

The Insolvency Act 1986

**Notice of result of meeting of creditors****2.23B**

Name of Company Walter Smith (Birmingham) Limited	Company number 01835722
In the High Court of Justice, Chancery Division Manchester District Registry	Court case number 3112 of 2009

(a) Insert full name(s) and address(es) of the administrator(s)

We (a) Matthew Gibson, Sovereign House, Queen Street Manchester, M2 5HR and Brian Hamblin, Farringdon Place, 20 Farringdon Road, EC1M 3AP

\* Delete as applicable

hereby report that ~~\*a meeting / an adjournment meeting~~ of the creditors of the above company was held at

(b) Insert place of meeting

(b) New Guild House, 45 Great Charles Street, Queensway, Birmingham, B3 2LX

(c) Insert date of meeting

on (c) 16 December 2009:

\* Delete as applicable

\*1. Proposals 1 - 3 as detailed in the Joint Administrators' proposals ~~/ revised proposals were~~ approved.

\*2. ~~Proposals / revised proposals were modified and approved.~~

The modifications made to the proposals are as follows:

(d) Give details of the modifications (if any)

\*3. Proposal 4 as detailed in the Joint Administrators' proposals was rejected.

(e) Insert time and date of adjournment meeting

\*4. ~~The meeting was adjourned to (e)~~

(f) Details of other resolutions passed

\*5. Other resolutions: (f)

The revised date for automatic end to administration is 2 November 2010

\* Delete as applicable

A creditors' committee ~~\*was / was not~~ formed.

Signed   
Joint Administrator

Dated 17/12/09.

MONDAY



LD3 \*LVQ3CFZZ\* 21/12/2009 394  
COMPANIES HOUSE

\* Delete as applicable

A copy of the ~~\*original proposals / modified proposals / revised proposals~~ is attached for those who did not receive such documents prior to the meeting.

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**Contact Details:**

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Matthew Gibson & Brian Hamblin PKF (UK) LLP Sovereign House Queen Street Manchester M2 5HR
Tel: 0161 832 5481
Fax: 0161 832 6307
DX Number: 715 600 Manchester

Companies House receipt date barcode
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When you have completed and signed this form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ

DX 33050 Cardiff



Accountants &  
business advisers

**Walter Smith (Birmingham) Limited**

**(In Administration)**

**Proposals by the Administrators**

**(Pursuant to paragraph 49 of Schedule  
B1 to the Insolvency Act 1986 and Rule  
2.33 of The Insolvency Rules 1986)**

November 2009

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## **1 Background to administration order**

- 1.1 Walter Smith (Birmingham) Limited ("the Company") was incorporated on 25 July 1984. The statutory information for the Company is included as Appendix 1.
- 1.2 The principal activity of the Company was that of a retail butcher.
- 1.3 The Company's registered office was located at leasehold premises at Crosby Court, 28 George Street, Birmingham, B3 1QG.
- 1.4 PKF (UK) LLP ("PKF") were first introduced to the Company by the actuary of The Walter Smith (Birmingham) Limited Pension Fund ("the Scheme"), Barnett Waddingham LLP in September 2008 to advise the Company and the Trustees of the Scheme ("the Trustees") on whether the company was insolvent and what the potential outcome for the Scheme would be on insolvency. The report was delivered in May 2009 and subsequently PKF were engaged by the Company to provide ongoing insolvency advice to the Company and to assist in negotiations with the Scheme Trustees. This advice was ongoing up to the appointment of the Administrators. As part of this engagement, PKF assisted the Company in seeking to locate potential purchasers for its shares or its business and assets.
- 1.5 The Company and the prospective Administrators conducted a search of potentially interested parties. PKF's Corporate Finance department examined recent transactions that had taken place in the retail butchers market and confirmed that the parties were of sufficient size to acquire all or part of the Company. Three parties were identified and contacted to investigate their interest.
- 1.6 One potential acquirer expressed an interest in acquiring a portion of the leasehold shop portfolio. This interested party visited the shops they were interested in and were provided with information to facilitate an informed offer. The initial deadline for offers was extended by seven days to allow a formal offer to be made. No offer was received by the revised deadline. The potential acquirer subsequently confirmed that they were not in position to acquire part of the leasehold shop portfolio as the only shops that fitted in with their business model were insufficient to justify the expense of expanding into a new geographical area.
- 1.7 As it was not appropriate to trade the business during an administration due to a forecast trading loss, no further marketing was possible by the Administrators following their appointment.
- 1.8 Given its pension obligations, the Company was insolvent and the directors decided that they intended to implement an insolvency process. Alternative strategies considered were a Company Voluntary Arrangement ("CVA") and a Creditors Voluntary Liquidation ("CVL").

