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IN THE HIGH COURT OF JUSTICE

Case No. CR-2016-3593

CHANCERY DIVISION

IN THE MATTER OF LEXI HOLDINGS PLC (IN ADMINISTRATION) AND OTHERS

AND IN THE MATTER OF DEW PITCHMASTIC PLC (IN CREDITORS VOLUNTARY LIQUIDATION) AND OTHERS

AND IN THE MATTER OF FITNESS FIRST CLUBS LIMITED (IN COMPANY VOLUNTARY ARRANGEMENT) AND OTHERS

AND IN THE MATTER OF VOGEL & NOOT PRODUCTS LTD (IN MEMBERS VOLUNTARY LIQUIDATION)

AND IN THE MATTER OF CONNAUGHT PLC (IN COMPULSORY LIQUIDATION)

AND IN THE MATTER OF AN OFFICE HOLDER

AND IN THE MATTER OF THE INSOLVENCY ACT 1986

BEFORE REGISTRAR JONES

DATE 22 JULY 2016

BETWEEN

- (1) RICHARD DIXON FLEMING
- (2) BRIAN GREEN
- (3) MARK GRANVILLE FIRMIN
- (4) MICHAEL ROBERT PINK
- (5) RICHARD HEIS
- (6) BLAIR CARNEGIE NIMMO

Applicants

- and -

- (1) BRIAN GREEN
- (2) MARK GRANVILLE FIRMIN
- (3) MICHAEL ROBERT PINK
- (4) RICHARD HEIS
- (5) BLAIR CARNEGIE NIMMO
- (6) HOWARD SMITH
- (7) JOHN DAVID THOMAS MILSOM

Respondents

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CONSENT ORDER

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UPON THE APPLICATION of Richard Dixon Fleming of KPMG LLP, 15 Canada Square, London E14 5GL (the "First Applicant")

AND UPON READING the Witness Statement of Richard Dixon Fleming dated 22 June 2016 and Exhibit RDF1 thereto

IT IS ORDERED BY CONSENT THAT:

WEDNESDAY



\*Q5D2NE6L\*

QIQ

10/08/2016

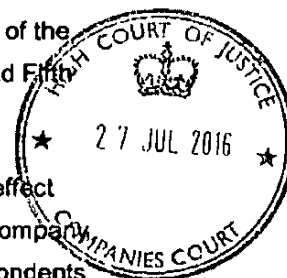
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COMPANIES HOUSE

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1. The cases listed in Schedules A to E attached to this Order, in so far as there are currently proceedings in the County Court or in a District Registry be transferred to the High Court in London for the purpose of making the Orders listed below
2. The First Applicant be removed from office as Administrator with immediate effect pursuant to paragraph 88 of Schedule B1 to the Insolvency Act 1986 of each of the companies listed
  - 2 1 In rows 1 to 2 of Schedule A to this Order and Jonathan Charles Marston and David Costley-Wood be appointed as Joint Administrator in place of the First Applicant such appointment to (i) be held jointly with the insolvency practitioner identified at rows 2 to 3 of Schedule A to this Order who is and remains in office, (ii) permit each Joint Administrator to exercise all functions as Administrator on a joint and concurrent basis in accordance with Paragraph 100(2) of Schedule B1 to the Insolvency Act 1986 and (iii) take effect from the date of this Order
  - 2 2 In row 3 of Schedule A to this Order and Howard Smith be appointed as Joint Administrator in place of the First Applicant such appointment to (i) be held jointly, (ii) permit each Joint Administrator to exercise all functions as Administrator on a joint and concurrent basis in accordance with Paragraph 100(2) of Schedule B1 to the Insolvency Act 1986 and (iii) take effect from the date of this Order
3. The First Applicant be removed from office as Administrator with immediate effect pursuant to paragraph 88 of Schedule B1 to the Insolvency Act 1986 of each of the companies listed at rows 4 and 5 of Schedule A to this Order The Fourth and Fifth Respondents shall remain in office as joint administrators
4. The First Applicant be removed from office as Administrator with immediate effect pursuant to paragraph 88 of Schedule B1 to the Insolvency Act 1986 of the company listed at row 6 of Schedule A to this Order The Fourth, Fifth and Sixth Respondents shall remain in office as joint administrators
5. The First Applicant be removed from office as Liquidator with immediate effect pursuant to Section 171(2) of the Insolvency Act 1986 of each of the Companies listed in rows 1 to 2 of Schedule B to this Order and Jonathan Charles Marston be appointed as the Joint Liquidator in place of the First Applicant such appointment to (i) be held jointly with the insolvency practitioner identified at rows 1 to 2 of at Schedule B who is and remains in office, (ii) permit any Joint Liquidator to act on a joint and several basis in accordance with Section 231(b) of the Insolvency Act 1986 and (iii) take effect from the date of this Order
6. Pursuant to Section 171(2) of the Insolvency Act 1986, the First Applicant be removed from the office of liquidator of the company listed at row 3 of Schedule B to this Order The Sixth Respondent shall remain in office as joint liquidator



