;
- 2.8. to engage all such solicitors, other agents and specialists as may be necessary to assist them in the carrying out of their duties and the exercise of their powers under this Order;
- 2.9. to retain and operate the existing bank accounts of the Company and to open and operate new bank accounts with liberty to pay any necessary expenses incurred on behalf of the Company in carrying out their powers and duties under this Order from those monies, any balance exceeding immediate requirements to earn interest with such banks on deposit accounts;
- 2.10. to seize and remove all desktop computers (PCs), computer servers, laptops and other computer devices containing a "hard drive" (hereinafter collectively referred to as "computers") and/or other data storage devices (including other hard drive devices not in a computer, diskettes, USB memory sticks and CD/DVDs) and other peripheral media and their devices (such as zip disks and tape backups) located at the Hotels or otherwise shown to be owned or used or to have been owned or used by the Company wherever located;
- 2.11. to carry on the business of the Company or any part thereof if they think fit;
- 2.12. to notify any bank of the making of this order and to require any such bank to search as to whether that bank or any other bank has or has had a bank account in the name of the Company or in the name of those associated with

the Company namely Maximilian Hamilton and Caroline Williams to provide copies of all accounts so identified.

3. If any person has in his possession or control any property, books, records or documents to which the Company is entitled or which contain information belonging to the Company, that person shall forthwith pay, deliver, convey, surrender or transfer the property, books, papers, records or documents upon request to the provisional liquidators together with details of all relevant passwords, codes and other information necessary to gain access to such property, books, papers, records or documents.
4. Notice of this Order be given to the Company by no later than 13:00 on 6 December 2013.
5. The Company and the Provisional Liquidators be at liberty to apply to the Court to vary or discharge this Order on 2 business days prior written notice to the Applicants, the provisional liquidators and/or the Company (as appropriate) or less if urgent, in respect of any matter arising out of this Order.
6. The Applicants' and Provisional Liquidators' costs of this application be reserved to the hearing of the Petition.

AND the Court shall consider this order and its continuation on 12 December 2013 at 10.30 am at 7 Rolls Buildings, Fetter Lane, London EC4A 1NL such hearing to take place, if reasonably possible, before Mr Justice Henderson.

SCHEDULE 1

- (1) The affidavit of an Officer of HMRC sworn on 5 December 2013

SCHEDULE 2

The Applicant undertakes;

- 1 To issue the application for the appointment of the Provisional Liquidator.
2. To appoint an independent solicitor, Jane Wessel of Crowell & Moring, solicitors, to accompany the Provisional Liquidators and their representatives on 6 December 2013 or such other time as they gain access to the Company's premises to act as an independent witness and for the purpose of:
 - 2.1. offering to explain to persons served with this order its meaning and effect fairly and in everyday language and to inform them of their right to take legal advice; and
 - 2.2. pending agreement or further order of the court, to retain in the safekeeping of her firm any items of property (including but not limited to computers, mobile phones or other devices) containing information held in electronic form (such as e-mails, text messages and voicemail, word-processed documents and databases and documents stored on portable devices such as memory sticks and mobile phones) which it is alleged do not relate exclusively to the Company's business and assets;
 - 2.3. taking all reasonable steps (including copying) to ensure that any item referred to in paragraph 2.2 of this undertaking is preserved and/or not susceptible to deletion and/or destruction.
3. To serve on 6 December 2013 the following documents on the Company:
 - 3.1. This Order
 - 3.2. The application notice heard on 5 December 2013 for the appointment pursuant to section 135(1) of the Insolvency Act 1986 of provisional liquidators to the Company
 - 3.3. The affidavit referred to in Schedule 1 above
 - 3.4. The petition to wind up the Company and the evidence in support
 - 3.5. The assessments referred to in the petition
 - 3.6. A note of this hearing.
4. To pay the reasonable costs of any bank in searching and complying with paragraph 2.12 of this Order.

IN THE HIGH COURT OF JUSTICE

CASE No 8593 of 2013

CHANCERY DIVISION

COMPANIES COURT

**IN THE MATTER OF ADONIS HOTELS
LIMITED**

**AND IN THE MATTER OF THE
INSOLVENCY ACT 1986**

The Honourable Mr Justice Henderson

5 December 2013

BETWEEN

HM REVENUE & CUSTOMS

Applicant

-and-

ADONIS HOTELS LIMITED

Respondent

ORDER

Kennedys Law LLP
25 Fenchurch Avenue,
London
EC3M 5AD