

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 09830942

Company name in full Caledonia Venus Holdings Limited

→ Filling in this form

Please complete in typescript or in
bold black capitals.

2 Liquidator's name

Full forename(s) Simon David

Surname Chandler

3 Liquidator's address

Building name/number Mazars LLP, 1st Floor

Street Two Chamberlain Square

Post town Birmingham

County/Region

Postcode B33AX

Country

4 Liquidator's name ①

Full forename(s) Rebecca Jane

Surname Dacre

① Other liquidator

Use this section to tell us about
another liquidator.

5 Liquidator's address ②

Building name/number Mazars LLP, 1st Floor

Street Two Chamberlain Square

Post town Birmingham

County/Region

Postcode B33AX

Country

② Other liquidator

Use this section to tell us about
another liquidator.

LIQ13

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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 

X

Signature date

| | | | | | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| d | 1 | d | 4 | m | 1 | m | 0 | y | 2 | y | 0 | y | 2 | y | 2 |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|

**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 **Amanda Miller**

Company name **Mazars LLP**

Address **1st Floor**

Two Chamberlain Square

Post town **Birmingham**

County/Region

Postcode

B 3 3 A X

Country

DX

Telephone **+44 (0)121 232 9694**

**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

CALEDONIA VENUS HOLDINGS LIMITED - IN LIQUIDATION

Final Account to Members

This is the Liquidators' final account to all known members covering the period 19 August 2021 to 10 October 2022.

1. Introduction

- 1.1. I was appointed Joint Liquidator of the company together with Mr Simon David Chandler by the written resolution passed on 19 August 2021.
- 1.2. I am authorised to act as an Insolvency Practitioner in the UK by the Institute of Chartered Accountants in England and Wales and Simon David Chandler is authorised in the UK by the Insolvency Practitioners Association.
- 1.3. Identification details relating to the Company and the Liquidators are attached at Appendix A.
- 1.4. The purpose of this report is to provide members with an account showing how the liquidation has been conducted, how assets have been disposed of and all progress made since my appointment.

2. Liquidators' Receipts and Payments

- 2.1. A summary of receipts and payments covering the period since my appointment is attached at Appendix B. A comparison of the figures provided in the director's declaration of solvency to actual realisations made in the liquidation is included.
- 2.2. The members will note that there were no assets listed on the directors' declaration of solvency and no assets have been realised during the liquidation.

3. Asset realisations

- 3.1. There were no assets to be realised in this matter.

4. Liabilities

4.1. Secured Creditors

- 4.1.1. There were no secured creditors.

4.2. Preferential Creditors

- 4.2.1. There were no preferential creditors.

4.3. Unsecured Creditors

- 4.3.1. As required by insolvency legislation, an advertisement for creditors to claim was published on 25 August 2021.
- 4.3.2. The director's declaration of solvency did not include any unsecured creditors and no claims were received.

4.4. Interest

- 4.4.1. No claims were agreed or paid during the course of the liquidation, as such, no interest was paid.

4.5. Unclaimed Dividends

- 4.5.1. There were no unclaimed dividends.

5. Distributions to members

5.1. Cash distributions

- 5.1.1. There were no cash assets to distribute in this matter.

5.2. Distribution in specie

- 5.2.1. The written resolution passed on 19 August 2021, resolved that the Joint Liquidators be authorised to divide all or such part of the assets of the Company in specie amongst the members of the Company.
- 5.2.2. There were no assets to be distributed in specie to the members in the liquidation.

6. Liquidators' Remuneration

- 6.1. The letter of engagement which was signed on 25 May 2021 proposed that the Joint Liquidators' fees would be fixed at £6,500 plus VAT.
- 6.2. Prior to the appointment of the Joint Liquidators additional work was completed outside the scope of our engagement letter. This work was in relation to additional correspondence with the parent company in order to bring all filings in respect of shares up to date ahead of the liquidation.
- 6.3. Due to additional work having been completed, a resolution was passed by the members enabling the Joint Liquidators to draw remuneration by reference to the time properly spent by the Liquidators and their staff in dealing with the matters arising during the Liquidation.
- 6.4. Attached at Appendix C1 is a summary of the Liquidators' time costs for the period since my appointment. These costs total £11,994, which represents 61.10 hours at an average hourly rate of £196.30.
- 6.5. On 3 September 2021 it was agreed that further fees of £1,500 plus VAT would be drawn against these time costs, in relation to the additional work that was completed outside of the original scope of the engagement letter.

