

Rule 1.26 The Insolvency Act 1986
Voluntary Arrangement's Supervisor's
Abstract of Receipts and Payments
Pursuant to Rule 1.26(2) (b) of the
Insolvency Rules 1986

R1.26(2)(b)

For Official Use

To the Registrar of Companies

Company Number

1429556

Name of Company

Holmes 2001 Limited (formerly Holmes Halls Tanners Limited)

I / We

Angus Matthew Martin
 1 City Square
 Leeds
 West Yorkshire
 LS1 2AL

supervisor(s) of a voluntary arrangement approved on

22/05/2001

present overleaf my /our abstract of receipts and payments for the period from

22/05/2002

to

21/05/2003

Number of continuation sheets (if any) attached

Signed

Date

17/7/03

Deloitte & Touche
 1 City Square
 Leeds
 West Yorkshire
 LS1 2AL

For Official Use

Insolvency Sect

Post Room



A08
 COMPANIES HOUSE

0134
 18/07/03

Ref: HOLM04D/MJR/JRC/BB1

RECEIPTS		£
Brought forward from previous Abstract (if Any)		486,942.96
Insurance Refund		3,250.41
Cash at Bank		10,000.00
Rates Refund		17,271.04
Payment From Hartside Ltd		3,975.78
Bank Interest		10,342.30
Carried forward to * continuation sheet / next abstract		531,782.49
PAYMENTS		£
Brought forward from previous Abstract (if Any)		9,502.60
Nominees Fees		9,523.00
Nominees expenses		876.93
Payment to Hartside Ltd		8,896.25
Legal Fees		19,500.00
Legal Fees expenses		149.00
Insurance of Assets		3,868.71
1st & Final Pref Div. 100p in œ		72,869.34
VAT Receivable		5,256.12
Carried forward to * continuation sheet / next abstract		130,441.95

* Delete as appropriate

* Delete as appropriate

Note - The receipts and payments must severally be added up at the foot of each sheet and the totals carried forward from one abstract to another without any intermediate balance so that the gross totals shall represent the total amounts received and paid by the supervisor since he was appointed.

Holmes 2001 Limited (formerly Holmes Halls Tanners Limited)
(Under a Voluntary Arrangement)

Supervisor's Abstract of Receipts And Payments
To 21/05/2003

	Total
	£
RECEIPTS	
Book Debts	1,655.52
Insurance Refund	3,250.41
Cash at Bank	490,000.00
Rates Refund	17,271.04
Payment From Hartside Ltd	3,975.78
Bank Interest	15,629.74
	<hr/>
	531,782.49
	<hr/>
 PAYMENTS	
Nominees Fees	9,523.00
Nominees expenses	876.93
Payment to Hartside Ltd	8,896.25
Legal Fees	24,500.00
Legal Fees expenses	149.00
Insurance of Assets	7,496.31
1st & Final Pref Div. 100p in ø	72,869.34
VAT Receivable	6,131.12
	<hr/>
	130,441.95
 Balances In Hand	<hr/>
	401,340.54
	<hr/>
	531,782.49
	<hr/>

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& Touche**

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To All Creditors

16 July 2003

Our Ref: LE0307022/MR 8

Dear Sir/Madam

Holmes 2001 Limited (formerly Holmes Halls Tanners Limited) - In Company Voluntary Arrangement ("CVA").
Profitwell Limited - In Company Voluntary Arrangement

Introduction

I write pursuant to Rule 1.26 Insolvency Act 1986 to provide my report on the progress and efficacy of the above mentioned Company Voluntary Arrangements following the second anniversary of my appointment as Supervisor on 22 May 2001.

Creditors will recall that both companies are part of the Profitwell Group, whose other member company – Hartside Limited- entered into a CVA on the same date.

As advised in earlier reports the group's assets and liabilities, under the terms of the proposals, are to be pooled and this report is therefore addressed to all group creditors. I also enclose the Supervisor's annual report in respect of Hartside Limited, on behalf of the Supervisors, Mr RH Barker and Mr BA MacKay., under the terms of an Agency Agreement in existence between us.

Extension of the Arrangements

Creditors were advised in my report of 20 December 2002 that the duration of all three CVAs was extended, in line with the appropriate Committee resolutions, to 21 November 2003.

Progress under the Arrangements

Assets

All secured assets have been realised as detailed in previous reports and the group's indebtedness to the secured creditors settled in full. The residual funds available were transmitted to the Supervisor and are included on the attached receipts and payments account.

**Deloitte
Touche
Tohmatsu**

Aberdeen, Belfast, Birmingham, Bristol, Cambridge, Cardiff, Crawley, Edinburgh, Glasgow, Leeds, Liverpool, London, Manchester, Milton Keynes, Newcastle upon Tyne, Nottingham, Reading, St Albans and Southampton.

IMPORTANT NOTICE: Partners and Directors acting as receivers and administrators contract without personal liability. Unless otherwise shown all appointment taking partners and directors are authorised by the Institute of Chartered Accountants in England and Wales.

Principal place of business at which a list of partners' names is available: Stonecutter Court, 1 Stonecutter Street, London EC4A 4TR.

Authorised by the Financial Services Authority in respect of regulated activities.

I am pleased to report the realisation of further funds since my last report being the receipt of £100,000 from the Supervisor of Hartside from the sale of an interest in property. I hope to receive further funds from this source in the near future once any associated tax liabilities have been quantified.

An offer has now been received for the company's remaining freehold land and buildings which the company's director and the Supervisor believe should be put to the Creditors' Committee. I am unable to provide further detail at this stage since discussions are ongoing.

Liabilities

The group's preferential creditors have been paid in full as advised in my previous report.

I have continued to receive and agree unsecured creditors claims since my last report and the majority in both number and value have been agreed.