7. The First Applicant be removed from office as Supervisor with immediate effect pursuant to Section 7(5) of the Insolvency Act 1986 of each of the companies listed
- 7 1 In row 1 of Schedule C to this Order and David Costley-Wood be appointed as Joint Supervisor in place of the First Applicant such appointment to (i) be held jointly with the insolvency practitioner identified at row 1 of Schedule C to this Order who is and remains in office and (ii) take effect from the date of this Order
- 7 2 In row 2 of Schedule C to this Order and David Costley-Wood and Jonathan Charles Marston to be appointed as Joint Supervisor in place of the First Applicant such appointments to (i) be held jointly with the insolvency practitioner identified at rows 2 of Schedule C to this Order who is and remains in office and (ii) take effect from the date of this Order
- 7 3 In rows 3 to 9 of Schedule C to this Order and Jonathan Charles Marston be appointed as Joint Supervisor in place of the First Applicant such appointments to (i) be held jointly with the insolvency practitioner identified at rows 3 to 9 of Schedule C to this Order who is and remains in office and (ii) take effect from the date of this Order
8. The First Applicant be removed from office as Liquidator with immediate effect pursuant to Section 171(2) of the Insolvency Act 1986 of the company listed at Schedule D to this Order and Mark Orton be appointed as Joint Liquidator in place of the First Applicant such appointments to (i) be held jointly, (ii) permit any Joint Liquidator to act on a joint and several basis in accordance with Section 231(b) of the Insolvency Act 1986 and (iii) take effect from the date of this Order
- 9 Pursuant to Section 172(2) of the Insolvency Act 1986, the First Applicant be removed from the office of liquidator of the companies listed at Schedule E to this Order with immediate effect The Fifth and Eighth Respondents shall remain in office as joint liquidators
- 10 The Sixth Respondent, Jonathan Charles Marston, David Costley-Wood and Mark Orton (together the **"Successor Practitioners"**) shall give notice of their appointments to all creditors of the estates listed in rows 1 to 4 of schedule A, rows 1 to 2 of schedule B and rows 1 to 5 of Schedule D to this Order within 28 days of the date of this Order by way of advertisement in the London Gazette



- 11 All creditors to the estates listed in rows 1 to 3 of schedule A, rows 1 to 2 of schedule B and Schedule D of this Order do have permission to apply to the Court, on Notice to the Applicants and the Successor Practitioners within 56 days of the advertisement referred to in paragraph 10 above for the purpose of applying to vary or discharge the Order insofar as it affects the estate or estates of which they are a creditor
- 12 Jonathan Charles Marston and David Costley-Wood shall give notice of their appointments to all creditors of the estates listed at Schedule C to this Order within 28 days of this Order by way of written notice sent to each creditor of those estates
- 13 All creditors to the estates listed in Schedule C to this Order do have permission to apply to the Court, on Notice to the Applicants, Jonathan Charles Marston and David Costley-Wood within 56 days of receipt of the written notice referred to in paragraph 12 above for the purpose of applying to vary or discharge the Order insofar as it affects the estate or estates of which they are a creditor
- 14 Nothing in this Order requires the time for production of any progress report in respect of the estates listed in Schedules A to E of this Order to be varied
- 15 Pursuant to paragraph 98(2)(c) of Section B1 IA 1986 the First Applicant be discharged from liability in respect of any action of his as administrator in respect of the estates listed in Schedule A
- 15 1 If no application is made pursuant to paragraph 11 above, on the date being 57 days from the date of advertisement referred to in paragraph 10 above of this order, or
- 15 2 If an application is made pursuant to paragraph 11 above, at such time as should be subsequently ordered by the Court
- 16 The time for service of the Application Notice upon the Respondents be abridged
- 17 There be no Order as to costs
- 18 The Applicants have permission to apply.



