

LIQ14

Notice of final account prior to dissolution in CVL



Companies House

FRIDAY



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26/04/2024

#16

COMPANIES HOUSE

1 Company details

Company number 1 3 3 3 4 7 3 8

Company name in full MCS Tech Ltd

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

2 Liquidator's name

Full forename(s) Stuart

Surname Rathmell

3 Liquidator's address

Building name/number Egyptian Mill

Street Egyptian Street

Post town Bolton

County/Region

Postcode B L 1 2 H S

Country

4 Liquidator's name ①

Full forename(s)

Surname

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

5 Liquidator's address ②

Building name/number

Street

Post town

County/Region

Postcode

Country

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



LIQ14

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6 Liquidator's release

☐ Tick if one or more creditors objected to liquidator's release.

:

7 Final account

☒ I attach a copy of the final account.

8 Sign and date

Liquidator's signature

Signature

X



X

Signature date

d

2

d

8

m

0

m

3

y

2

y

0

y

2

y

4



**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

Stuart Rathmell

Company name

Stuart Rathmell Insolvency

Address

Egyptian Mill

Egyptian Street

Post town

Bolton

County/Region

Postcode

B

L

1

2

H

S

Country

DX

Telephone

01204 867615

**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



STUART RATHMELL INSOLVENCY

TO ALL MEMBERS AND CREDITORS

28 March 2024

Dear Sirs

MCS TECH LIMITED LIQUIDATOR'S FINAL REPORT TO CREDITORS

1 INTRODUCTION

- 1.1 I refer to my appointment as Liquidator in this matter on the 19 June 2023 by the resolutions of members and creditors. I am now able to issue my final report.
- 1.2 Pursuant to Rule 6.28(2) of the Rules I confirm that the affairs of the Company have been fully wound up.
- 1.3 I have provided previous reports to creditors, before and immediately subsequent to liquidation and I do not propose to cover the information again. The information provided in those reports was
- Full history of the business
 - Statement of affairs
 - Full asset details
 - Work done by Insolvency Practitioner leading up to creditors meeting
- 1.4 I am an Insolvency Practitioner, licensed and regulated by the Insolvency Practitioners' Association of 46 New Broad Street London EC2M 1JH. I am bound by the insolvency Code of Ethics, information about which can be found as follows:
<https://www.gov.uk/government/publications/insolvency-practitioner-code-of-ethics>
- 1.5 Prior to this assignment, neither I nor my firm have had any connection with the director or shareholder. I identified no threats to compliance with the fundamental principles of the Insolvency Code of Ethics, and the safeguards applied to mitigate those threats.
- 1.6 I carry professional indemnity insurance held with Marsh Omega and it provides worldwide coverage excluding the USA and Canada.
- 1.7 I have a complaints procedure, a copy of which is available on request, and any complaints should be addressed to me at this office. Complaints can also be made via the Complaints Gateway as follows:
- Calling the Insolvency Service Enquiry Line on 0300 678 0015 (Monday to Friday 9 to 5),
 - Completing and emailing the online complaints form on the Insolvency Service website
<https://www.gov.uk/complain-about-insolvency-practitioner>
 - Completing the online complaints form and posting it to: IP Complaints, Insolvency Service, 3rd Floor, 1 City Walk, Leeds, LS11 9DA.
- 1.8 The centre of main interest of the Company is the United Kingdom. Therefore, the EC regulations on Insolvency Proceedings 2000 apply to the liquidation. The proceedings are main proceedings as defined by Article 3 of those regulations.

