

In accordance with
Rule 5.10 of the
Insolvency (England &
Wales) Rules 2016 &
Section 94(3) of the
Insolvency Act 1986.

LIQ13

Notice of final account prior to dissolution in MVL



Companies House

THURSDAY



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04/01/2018

#263

COMPANIES HOUSE

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1 Company details

Company number 09128161

Company name in full Bericote (Chichester) Limited

→ Filling in this form

Please complete in typescript or in
bold black capitals.

2 Liquidator's name

Full forename(s) Edward

Surname Kerr

3 Liquidator's address

Building name/number BDO LLP

Street Two Snow Hill

Post town Birmingham

County/Region West Midlands

Postcode B46GA

Country

4 Liquidator's name ①

Full forename(s) Malcolm

Surname Cohen

① Other liquidator

Use this section to tell us about
another liquidator.

5 Liquidator's address ②

Building name/number BDO LLP

Street Two Snow Hill

Post town Birmingham

County/Region West Midlands

Postcode B46GA

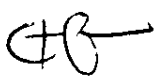
Country

② Other liquidator

Use this section to tell us about
another liquidator.

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Notice of final account prior to dissolution in MVL

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   	
Signature date	d 0 d 3 m 0 m 1 y 2 y 0 y 1 y 8	

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Notice of final account prior to dissolution in MVL



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	Ann Moore				
Company name	BDO LLP				
Address	BDO LLP				
	Two Snow Hill				
Post town	Birmingham				
County/Region	West Midlands				
Postcode	B	4	6	G	A
Country					
DX					
Telephone	0121 352 6200				



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

Bericote (Chichester) Limited
(In Liquidation)
Joint Liquidators' Abstract of Receipts & Payments

Declaration of Solvency		From 10/04/2017 To 03/01/2018	From 10/04/2017 To 03/01/2018
1,110,302.00	ASSET REALISATIONS		
	Inter-Company Debtor	NIL	NIL
	Cash at Bank	327.60	327.60
	Bank Interest Gross	0.05	0.05
		<u>327.65</u>	<u>327.65</u>
	COST OF REALISATIONS		
	Bank Charges	0.40	0.40
		<u>(0.40)</u>	<u>(0.40)</u>
	DISTRIBUTIONS		
	Ordinary Shareholders	327.25	327.25
		<u>(327.25)</u>	<u>(327.25)</u>
<u>1,110,302.00</u>		<u>0.00</u>	<u>0.00</u>
	REPRESENTED BY		
			<u>NIL</u>

Note:

The inter-company debt of £1,110,302.00 was distributed in specie on 22 September 2017, and a cash distribution of £327.25 was also distributed on this date. The total distributions equated to a return of capital of £1,110,629.25 per £1 share.



Edward Kerr
Joint Liquidator



Tel: +44 (0)121 352 6200
Fax: +44 (0)121 352 6222
www.bdo.co.uk

TWO SNOWHILL
Birmingham
B4 6GA
UNITED KINGDOM

3 January 2018

Our Ref C/Closure of
Liquidation/MVL460 -
594 report

Please ask for
Ann Moore
Tel: 0121 352 6399

To All Shareholders

Dear Sirs

Bericote (Chichester) Limited - In Members' Voluntary Liquidation ("the Company")
Registered Number: 9128161

This is my final report on this liquidation, in accordance with Section 94 of the Insolvency Act 1986 ("the Act"). This finalises my draft final report and accounts which were issued to the Company's member on 31 October 2017. The member raised no queries on the report. The Company's affairs are, therefore, fully wound up.

Statutory Information

The Joint Liquidators are Edward Kerr (office holder number: 9021) and Malcolm Cohen (office holder number: 6825) of BDO LLP, Two Snowhill, Birmingham, B4 6GA, who were appointed Joint Liquidators on 10 April 2017.

The Company's registered number is 9128161. The Company was incorporated on 14 July 2014. The Company had no former names in the 12 months before liquidation.

The Company's principal trading address and former registered office was Yotta House, 8 Hamilton Street, Leamington Spa, CV32 4LY. The registered office was changed to Two Snowhill, Birmingham, B4 6GA after the member passed the winding up resolution.

Receipts and Payments

The enclosed receipts and payments account includes the amounts entered onto the declaration of solvency as well as the actual realisations and payments. An amount of £327.60 was transferred from an account held with Barclays Bank plc, and, after bank charges, an amount of £327.25 was distributed to the holding company. The liquidation bank account has now been closed. I also made a distribution in specie of the inter-company debt, as detailed further on in this report.

Creditors

There were no creditors included on the declaration of solvency and no claims were received in the liquidation.

HM Revenue & Customs ("HMRC")

The corporation tax returns for the outstanding periods to 31 December 2016 and 9 April 2017 were submitted to HMRC by the Company's advisors. Corporation tax clearance was sought and received from HMRC.

The Company was registered for VAT at the date of liquidation. The final VAT returns, which were nil, were submitted to HMRC, and the Company was subsequently deregistered for VAT. Clearance in respect of taxes other than corporation tax was also sought and received.