# **SCHEDULE A – ADMINISTRATIONS**

	<b>Name of Company</b>	<b>Name of Joint Administrator</b>	<b>Date</b>	<b>Court</b>	<b>No</b>	<b>Year</b>	<b>Replacement</b>
1	Lexi Holdings Plc	Brian Green	05/10/2006	High Court of Justice	7118	2006	Jonathan Charles Marston and David Costley-Wood
2	Ten Acre Ltd	Brian Green	18/10/2006	High Court Chancery Division	7472	2006	Jonathan Charles Marston and David Costley-Wood
3	20 20 Developments (Management) Ltd	Mark Granville Firmin	08/10/2008	Leeds District Registry	1567	2008	Howard Smith
4	MF Global Finance Europe Limited	(1) Michael Robert Pink (2) Richard Heis	02/11/2011	High Court of Justice	9585	2011	None
5	MF Global Overseas Limited	(1) Michael Robert Pink (2) Richard Heis	02/11/2011	High Court of Justice	9586	2011	None
6	MF Global UK Services Limited	(1) Blair Carnegie Nimmo (2) Michael Robert Pink (3) Richard Heis	02/11/2011	High Court of Justice	9526	2011	None



**SCHEDULE B – CREDITORS VOLUNTARY LIQUIDATIONS**

	<b>Name of Company</b>	<b>Name of Joint Liquidator</b>	<b>Date</b>	<b>Court</b>	<b>No</b>	<b>Year</b>	<b>Replacement</b>
1	Dew Pitchmastic Plc	Howard Smith	21/06/2007				Jonathan Charles Marston
2	Dew Construction Ltd	Howard Smith	21/06/2007				Jonathan Charles Marston
3	Leeds United Association Football Club Limited (The)	(1) Mark Granville Firmin (2) Howard Smith	15/02/2008				None



# **SCHEDULE C – COMPANY VOLUNTARY ARRANGEMENTS**

	<b>Name of Company</b>	<b>Name of Joint Supervisor</b>	<b>Date</b>	<b>Court</b>	<b>No.</b>	<b>Year</b>	<b>Replacement</b>
1	Fitness First Clubs Limited	Brian Green	20/06/2012	High Court of Justice	4233	2012	David Costley-Wood
2	Travelodge Hotels Limited	Brian Green	04/09/2012	High Court of Justice	6524	2012	Jonathan Charles Marston and David Costley-Wood
3.	Southern Cross Healthcare Limited (03078718)	Howard Smith	20/06/2012	High Court of Justice	4653	2012	Jonathan Charles Marston
4	Southern Cross (SX Holdco) Limited (05369456)	Howard Smith	20/06/2012	High Court of Justice	4763	2012	Jonathan Charles Marston
5	JP Bidco Limited (formerly known as Southern Cross Bidco Limited (05221235))	Howard Smith	20/06/2012	High Court of Justice	4780	2012	Jonathan Charles Marston
6	Southern Cross Healthcare Group PLC (05328138)	Howard Smith	20/06/2012	High Court of Justice	4718	2012	Jonathan Charles Marston
7	Southern Cross Healthcare Investments No 1 Limited (05328113)	Howard Smith	20/06/2012	High Court of Justice	4646	2012	Jonathan Charles Marston
8	Southern Cross Healthcare Investments No 2 Limited (05328122)	Howard Smith	20/06/2012	High Court of Justice	4655	2012	Jonathan Charles Marston
9.	Southern Cross Healthcare Services Limited (03156327)	Howard Smith	20/06/2012	High Court of Justice	4662	2012	Jonathan Charles Marston



**SCHEDULE D – MEMBERS VOLUNTARY LIQUIDATIONS**

	Name of Company	Name of Joint Liquidator	Date	Court	No.	Year	Replacement
1	Vogel & Noot Products Ltd	Mark Granville Firmin	17/10/2008				Mark Orton





**SCHEDULE E – COMPULSORY LIQUIDATIONS**

	<b>Name of Company</b>	<b>Name of Joint Liquidator</b>	<b>Date</b>	<b>Court</b>	<b>No.</b>	<b>Year</b>	<b>Replacement</b>
1	Connaught Plc	(1) Richard Heis  (2) John David Thomas Milsom	25/02/2014	High Court of Justice	917	2014	None



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Respondents

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CONSENT ORDER

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**OLSWANG**

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