The position as regards the Holmes Halls Tanners Limited Pension Scheme has yet to be resolved. I am still not in possession of a formal ,quantified claim as Supervisor and have necessarily had to seek legal advice as to the way forward. My solicitors are in discussion with solicitors for the Scheme's independent trustees and the Committee will be appraised of the situation in more detail. Whilst this situation has become somewhat protracted I remain hopeful that it can be resolved such that creditors' dividend expectations are not materially adversely affected. In the meantime however I have had to defer payment of an interim dividend .

Office Holders Costs

The nominees' fees in respect of all three companies in the group are payable to Messrs. Barker and MacKay – Baker Tilly as are the Supervisors fees in respect of Hartside. Full details in respect of Hartside's office holders costs can be found in the Hartside report included with this report..

Nominees' fees in respect of Holmes Halls Tanners were estimated in the proposals at approximately £15,000 on a time cost basis. These sums were satisfied by the company pre-CVA and the sum of £9,523 was paid as an expense of the Arrangement in respect of Nominees' time costs not anticipated when the original proposals were drafted. Nominee's fees in respect of Profitwell (£2000- as estimated in the proposal) were discharged prior to the implementation of the CVA.

My remuneration as Supervisor (both Holmes Halls Tanners and Profitwell) is governed by Clause 12.2 of the proposals, on a time-cost basis. Pursuant to a modification in the case of Holmes Halls Tanners I am required to obtain the sanction of the Committee before drawing remuneration.

My time costs amount to £66,037.40 (Holmes Halls Tanners) and £4941.30 (Profitwell) and no remuneration has been drawn in either case. Summaries can be found at Appendices 1 and 2.

These assignments were expected at the outset to be of a straightforward nature and junior staff have been utilised wherever possible. Certain matters have however necessitated the use of more senior and partner time- in particular in liaising with and reporting to the company itself, via its director as regards strategy in respect of major asset realisations and the pensions issue outlined earlier. There has also been a need- not originally envisaged- to obtain legal advice in respect of several issues, most notably the pension scheme.

There have as yet been no disbursements paid to my firm in respect of these assignments.

Please find enclosed a Creditor's Guide to Fees.

Estimated Outcome for Creditors

The interim dividend discussed in my last report has had to be deferred due to the continuing uncertainty surrounding the pension issue. This dividend will be paid once I have sufficient comfort as to the likely extent of any claim and the benefit of further legal discussions. I remain hopeful however that the eventual resolution will not dilute creditors' dividend prospects in a material way.

I will be in a better position to advise on the extent and timing of total dividend once the land and buildings have been sold. Creditors will be advised as soon as possible of any material developments.

If any further information is required please do not hesitate to contact my colleagues Mark Robson or James Clark.

Yours faithfully

Angus M Martin
Supervisor- Holmes 2001 Limited
- Profitwell Limited

Holmes Halls Tanners Limited

APPENDIX 1

Time Cost Analysis

Grade	Partner	Manager	Senior	Support	Total Hours	Total Cost (£)
Work Function						
Administration, strategy and planning	19.9	69.4	63.1	14.6	167	32,802.60
Investigations	N/A	N/A	N/A	N/A	N/A	N/A
Realisation of Assets	1.0	12.0			13.0	3,534.00
Trading	N/A	N/A	N/A	N/A	N/A	N/A
Creditors		34.9	39.8		74.7	12,754.60
Liaison with Company and Directors	19.9	33.4	9.5		62.8	16,946.20
Total Hours	40.8	137.7	112.4	14.6	305.5	
Total Cost (£)	15,005.00	39,428.00	10,073.20	1,470.00		66,037.40

Note: Administration, strategy and planning includes time spent of approximately 16 hours (£4100) in respect of pension scheme issues.

Profitwell Limited

APPENDIX 2

Time Cost Analysis

Grade	Partner	Manager	Senior	Support	Total Hours	Total Cost (£)
Work Function						
Administration, strategy and Planning	3.1	6.3	10.9	0.8	21.1	3,851.30
Investigations	N/A	N/A	N/A	N/A	N/A	N/A
Realisation of Assets		0.5			0.5	130.00
Trading	N/A	N/A	N/A	N/A	N/A	N/A
Creditors		2.8	0		2.8	700.00
Liaison with Company and Directors		1	0		1	250.00
Total Hours	3.1	10.1	10.9	0.8	24.9	
Total Cost (£)	1,180.00	2,614.30	1,065.00	82.00		4,941.30

Holmes 2001 Limited (formerly Holmes Halls Tanners Limited)
(Under a Voluntary Arrangement)

Supervisor's Abstract of Receipts And Payments
To 16/07/2003

	Total
	£
RECEIPTS	
Book Debts	1,655.52
Insurance Refund	3,250.41
Cash at Bank	490,000.00
Rates Refund	17,271.04
Payment From Hartside Ltd	103,975.78
Bank Interest	16,379.52
	<hr/>
	632,532.27
	<hr/>
 PAYMENTS	
Nominees Fees	9,523.00
Nominees expenses	876.93
Payment to Hartside Ltd	8,896.25
Legal Fees	26,750.00
Legal Fees expenses	149.00
Insurance of Assets	7,496.31
1st & Final Pref Div. 100p in œ	72,869.34
VAT Receivable	6,524.87
	<hr/>
	133,085.70
 Balances In Hand	<hr/>
	499,446.57
	<hr/>
	632,532.27
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Profitwell Limited
(Under a Voluntary Arrangement)
Supervisor's Abstract of Receipts And Payments
To 16/07/2003

	Total
	£
RECEIPTS	
	<hr/>
	0.00
	<hr/>
PAYMENTS	
	<hr/>
	0.00
	<hr/>
Balances In Hand	0.00
	<hr/>
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