

AM10

Notice of administrator's progress report



Companies House

THURSDAY



A17 *A83M8TL4* 18/04/2019 #58
COMPANIES HOUSE

1 Company details

Company number 0 8 3 9 7 8 3 0

Company name in full MEEM SL Limited

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

2 Administrator's name

Full forename(s) Stephen Paul

Surname Grant

3 Administrator's address

Building name/number 2nd Floor Regis House

Street 45 King William Street

Post town London

County/Region

Postcode E C 4 R 9 A N

Country

4 Administrator's name ①

Full forename(s) Anthony Malcolm

Surname Cork

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

5 Administrator's address ②

Building name/number 2nd Floor Regis House

Street 45 King William Street

Post town London

County/Region

Postcode E C 4 R 9 A N

Country

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

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6 Period of progress report

From date	^d 1	^d 8	^m 0	^m 9	^y 2	^y 0	^y 1	^y 8	
To date	^d 1	^d 7	^m 0	^m 3	^y 2	^y 0	^y 1	^y 9	

7 Progress report

☒ I attach a copy of the progress report

8 Sign and date

Administrator's signature	Signature X // < X								
Signature date	^d 1	^d 6	^m 0	^m 4	^y 2	^y 0	^y 1	^y 9	

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Notice of administrator's progress report



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 **Lloyd Lyesam**

Company name **Wilkins Kennedy**

Address **Bridge House**

London Bridge

Post town **London**

County/Region

Postcode **S E 1 9 Q R**

Country

DX

Telephone **020 7403 1877**



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

**MEEM SL Limited - In Administration
("the Company")**

**Joint Administrators' Progress Report to Creditors
Period: 18 September 2018 to 17 March 2019**

Wilkins Kennedy
2nd Floor Regis House
45 King William Street
London
EC4R 9AN

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- II. Joint Administrators' Receipts and Payments Account
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1. Introduction

Anthony Malcolm Cork and I were appointed as joint administrators of the Company on 6 April 2016 upon the directors filing a "Notice of Appointment of an Administrator" at the High Court of Justice in accordance with Paragraph 22 of Schedule B1 of the Insolvency Act 1986.

I am writing to provide my progress report to creditors for the period 18 September 2018 to 17 March 2019. My full report is provided below but in summary I made a final attempt to sell the Cause of Action by way of an auction process and when no offers were received I instructed solicitors to make an application to Court to bring the administration to an end and to wind up the Company. The administration was brought to an end on 29 March 2019 by court order and the Company was wound up on the same day. Anthony Malcolm Cork and I were appointed as joint liquidators of the Company.

This report should be read in conjunction with my previous reports to creditors in this matter.

Statutory information concerning the Company is attached at Appendix 1.

2. Purpose and progress of the administration

2.1 Purpose of administration

The joint administrators must perform their functions with the objective of:

- a) rescuing the company as a going concern; or
- b) achieving a better result for the company's creditors as a whole than would be likely if the company were wound up (without first being in administration); or
- c) realising property in order to make a distribution to one or more secured or preferential creditors.

Objective (a) could not be achieved as no purchaser could be found for the shares of the Company and the nature of the Company's trading and its financial circumstances meant that a company voluntary arrangement was not appropriate.

I have achieved objective (b) owing to the structure of the sales consideration, which has resulted in a significant reduction in the level of the liabilities in the administration, since the purchaser assumed the employees' liabilities under the TUPE legislation (estimated at £830,740.00) and certain of the Company's other liabilities (estimated at £367,521.00), together with liabilities of approximately £66,382.00, which are subject to negotiation.

2.2. Term of the administration

The insolvency legislation has set a 12 months' maximum duration for administrations, unless the duration is extended by the court or the consent of creditors. It was not possible to complete the administration within the 12 months' period and I therefore sought the creditors' consent to extend the duration by 12 months to 5 April 2018, which was duly provided by creditors at a meeting held by correspondence on 4 April 2017. A further

extension of the period of the administration was sought and a Court Order dated 4 April 2018 extended the period of the administration for a further 12 months to 5 April 2019.

The Company's affairs would not have been fully dealt with by 5 April 2019 however, the Company is not required to be in administration in order to do this so a further extension to the period of the Administration was not appropriate.

