

In accordance with Rule 18.7 of the Insolvency (England & Wales) Rules 2016 and Sections 92A, 104A and 192 of the Insolvency Act 1986.

# LIQ03

## Notice of progress report in voluntary winding up



Companies House

SATURDAY



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A18

30/11/2019

#142

COMPANIES HOUSE

### 1 Company details

Company number 00932159

Company name in full TH Group Services Limited

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

### 2 Liquidator's name

Full forename(s) Guy Robert Thomas

Surname Hollander

### 3 Liquidator's address

Building name/number Tower Bridge House

Street St Katharine's Way

Post town London

County/Region

Postcode E1W1DD

Country

### 4 Liquidator's name ①

Full forename(s) Neil John

Surname Mather

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

### 5 Liquidator's address ②

Building name/number Tower Bridge House

Street St Katharine's Way

Post town London

County/Region

Postcode E1W1DD

Country

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

LIQ03

Notice of progress report in voluntary winding up

**6** Period of progress report

From date	<sup>d</sup> 0	<sup>d</sup> 1	<sup>m</sup> 1	<sup>m</sup> 0	<sup>y</sup> 2	<sup>y</sup> 0	<sup>y</sup> 1	<sup>y</sup> 8
To date	<sup>d</sup> 3	<sup>d</sup> 0	<sup>m</sup> 0	<sup>m</sup> 9	<sup>y</sup> 2	<sup>y</sup> 0	<sup>y</sup> 1	<sup>y</sup> 9

**7** Progress report


☒ The progress report is attached

**8** Sign and date

Liquidator's signature

Signature

X



X

Signature date

<sup>d</sup> 2	<sup>d</sup> 8	<sup>m</sup> 1	<sup>m</sup> 1	<sup>y</sup> 2	<sup>y</sup> 0	<sup>y</sup> 1	<sup>y</sup> 9
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LIQ03

Notice of progress report in voluntary winding up



**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 Molly McErlane

Company name Mazars LLP

Address  
Tower Bridge House  
St Katharine's Way

Post town London

County/Region

Postcode E 1 W 1 D D

Country

DX

Telephone 020 7063 4000



**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](http://www.gov.uk/companieshouse) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.gov.uk/companieshouse)

## **TH Group Services Limited - In Liquidation**

Liquidators' progress report covering the period from 1 October 2018 to 30  
September 2019

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## **TH Group Services Limited - In Liquidation (“the Company”)**

### **Progress Report to Creditors & Members**

#### **1. Introduction**

- 1.1. This report is prepared pursuant to Rules 18.3 and 18.7 of the Insolvency (England and Wales) Rules 2016, the purpose of which is to provide creditors with details of the progress of the Liquidation during the 12 months to 30 September 2019.
- 1.2. I was appointed as Joint Liquidator of the Company, together with Mr N J Mather, by a decision of the creditors on 1 October 2018. We are both authorised to act as Insolvency Practitioners in the UK by the Institute of Chartered Accountants in England and Wales.
- 1.3. Identification details relating to the Company and the Liquidators are attached at Appendix A.

#### **2. Liquidators' Receipts and Payments**

- 2.1. A summary of receipts and payments covering the period from 1 October 2018 to 30 September 2019 is attached at Appendix B. A comparison of the figures provided in the director's statement of affairs to actual realisations made to date is included to assist creditors.
- 2.2. The receipts and payments account confirms that there is currently a balance in hand of £655,210.
- 2.3. An explanation of the assets realised and the expenses paid is provided below.

#### **3. Assets, Liabilities and Proposed Distribution**

##### **3.1. Assets and details of progress**

- 3.1.1. As per the director's statement of affairs, the Company's assets comprised mainly an investment, cash at bank, intercompany receivables and a VAT refund as outlined at Appendix B.
- 3.1.2. Realisations in the current period total £727,786 of which cash at bank of £423,103 and transfers from Group liquidations of £293,105 represent the main components.
- 3.1.3. As creditors were advised in my letter of 25 October 2018, the process of calculating the distributions within the Group is complex given the significant number and quantum of the intercompany claims, as assets available for distribution within one company depend on the value of its claims against other companies, and vice versa. A modelling exercise was carried out and Counsel's advice was obtained.