- 6.6. An invoice in the amount of £8,000 plus VAT was therefore rendered to Caledonia Investment plc on 23 November 2021. in respect of the Joint Liquidators' fees and in accordance with our engagement letter and the further approval provided on 3 September 2021.
- 6.7. Attached at Appendix C2 is further information of the work carried out during the Liquidation. Should you require any further explanations or details in respect of the work undertaken, this can be provided upon request.
- 6.8. Routine administration of the Liquidation has been dealt with by junior staff wherever possible in order to maximise the cost effectiveness of the work performed. These staff have been supervised by senior staff and the Liquidators. Any matter of particular complexity or significance that has required responsibility of an exceptional kind has also been dealt with by senior staff and the Liquidators.
- 6.9. Charge out rates are reviewed annually on 1 September and in common with other professional firms, may increase over the period of the administration of the case. The rates are appropriate to the skills and experience of the team member and the work that they perform. All staff that work on the case, including cashiers, support and any secretarial staff charge their time directly to the assignment. Time is recorded in 6-minute units with supporting narrative to explain the work undertaken.
- 6.10. The charge out rates of the team members employed on the assignment during the period covered by this report have changed from the rates initially provided to the members, as follows:

| Range (£) | Partner | Director | Manager | Executive | Cashier | Support |
|--|-----------|-----------|-----------|-----------|-----------|-----------|
| Current charge out rate per hour, effective from 1 September 2021 | Up to 640 | Up to 520 | Up to 460 | Up to 260 | Up to 350 | Up to 160 |
| Previous charge out rate per hour, effective from 19 August 2021 | Up to 605 | Up to 495 | Up to 440 | Up to 255 | Up to 215 | Up to 155 |

7. Expenses

- 7.1. 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 include disbursements. Disbursements are payments which are first met by the office holder, and then reimbursed to the office holder from the estate.
- 7.2. Details of all expenses incurred during the period of the report are provided below:

| Type of Disbursement | Description | Amount incurred in period (£) |
|-----------------------|--|-------------------------------|
| Specific Bond | It is a legal requirement that I take out a specific bond in respect of the value of the assets. There were no assets to realise in the liquidation however, I am still required to take out the minimum level of bonding and the bond paid to Aviva Insurance Limited was £20.00. | 20.00 |
| Statutory Advertising | Costs are paid to Courts Advertising for statutory advertising requirements including London Gazette advertisements for notice of the appointment, notice of the resolution to wind up and notice for creditors to submit their claims. | 298.35 |
| Swear Fee | Costs are paid to Debenhams Ottaway in respect of the provisions of a solicitor to attend the Board Meeting to witness the swearing of the Declaration of Solvency. | 80.00 |
| Total | | 398.35 |

7.3. An invoice in the amount of £398.35 plus VAT was rendered to Caledonia Investments plc, the Company's shareholder, on 23 November 2021 in respect of the Joint Liquidators' disbursements and in accordance with both the resolution passed by members on 19 August 2021 and our letter of engagement.

7.4. I have reviewed the expenses incurred to date and I am satisfied that they are fair and reasonable and proportionate in the circumstances of the case.

8. Members' Rights

8.1. Members were notified of their rights as follows in the draft version of this report which was delivered to members on 10 August 2022.

a. To request further information

Pursuant Rule 18.9 of the Insolvency (England and Wales) Rules 2016, a member with concurrence of at least 5% of the total voting rights or a member with permission of the court, may, within 21 days of receipt of the draft final account, ask the Liquidators for further information about the remuneration and expenses as set out in the draft final account.

b. To apply to Court

Pursuant to Rule 18.34 of the Insolvency (England and Wales) Rules 2016, a member with concurrence of at least 10% in value of the total voting rights or a member with the permission of the court may, within 8 weeks of the receipt of the draft final account, apply to the court on one or more of the following grounds:

- That the remuneration charged by the Liquidators, or
- That the basis fixed for the Liquidators' remuneration, or
- That the expenses incurred by the Liquidators,


is in all of the circumstances, excessive or inappropriate.

- 8.2. Following delivery of the draft final account to the members the minimum period of 8 weeks has passed and no such requests or applications have been received.

9. Next steps

- 9.1. Once my final account has been delivered to the members and the registrar of companies, I will vacate office and will automatically be released under section 171(6) of the Insolvency Act 1986.

I trust that this is sufficient information for your requirements but please do not hesitate to contact me should you need anything further.



R J Dacre
Joint Liquidator

Authorised to act as an insolvency practitioner in the UK by the Institute of Chartered Accountants in England and Wales and bound by the Insolvency Code of Ethics. Where personal data is required to be processed, this will be dealt with in accordance with the Mazars LLP Insolvency Services Privacy Statement which can be accessed at:
www.mazars.co.uk/Legal-and-privacy.

Caledonia Venus Holdings Limited
In Liquidation

IDENTIFICATION DETAILS

Details relating to the Company

| | |
|--------------------------|---|
| Company name | Caledonia Venus Holdings Limited |
| Previous names | N/A |
| Trading name | Caledonia Venus Holdings Limited |
| Company number | 09830942 |
| Registered office | 1st Floor, 7 Castle Quay, Castle Boulevard, Nottingham, NG7 1FW |
| Trading address | 1st Floor, 7 Castle Quay, Castle Boulevard, Nottingham, NG7 1FW |

**Details relating to the
Liquidators**

| | |
|--|--|
| Date of appointment | 19 August 2021 |
| Liquidators | S D Chandler and Rebecca Jane Dacre of Mazars LLP, 1st Floor, Two Chamberlain Square, Birmingham, B3 3AX IP No(s) 008822 and 009572 |
| Liquidators' address | Mazars LLP, 1st Floor, Two Chamberlain Square, Birmingham, B3 3AX |
| Liquidators' contact telephone number | 0121 232 9694 |

