

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 0 0 6 5 8 7 7 4

Company name in full Europa Foods Limited

→ Filling in this form

Please complete in typescript or in
bold black capitals.

2 Liquidator's name

Full forename(s) Richard

Surname Barker

3 Liquidator's address

Building name/number 1 More London Place

Street

Post town

County/Region London

Postcode S E 1 2 A F

Country

4 Liquidator's name ①

Full forename(s) Samantha

Surname Keen

① Other liquidator

Use this section to tell us about
another liquidator.

5 Liquidator's address ②

Building name/number 1 More London Place

Street

Post town

County/Region London

Postcode S E 1 2 A F

Country

② Other liquidator

Use this section to tell us about
another liquidator.

LIQ13

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

X



X

Signature date

^d2

^d0

^m0

^m1

^y2

^y0

^y2

^y1

LIQ13

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	Katya Vasileva
Company name	Ernst & Young LLP
Address	1 More London Place
Post town	
County/Region	London
Postcode	S E 1 2 A F
Country	United Kingdom
DX	
Telephone	020 7951 3427



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

TO THE MEMBER(S)

20 January 2021

Ref: ML5W/RB/SJK/MH/KV

Contact: Katya Vasileva
Direct Line: +44 20 7951 3427

Email: solventliquidations@parthenon.ey.com

Dear Sirs

Europa Foods Limited (In Members' Voluntary Liquidation) ("the Company")

Samantha Keen and I were appointed as Joint Liquidators' of the Company on 21 August 2019. This report should be read in conjunction with my annual progress report dated 20 October 2020. I write to advise you that we are now in a position to conclude the liquidation.

This letter, and its appendices, constitutes our final account to members. We also enclose notice in accordance with Rule 5.10 of the Insolvency (England and Wales) Rules 2016 ("the Rules").

Information about the Company and the Liquidators

The Rules require us to provide certain information about the Company and the Liquidators. The information can be found in Appendix A of this report. A copy of our receipts and payments account for the period from 21 August 2019 to 20 January 2021 is at Appendix B.

Progress during the period covered by the account

Assets

As previously reported, at the date of the liquidation, it was understood that the Company's only asset was an intercompany receivable balance in the sum of £1 due from Adminstore Limited ("Adminstore").

However, it has subsequently come to our attention that the Company's only asset at the date of liquidation was an intercompany balance of £2 due from Tesco Stores Limited.

Liabilities

As you will be aware, at the date of liquidation, the Company had an intercompany payable in the sum of £1 due to London and Home Counties Superstores Limited (formerly in Liquidation) which was later assigned to Adminstore.

On 18 November 2020, £1 of the inter-company receivable balance was assigned to Adminstore in discharge of the inter-company payable balance. The net asset position of the Company after this assignment was £1, which was distributed in specie to Adminstore on 18 November 2020 and represented a return of £0.00000018 per ordinary share.

In accordance with Rule 14.38 of the Rules, an advert was placed in the London Gazette requesting creditors of the Company to prove their claims by 2 October 2019.

A claim was received from British Gas in the sum of £2,020. However, on 4 October 2019, the claim was rejected for dividend purposes as an unsecured non-preferential claim as no evidence was provided to support the amount claimed or the property to which the claim related.

It is customary in a liquidation to seek confirmation from the relevant Crown authorities that they have no claim in respect of corporation tax, VAT, PAYE and National Insurance Contributions. HM Revenue &

Customs ("HMRC") have confirmed that it has no claims, nor any matters outstanding in respect of Corporation Tax. We requested VAT and PAYE clearance from HMRC on a number of occasions, but no response has been received. As such, we have issued a final letter to HMRC requesting clearance, providing 28 days' notice to respond, following which the liquidation will be concluded. This period has since expired, with no response being received from HMRC. Therefore, the liquidation will be concluded without further reference to HMRC.

Other Matters

During the liquidation, the Liquidators were notified by the ultimate shareholder that an administrative error had occurred in relation to certain accounting steps taken to prepare the Company for liquidation. The Joint Liquidators have worked with the ultimate shareholder to take the necessary steps to rectify this matter prior to the conclusion of the liquidation. These steps have now been completed and as such the liquidation of the Company can be concluded.

Joint Liquidators' remuneration

Our remuneration was fixed on a time-cost basis by a resolution of members on 21 August 2019.