- 3.1.4. On the basis of the above, we concluded with the directors and their legal adviser that it was appropriate to consolidate the estates across all 16 companies given the complexities of making distributions across the various estates. The model demonstrated that there would have to be in excess of 14,000 distributions to undertake if the exercise was completed manually.
- 3.1.5. Based on the advice and the results of the modelling exercise, we concluded that the most efficient way to make the distribution was through TH Group Services Limited – in liquidation (“THGS”) that had held the majority of the cash across the Group. Accordingly, THGS will be paying distributions to all third party, unsecured creditors across the 16 estates.
- 3.1.6. We are awaiting a recovery in respect of an investment in a joint venture that is expected to generate around £70,000 before adjudicating on claims and making the distributions.
- 3.1.7. In accordance with Statement of Insolvency Practice 13, I would advise you that there have been no transactions with connected parties.
- 3.2. Unsecured Creditors**
- 3.2.1. According to the director’s statement of affairs, the Company’s only liabilities are intercompany payables as disclosed at Appendix B.
- 3.2.2. The distribution model calculates the flow of monies across the Group that flow to third party creditors. In effect this eliminates the need to distribute to Group companies.
- 3.2.3. The third party creditor claims per the director’s statement of affairs across the 16 companies and claims we have received to date are summarised in the table below.

	<b>Total third party creditors</b>
Crawford & Russell International Limited ("CRIL")	153,558
Kvaerner Energy Limited ("KEL")	406,936
Kvaerner Metals Limited ("KML")	-
One Berkeley Street ("OBS")	-
Kvaerner Engineering & Construction UK Limited ("KECUK")	136,701
Kvaerner E&C Holdings Limited ("KECH")	158,363
Davy Property Holdings Limited ("DPH")	118,419
Yarm Road Limited ("YRL")	-
TH Global Limited ("THG")	20,000
Spinaker Limited ("SPIN")	-
Kvaerner Engineering & Construction (Overseas Trading) Limited ("KECOT")	12,002
Yarm Road International Limited ("YRIL")	-
TH Financial Services Limited ("THFS")	-
Trafalgar House Finance Limited ("THF")	-
Davy McKee (Sheffield) Limited ("DMS")	43,354
TH Group Services Limited ("THGS")	-
Clavis Maris Finlandiae Oy ("CM")	40,000,000
Kvaerner Inc. ("KI")	-
Kvaerner Holdings Inc. ("KHI")	-

#### **4. Prescribed Part**

- 4.1. In accordance with Section 176A of the Insolvency Act 1986, a proportion of the Company's net assets are to be set aside for the benefit of the Company's unsecured creditors where the Company has granted a floating charge after 15 September 2003. This is calculated as being 50% of the first £10,000 of net property and 20% of net property thereafter, subject to a maximum fund of £600,000. Net property is defined as being the realisations from assets subject to the floating charge after costs and after settlement of the preferential creditors' claims.
- 4.2. As there is no floating charge, the Prescribed Part does not apply in this instance.

#### **5. Investigations**

- 5.1. In accordance with the Company Directors Disqualification Act 1986, the Joint Liquidators are required to investigate the affairs of the Company and the conduct of the directors during the three years prior to the Liquidation. The Joint Liquidators can confirm that this obligation has been complied with and a confidential report was submitted to the Insolvency Service on 10 December 2018.
- 5.2. An initial investigation into the Company's affairs has also been undertaken by the Liquidators in accordance with Statement of Insolvency Practice 2. The purpose of these investigations is to establish whether there are any potential asset recoveries or conduct which requires further investigation.
- 5.3. Following this initial review no further assets or actions were identified which would lead to a recovery for creditors, therefore no additional time in respect of investigations has been incurred in this period.
- 5.4. Should creditors have any information which they consider may assist the Liquidators in carrying out their investigations, or be aware of any matters which they believe should be brought to the attention of the Liquidators, please provide details in writing to this office. This request for information forms part of our usual investigation procedures and does not imply that there may be any cause of action lying against any person concerned in the Company's affairs.

#### **6. Liquidators' Remuneration**

- 6.1. On 1 October 2018, a decision was made by the creditors following a decision procedure by a virtual meeting, enabling the Liquidators to draw remuneration on the basis of a fixed fee in the sum of £100,000, plus VAT.
- 6.2. During the period to 30 September 2019 the Liquidators have drawn remuneration totalling £68,971 against the agreed fixed fee. Details of the work carried out during the current reporting period is attached in the narrative summary at Appendix D1.