- 1.9. The cash generation of the stores was not anticipated to be sufficient to generate a meaningful return for creditors (particularly given the size of the Pension Scheme debt) to facilitate a CVA.
- 1.10. A CVL would have resulted in the closure of the business and the loss of jobs as well as reduced asset realisations.
- 1.11. The decision was taken that the Company should be placed into administration.
- 1.12. In accordance with Schedule B1 of The Insolvency Act 1986 (as amended), the Administrators are required to perform their functions with the objective of:
- a) rescuing the company as a going concern; or
  - b) achieving a better result for the company's creditors as a whole than would be likely if the company were wound up without first being in administration; or
  - c) realising property in order to make a distribution to one or more secured or preferential creditors.
- 1.13. After reviewing all available information, it became apparent that objective (a) was unachievable, due to the extent of the Company's liabilities. A significant proportion of these were due to the Scheme.
- 1.14. The Administrators have therefore conducted their activities in accordance with objective (b). Had the Company been wound up without first being in administration this would have led to a significant break in trade whilst meetings were summoned to place the Company into liquidation. This would have had a detrimental effect on the realisable value of the assets.

## **2 Appointment and strategy**

- 2.1 The appointment of the Administrators was made on 3 November 2009.
- 2.2 It was not possible for the Administrators to trade the business during the administration as the business had been facing difficult trading conditions and was loss making. Detailed cash flow forecasts were prepared by the prospective Administrators which showed significant trading losses potentially being incurred after including professional fees. Such losses could only be justified if they were being incurred to generate enhanced asset realisations.
- 2.3 The marketing activities undertaken prior to the appointment of Administrators showed that there was little chance of an offer being received from an unconnected party. In the absence of a pre-arranged sale, an immediate shut down would have been the only course of action available. This would have seen rapid diminution in the value of the stock due to its perishable nature.
- 2.4 The business and assets of the Company were sold for a consideration of £90,000 to Walter Smith Fine Foods Limited ("WSFF"). The majority shareholding of WSFF is owned by Crosby Management Training Ltd ("CMT"). CMT is owned equally by its four directors who are Paul Richard Cadman, Robert David Jones, Anthony Charles Yorath and Mark Burnhope ("the directors").
- 2.5 Paul Richard Cadman, Robert David Jones, Anthony Charles Yorath and Mark Burnhope were all directors of the Company. Paul Richard Cadman, Robert David Jones, and Anthony Charles Yorath own equally the shares of Walter Smith Retail Limited, the ultimate parent company of the Company.
- 2.6 Hilco Appraisal Limited ("Hilco") were instructed to provide valuation advice in respect of the Company's assets.
- 2.7 Insurance brokers, Willis Limited, were advised of the appointment in order to arrange open cover insurance while the business sale took place.

### 3 Financial position

- 3.1 The directors were advised of their duty to provide a statement of affairs of the Company as at the date of our appointment, pursuant to paragraph 47(1) of Schedule B1 to The Insolvency Act 1986.
- 3.2 A Statement of Affairs of the Company has not yet been received. The directors have not yet provided a Statement of Affairs of the Company as purchase invoices are still being received relating to the period prior to appointment. It is anticipated that a Statement of Affairs of the Company shall be received by the Administrators shortly and on receipt it will be submitted to Companies House.
- 3.3 An overview of the Company's financial position is detailed below.

#### Assets

##### Sale of the business and assets

- 3.4 The business and assets of the Company were sold to WSFF for a total consideration of £90,000 on 3 November 2009. The apportionment of the sale proceeds is indicated below.

Goodwill	£1
Intellectual property	£1
Software	£1
All plant, fixtures and fittings and equipment	£28,000
All company vehicles	£32,000
Stock	£29,997

- 3.5 The consideration was received in full on 3 November 2009; no element has been deferred.