The Joint Administrators' proposals provided for the Company to exit the administration by either moving to dissolution or by converting to creditors' voluntary liquidation however, in the circumstances of the case neither of these exit routes were now appropriate. Having considered the options available, I instructed AMB Law Limited to make an application to Court to bring the administration to an end and to simultaneously wind up the Company. On 19 February 2019 I wrote to creditors to advise them that I intended to seek the appointment as joint liquidator together with Anthony Malcolm Cork. No objections were received and so the application was made to Court on 7 March 2019.

3. Receipts and payments account

Attached at Appendix II is a receipts and payments account for the period 18 September 2018 to 17 March 2019. The administration bank account is held with Allied Irish Bank plc, is confirmed as being interest bearing and has been reconciled to the bank statements.

The balance of the account as at 17 March 2019 is £9,700.03.

4. Asset realisations

4.1. Cause of action

Creditors will recall from my previous reports that following my appointment I had been contacted by Mr Goel and Mr Gupta, via their solicitors Rosenblatts, to request that a potential cause of action against some of the former directors be assigned to them. They were advised that the cause of action would need to be offered for sale but they did not agree with this and as a result, Mr Goel and Mr Gupta made an application to Court for directions.

Unfortunately, it was not possible to reach an agreement with Mr Goel and Mr Gupta prior to the Court hearing and so the hearing was held between 9 – 11 October 2017 at the High Court of Justice. The Court ordered that the application be dismissed with orders regarding costs. To date, these costs have not yet been paid and no correspondence has been received from Mr Goel or Mr Gupta or their solicitors. I am currently considering the options available to me to recover these monies.

Following the dismissal of Mr Goel and Mr Gupta's application, I prepared a sales memorandum in relation to the cause of action and set a deadline for offers of 7 September 2018. Creditors will recall from my previous reports that no offer was received from any party prior to this deadline and that I was going to make a final attempt to find a purchaser for the cause of action before bringing the administration to a conclusion.

A final deadline for offers of 21 December 2018 was set but again no offers were received prior to the deadline.

I do not consider that there is any prospect of the cause of action being sold and as such there will be no realisations in this respect.

4.2. Cash at bank

During the period of this report I have chased the Company's former bank for copy bank statements which had previously been requested but not provided. Upon receipt of the same I identified funds of £4,713.30 that were to be paid to the administration. These funds have been received and the bank account has been closed.

4.3. Other assets

There are no other assets to be realised.

5. Creditors' claims and dividend prospects

5.1. Secured creditors

Records held by the Registrar of Companies show that the following charges have been granted:

<i>Chargeholder</i>	<i>Date Created</i>	<i>Date Registered</i>	<i>Short Description of Charge</i>
Barclays Bank plc	28/07/2015	31/07/15	Fixed and floating
Dominic May	18/11/2015	04/12/15	Fixed and floating
Kelly Sumner	09/02/2016	25/02/16	Fixed and floating

At the date of appointment of the joint administrators the following amounts were due under the terms of the charges:

Barclays Bank Plc	£Nil
Dominic May	£50,000.00
Kelly Sumner	£95,000.00
	<u>£145,000.00</u>

The secured creditors have been paid in full from the administration.

5.2. Preferential creditors

The only preferential creditors of an insolvent company are the former employees for arrears of wages and holiday pay and the Redundancy Payments Service for any payments made to employees from the National Insurance Fund.

All of the Company's employees were transferred to MEEM Memory Limited under the sale agreement. In accordance with legislation regarding the transfer of a business, all liabilities associated with the employees also transferred to MEEM Memory Limited and as such, no preferential claims were expected to be received in the administration.

No preferential claims have been received in the administration.

5.3. Unsecured creditors

As joint administrator, I do not have a duty to review or agree the claims of unsecured creditors or the power to declare and pay a dividend without first obtaining a court order to do so. However, due a court application by Mr Gupta and Mr Goel referred to in previous reports, a review of the claims received was completed and these are detailed as follows:

<i>Name</i>	<i>Amount</i>
Kelly Sumner	£372,245.91
Anil Goel	£456,383.77 (includes an amount of salary of £370,000.00 which is disputed by the Company)
Sushil Gupta	£70,780.00
Silvan Innovation Labs Private Limited	£70,780.00

5.4. Dividend prospects

There will be no funds available for distribution to the unsecured creditors.