## 7. Liquidators' Disbursements

- 7.1. Disbursements are expenses paid by this firm in the first instance and subsequently re-charged to the estate when there are sufficient funds. There are two categories of disbursements, including Category 1 (payments directly to independent third parties) and Category 2 (costs incurred by the Joint Liquidators or the firm that can be allocated to the case on a proper and reasonable basis).
- 7.2. Category 2 disbursements require approval in the same manner as remuneration and creditors will recall that a resolution was passed on 1 October 2018 by creditors in agreement of the anticipated Category 2 disbursements of the Joint Liquidators.
- 7.3. Further details of the rates agreed are provided within the Rates and Disbursements policy which was provided to creditors on 1 October 2018 and which is available upon request.
- 7.4. Details of the disbursements incurred in the period and whether they constitute Category 1 or Category 2 disbursements, are provided below. Details of the disbursements paid during the period is provided within the attached receipts and payments account.

<b>Type of Disbursement</b>	<b>Description</b>	<b>Amount incurred in period (£)</b>
<b><u>Category 1</u></b>		
Specific bond	It is a legal requirement that I take out a specific bond in respect of the value of the assets. On the basis the assets recovered are likely to total up to £500,000 the bond paid to JLT Specialty Limited was £295.	295
Statutory advertising	Costs are paid to Courts Advertising for statutory advertising requirements in the London Gazette advertisements for notice of the appointment.	112
<b>Total</b>		<b>407</b>

## 8. Expenses

- 8.1. Details of all expenses incurred during the period of the report and likely future expenses are provided in the Expenses Statement attached at Appendix C.
- 8.2. Further details of expenses paid during the period of the report are shown in the receipts and payments account at Appendix B.
- 8.3. I have reviewed the expenses incurred to date and I am satisfied that they are reasonable in the circumstances of the case and the approval we have from creditors.



## **9. Matters outstanding**

- 9.1. Currently, the only matter outstanding which is preventing the closure of this case is paying the distribution. As mentioned in Section 2, we are awaiting a sizeable receipt before we can proceed with the distribution.

## **10. Creditors' Rights**

### **10.1. Further information**

- 10.1.1. I would advise you that, pursuant to Rule 18.9 of the Insolvency (England and Wales) Rules 2016, a secured creditor or an unsecured creditor with concurrence of at least 5% in value of the unsecured creditors or an unsecured creditor with permission of the Court, may, within 21 days of receipt of this progress report, ask the Liquidators for further information about the remuneration and expenses set out in this progress report.

### **10.2. Apply to Court**

- 10.2.1. Additionally, pursuant to Rule 18.34 of the Insolvency (England and Wales) Rules 2016, a secured creditor or an unsecured creditor with concurrence of at least 10% in value of the unsecured creditors or an unsecured creditor with the permission of the Court may, within 8 weeks of the receipt of this progress report, apply to the Court on one or more of the following grounds:

- a. That the remuneration charged by the Liquidators; or
- b. That the basis fixed for the Liquidators' remuneration; or
- c. That the expenses incurred by the Liquidators;

is, in all of the circumstances, excessive or inappropriate.

### **10.3. Further guidance**

- 10.3.1. In accordance with Statement of Insolvency Practice 9, creditors can find additional information on their rights relating to Liquidators' fees in a copy of the publication "A creditors guide to Liquidators' fees" which is available to download from the website <https://www.r3.org.uk/media/documents/publications/professional/Liquidations%20Creditor%20Fee%20Guide%20April%202017.pdf> or, alternatively, will be provided free of charge upon written request to this office.
- 10.3.2. For further general information regarding a creditor's role throughout an insolvency process, creditors are reminded that they can also visit <http://www.creditorinsolvencyguide.co.uk>.



A handwritten signature in black ink, appearing to read 'G R T Hollander', with several long, sweeping strokes extending to the right.

**G R T Hollander**  
Joint Liquidator

**Dated 28 November 2019**

*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](http://www.mazars.co.uk/Legal-and-privacy)*

**TH Group Services Limited - In Liquidation**  
**Identification Details**

**Details relating to the Company**

<b>Company name</b>	<b>TH Group Services Limited</b>
<b>Previous names</b>	n/a
<b>Company number</b>	00932159
<b>Registered office</b>	Tower Bridge House, St Katharine's Way, London, E1W 1DD
<b>Trading address</b>	Betchworth House, 57-65 Station Road, Redhill Surrey RH1 1DL

**Details relating to the Liquidators**

<b>Date of appointment</b>	1 October 2018
<b>Liquidators</b>	G R T Hollander and N J Mather IP Nos 009233 and 008747
<b>Liquidators' address</b>	Mazars LLP, Tower Bridge House, St Katharine's Way, London, E1W 1DD
<b>Liquidators' contact telephone number</b>	020 7063 4000