#### Debtor ledger

- 3.6 The sales ledger of the Company was £27,312 on 3 November 2009. To date the sum of £9,198 has been recovered. At present, it is not possible to predict future realisations.

#### Cash at bank

- 3.7 Cash at bank on appointment in the sum of £123,728 has been recovered.

#### Business rates

- 3.8 To date, prepaid business rates of £3,140 have been realised. Three local councils have indicated that there is a further £2,473 of prepaid business rates to be recovered.



- 3.9 Whilst we are awaiting responses from other councils it is not possible to estimate further recoveries of business rates.

## **Liabilities**

### **Secured creditors**

- 3.10 The Company had several hire purchase ("HP") assets.
- 3.11 These assets have been realised and the proceeds have been included within the sale consideration detailed in paragraph 3.4. WSFF have also acquired the remaining liability on the HP contracts.

### **Preferential creditors**

- 3.12 There are not believed to be any preferential creditors of the Company as employees were transferred to WSFF under the Transfer of Undertakings Protection of Employment Regulations.

### **Non-Preferential creditors**

#### **3.13 The Scheme**

- 3.14 The Scheme Buy-Out deficit or section 75 (Pensions Act 1995) debt constitutes a non-preferential creditor in the administration. The Scheme Buy-Out deficit as at 30 September 2006, the date of the last actuarial valuation, was £11.36 million. As the Scheme has entered into a Pension Protection Fund ("PPF") assessment period the Buy-Out deficit as at 3 November 2009 will be calculated in due course. PPF assessment periods can take several years to complete and any potential dividend to non-preferential creditors cannot take place until the claim of the PPF has been agreed.

#### **3.15 HM Revenue & Customs**

- 3.16 HM Revenue & Customs has submitted an estimated claim in the administration in the sum of £175,735 in respect of PAYE and NIC for the year 2009/10.

#### **3.17 Trade Creditors**

- 3.18 Whilst the statement of affairs has not yet been submitted, the estimated creditor balance provided by the directors indicates non-preferential trade creditors totalling £715,000.
- 3.19 A list of the Company's creditors has not been included with this proposal document due to the volume of creditors detailed therein. A copy of the aged creditor listing can be provided to any creditor who makes a written request to this office.

- 3.20 I would request that you provide an email address to which the list will be sent, in order to avoid incurring excessive photocopying and postage costs.

### **Prescribed part**

- 3.21 Section 176A of the Insolvency Act 1986 requires Administrators to set aside a prescribed amount of the company's 'net property' towards the satisfaction of non-preferential claims. Net property is the amount of property that would otherwise be available for the satisfaction of claims of holders of debentures secured by, or holders of, any floating charge created by the company on or after 15 September 2003.
- 3.22 As there are no charges registered against the Company the prescribed part does not apply in this instance.

### **Other matters**

#### **Licence**

- 3.23 A licence to occupy the premises of the Company has been granted to WSFF. Under the terms of the licence the rent and service charges due to the landlord over the term of the licence are payable to the Company by WSFF. The Company then makes the payment to the landlord of each unit. The licence relating to the majority of units expires on 31 January 2010, with four units expiring on 31 March 2010.
- 3.24 To date all licence payments have been received on time. WSFF is in negotiation with the landlords to arrange for the lease obligations to be passed to them.

#### **Potential trust monies**

- 3.25 There is £44,441 held in a separate bank account which the directors of the Company claim to be trust monies. While the alleged trust is being investigated the funds are being controlled by the Administrators but have been kept ring fenced from the other funds of the administration. Should the trust prove to be effective then the funds shall not be available for distribution to the non-preferential creditors but will be returned to the beneficiaries of the trust.

### **Dividend prospects**

- 3.26 The Administrators anticipate that there will be sufficient realisations to allow the payment of a dividend to the non-preferential creditors.