Details of amounts paid, name of the payor and the relationship between the payor and the Company, are available upon request to the Liquidators at 1 More London Place, London SE1 2AF.

A contractual arrangement exists with a third party in respect of the Joint Liquidators' remuneration and as such there is no recourse to the estate.

Joint Liquidators' statement of expenses incurred

During the liquidation, we have incurred expenses relating to statutory advertising and statutory bonding which have also been paid by another group company without recourse to the liquidation estate.

Members rights to further information about, and challenge, remuneration and expenses

In certain circumstances, members are entitled to request further information about our remuneration or expenses, or to apply to court if members consider the costs to be excessive. Further information is provided in Appendix C.

Other matters

Once our final report is filed at Companies House, we will then vacate office and subsequently receive our release. Approximately three months after the filing of the final report, the Company will be dissolved by the Registrar of Companies.

Should you wish to discuss any matters arising from this report, please do not hesitate to contact Katya Vasileva on the direct line telephone number shown above.

Yours faithfully
for the Company



Richard Barker
Joint Liquidator

Encs: Notice of final account to members

Richard Barker is authorised to act as an insolvency practitioner by The Insolvency Practitioners Association.
Samantha Keen is authorised to act as an insolvency practitioner by The Insolvency Practitioners Association.

The Joint Liquidators may act as data controllers of personal data as defined by the General Data Protection Regulation 2016/679, depending upon the specific processing activities undertaken. Ernst & Young LLP and/or the Company may act as a data processor on the instructions of the Joint Liquidators. Personal data will be kept secure and processed only for matters relating to the Joint Liquidators' appointment. The Office Holder Data Privacy Notice can be found at www.ey.com/uk/officeholderprivacy.

Europa Foods Limited
(In Members' Voluntary Liquidation) ("the Company")

Information about the Company and the Liquidators

Registered office address of the Company:	1 More London Place, London, SE1 2AF
Registered number:	00658774
Full names of the liquidators:	Richard Barker Samantha Keen
Liquidators' address	1 More London Place, London, SE1 2AF
Telephone number on which the liquidators can be contacted:	+44 20 7951 3427 – Katya Vasileva
Date of appointment:	21 August 2019

Europa Foods Limited
(In Members' Voluntary Liquidation) ("the Company")

Joint Liquidators' receipts and payments account for the period from 21 August 2019 to 20 January 2021

Declaration of Solvency Estimated to Realise Amount		In this report period 21 August 2019 to 20 August 2020	In this report period 21 August 2020 to 20 January 2021	Cumulative period 21 August 2019 to 20 January 2021
£	£	£	£	£
	Receipts			
2	Inter-company receivable due from Tesco Stores Limited	-	-	-
		-	-	-
	Payments			
(1)	Adminstore Limited	-	-	-
		-	-	-
<u>1</u>	Balance as at 20 January 2021	<u>-</u>	<u>-</u>	<u>-</u>

Notes

1. Receipts and payments are stated net of VAT.
2. The Joint Liquidators' remuneration was fixed on a time-cost basis by the Members.
3. The intercompany receivable amount was distributed in specie to the Company's majority shareholder on 18 November 2020.

Members' rights to request further information about remuneration or expenses or to challenge a Liquidators' remuneration - Rules 18.9 and 18.34 of the Insolvency (England and Wales) Rules 2016, as amended

18.9 Members' request for further information

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 or account 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 or account 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).

18.34 Members' claim that remuneration is 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-holders 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).

Notice of final account to members

Europa Foods Limited (In Members' Voluntary Liquidation) ("the Company")

Other trading names(s) or style(s)	None
Registered number:	00658774
Registered office address of the company:	1 More London Place, London, SE1 2AF
Date of appointment of Joint Liquidators:	21 August 2019
Full names of the liquidators:	Richard Barker Samantha Keen
Liquidators' address	1 More London Place, London, SE1 2AF
Office holder number:	17150 / 9250
Telephone number	+44 20 7951 3427

Date of notice: 20 January 2021

In accordance with Rule 5.10 of the Insolvency (England and Wales) Rules 2016, we give notice of the following:

- The affairs of the Company are fully wound up;
- We, the Joint Liquidators, having delivered copies of the account to members must, within 14 days of the date on which the account is made up, deliver a copy of the account to the Registrar of Companies; and
- We will vacate office and be released under section 171 of the Insolvency Act 1986 on delivering the final account to the Registrar of Companies.

Signed



Name: Richard Barker
Joint Liquidator