Stuart Rathmell is Licensed as an Insolvency Practitioner by The Insolvency Practitioners' Association
Egyptian Mill, Egyptian Street, BL1 2HS

(t) 01204 867615 (f) 01204 441287 (e) stuart_rathmell@hotmail.co.uk



- 1.9 This report includes information required to be provided to creditors pursuant the Insolvency (England and Wales) Rules 2016 (as amended) ("the Rules") and the Act, in relation to the Company and is the progress report into the liquidation for the period 19 June 2023 to 28 March 2024 ("the Period").
- 1.10 No creditors committee has been formed in the liquidation.
- 1.11 **Creditors' right to challenge remuneration and/or expenses** - Any secured creditor or, unsecured creditor with the support of at least 10% in value of the unsecured creditors or with leave of the Court, may apply to the Court for one or more orders (in accordance with Rule 18.34 of the Rules), challenging the amount or the basis of the remuneration which the Liquidator are entitled to charge or otherwise challenging some or all of the expenses incurred. Such applications must be made within eight weeks of receipt by the applicant(s) of the report detailing the remuneration and/or expenses being complained of, in accordance with Rule 18.34 of the Rules.
- 1.12 **Creditors' right to request information** - Any secured creditor or unsecured creditor with the support of at least 5% in value of the unsecured creditors or, with leave of the Court, may, in writing, request the Liquidator to provide additional information regarding remuneration or expenses to that already supplied with this document. Such requests must be made within 21 days of receipt of this report, in accordance with Rule 18.9 of the Rules.

2 BACKGROUND TO LIQUIDATION

- 2.1 In December 2020, amidst the unprecedented growth in the online food industry driven by the global pandemic, the directors saw an opportunity to build a food ordering platform. The directors recognized the increasing trend of people turning to online options for food ordering, and decided to create a solution that would meet this rising demand.
- 2.2 Over the next several months, the directors meticulously planned our approach and engaged with developers to bring our vision to life. The directors successfully acquired all necessary trademarks, logos, and domains during this period without any objections or legal challenges.
- 2.3 By October 2021, the minimum viable product (MVP) of our food ordering platform was ready for testing. The directors launched the initial tests in Teesside, addressing a small, manageable area with a limited number of restaurants. Over the course of these tests, they navigated various bugs and software iterations, continually refining our platform.
- 2.4 In May 2022, after garnering valuable insights and feedback from our test phase, they began planning a franchise model. We spent the following months focused on developing additional software requirements, marketing strategies, and franchise infrastructure.
- 2.5 By August 2022, they were ready to start selling franchises. However, in the following month, we encountered a significant roadblock when they received correspondence from Just Eat, a major player in the food delivery industry, challenging our trademarks and logos.
- 2.6 During the ensuing months, we engaged in lengthy negotiations with Just Eat. As a precautionary measure, we suspended all advertising of our brand and removed our listings from all franchise sales directories. Our main concern was to avoid promoting or selling a brand that may potentially need to undergo drastic changes.

- 2.7 Ultimately, the potential cost and risk of litigation, coupled with the forced halt of our marketing efforts, led us to the painful realisation that the business model was no longer viable. Sales from both franchise and consumer side had dwindled drastically, and they found ourselves unable to meet our financial obligations. The directors then put MCS Tech LTD into liquidation.

3 ADMINISTRATION AND PLANNING

Statutory information

- 3.1 Statutory information pertaining to the Company is set out in Appendix 1.
- 3.2 The Liquidator is required to meet a considerable number of statutory and regulatory obligations. Whilst many of these tasks do not have a direct benefit in enhancing realisations for the insolvent estate, they assist in the efficient and compliant progressing of the administration of the case, which ensures that work is carried out to high professional standards. A detailed list of these tasks may be found in Appendix 3.

Reporting

- 3.3 The Liquidators has met their statutory and regulatory duties to report to creditors, as listed below. In consideration of the need for transparency and engagement with creditors, care has been taken to ensure that reports and other communications with creditors have provided useful details of the strategies pursued and the outcomes anticipated.
- 3.4 During the review period, the following key documents have been issued:
- Post appointment report
 - This progress report;

Other administration tasks

- 3.5 During the review period, the following material tasks in this category were carried out:
- Case reviews, etc.
 - Review of books and records and confidential disposal of non-financial material

Receipts & Payments

- 3.6 Attached at Appendix 2 are the receipts and payments accounts of the Company.