## 4 Receipts and payments

4.1 Summarised receipts and payments account to 30 November 2009.

<b>Receipts under licence</b>	<b>£</b>	<b>£</b>
Service Charge Received Under Licence	1,162.42	
Rent Received Under Licence	34,154.67	
		35,317.09
<b>Payments under licence</b>		
Service Charge	1,162.42	
Rents	16,792.00	
		(17,954.42)
Trading surplus / (deficit)		<b>17,362.67</b>
<b>Asset realisations</b>		
Trading surplus / (deficit)	17,362.67	
Plant & Machinery	28,000.00	
Motor Vehicles	32,000.00	
Stock	29,997.00	
Book Debts	9,198.47	
Cash at Bank	123,728.04	
Business Rates Refund	3,139.58	
Goodwill	1.00	
Intellectual Property	1.00	
Software	1.00	
		243,428.76
<b>Cost of realisations</b>		
Legal Fees & Disbursements	13,669.60	
Statutory Advertising	69.75	
		(13,739.35)
		<b>229,689.41</b>
<b>Represented by</b>		
Non-Reclaimable VAT	3,944.41	
Trade Debtors	8,412.32	
Trade Creditors	23,837.80	
VAT Receivable	(235.50)	
Balances in Hand	193,730.38	
		<b>229,689.41</b>

## **5 Administrators' remuneration**

- 5.1 Enclosed as Appendix 2 is full details of the Administrators' time costs in respect of the Company up to 27 November 2009, prepared in accordance with the Statement of Insolvency Practice No. 9. This shows time costs of £11,995, representing 69 hours spent at an average chargeable rate of £173 per hour.
- 5.2 The time costs are derived by reference to PKF's normal rates for time properly given by the Administrators and their staff in attending to matters arising in the administration. A schedule of our current charge out rates is attached to the time cost analysis at Appendix 2.
- 5.3 Where members of staff have been engaged on the administration they have been so based on their experience and abilities. Our scale rates may increase from time to time over the period of the administration.
- 5.4 The Administrators are entitled to receive remuneration for their services as Administrators. In accordance with Rule 2.106(2) of the Insolvency Rules 1986, the Administrators' remuneration shall be fixed either:
- a) as a percentage of the value of the property with which they have to deal; or
  - b) by reference to the time properly given by the Administrators and their staff in attending to matters arising in the administration.
- 5.5 The Administrators propose to receive remuneration under part (b) of paragraph 5.4.
- 5.6 To 30 November 2009 no disbursements have been charged.
- 5.7 Category 1 disbursements are those which generally comprise external supplies of incidental services specifically identifiable to the client. Category 2 disbursements are generally services supplied internally and require the approval of creditors.
- 5.8 A creditors' guide to fees, which provides information regarding creditors' rights in relation to insolvency practitioners' fees, can be obtained by visiting our website. The relevant guide can be accessed through [www.pkf.co.uk/cr](http://www.pkf.co.uk/cr), then click on the right hand link to "Creditors' guides to fees". A copy of the guide can be provided upon request by contacting this office.

## **6 Proposed exit route**

- 6.1 In due course it will be necessary for the Company to exit from administration. This can either be into Creditors' Voluntary Liquidation, into Compulsory Liquidation or by the Dissolution of the Company. Unless stated, all references to paragraph numbers in this section are reference to paragraphs in Schedule B1 of the Insolvency Act 1986.
- 6.2 As reported in section 3 of these proposals, the Administrators believe there is the possibility of a return the non-preferential creditors.
- 6.3 Should realisations prove sufficient to allow the costs of the administration and payment of any preferential creditor in full, with residual funds available to distribute to the non-preferential creditors, then the Administrators will cause the Company to be placed into Creditors' Voluntary Liquidation pursuant to paragraph 83.
- 6.4 The Administrators would be appointed as the Liquidators to enable the distribution of surplus funds from the administration to the non-preferential creditors. This would be the most timely and cost efficient method as it would avoid potential duplication of work by an alternative insolvency practitioner.
- 6.5 In accordance with paragraph 83(7) and Rule 2.117(3) of The Insolvency Rules 1986, creditors may nominate different persons as the proposed Liquidators. All valid nominations must be made after the receipt of these proposals and before the proposals are approved, with or without modifications.
- 6.6 The Administrators may also seek their appointment as Liquidators pursuant to section 140(1) of the Insolvency Act 1986, and will seek their release as Administrators from the court, pursuant to paragraph 98(2)(c).

## **7 Administrators' proposals**

7.1 In accordance with paragraph 49 of Schedule B1 to The Insolvency Act 1986 and Rule 2.33 of The Insolvency Rules 1986, Matthew Gibson and Brian Hamblin, the Joint Administrators of the Company, make the following proposals for achieving the purposes of the administration.