**TH Group Services Limited**  
(In Liquidation)

**Joint Liquidators' Summary of Receipts and Payments**  
From 1 October 2018 to 30 September 2019

	Statement of Affairs - E to R (£)	Total (£)
<b>RECEIPTS</b>		
Investment in Clavis Maris Finlandiae Oy (in bankruptcy)	Nil	Nil
Cash at bank	423,153	423,103
I/c owing from Kvaerner E&C Holdings Limited (in liquidation)	Nil	Nil
I/c owing from Kvaerner Engineering & Construction UK Limited (in liquidation)	Nil	Nil
I/c owing from One Berkeley Street Limited (in liquidation)	Nil	Nil
I/c owing from TH Financial Services Limited (in liquidation)	Nil	Nil
I/c owing from Trafalgar House Finance Limited (in liquidation)	Nil	Nil
I/c owing from Yarm Road Limited (in liquidation)	Nil	Nil
Outstanding balance of judgement debt	Nil	Nil
VAT recoverable	8,852	Nil
I/c owing from TH Global Limited (distribution in advance of liquidation)	Nil	Nil
I/c loan to Davy McKee (Sheffield) Limited (in liquidation)	Nil	Nil
I/c loan to Davy Property Holdings Limited (in liquidation)	Nil	Nil
I/c loan to Kvaerner Engineering & Construction (Overseas Trading) Limited (in liquidation)	Nil	Nil
I/c loan to TH Financial Services Limited (in liquidation)	Nil	Nil
I/c loan to Trafalgar House Finance Limited (in liquidation)	Nil	Nil
I/c loan to Yarm Road International Limited (in liquidation)	Nil	Nil
I/c loan to Yarm Road Limited (in liquidation)	Nil	Nil
Prepayments and Sundry Debtors	Nil	Nil
Bank charge refund	-	73
Bank interest	-	1,506
Transfers from Group liquidations	-	293,105
Legal Fees	-	10,000
	<u>432,005</u>	<u>727,786</u>
<b>LIABILITIES</b>		
I/c owing to Crawford & Russell International Limited (in liquidation)	281,261	Nil
I/c owing to Davy Property Holdings Limited (in liquidation)	972,627	Nil
I/c owing to Kvaerner E&C Holdings Limited (in liquidation)	89,846	Nil
I/c owing to Kvaerner Energy Limited (in liquidation)	132,236	Nil
I/c owing to Kvaerner Engineering & Construction UK Limited (in liquidation)	173,803	Nil
I/c owing to Kvaerner Metals Limited (in liquidation)	226,693	Nil
I/c owing to One Berkeley Street Limited (in liquidation)	29,839,728	Nil
I/c owing to TH Global Limited (in liquidation)	270,694,038	Nil
I/c owing to Yarm Road Limited (in liquidation)	45,513	Nil
Interest-bearing i/c owing to Spinkaker Limited (in liquidation)	43,704,121	Nil
Accruals	12,572	Nil
Liquidators' remuneration	-	65,367
Liquidators' disbursements	-	-
Storage costs	-	3,508
Bank charges	-	25
Statutory Advertising	-	254
Legal fees	-	3,423
	<u>346,172,437</u>	<u>72,577</u>
<b>Balance</b>		<u><u><b>655,210</b></u></u>
<b>REPRESENTED BY</b>		
Current account		641,384
VAT receivable		13,826
		<u><u><b>655,210</b></u></u>



## EXPENSES STATEMENT

Type of Expenditure	Who expense incurred by and nature of expense	Original Expense Estimate (£)	Incurred in current period (£)	Likely future expenses (£)	Revised Expenses estimate (£)
<b>Professional advisors' costs</b> The officeholder's choice of the professional advisors listed below was based on their perception of the advisors' experience and ability to perform this type of work, the complexity and nature of the assignment and the basis of the fee arrangement with them.					
Legal fees and disbursements	Gunner Cooke have been instructed to provide legal advice in respect of [the Group and the distribution model given their involvement throughout the duration of the other liquidations.	10,000	3,423	-	3,423
<b>Other expenses</b>					
Specific Bond	It is a legal requirement that I take out a specific bond in respect of the value of the assets. The estimate was on the basis of three premiums and has been included in the disbursement figure.	497	-	-	-
Statutory Advertising	Costs are paid to Courts Advertising for statutory advertising requirements including London Gazette advertisements for notice of the appointment of the Liquidators. An amount of advertising has been included in the disbursement figure.	2,059	254	-	254
Storage Costs	Storage costs have been incurred across the Group in respect of old records that were found and known records that are stored.	-	3,508	500	4,508
Liquidators' Remuneration	To project manage the orderly winding up of the Company's affairs, and to perform those tasks required as dictated by statute, best practice and ethical requirements.	100,000	68,971	31,029	100,000
Liquidators' Disbursements	Disbursements are expenses paid by this firm in the first instance and subsequently re-charged to the estate when there are sufficient funds. A further breakdown of the disbursements incurred in the period is provided within Section 7 of the report.	-	407	-	407
<b>Total</b>		<b>112,556</b>	<b>76,563</b>	<b>31,529</b>	<b>108,592</b>