4 REALISATION OF ASSETS

- 4.1 The director paid £3,900 for a motor vehicle. This was held in funds at appointment.
- 4.2 In respect of the intellectual property of the company this comprised the “App” developed on its instruction. Following investigation, it was felt that there was no point in pursuing this for the following reasons:
- Discussions with creditors indicated that the App had never operated properly and that the cost to complete development could not be estimated.
 - The developer agreement appeared not to provide for any exclusivity
 - The developer was owed some £4,000 and there were no funds to make this payment or to complete the development
- 4.3 The company had a trademark in its name but this was subject to legal action from Just Eat. The liquidator made contact with them but they made clear their intention to commence action should any sale be made

- 4.4 Loose assets; Android pads etc resulted in no realisable value to the estate
- 4.5 The liquidator had been advised by Walker Singleton and a sale was arranged. Previously a sale of the business had been attempted
- 4.6 The sale is summarised as follows:

Sale assets	1,300
Manpower resolving ROT, third party assets, strategy and paperwork	2,500

NET POSITION

-

5 STATUTORY INVESTIGATION

- 5.1 The data gathered from our initial investigations assisted with our statutory duties pursuant to the Company Directors Disqualification Act 1986. We are obliged to review the conduct of all directors who served in respect of the Company in the 3-year period prior to the date of the Administration. We have submitted a final return to the Department for Business, Innovation and Skills.

6 LIQUIDATOR'S FEES & COSTS OF LIQUIDATION

Statement of Affairs Fee

- 6.1 Agreed. At £10,000 paid by the director.
- 6.2 The liquidator's remuneration was fixed at the meeting of creditors appointing the liquidator. The basis was the time properly spent by the liquidator and his staff in attending to matters arising. The following estimate was provided

	Office holder		Support		Total		Average rate
	Hours	Cost	Hours	Cost	Hours	Cost	
Administration	5.00	2,000.00	11.00	2,145.00	16.00	4,145.00	259.06
Creditor communication	7.00	2,800.00	12.00	2,340.00	19.00	5,140.00	270.53
Investigation	9.00	3,600.00	18.00	3,510.00	27.00	7,110.00	263.33
Realisation of assets	11.00	4,400.00	3.00	585.00	14.00	4,985.00	356.07
	32.00	12,800.00	44.00	8,580.00	76.00	21,380.00	281.32

- 6.3 Liquidator's time costs to date are attached. Fees of £3,900 were drawn
- 6.4 The disbursements of the case include an insolvency bond which will be recovered from the proceeds of the settlement with the director.

Professional advisors

- 6.5 On this assignment, the liquidator has used the following professional advisors during the period

Name	Nature of advice	Basis of fee	Paid
Weightmans	Advice ref patent	-	-
Walker Singleton	Valuation/ advice	Costs commission	<i>Per above schedule</i>

7 OUTCOME FOR CREDITORS

Secured creditors

7.1 None

Prescribed Part

7.2 The prescribed part only applies where the company has granted a floating charge to a creditor after 15 September 2003. Where a floating charge over the company's assets has been given a prescribed amount of the company's net property after paying the preferential creditors must be made available to the unsecured creditors and the basis of this calculation is detailed below:-

- 50% of the first £10,000 of the net property; and
- 20% of the remaining net property up to a maximum of £600,000.

This did not apply

Preferential creditors

7.3 Under the Act the main classes of preferential creditor are employees in respect of certain claims in relation to arrears of wages, holiday and pensions contributions. There were no employees at the date of liquidation

7.4 The Liquidator does not believe funds will become available for a distribution to be made to preferential creditors.

Unsecured creditors

7.5 Unsecured creditors rank behind both secured and preferential creditors.

7.6 Under Section 176A of the Act where after 15 September 2003 the Company has granted a creditor a floating charge, as is the case for the Company, a proportion of the net property of the company achieved from floating charge asset realisations must be made available for the unsecured creditors ("the Prescribed Part"). No funds will become available for a distribution to be made to unsecured creditors.