### **7.2 As Resolution 1**

- That the Administrators do all such things and generally exercise all of their powers as Administrators contained in Schedule 1 of The Insolvency Act 1986 as they in their discretion consider desirable or expedient, in order to achieve the purpose of the administration and to protect and preserve the assets of the Company and to maximise the realisation of those assets or for any other purpose incidental to these proposals.
- That should realisations prove sufficient to allow the costs of the administration and payment of any preferential creditors in full, with residual funds available to distribute to the non-preferential creditors, then the Administrators will cause the Company to be placed into Creditors' Voluntary Liquidation pursuant to paragraph 83 of Schedule B1 to The Insolvency Act 1986, with the Administrators being appointed as the Liquidators to enable the distribution of surplus funds from the administration to the non-preferential creditors.
- That in the event that any of the above exit route is deemed inappropriate by the Administrators, the Administrators present a petition at Court for the winding up of the Company pursuant to paragraph 79 of Schedule B1 to The Insolvency Act 1986.
- That the Administrators may also seek their appointment as the Liquidators pursuant to section 140(1) of The Insolvency Act 1986, along with their release as Administrators from the court, pursuant to paragraph 98(2)(c) of Schedule B1 to The Insolvency Act 1986.

7.3 In addition, the Administrators seek approval of the following resolutions.

### **7.4 As Resolution 2**

- That the Administrators shall be remunerated on a time costs basis by reference to PKF (UK) LLP's normal rates for time spent by them and their staff attending to matters arising in the administration, with authority to draw such remuneration on account.

### **7.5 As Resolution 3**

- That the Administrators be authorised to draw the Category 2 disbursements that may occur during the administration.

**7.5 As Resolution 4**

- That the Administrators be released from all liability in respect of their acts as administrators, 14 days after their appointment as Administrators ceases to have effect.

## 8 Conclusion and recommendations

- 8.1 The Administrators are of the view that they should continue to manage the affairs of the Company in order to achieve the purpose of the Administration Order.
- 8.2 It should be noted that the Administrators have a statutory obligation to investigate the conduct of directors in this matter and to prepare a report to the Insolvency Service in accordance with the provisions of the Company Directors Disqualification Act 1986.
- 8.3 If any creditor is aware of any matter which they consider should be brought to the attention of the Administrators, please do so in writing to PKF (UK) LLP, 4<sup>th</sup> Floor, 3 Hardman Street, Spinningfields, Manchester, M3 3HF.

### Meetings of creditors

- 8.4 A meeting of the creditors of the company will be held at PKF (UK) LLP, New Guild House, 45 Great Charles St, Queensway, Birmingham, B3 2LX at 11.00 am on 16 December 2009 to enable creditors to consider and vote on the proposals.

### EC Regulations on Insolvency Proceedings 2000

- 8.5 The European Community Regulations on Insolvency Proceedings apply to Walter Smith (Birmingham) Limited and the proceedings are main proceedings in the United Kingdom.



Matthew Gibson  
Joint Administrator



## Statutory Information

**Company name:** Walter Smith (Birmingham) Limited

**Previous names:** Glebegrey Limited (to 1 April 1985)

**Date of Incorporation:** 25 July 1984

**Nature of Business:** Retail Butchers

**Trading address:** Crosby Court  
28 George Street  
Birmingham  
B3 1QG

**Registered office:** c/o PKF (UK) LLP  
4<sup>th</sup> Floor  
3 Hardman Street  
Spinningfields  
Manchester  
M3 3HF

**Previously:** Crosby Court  
28 George Street  
Birmingham  
B3 1QG

**Company number:** 01835722

**Court:** High Court of Justice  
Chancery Division  
Manchester District Registry

**Court reference:** 3112 of 2009

**Administrator 1:** Matthew Gibson of PKF (UK) LLP, 4<sup>th</sup> Floor, 3 Hardman Street, Spinningfields, Manchester, M3 3HF

**Administrator 2:** Brian Hamblin of PKF (UK) LLP, Farringdon Place, 20 Farringdon Road, EC1M 3AP

**Date of appointment:** 3 November 2009

**Appointers:** The Directors of the Company

**Directors:** Paul Richard Cadman  
Robert David Jones  
Anthony Charles Yorath  
Mark Burnhope

**Company Secretary:** Paul Richard Cadman

**Shareholders:** Thimslaw Limited owns all 100,100 nominal shares of £1 each

**EC Regulation** The European Community Regulation on Insolvency Proceedings applies to Walter Smith (Birmingham) Limited and proceedings are main.

