

## Section 94

Return of Final Meeting in a  
Members' Voluntary Winding UpPursuant to Section 94 of the  
Insolvency Act 1986

To the Registrar of Companies

**S.94**

Company Number

07064506

Name of Company

K U H (2) Limited

~~W~~ Mary Anne Curne-Smith  
Unit 3a, Crome Lea Business Park  
Madingley Road  
Cambridge  
CB23 7PH

W John Kelly  
10th Floor, Temple Point  
1 Temple Row  
Birmingham  
B2 5LG

Note The copy account must be  
authenticated by the written signature(s)  
of the Liquidator(s)

given notice that a general meeting of the company was duly held on/summoned for 05 April 2013 pursuant to section 94 of the Insolvency Act 1986, for the purpose of having an account (of which a copy is attached) laid before it showing how the winding up of the company has been conducted, and the property of the company has been disposed of and that the same was done accordingly / ~~no quorum was present at the meeting~~

The meeting was held at Begbies Traynor (Central) LLP, 3A Crome Lea Business Park, Madingley Road, Cambridge, CB23 7PH

The winding up covers the period from 4 November 2011 (opening of winding up) to the final meeting (close of winding up)

The outcome of the meeting (including any resolutions passed at the meeting) was as follows

The Chairman proposed the resolution set out below and from the proxies received, the Chairman declared the resolution to have been passed

THAT the Joint Liquidators' final report and account of receipts and payments be approved

Signed



Date 05 April 2013

Begbies Traynor (Central) LLP  
Unit 3a, Crome Lea Business Park  
Madingley Road  
Cambridge  
CB23 7PH

Ref KU008MVL/MACS/WJK/HN/CXP/PC



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## **K U H (2) LIMITED (IN MEMBERS' VOLUNTARY LIQUIDATION)**

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Final report and account of the liquidation pursuant  
to Section 94 of the Insolvency Act 1986 and Rule  
4.126A of the Insolvency Rules 1986

Period: 4 November 2012 to 5 April 2013

### **Important Notice**

This report has been produced solely to comply with our statutory duty to report to members of the Company pursuant to Section 94 of the Insolvency Act 1986. This report is private and confidential and may not be relied upon, referred to, reproduced or quoted from, in whole or in part, by 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"	K U H (2) Limited - In Members' Voluntary Liquidation
"the liquidators", "we", "our" and "us"	Mary Anne Curne-Smith of Begbies Traynor (Central) LLP, 3A Crome Lea Business Park, Madingley Road, Cambridge, CB23 7PH  and  W John Kelly of Begbies Traynor (Central) LLP, 10th Floor, Temple Point, 1 Temple Row, Birmingham, B2 5LG
"the Act"	The Insolvency Act 1986 (as amended)
"the Rules"	The Insolvency Rules 1986 (as amended)
"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 creditors"	Any creditor of the Company whose claim is preferential within Sections 386, 387 and Schedule 6 to the Act

This is our final report and account of the liquidation and should be read in conjunction with the progress report to members dated 26 November 2012

## 2. COMPANY INFORMATION

Trading name(s)	KUH (2) Limited
Company registered number	07064506
Company registered office	c/o Begbies Traynor (Central) LLP, 3A Crome Lea Business Park, Madingley Road, Cambridge, CB23 7PH
Former trading address	Not Applicable

## 3. DETAILS OF APPOINTMENT OF LIQUIDATORS

Date winding up commenced	4 November 2011
Date of liquidators' appointment	Both appointed on 4 November 2011
Changes in liquidator (if any)	None

## 4. PROGRESS SINCE APPOINTMENT

The Declaration of Solvency embodying a statement of assets and liabilities pursuant to Section 89(3) of the Insolvency Act 1986 and sworn by the sole director on 3 November 2011, confirmed that the director was of the opinion that the Company would be able to pay its debts in full together with statutory interest (at the official rate) within a period of twelve months

The Company's only asset was a freehold property. There were no known liabilities.

The freehold property was distributed in specie to the shareholders jointly, further details of which were provided in our progress report dated 26 November 2012.

Although there were no known liabilities, a Notice to Submit Claims was advertised in the London Gazette on 10 November 2011 with claims to be submitted by 5 December 2011. No claims have been received nor are we aware of any future claims.

As previously reported, the liquidation could not be closed within the twelve month period stipulated in the Declaration of Solvency, as tax clearance could not be obtained for the pre and post appointment periods. The liquidation was therefore extended.

Since the date of our last report, a final corporation tax return has been submitted for the period of liquidation and tax clearance sought and obtained to close the liquidation.