8 FINAL MEETING OF MEMBERS AND CREDITORS

8.1 The winding up of the Company is now for all practical purposes complete and I am seeking the release of me as Liquidator of the Company. Creditors should note that provided no objections to our release are received by the later of 8 weeks of delivery of this report, the conclusion of any request for further information under rule 18.9, or the final determination of any application to court to challenge fees or expenses under rule 18.34, we shall obtain my release as Liquidator pursuant to Section 173(b) of the Act following the delivery of the final notice to the Registrar of Companies pursuant to Section 171 of the Act. **This was on 28 March 2024 at 23:59**

Yours faithfully



Stuart Rathmell
Liquidator

MCS TECH LIMITED

STATUTORY INFORMATION

Appointment as liquidator	19 June 2023
Appointed by	Members & creditors
Company number:	13334738
Date of Incorporation;	The Company was incorporated 14 April 2021.
Previous Company name:	None
Registered Office:	is Boho 5 Bridge Street East, Middlesbrough TS2 1NY
Associated companies:	These have common directors but no trading relationships. Harrogate Self Drive Hire Limited Frontline Taxis Limited
Security:	None.
Trading activity:	Takeaway distribution/ ordering franchise.
Trading address:	Boho 5 Bridge Street East, Middlesbrough TS2 1NY
Share Capital:	The Company's authorised share capital is 5,000 shares of £1. 100 shares are fully paid up and are held as follows:

Name	Shares
Mozhum Ali Shan	55
Rachel Richardson	5
Maureen Hardy	10
Colin Richardson	20
Asam Shan	10

Directors:	Name	Appt date	Resign date
	Mozhum Ali Shan	14.04.21	to date

APPENDIX 2

MCS TECH LIMITED

RECEIPTS & PAYMENTS

18 JUNE 2023 – 28 MARCH 2024

Statement of affairs	Receipts and Payments	Predicted Future R&P	Final Outcome
£	£	£	£
Receipts			
- Motor vehicle	3,900	-	3,900
-	-	-	-
Payments			
Insolvency Bond	-	-	-
Liquidator's fees	3,900	-	3,900
-	-	-	-
- BALANCE	-	-	-



APPENDIX 3

MCS TECH LIMITED

TIME COSTS

19 JUNE 2023 – 28 MARCH 2024



412015

MCS TECH LIMITED

DETAILED LIST OF WORK UNDERTAKEN

General Description	Includes
Statutory and General Administration	
Statutory/advertising	Filing of documents to meet statutory requirements including annual receipts and payments accounts Advertising in accordance with statutory requirements Bonding the case for the value of the assets
Document maintenance/file review/checklist	Filing of documents Periodic file reviews documenting strategy
Planning / Review	Discussions regarding strategies to be pursued Meetings with team members and independent advisers to consider practical, technical and legal aspects of the case
Pension scheme	Reviewing the existence of a pension scheme
Reports	Circulating initial report to creditors Preparing annual progress report Preparing closing report
Creditors' decisions	Preparation of decision procedure notices, proxies/voting forms and advertisements Notice of decision procedure to all known creditors Collate and examine proofs and proxies/votes to conclude decisions Preparation of meeting file, including agenda, attendance register, list of creditors, reports to creditors, advertisement of meeting and draft minutes of meeting Responding to queries and questions following decisions
Investigations	
SIP 2 Review	Correspondence to request information on the company's dealings, making further enquiries of third parties Preparation of deficiency statement Review of specific transactions Liaising with the creditors about further action to be taken
Statutory reporting on conduct of directors	Preparing statutory investigation reports Liaising with Insolvency Service Submission of report with the Insolvency Service Preparation and submission of supplementary information if required Assisting the Insolvency Service with its investigations
Bounceback loan investigation	Review bank statements Review loan applications Review use of bounceback loan
Realisation of Assets	
	Review for any assets
Creditors and Distributions	
Creditor Communication	Receive and follow up creditor enquiries via telephone Review and prepare correspondence to creditors and their representatives via facsimile, email and post

General Description	Includes

Current Charge-out Rates for the firm

1. Support staff charge their time to each case.
2. Support staff include cashier, secretarial and administration support.
3. The minimum unit of time recorded is 6 minutes.

Staff	Charge out rates £
Insolvency Practitioners	400
Support	200-300