Caledonia Venus Holdings Limited
(In Liquidation)
Joint Liquidators' Summary of Receipts & Payments
To 10/10/2022

Appendix B

| Dec of Sol £ | £ | £ |
|---------------------|----------|------------|
| | | NIL |
| | | |
| REPRESENTED BY | | NIL |
| | | |

Caledonia Venus Holdings Limited
In Liquidation

LIQUIDATORS' TIME COSTS
FOR THE CURRENT PERIOD

Analysis of Joint Liquidators' time costs for the pre appointment period to 10 October 2022

| Classification of Work Function | Hours | | | | | Total | Time | Av hourly |
|---------------------------------|---------------|-------------|-----------------|-----------------|-------------|--------------|------------------|---------------|
| | Partner | Director | Manager | Administrator | Support | Hours | Cost | Rate |
| | | | | | | | £ | £ |
| Pre-appointment work | 1.20 | 0.00 | 12.20 | 20.60 | 0.00 | 34.00 | 6,857.00 | 201.68 |
| Admin & Planning | 0.20 | 0.00 | 1.40 | 3.40 | 0.00 | 5.00 | 963.00 | 192.60 |
| Taxation | 0.00 | 0.00 | 0.80 | 3.30 | 0.00 | 4.10 | 744.00 | 181.46 |
| Reporting | 0.00 | 0.00 | 1.20 | 4.00 | 0.00 | 5.20 | 1,032.00 | 198.46 |
| Distributions | 0.00 | 0.00 | 0.10 | 0.00 | 0.00 | 0.10 | 25.00 | 250.00 |
| Cashiering | 0.10 | 0.00 | 0.00 | 0.80 | 0.00 | 0.90 | 167.00 | 185.56 |
| Statutory & Compliance | 0.40 | 0.00 | 3.00 | 8.40 | 0.00 | 11.80 | 2,206.00 | 186.95 |
| Total Hours | 1.90 | 0.00 | 18.70 | 40.50 | 0.00 | 61.10 | | |
| Total Time Costs (£) | 879.50 | 0.00 | 4,732.00 | 6,382.50 | 0.00 | | 11,994.00 | |
| Av Hourly Rate | 462.89 | 0.00 | 253.05 | 157.59 | 0.00 | | | 196.30 |

Caledonia Venus Holdings Limited In Liquidation

Introduction

This summary provides details of the work that is anticipated to be carried out by the proposed Liquidators and their staff in a members' voluntary liquidation.

- Case acceptance and ethical reviews.
- Completing case strategy notes and providing strategy updates to the client.
- Managing and maintaining the case on the Firm's client systems and our specialist insolvency software system.
- Filing.
- Updates to the client regarding the strategy of the liquidation.

Appropriate case administration and planning ensures that the case is managed coherently and efficiently, with minimisation of costs and avoidance of duplication of work. Strong internal processes aid to add value through the efficient management of the case. This work is also required in order to appropriately document and record how the case has been administered in accordance with regulatory requirements.

The following activities are required in order to ensure the Company is compliant with tax requirements:

- Notifying HM Revenue & Customs ("HMRC") of my appointment and establishing whether they have any outstanding claims or ongoing investigations.
- Reviewing the Company's VAT position; finalising the pre-Liquidation VAT account (if not already done); deregistering the Company for VAT once all of the taxable assets have been sold in line with the VAT regulations.
- Complete any outstanding pre-appointment Tax Returns in order to correctly establish HMRC's claims.
- Preparing post Liquidation Corporation Tax and VAT returns, as required by statute.

In accordance with statutory requirements, a notice seeking creditors' claims will be advertised in the Gazette.

As this is a solvent liquidation any creditor claims are to be paid in full, together with statutory interest.

In the event that there are creditor claims outstanding at the date of appointment, the following work will be undertaken to ensure that any creditors are dealt with appropriately.

- Responding to any queries which arise.
- Logging creditor claims.
- Collating information from the Company records to assist with claim adjudication work.

Distributions

- For any distributions to creditors - adjudication of creditor claims, requesting further information where necessary or dealing with rejected claims.
- Distribution to members.
- Preparing dividend calculations.
- Processing and payment of distributions.

Reporting

- Reporting the outcome of any meetings.
- Annual progress reports.

Cashiering

- Establishing set up of case details on our insolvency software system.
- Setting up bank accounts, including deposit accounts as necessary.
- Bank account maintenance, including periodic reconciliations.
- Issuing payments and banking receipts and preparing the appropriate paperwork for such transactions.

This work is required in order to ensure that the estate bank account is operated in accordance with guidance issued by my regulatory body.

Statutory and Compliance

- Preparation and lodgement of statutory appointment documents.
- Initial notices and advertisements following appointment.
- Case monitoring and statutory compliance, including internal case reviews.
- Case bordereau.

This work is required in order to ensure that the case has been administered in accordance with regulatory requirements.