Attached at Appendix 1 is our abstract of receipts and payments for the period from 4 November 2011 to 5 April 2013, incorporating a period account for the period from 4 November 2012 to 5 April 2013.

There have been no receipts or payments through the liquidation estate. The cost of the winding up was not included as a liability of the Company on the Declaration of Solvency as the members had undertaken to bear this cost without reimbursement from the Company's assets.

## 5. OUTCOME FOR CREDITORS

As in any liquidation, in a members' voluntary liquidation creditors are required to prove their claims and the liquidators must examine the proofs and the particulars of the claims and admit them, in whole or in part, or reject them. The liquidators must then settle the priorities of the creditors (as between secured, preferential, and unsecured) before paying them in full with statutory interest.

The statement of the Company's assets and liabilities embodied within the statutory declaration of solvency sworn by the director indicated that there were no outstanding creditors.

The Company did not trade nor was it registered for VAT. We have therefore obtained clearance from HM Revenue & Customs that no further amounts are due in respect of Corporation Tax.

## 6. DISTRIBUTIONS TO MEMBERS

The Company's only asset was its freehold property, which was distributed in specie to the shareholders jointly on 4 November 2011.

## 7. REMUNERATION & DISBURSEMENTS

Our remuneration has been fixed by a resolution of the members of the Company by reference to the time properly given by us for the work undertaken prior to appointment and as liquidators, and the various grades of our staff, calculated at the prevailing hourly charge out rates of Begbies Traynor (Central) LLP in attending to matters arising in the winding up, subject to us having agreed that our remuneration shall not exceed the sum of £5,000 in circumstances where the value of time given by us and our staff in attending to matters arising in the winding up and prior to appointment exceeds this sum.

We are also authorised to draw disbursements, including disbursements for services provided by our firm (defined as category 2 disbursements in Statement of Insolvency Practice 9) in accordance with our firm's policy, details of which were presented to the general meeting of the Company at which various resolutions, including the special resolution that the Company be wound up voluntarily, were passed.

Our time costs for the period from 4 November 2011 to 5 April 2013 amount to £6,571.50 which represents 27.10 hours at an average rate of £242.49 per hour.

The following further information in relation to our time costs and disbursements is set out at Appendix 2.

- ☐ Narrative summary of time costs incurred
- ☐ Table of time spent and charge-out value for the period 4 November 2011 to 5 April 2013
- ☐ Begbies Traynor (Central) LLP's policy for re-charging disbursements
- ☐ Begbies Traynor (Central) LLP's charge-out rates

Our fee for the pre-appointment period amounting to £2,727.50 plus VAT has been paid by the shareholders.

A final fee of £3,000 plus disbursements of £714 plus VAT was agreed with the director and has been paid by KUH Limited.

Details of the Category 2 disbursements and also disbursements that should be treated as Category 2 disbursements that have been taken in accordance with the approval obtained are provided in the narrative summary of time cost incurred which is at Appendix 2.

## 8. UNREALISABLE ASSETS

There are no assets that have proved to be unrealisable

## 9. CONCLUSION

This report and account of receipts and payments was laid before a final meeting of the Company held on 5 April 2013 in accordance with Section 94 of the Act.

The meeting is a formal requirement of liquidation procedure and a prelude to the formal dissolution of the Company, which will occur automatically, approximately three months later. Pursuant to Section 173(2) of the Act we will be released from liability at the time that we vacate office.

Should you require further explanation of any matters contained within this report, you should contact our office and speak to the case manager, Hoan Nguyen, in the first instance, who will be pleased to assist.



**Mary Currie-Smith**  
Joint Liquidator

Dated 5 April 2013

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## ACCOUNT OF RECEIPTS AND PAYMENTS

Period: 4 November 2011 to 5 April 2013

(Incorporating a period account from 4 November 2012 to 5 April 2013)



**K U H (2) Limited**  
**(In Liquidation)**  
**Joint Liquidators' Abstract of Receipts & Payments**

Declaration of Solvency		From 04/11/2012 To 05/04/2013	From 04/11/2011 To 05/04/2013
1,529,000 00	ASSET REALISATIONS Freehold Property	<u>NIL</u> <u>NIL</u>	<u>NIL</u> <u>NIL</u>
<u>1,529,000.00</u>		<u>NIL</u>	<u>NIL</u>
	REPRESENTED BY		<u>NIL</u>

Note

*Mary Anne Currie-Smith*

Mary Anne Currie-Smith  
Joint Liquidator

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## TIME COSTS AND DISBURSEMENTS

