

## Section 94

Return of Final Meeting in a  
Members' Voluntary Winding UpPursuant to Section 94 of the  
Insolvency Act 1986

To the Registrar of Companies

**S.94**

Company Number

02532140

Name of Company

IMC Group Holdings Limited

I / We

Christopher Kim Rayment, Pannell House, 159 Charles Street, Leicester, LE1 1LD

Edward T Kerr, Pannell House, 159 Charles Street, Leicester, LE1 1LD

Note: The copy account must be  
authenticated by the written  
signature(s) of the Liquidator(s)

give notice that a general meeting of the company was duly held on/~~summoned~~ for 12 August 2016 pursuant to section 94 of the Insolvency Act 1986, for the purpose of having an account (of which a copy is attached) laid before it showing how the winding up of the company has been conducted, and the property of the company has been disposed of and that the same was done accordingly / ~~no quorum was present at the meeting.~~

The meeting was held at Pannell House, 159 Charles Street, Leicester LE1 1LD

The winding up covers the period from 1 April 2015 (opening of winding up) to the final meeting (close of winding up)

The outcome of the meeting (including any resolutions passed at the meeting) was as follows

- 1 That the Joint Liquidators' Final Receipts and Payments Account be approved
- 2 That the Joint Liquidators' Final Report be approved
- 3 That the Joint Liquidators be authorised to take their release following the Meeting of Members
- 4 That the books, documents and records of the company be retained for 15 months following the final Meetings of Members and thereafter be destroyed

Signed



Date 12 August 2016

BDO LLP  
Pannell House  
159 Charles Street  
Leicester  
LE1 1LD

Ref 00251203IMCGH/CKR/ETK/HLR/CB/DC

COMPANIES HOUSE



\*A5D9YNKA\*

A24

13/08/2016

#90


COMPANIES HOUSE

**IMC Group Holdings Limited**  
**(In Liquidation)**  
**Joint Liquidators' Abstract of Receipts & Payments**  
**From 1 April 2015 To 12 August 2016**

S of A £		£	£
	<b>ASSET REALISATIONS</b>		
730,299 00	Cash at Bank	730,323 45	
	Funds from Brewin Dolphin	3,253 44	
829 00	Investment in AMCL	23,767 64	
	Bank Interest Gross	599 07	
	Bank Interest Net of Tax	119 26	
75 00	Prepayments	NIL	
			758,062 86
	<b>COST OF REALISATIONS</b>		
	Corporation Tax	4,562 60	
	Bank Charges	8 00	
			(4,570 60)
	<b>UNSECURED CREDITORS</b>		
(700,000 00)	Dividend Payable	700,000 00	
(7,150 00)	Corporation Tax liability	NIL	
(2,460 00)	Unsecured V A T	2,483 86	
(3,739 00)	Accruals	3,698 22	
			(706,182 08)
	<b>DISTRIBUTIONS</b>		
(1 00)	Ordinary Shareholders	47,310 18	
			(47,310 18)
<b>17,853 00</b>			<b>(0 00)</b>

REPRESENTED BY

**NIL**

  
Edward T Kerr  
Joint Liquidator



Tel +44 (0)116 250 4400  
Fax +44 (0)116 285 4651  
www.bdo.co.uk

Pannell House  
159 Charles St  
Leicester  
LE1 1LD

TO ALL MEMBERS

12 August 2016

Our ref ETK/HR/DC/00251203

Direct dial 0116 2504418  
Email  
helen.l.robinson@bdo.co.uk

Dear Sirs

**IMC Group Holdings Limited In Members Voluntary Liquidation ("The Company")  
Final Report to Members on the progress of the liquidation pursuant to Rule 4.126A of the  
Insolvency Rules 1986**

I write to provide the final progress report on the conduct of the liquidation for the period from the date of appointment on 1 April 2015 to the date of the final meeting.

The following schedules are attached to this report

- 1 Statutory information
- 2 An abstract of the Liquidators' receipts and payments account for the period of the report and for the liquidation overall
- 3 An analysis of the time charged to the liquidation in the period and in the liquidation overall
- 4 Summary of the policies of BDO LLP in respect of fees and expenses for work in relation to the liquidation
- 5 An extract from the Insolvency Rules 1986 regarding members rights.

**General overview**

This is the final progress report on the conduct of the liquidation. All assets have been distributed and tax clearances received from all departments of HMRC.

Following the final meeting, a return will be filed at Companies House. The Company will be struck off from the Registrar 3 months after the date of the final meeting

**Progress of the Liquidation**

The Company was placed into Members Voluntary Liquidation to achieve an orderly wind down of the Company and distribution of the Company's assets.