Distributions

On 22 September 2017, I made a distribution in specie, as detailed below.

Other distributions to members in specie but not under S.110 arrangement (Rule 18.12)

There has been a distribution of property to members in its existing form other than pursuant to a Section 110 arrangement under the Act, and, in accordance with Rule 18.12(2) of The Insolvency (England and Wales) Rules 2016 ("the Rules"), I include relevant information in this report and in the receipts and payments account:

- (i) the estimated value of the property distributed amongst the members of the Company during the period to which the account or report relates to is £1,110,302.00, and
- (ii) this was in respect of an inter-company debt due to the Company.

I also made a cash distribution of £327.25 to the Company.

The share capital of the Company as at the date of liquidation was one £1 ordinary share, and, accordingly, the return of capital equates to £1,110,629.25 per share.

Joint Liquidators' Remuneration

The insolvency legislation provides that liquidators are obliged to have their remuneration approved on one of the following bases:

- (1) as a percentage of the assets realised and distributed; and/or
- (2) by reference to the time the Joint Liquidators and their staff have spent attending to matters in the liquidation; and/or
- (3) as a set amount; and/or
- (4) as a combination of the above.

The members approved the Joint Liquidators' remuneration on a fixed fee basis of £6,250.00 plus disbursements and VAT, and this and the disbursements detailed below have been invoiced to another company in the group.

Disbursements

Where disbursements are recovered in respect of precise sums expended to third parties there is no necessity for these costs to be authorised. These are known as category 1 disbursements. The category 1 disbursements on this case totalled £337.00, and this was in respect of statutory advertising of £237.00 and statutory insurance of £100.00.

Members' Rights

Members with the concurrence of at least 5% in value of the members may within 21 days of this report request in writing further information regarding the remuneration and expenses set out in this report. In accordance with Rule 18.9(3) of the Rules within 14 days of a request we will provide further information or explain why further information is not being provided.

If my response explains why further information is not being provided, a member (who need not be the member who asked for the information) may, with the concurrence of at least 5% or more in value of the members (including the member in question), apply to the court within 21 days of my response or the expiry of the period for my response and the court may make such order as it thinks fit (Rule 18.9(6) and (7) of the Rules). Members with the concurrence of at least 10% of the members may apply to the court if they consider that the remuneration of the Joint Liquidators or expenses charged by the Joint Liquidators are excessive, or the basis fixed for the remuneration of the Joint Liquidators is inappropriate (Rule 18.34 of the Rules). Such an application must be made within 8 weeks of receiving this draft report. The text of Rules 18.9 and 18.34 are set out at the end of this report.

Release of Joint Liquidators

The Joint Liquidators will be released from office under Section 173 of the Insolvency Act 1986 at the same time as vacating office, per Section 171(6) of the Act, unless any member objects. A member who wishes to object to the release must deliver a notice in writing to the Joint Liquidators within eight weeks of this report or, if members raise other matters under Rules 18.9 or 18.34 as mentioned above, when those matters are finally determined by the court.

The Insolvency Service has established a central gateway for considering complaints in respect of insolvency practitioners. In the event that you make a complaint to me but are not satisfied with the response from me then you should visit <https://www.gov.uk/complain-about-insolvency-practitioner> where you will find further information on how you may pursue the complaint.

The Joint Liquidators are bound by the Insolvency Code of Ethics when carrying out all professional work relating to this appointment. A copy of the code is at <http://www.icaew.com/en/members/regulations-standards-and-guidance/ethics/code-of-ethics-d>.

Please contact me or my colleague Ann Moore, should you require further information.

Yours faithfully
for and on behalf of
Bericote (Chichester) Limited



Edward Terence Kerr
Joint Liquidator

Edward T Kerr is authorised by the Institute of Chartered Accountants in England and Wales in the UK to act as an Insolvency Practitioner.

Enc

Statement from the Insolvency (England and Wales) Rules 2016 regarding the rights of members and creditors in respect of the Joint Liquidators' fees and expenses:**Members' requests for further information in administration, winding up and bankruptcy**

- 18.9(1)** The following may make a written request to the office-holder for further information about remuneration or expenses (other than pre-administration costs in an administration) set out in a progress report under rule 18.4(1)(b), (c) or (d) or a final report under rule 18.14—
- (a) a secured creditor;
 - (b) an unsecured creditor with the concurrence of at least 5% in value of the unsecured creditors (including the creditor in question);
 - (c) members of the company in a members' voluntary winding up with at least 5% of the total voting rights of all the members having the right to vote at general meetings of the company;
 - (d) any unsecured creditor with the permission of the court; or
 - (e) any member of the company in a members' voluntary winding up with the permission of the court.
- (2) A request, or an application to the court for permission, by such a person or persons must be made or filed with the court (as applicable) within 21 days of receipt of the report by the person, or by the last of them in the case of an application by more than one member or creditor.
- (3) The office-holder must, within 14 days of receipt of such a request respond to the person or persons who requested the information by—
- (a) providing all of the information requested;
 - (b) providing some of the information requested; or
 - (c) declining to provide the information requested.
- (4) The office-holder may respond by providing only some of the information requested or decline to provide the information if—
- (a) the time or cost of preparation of the information would be excessive; or
 - (b) disclosure of the information would be prejudicial to the conduct of the proceedings;
 - (c) disclosure of the information might reasonably be expected to lead to violence against any person; or
 - (d) the office-holder is subject to an obligation of confidentiality in relation to the information.
- (5) An office-holder who does not provide all the information or declines to provide the information must inform the person or persons who requested the information of the reasons for so doing.
- (6) A creditor, and a member of the company in a members' voluntary winding up, who need not be the same as the creditor or members who requested the information, may apply to the court within 21 days of—
- (a) the office-holder giving reasons for not providing all of the information requested; or
 - (b) the expiry of the 14 days within which an office-holder must respond to a request.
- (7) The court may make such order as it thinks just on an application under paragraph (6).