## Appendix 2

### **ADMINISTRATORS' TIME COST ANALYSIS FROM 3 NOVEMBER 2009 TO 27 NOVEMBER 2009**

Walter Smith (Birmingham) Limited  
(In Administration)

Joint Administrators' Time Costs to 27 November 2009

Tasks	Grade:		Partner / Director		Manager		Supervisor / Senior Administrator		Administrator / Assistant		Total	
	Amount (£)	Hours	Amount (£)	Hours	Amount (£)	Hours	Amount (£)	Hours	Amount (£)	Hours	Amount (£)	Hours
Average Cost per hour:												
	£357.00		£271.00		£165.00		£67.00		£173.00			
Partner/Senior Manager Review	138.00	0.50	207.00	0.75			371.25	2.25			345.00	1.25
Planning & Monitoring	195.50	0.50	138.00	0.50							704.75	3.25
Cashiering Function Generally			292.50	1.25					461.32	5.54	753.82	6.79
Office Holders Tax Liabilities	460.00	1.25	138.00	0.50			445.50	2.70	147.50	2.50	1,191.00	6.95
CDDA 1986 Work			69.00	0.25			198.00	1.20			267.00	1.45
Secured Creditors	39.10	0.10									39.10	0.10
Partly Secured Creditors	195.50	0.50	634.80	2.30			2,227.50	13.50			3,057.80	16.30
Preferential Creditors			138.00	0.50							138.00	0.50
Non Preferential Creditors			483.00	1.75			1,056.00	6.40			1,539.00	8.15
Employee Claims							181.50	1.10			181.50	1.10
Book Debt Realisations			55.20	0.20			66.00	0.40			121.20	0.60
Other Asset Realisations			69.00	0.25			767.25	4.65	73.50	1.75	909.75	6.65
Insurance & Bonding							16.50	0.10	5.90	0.10	22.40	0.20
Legal Correspondence/Litigation	97.75	0.25					264.00	1.60			361.75	1.85
General Administration			276.00	1.00			594.00	3.60	81.60	1.65	951.60	6.25
Statutory Compliance			138.00	0.50			1,204.50	7.30			1,342.50	7.80
General Advice	69.00	0.25									69.00	0.25
	1,194.85	3.35	2,638.50	9.75	7,392.00	44.80	769.82	11.54			11,995.17	69.44

## **SCHEDULE OF CORPORATE RECOVERY CHARGE-OUT RATES AND DISBURSEMENTS**

The table detailed below sets out the current hourly charge-out rates utilised by PKF (UK) LLP for charging staff time in corporate recovery and insolvency assignments.

Partner	£391
Director	£351
Senior Manager	£276
Manager	£234
Assistant Manager	£188
Supervisor	£165
Senior Administrator	£165
Administrator	£142-£59
Secretary	£78
Assistant	£42

It should be noted that the above rates increase from time to time over the period of the administration of each assignment.

### **Disbursements**

Disbursements necessarily and directly attributable to the assignment will be charged at cost, as invoiced to the estate or PKF (UK) LLP, with the exception of mileage which is charged at 47 pence per mile for the firm's cars and 36 pence per mile for employees' cars, which approximate to cost.

## Appendix 3

### PROOF OF DEBT FORM

# Proof of Debt – General Form

**Walter Smith (Birmingham) Limited (In Administration)**

Date of appointment of Administrator: 3 November 2009

1	Name of creditor (If a company please also give company registration number)	
2	Address of creditor for correspondence Include any reference or account number to be quoted in correspondence	
2a	Reference or account number If applicable	
3	Total amount of claim Include any Value Added Tax and outstanding uncapitalised interest as at the date the company went into administration.	£
4	Details of any documents by reference to which the debt can be substantiated. There is no need to attach them now but the joint administrators may call for any document or evidence to substantiate the claim at his discretion as may the chairman or convenor of any meeting.	
5	Uncapitalised interest If amount in 3 above includes outstanding uncapitalised interest please state amount	£
6	Particulars of how and when debt incurred If you need more space append a continuation sheet to this form.	
7	Particulars of any security held Include the value of the security and the date it was given.	
8	Particulars of any reservation of title Include full details of the goods supplied to which the claim relates.	