**NARRATIVE SUMMARY OF WORK UNDERTAKEN BY THE JOINT LIQUIDATORS'  
FOR THE PERIOD 1 OCTOBER 2018 TO 30 SEPTEMBER 2019**

<b>Introduction</b>
The summary provides a proportionate overview of the work carried out in light of the specific circumstances of the case and includes details of the work that has been done during the period, why it was done and whether the work provides a financial benefit to creditors.
<b>Work carried out in the current period</b>
<b><u>Administration and planning</u></b> The Liquidators have undertaken the following work: <ul style="list-style-type: none"> <li>• Case acceptance and ethical reviews.</li> <li>• Completing case strategy notes.</li> <li>• Holding strategy meetings in regards to the Group issues.</li> <li>• Managing and maintaining the case on the Firm's client systems and our specialist insolvency software system</li> </ul>
<b><u>Taxation</u></b> The following activities were undertaken in order to ensure the Company is compliant with tax requirements:
<b><u>Investigations</u></b> Further details of the investigation required to be carried out is provided within Section X of the report. A summary of the work undertaken to date is as follows: <ul style="list-style-type: none"> <li>• Investigating the Company's affairs to include a review of the Company's books and records and in particular, the bank statements to identify any potential transactions that were outside the ordinary course of business.</li> <li>• Correspondence with directors regarding the reasons for the Company's failure.</li> <li>• Review of creditor questionnaires and investigation into any matters notified.</li> <li>• Reporting to the Insolvency Service on the directors' conduct.</li> </ul>
<b><u>Realisation of Assets</u></b> The work undertaken in respect of the realisation of the Company's assets is detailed in Section 3 of the report.
<b><u>Creditors</u></b> There are approximately ten unsecured creditor claims. In order to ensure that creditors are dealt with appropriately, the following work has been undertaken: <ul style="list-style-type: none"> <li>• Logging creditor claims</li> <li>• Collating information from the Company records to assist with claim adjudication work</li> </ul> <p>In addition to this, as distributions are anticipated, further work as detailed in the Distributions work category, below, will be required in order to ensure that claims are adjudicated correctly and for the payment of the distributions:</p>
<b><u>Distributions</u></b> Distributions are expected to be paid to unsecured creditors. Work undertaken in respect of distributions include: <ul style="list-style-type: none"> <li>• Generating and updating the distribution model</li> <li>• Adjudicating creditor claims</li> <li>• Preparing dividend calculations.</li> </ul>
<b><u>Reporting</u></b> Reporting requirements during the period as prescribed by statute have included the following: <ul style="list-style-type: none"> <li>• Annual progress reports are required to be issued in accordance with The Insolvency Act and Rules to provide creditors with an update on the progress of the Liquidation.</li> <li>• Reporting to Creditors in respect of fee and expenses approvals.</li> </ul>
<b><u>Cashiering</u></b> Cashiering work undertaken includes: <ul style="list-style-type: none"> <li>• Establishing set up of case details on our insolvency software system.</li> <li>• Setting up bank accounts, including deposit accounts as necessary.</li> <li>• Bank account maintenance, including periodic reconciliations.</li> <li>• Issuing payments and banking receipts, and preparing the appropriate paperwork for such transactions.</li> <li>• Dealing with transfer from other Group companies.</li> </ul>
<b><u>Statutory and Compliance</u></b>

**NARRATIVE SUMMARY OF WORK UNDERTAKEN BY THE JOINT LIQUIDATORS'  
FOR THE PERIOD 1 OCTOBER 2018 TO 30 SEPTEMBER 2019**

The work undertaken as required by statute and our internal procedures involves:

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

The majority of this work derived no financial benefit for creditors. However, appropriate case administration and planning ensures that the case is managed coherently and efficiently, with minimisation of costs and avoidance of duplication of work. A clear case strategy and 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.