6. Investigations

I undertook an initial investigation into the Company's affairs to establish whether there were any potential asset recoveries or conduct matters that justified further investigation. I considered in particular transactions which took place at the time of and immediately prior to the Company ceasing to trade. This review has been completed and I confirm that I did carry out further investigations due to matters identified by creditors in relation to directors' conduct. My investigations were concluded some time ago with no further investigation work being completed during the period of this report.

Within six months of my appointment, I was required to submit a confidential report to the Secretary of State to include any matters which have come to my attention during the course of my work which may indicate that the conduct of any past or present Director would make them unfit to be concerned with the management of the Company. I confirm that my report was submitted.

7. Joint administrators' fees and expenses

7.1 Pre-administration costs

On 15 June 2016 the creditors approved the payment of the outstanding pre-administration fees and expenses in the amount of £10,334.30.

These costs were paid in full in a previous period.

7.2 Joint administrators' fees

I requested that creditors vote on the following resolution by correspondence with a deadline set of 12.00 noon on 15 June 2016:

- That the Joint Administrators are authorised to be remunerated on a different basis depending upon the work being undertaken, as detailed in my proposals dated 1 June

2016. The Joint Administrators will charge a fixed fee of £8,500.00 in respect of administration, statutory and general creditor related work, 15% of the assets realised together with time costs for undertaking the investigations into the Company's affairs and the directors' conduct. It is estimated that these time costs will be £4,990.00.

- That the Joint Administrators are authorised to draw Category 2 disbursements.

The resolutions were approved by 100% of the creditors voting.

To date, I have drawn fees totalling £18,095.33 plus VAT as follows:

- % of realisations - £13,475.33 plus VAT
- Time costs - £4,620.00 plus VAT

In addition to the above, Rosenblatts stated their clients would pay the costs involved in preparing my report in order to extend the period of the administration to 5 April 2018. I wrote to Rosenblatts with my invoice on 9 June 2017 in the amount of £4,000.00, which included disbursements of postage in the amount of £366.91 and stationery in the amount of £97.90, plus VAT totalling £4,800.00. I received payment in full and final settlement on 26 June 2017.

No fees have been drawn in the period of this report.

7.3 Joint administrators' expenses

The following expenses have been incurred in this matter, with an amount of £1,880.00 being incurred during this period:

<i>Particulars of Expense</i>	<i>Type of Expense</i>	<i>06/04/16 to 17/09/18</i>	<i>18/09/18 to 17/03/19</i>	<i>Amount Outstanding</i>
IT Administration Fee	Category 1	£110.00	£Nil	£Nil
Search Fees	Category 1	£6.00	£Nil	£2.00
Specific Bond	Category 1	£80.00	£Nil	£80.00
Statutory Advertising	Category 1	£148.50	£Nil	£75.50
Postage	Category 1	£780.55	£Nil	£780.55
Stationery	Category 2	£148.70	£Nil	£148.70
Court Fee	Category 1	-	£Nil	£280.00
Official Receiver's Deposit	Category 1	-	£Nil	£1,600.00
Total		£1,273.75	£1,880.00	£1,086.75

Any outstanding expenses will be drawn from the assets in the administration prior to closure.

Professional Fees

The choice of professionals was based on my perception of their experience and ability to perform this type of work and the complexity and nature of the assignment. I also considered that the basis on which they will charge their fees represented fair value for money. I have reviewed the charges they have made and am satisfied that they are reasonable in the circumstances of this case.

The only costs incurred during the period of this report are in relation to AMB Law Limited who estimated that their fees of £1,000.00 plus VAT for preparing and making the application to Court to end the administration and wind up the Company. The invoice for this work has not yet been received.

Details of the costs incurred by other professional advisors using during the period of the administration have been provided in my previous reports and creditors should refer to these for details.

A "Creditors' Guide to Administrators' Fees" is available at the following internet link <https://www.r3.org.uk/media/documents/publications/professional/Administration%20Creditor%20Fee%20Guide%20April%202017.pdf>. A hard copy of this document is available free of charge upon request to my office.

Any secured creditor, or unsecured creditor with the support of at least 5% in value of the unsecured creditors or with permission of the Court, may request in writing the Joint Administrators to provide additional information regarding fees or expenses to that already supplied within this report. Such requests must be made within 21 days of receipt of this report.

Any secured creditor, or unsecured creditor with the support of at least 10% in value of the unsecured creditors or with permission of the Court, may apply to the Court for one or more orders, reducing the amount or the basis of fees which the Joint Administrators are entitled to charge or otherwise challenging some or all of the expenses incurred.