9	Signature of creditor or person authorised to act on his behalf Name in BLOCK LETTERS Position with or in relation to creditor Address of person signing (If different from 2 above)	_____ _____ _____ _____
---	--	----------------------------------

To be completed by the joint administrators when admitting claims			
Admitted to vote for	£	Admitted for dividend for	£
Date		Date	
Joint Administrator		Joint Administrator	

## Proxy (Administration)

Walter Smith (Birmingham) Limited

Name of Creditor

Address

Please insert name of person (who must be 18 or over) or the Chairman of the Meeting. If you wish to provide for alternative proxy holders in the circumstances that your first choice is unable to attend please state the name(s) of the alternatives as well

Name of Proxy Holder

1 \_\_\_\_\_

2 \_\_\_\_\_

3 \_\_\_\_\_

Please delete words in brackets if the proxy holder is only to vote as directed i.e. he has no discretion

I appoint the above person to be my/the creditor's proxy holder at the meeting of creditors to be held on 16 December 2009, or at any adjournment of that meeting. The proxy holder is to propose or vote as instructed below (and in respect of any resolution for which no specific instruction is given, may vote or abstain at his/her discretion).

## Voting Instructions for resolutions

\*Please delete as appropriate

1. Resolution 1	APPROVED/REJECTED*
2. Resolution 2	APPROVED/REJECTED*
3. Resolution 3	APPROVED/REJECTED*
4. Resolution 4	APPROVED/REJECTED*

For the appointment of

of

representing

as a member of the creditors' committee

This form must be signed

Signature \_\_\_\_\_ Date \_\_\_\_\_

Name in CAPITAL LETTERS \_\_\_\_\_

Only to be completed if the creditor has not signed in person

Position with creditor or relationship to creditor or other authority for signature

\_\_\_\_\_

The Insolvency Act 1986

**Notice of a meeting of  
creditors****2.20B**

Name of Company

Walter Smith (Birmingham) Limited

Company Number

01835722

In the

High Court of Justice, Chancery Division,  
Manchester District Registry

[full name of court]

Court case number (For court use only)

3112 of 2009

(e) Insert full name(s) and  
address(es) of  
administrator(s)Notice is hereby given by <sup>(a)</sup>Matthew Gibson of PKF (UK) LLP, 3 Hardman Street, Spinningfields, Manchester, M3 3HF  
and

Brian J Hamblin of PKF (UK) LLP, Farringdon Place, 20 Farringdon Road, London, EC1M 3AP

(b) Insert full name and  
address of registered office of  
the companythat a meeting of the creditors of <sup>(b)</sup> Walter Smith (Birmingham) Limited of 3 Hardman Street,  
Spinningfields, Manchester, M3 3HF(c) Insert details of place of  
meetingis to be held at <sup>(c)</sup> New Guild House, 45 Great Charles St, Queensway, Birmingham, B3 2LX(d) Insert date and time of  
meetingon <sup>(d)</sup> 16 December 2009 at 11.00 am

The meeting is:

\*Delete as applicable

\*(1) an initial creditors' meeting under paragraph 51 of Schedule B1 to the Insolvency Act 1986; or

~~\*(2) an initial creditors' meeting requested under paragraph 52(2) of Schedule B1 to the Insolvency Act 1986.~~~~\*(3) to consider revisions to my proposals under paragraph 54(2) of Schedule B1 to the Insolvency Act 1986.~~~~\*(4) a further creditors' meeting under paragraph 56 of Schedule B1 to the Insolvency Act 1986.~~~~\*(5) a creditors' meeting under paragraph 62 of Schedule B1 to the Insolvency Act 1986.~~

I invite you to attend the above meeting.

A proxy form is enclosed which should be completed and returned to me by the date of the meeting if you cannot attend and wish to be represented.

In order to be entitled to vote under Rule 2.38 at the meeting you must give me, not later than noon on the business day preceding the meeting, details in writing of your claim.

Signed



Joint Administrator

Dated

30 November 2009

A copy of the proposal is attached