- a Begbies Traynor (Central) LLP's policy for re-charging expenses/disbursements,
- b Begbies Traynor (Central) LLP's charge-out rates,
- c Narrative summary of time costs incurred,
- d Table of time spent and charge-out value for the period from 4 November 2011 to 5 April 2013, and
- e Table of time spent and charge-out value for the period from 4 November 2012 to 5 April 2013

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## **BEGBIES TRAYNOR CHARGING POLICY**

### **INTRODUCTION**

This note applies where a licensed insolvency practitioner in the firm is acting as an office holder of a solvent estate and seeks member approval to draw remuneration on the basis of the time properly spent in dealing with the case. It also applies where further information is to be provided to members regarding the office holder's fees following the passing of a resolution for the office holder to be remunerated on a time cost basis. Best practice guidance<sup>1</sup> requires that such information should be disclosed to those who are responsible for approving remuneration.

In addition, this note applies where member approval is sought to make a separate charge by way of expenses or disbursements to recover the cost of facilities provided by the firm and also where payments are to be made to outside parties in which the office holder or his firm or any associate has an interest. Best practice guidance<sup>2</sup> requires that such charges should be disclosed to those who are responsible for approving the office holder's remuneration, together with an explanation of how those charges are calculated.

### **OFFICE HOLDER'S FEES IN RESPECT OF THE ADMINISTRATION OF SOLVENT ESTATES**

The office holder has overall responsibility for the administration of the estate. He/she will delegate tasks to members of staff. Such delegation assists the office holder as it allows him/her to deal with the more complex aspects of the case and ensures that work is being carried out at the appropriate level. There are various levels of staff that are employed by the office holder and these appear below.

The firm operates a time recording system which allows staff working on the case along with the office holder to allocate their time to the case. The time is recorded at the individual's hourly rate in force at that time which is detailed below.

### **EXPENSES INCURRED BY OFFICE HOLDERS IN RESPECT OF THE ADMINISTRATION OF SOLVENT ESTATES**

Best practice guidance classifies expenses into two broad categories:

- *Category 1 disbursements (approval not required)* - specific expenditure that is directly related to the case usually referable to an independent external supplier's invoice. All such items are charged to the case as they are incurred.
  - *Category 2 disbursements (approval required)* - items of incidental expenditure directly incurred on the case which include an element of shared or allocated cost and which are based on a reasonable method of calculation.
- (A) The following items of expenditure are charged to the case (subject to approval):
- Internal meeting room usage for the purpose of statutory meetings of creditors is charged at the rate of £100 (London £150) per meeting,
  - Car mileage is charged at the rate of 45 pence per mile,

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<sup>1</sup> Statement of Insolvency Practice 9 (SIP 9) – Remuneration of Insolvency office holders in England & Wales (Effective 6 April 2010)

<sup>2</sup> Ibid 1

- Storage of books and records (when not chargeable as a *Category 1 disbursement*) is charged on the basis that the number of standard archive boxes held in storage for a particular case bears to the total of all archive boxes for all cases in respect of the period for which the storage charge relates
- *Expenses which should be treated as Category 2 disbursements (approval required)* – in addition to the 2 categories referred to above, best practice guidance indicates that where payments are made to outside parties in which the office holder or his firm or any associate has an interest these should be treated as Category 2 disbursements

(B) The following items of expenditure will normally be treated as general office overheads and will not be charged to the case although a charge may be made where the precise cost to the case can be determined because the item satisfies the test of a *Category 1 disbursement*

- Telephone and facsimile
- Printing and photocopying
- Stationery

## **BEGBIES TRAYNOR CHARGE-OUT RATES**

Begbies Traynor is a national firm. The rates charged by the various grades of staff that may work on a case are set nationally, but vary to suit local market conditions. The rates applying to the Cambridge office as at the date of this report are as follows:

	<b>Standard 1 May 2011 – until further notice Regional</b>
Partner	395
Director	345
Senior Manager	310
Manager	265
Assistant Manager	205
Senior Administrator	175
Administrator	135
Trainee Administrator	110
Support	110

Time spent by support staff such as secretarial, administrative and cashing staff is charged directly to cases. It is not carried as an overhead.

Time is recorded in 6 minute units.