Such applications must be made within 8 weeks of receipt by the applicant(s) of the progress report detailing the fees and/or expenses being challenged.

Please note that such challenges may not disturb fees or expenses (whether or not discharged from the estate) disclosed in prior progress reports.

8 Conclusion

The administration has now concluded and the Company has been wound up with effect from 29 March 2019 with Anthony Malcolm Cork and myself being appointed as joint liquidators.

Our privacy statement, which explains how we process personal data can be accessed at:

[https://www.wilkinskennedy.com/documents/8/Insolvency Stakeholders Privacy Notice Sept 2018.pdf](https://www.wilkinskennedy.com/documents/8/Insolvency_Stakeholders_Privacy_Notice_Sept_2018.pdf).

If you require any further information please contact Lloyd Lyesam on 020 7403 1877 or by email on lloyd.lyesam@wilkinskennedy.com.



Stephen Paul Grant
Former Joint Administrator

Company Information

Company name:	MEEM SL Limited
Previous name:	-
Trading style:	-
Company registration number:	08397830
Date of incorporation:	11 February 2013
Current registered office:	Bridge House, London Bridge, London SE1 9QR
Former registered office:	7 Jardine House, Harrovia Business Village, Bessborough Road, Harrow, Middlesex HA1 3EX
Trading address:	7 Jardine House, Harrovia Business Village, Bessborough Road, Harrow, Middlesex HA1 3EX
Principal trading activity:	Wholesale of electronic and telecommunications equipment and parts

Appointment Details

Date of appointment:	6 April 2016
Appointment made by:	Directors
Court name and reference:	High Court of Justice CR-2016-001856
Joint Administrators' appointed:	Stephen Paul Grant (IP Number: 008929) and Anthony Malcolm Cork (IP Number: 009401)

Officers of the Company

Directors:	<u>Names:</u>	<u>Appointed</u>	<u>Resigned</u>
	Mr Robert Brent	9 February 2016	-
	Mr David Knox	9 February 2016	-
	Mr Kelly Sumner	11 February 2013	-
	Mr Anil Goel	23 February 2016	-

Company Secretary:	<u>Name:</u>	<u>Appointed</u>	<u>Resigned</u>
	Mr Robert Brent	9 February 2016	-

Shareholding: The Company's authorised share capital is 34,379,633 ordinary shares made up of 34,123,503 Ordinary A shares and 256,130 B Investment shares of 0.0001 pence each.

34,379,633 ordinary shares of 0.0001 pence each have been issued and are held as detailed on the schedule below.

Charges

<u>Name of chargeholder</u>	<u>Type of charge</u>	<u>Date created</u>	<u>Date registered</u>
Barclays Bank plc	Fixed and Floating	28 July 2015	31 July 2015
Dominic May	Fixed and Floating	18 November 2015	4 December 2015
Kelly Galvin Sumner	Fixed and Floating	9 February 2016	25 February 2016

MEEM SL Limited - In Administration
Joint Administrators' Abstract of Receipts & Payments

From 6 April 2016 To 17 March 2019

S of A £		As Previously Reported	18/09/18 to 17/03/19	Total £
RECEIPTS				
NIL	Intellectual Property	145,000.00	NIL	145,000.00
NIL	Tooling	20,000.00	NIL	20,000.00
NIL	Stock	20,000.00	NIL	20,000.00
NIL	Cash at Bank	NIL	4,713.30	4,713.30
NIL	Bank Interest Gross	12.98	NIL	12.98
NIL	Deposit for Costs	360.00	NIL	360.00
NIL		185,372.98	4,713.30	190,086.28
PAYMENTS				
	Pre Administration Fees (Wilkins Kennedy LLP)	(7,850.00)	NIL	(7,850.00)
	Office Holders Fees	(18,095.33)	NIL	(18,095.33)
	Legal Fees	(4,211.40)	NIL	(4,211.40)
	Corporation Tax	(100.00)	NIL	(100.00)
	Statutory Advertising	(73.00)	NIL	(73.00)
	VAT Irrecoverable Pre Appointment Fee	(777.92)	NIL	(777.92)
	Court Fees	(155.00)	NIL	(155.00)
	Pre Appointment Legal Fees	(3,889.60)	NIL	(3,889.60)
	IT Administration Fee	(110.00)	NIL	(110.00)
	Secured Creditors	(145,000.00)	NIL	(145,000.00)
	VAT Receivable	(120.00)	NIL	(120.00)
	Search Fees	(4.00)	NIL	(4.00)
		(180,386.25)	NIL	(180,386.25)
CASH IN HAND		4,986.73	4,713.30	9,700.03