Remuneration and expenses: application to court by a creditor or member on grounds that remuneration or expenses are excessive

- 18.34.—(1)** This rule applies to an application in an administration, a winding-up or a bankruptcy made by a person mentioned in paragraph (2) on the grounds that—
- (a) the remuneration charged by the office-holder is in all the circumstances excessive;
 - (b) the basis fixed for the office-holder's remuneration under rules 18.16, 18.18, 18.19, 18.20 and 18.21 (as applicable) is inappropriate; or
 - (c) the expenses incurred by the office-holder are in all the circumstances excessive.
- (2) The following may make such an application for one or more of the orders set out in rule 18.36 or 18.37 as applicable—
- (a) a secured creditor,
 - (b) an unsecured creditor with either—
 - (i) the concurrence of at least 10% in value of the unsecured creditors (including that creditor), or
 - (ii) the permission of the court, or
 - (c) in a members' voluntary winding up—
 - (i) members of the company with at least 10% of the total voting rights of all the members having the right to vote at general meetings of the company, or
 - (ii) a member of the company with the permission of the court.

- (3) The application by a creditor or member must be made no later than eight weeks after receipt by the applicant of the progress report under rule 18.3, or final report or account under rule 18.14 which first reports the charging of the remuneration or the incurring of the expenses in question ("the relevant report").

Applications under rules 18.34 and 18.35 where the court has given permission for the application

18.36.— (1) This rule applies to applications made with permission under rules 18.34 and 18.35.

- (2) Where the court has given permission, it must fix a venue for the application to be heard.
- (3) The applicant must, at least 14 days before the hearing, deliver to the office-holder a notice stating the venue and accompanied by a copy of the application and of any evidence on which the applicant intends to rely.
- (4) If the court considers the application to be well-founded, it must make one or more of the following orders—
- (a) an order reducing the amount of remuneration which the office-holder is entitled to charge;
 - (b) an order reducing any fixed rate or amount;
 - (c) an order changing the basis of remuneration;
 - (d) an order that some or all of the remuneration or expenses in question is not to be treated as expenses of the administration, winding up or bankruptcy;
 - (e) an order for the payment of the amount of the excess of remuneration or expenses or such part of the excess as the court may specify by —
 - (i) the administrator or liquidator or the administrator's or liquidator's personal representative to the company, or
 - (ii) the trustee or the trustee's personal representative to such person as the court may specify as property comprised in the bankrupt's estate;
 - (f) any other order that it thinks just.
- (5) An order under paragraph (4)(b) or (c) may only be made in respect of periods after the period covered by the relevant report.
- (6) Unless the court orders otherwise the costs of the application must be paid by the applicant, and are not payable as an expense of the administration, winding up or bankruptcy.

Applications under rule 18.34 where the court's permission is not required for the application

18.37.—(1) On receipt of an application under rule 18.34 for which the court's permission is not required, the court may, if it is satisfied that no sufficient cause is shown for the application, dismiss it without giving notice to any party other than the applicant.

- (2) Unless the application is dismissed, the court must fix a venue for it to be heard.
- (3) The applicant must, at least 14 days before any hearing, deliver to the office-holder a notice stating the venue with a copy of the application and of any evidence on which the applicant intends to rely.
- (4) If the court considers the application to be well-founded, it must make one or more of the following orders—
- (a) an order reducing the amount of remuneration which the office-holder is entitled to charge;
 - (b) an order reducing any fixed rate or amount;
 - (c) an order changing the basis of remuneration;
 - (d) an order that some or all of the remuneration or expenses in question be treated as not being expenses of the administration or winding up or bankruptcy;
 - (e) an order for the payment of the amount of the excess of remuneration or expenses or such part of the excess as the court may specify by —
 - (i) the administrator or liquidator or the administrator's or liquidator's personal representative to the company, or
 - (ii) the trustee or the trustee's personal representative to such person as the court may specify as property comprised in the bankrupt's estate;
 - (f) any other order that it thinks just.
- (5) An order under paragraph (4)(b) or (c) may only be made in respect of periods after the period covered by the relevant report.
- (6) Unless the court orders otherwise the costs of the application must be paid by the applicant, and are not payable as an expense of the administration or as winding up or bankruptcy.