## **SUMMARY OF OFFICE HOLDERS' TIME COSTS**

### **1 CASE OVERVIEW**

- 1.1 This overview and the time costs analysis attached is intended to provide sufficient information to enable the body responsible for the approval of the office holders' fees to consider the level of those fees in the context of the case

#### **1.2 Complexity of the case**

The Company's only asset was a freehold property which was distributed in specie to the shareholders on 4 November 2011. Although the case has not proved complex, a lot of time has been spent dealing with HM Revenue & Customs ("HMRC") in respect of submission of the pre-appointment corporation tax returns.

#### **1.3 Exceptional responsibilities**

Aside from our usual responsibilities and duties as Joint Liquidators, no exceptional responsibilities were undertaken.

#### **1.4 The office holders' effectiveness**

Our aim was to distribute the freehold property in specie to the shareholders, review and deal with any unsecured creditor claims to ensure these were discharged accordingly where appropriate, and to obtain tax clearances for the pre and post appointment period prior to closure of the liquidation.

The freehold property was distributed in specie on 4 November 2011 and tax clearance for the pre and post appointment periods were sought and have been obtained from HMRC.

#### **1.5 Nature and value of property dealt with by the office holders'**

The only property dealt with was the freehold property distributed in specie.

#### **1.6 Anticipated return to members**

As the Company's only asset was its freehold property, this was distributed in specie to the members on 4 November 2011.

#### **1.7 Time costs analysis**

An analysis of time costs incurred between 4 November 2011 and 5 April 2013 prepared in accordance with Statement of Insolvency Practice 9 is attached showing the number of hours spent by each grade of staff on the different types of work involved in the case, and giving the average hourly rate charged for each work type.

The time costs analysis provides details of work undertaken by the office holders and their staff following their appointment only.

#### **1.8 The views of the members**

All members' correspondence, emails and telephone enquires have been dealt with in a timely manner.

#### **1.9 Approval of fees**

It was approved at the General Meeting of the Company held on 4 November 2011.

"THAT the Joint Liquidators remuneration be fixed by reference to the time properly given by them for the work undertaken prior to appointment and as liquidators and the various grades of their staff calculated at the prevailing hourly charge out rates of Begbies Traynor (Central) LLP for attending to matters arising in the winding up, subject to the Joint Liquidators agreeing that their remuneration shall not exceed the sum

of £5,000 in circumstances where the value of the time given by them and their staff in attending to matters arising in the winding up and prior to appointment exceeds this sum "

**1 10 Approval of Expenses and Disbursements**

It was approved at the General Meeting of the Company held on 4 November 2011

"THAT the Joint Liquidators be authorised to draw disbursements, including disbursements for services provided by their firm (defined as Category 2 disbursements in Statement of Insolvency Practice 9), in accordance with their firm's policy, details of which accompanied the information presented to the general meeting of the Company "

**1 11 Category 2 Disbursements**

In accordance with the resolution obtained in relation to expenses and disbursements, the following Category 2 disbursements and disbursements which should be treated as Category 2 disbursements have been charged to the case since the date of my appointment:

Other amounts paid or payable to the office holder's firm	
Type and purpose	Amount £
Statutory Advertising	306 00
Bond Premium	400 00
Companies House Searches	8 00
<b>TOTAL</b>	<b>714 00</b>

**1 12 Other professionals employed & their costs**

No professionals have been engaged by the Liquidators in this matter

**2 EXPLANATION OF LIQUIDATORS' CHARGING AND DISBURSEMENT RECOVERY POLICIES**

- 2 1 Begbies Traynor (Central) LLP's policy for charging fees and expenses and also the rates charged by the various grades of staff who have worked on the case are also attached

**3. SUMMARY OF WORK CARRIED OUT SINCE OUR LAST REPORT**

- 3 1 Since the date of our last report, the following work has been carried out:

- Continued liaison with HMRC in respect of the pre-appointment and post appointment corporation tax returns,
- Request and obtain tax clearances for the pre and post appointment periods,
- Preparation and submission of the final corporation tax return for the liquidation period,
- Deal with all routine correspondence and queries,
- Deal with all member correspondence, emails and queries,
- Preparation of the final progress report,
- Convene and hold final meeting of members,
- Closure formalities





Staff Grade	Partner	Director	Snr Mngr	Mngr	Asst Mngr	Snr Admin	Admin	Jnr Admin	Support	Total Hours	Time cost £	Average hourly rate £
Administration and Planning				3.3						3.30	874.50	265.00
				0.8						1.00	291.00	291.00
				6.0						6.20	1,669.00	269.19
Investigations												
Realisation of assets												
Trading												
Creditors												
Other matters												
Total hours by staff grade				11.8						12.2		
				3,127.00							3,285.00	
				265.00								269.26
Total fees drawn to date £												