APPENDIX III

EXPLANATION OF TIME CHARGING, DISBURSEMENT RECOVERY POLICY AND PROVISION OF SERVICES REGULATIONS POLICIES

Explanation of Officeholder's Time Charging Policy

In accordance with the provisions of Statement of Insolvency Practice 9 ("SIP 9"), the charge out rates detailed on the previous page are applicable to this appointment exclusive of VAT. Rates are normally reviewed on an annual basis and adjustments made accordingly where deemed appropriate.

Time is recorded in 6 minute units by each staff member working on the case. A description of the routine work undertaken which time will be recorded for is detailed as follows:

1. Administration and planning

- Preparing documentation and dealing with the formalities of appointment.
- Dealing with all routine correspondence.
- Maintaining physical case files and electronic case details.
- Reviewing the ongoing progression of case files.
- Arranging the collection and storage of Company records.
- Ensuring an appropriate case bordereau is in place.
- Case planning and administration.

2. Investigations

- Review of the Company's books and records.
- Preparation of returns / reports pursuant to the Company's Directors Disqualification Act 1986.
- Conduct investigations into any suspicious transactions.
- Reviewing the books and records to identify any transactions or actions that the officeholder may take in order to recover funds for the benefit of creditors.

3. Realisation of assets

- Identifying, securing and obtaining sufficient insurance in respect of Company assets.
- Dealing with any retention of title or other third party claims.
- Debt collection functions.
- Negotiating and completing property, business and asset sales.

4. Cashiering

- Managing case bank accounts.
- Maintaining case cash books.

5. Creditors

- Dealing with creditor correspondence and telephone conversations.
- Maintaining creditor information and claims (including those submitted by secured creditors, employees and other preferential creditors).

6. Statutory

- Statutory notifications and advertising.
- Convening and holding meetings of creditors where appropriate.
- Preparing reports to members and creditors.
- Filing of statutory documents with the Registrar of Companies and/or the court.

Explanation of Officeholder's Disbursement Recovery Policy and Provision of Services Regulations

SIP 9 also requires that the office holder provide a statement of the officeholder's policy in relation to the recharging of disbursements. SIP 9 defines disbursements as either Category 1 or Category 2 disbursements, further details of which are below.

Category 1 disbursements will generally comprise external supplies of incidental services specifically identifiable to the case, typically for items such as identifiable telephone calls, postage, case advertising, invoiced travel and properly reimbursed expenses incurred by personnel in connection with the case. Also included will be services specific to the case where these cannot practically be provided internally such as printing, room hire and document storage.

Category 2 disbursements will generally comprise costs which, whilst being in the nature of expenses or disbursements, include elements of shared or allocated costs.

Charging and Disbursement Recovery Policy

Category 1 disbursements are recoverable without approval, and will be recovered by the officeholder as they are incurred.

Category 2 disbursements do require approval, and should be identified and subject to approval by those responsible for approving remuneration. SIP 9 provides that the officeholder may make a separate charge for expenses in this category, provided that:

- such expenses are of an incidental nature and are directly incurred on the case, and there is a reasonable method of calculation and allocation; it will be persuasive evidence of reasonableness, if the resultant charge to creditors is in line with the cost of external provision; and
- the basis of the proposed charge is disclosed and is authorised by those responsible for approving his remuneration.

Payments to outside parties in which the officeholder or his firm or any associate (as defined by Section 435 of the Insolvency Act 1986) has an interest should be treated as category 2 disbursements.

The following items of expenditure are recharged on this basis and are believed to be in line with the cost of external provision:

Photocopying	5 pence per sheet
Mileage	45 pence per mile
Meeting Room	£50

Provision of Services Regulations

When carrying out all professional work relating to an insolvency appointment, Insolvency Practitioners are bound by the Insolvency Code of Ethics.

To comply with the Provision of Services Regulations, some general information about Wilkins Kennedy, including our complaints policy and Professional Indemnity Insurance and the Insolvency Code of Ethics, is available on our website using the following link:
<https://www.wilkinskennedy.com/services/advisory/insolvency/provision-service/>