Following the passing of resolutions at the Meeting of Members held on 1 April 2015, the Company was subsequently placed into Members Voluntary Liquidation with C Kim Rayment and myself being appointed Joint Liquidators. Resolutions were also passed to enable the assets of the company to be distributed in specie to the members

Details of the authorising bodies of the insolvency appointment takers of BDO LLP are available at [www.bdo.co.uk/services/business\\_restructuring/authorising\\_bodies-of\\_insolvency-appointment\\_takers](http://www.bdo.co.uk/services/business_restructuring/authorising_bodies-of_insolvency-appointment_takers)

BDO LLP, a UK limited liability partnership registered in England and Wales under number OC305127, is a member of BDO International Limited, a UK company limited by guarantee, and forms part of the International BDO network of independent member firms. A list of members' names is open to inspection at our registered office, 55 Baker Street, London W1U 7EU. BDO LLP is authorised and regulated by the Financial Conduct Authority to conduct investment business.





#### **Receipts and Payments Account**

I enclose a receipts and payments account to the date of the final meeting which shows the amounts realised and distributed, together with the amounts on the Statement of Assets and Liabilities included in the Declaration of Solvency sworn by the directors. The balance on the account is nil.

#### **Asset Realisations**

##### **Cash at Bank**

The Company's principle asset was cash held in the Company bank account totalling £730,323. Following my appointment the account was closed and the funds transferred to the Liquidation. The amount received is in line with the figure enclosed on the Declaration of Solvency.

The amount of the prepayment on the Declaration of Solvency of £75 related to bank interest due on the funds held in the Company's bank account. The amount received, as stated above, included bank interest to the date of the closure of the bank account.

##### **Funds from Brewin Dolphin**

An amount totalling £3,253 has been received from Brewin Dolphin in respect of the cash redemption of investments previously held by the Company.

##### **Investment in Associated Mining Consultants Limited ("AMC" Limited)**

The Company also held shares in the above named company, incorporated in Canada, which has since been placed into liquidation. Realisations of £23,768 have resulted in respect of the shareholding in this Company.

#### **Other Realisations**

The only other asset realised in the period of this report is £599 in respect of gross interest and £119 in respect of bank interest net of tax. No further bank interest will be received.

#### **Costs incurred other than liquidator expenses**

The costs incurred in the liquidation are as detailed on the attached receipts and Payments account. Corporation Tax of £4,562.60 has been paid to H M Revenue & Customs in the period in respect of the tax arising on the investment in AMC Limited.

#### **Creditors' Claims**

##### **Secured Creditors**

There were no secured creditors at the date of the liquidation.

##### **Preferential Creditors**

As the company did not have any employees, there are no preferential creditors.



## Unsecured Creditors

### 1. Dividend Payable

At the date of liquidation, a dividend of £700,000 had been declared to the holding company. A payment of this dividend has been paid to the liquidation of the holding company, IMC Group Holdings (2006) Limited.

### 2. Corporation Tax Liability

There is no corporation tax payable up to the date of liquidation as a result of the balancing allowance available on the cessation of the business.

### 3. Unsecured VAT

Unsecured VAT totalling £2,484 has been paid to HM Revenue & Customs in relation to the VAT due up to the date of the liquidation.

### 4. Accruals

Payments have been made in the period in respect of outstanding invoices at the date of liquidation totalling £3,698. These payments are in line with the Declaration of Solvency and comprise Class 1A National Insurance £550.03, Vodafone £49.69 and legal fees to Bray & Bray for dealing with the capital reconstruction of both companies of £2,248.50.

### 5. Warranty

Following the sale of a subsidiary, the Company granted a 7 year tax warranty for Rock Mechanics Technology Limited which was sold in July 2008. The warranty expired in July 2015 and no claims were received in respect of this.

An advertisement for claims was placed in the London Gazette on 17 April 2015 and subsequently no additional claims have been received.

HMRC have provided clearance for the closure of the liquidations in respect of PAYE/NI, VAT and Corporation Tax.

## Distributions

The issued share capital of the company comprises 1 ordinary share of £1 each, which is owned by IMC Group Holdings (2006) Limited, a company which is also in members voluntary liquidation.

A total distribution of £47,310 has been paid to the liquidation of IMC Group Holdings (2006) Limited in respect of the investment in the Company. The sum of £46,500 paid in March 2016 with a final distribution of £810 in June 2016. This equates to £47,310 per share.

## Remuneration and disbursements

My fee for carrying out this assignment was agreed by the Directors in the engagement letter dated 27 March 2015 and confirmed at the shareholders meeting on 1 April 2015, to be the lower of an agreed maximum fee of £14,000, plus VAT and disbursements for dealing with four connected liquidations.



Total time costs incurred for the period of this assignment amount to £28,214 in respect of 122 hours at an average hourly rate of £231 in accordance with Rule 4.127. Our invoice in the sum of £7,000 plus VAT and disbursements for dealing with both this liquidation and that of its holding company have been invoiced and paid from the liquidation of the holding company. The balance of any time not recovered will be written off.

Time costs incurred in the period 2 April 2016 to date amount to £6,972 which represents 27 hours at an average hourly rate of £258 as detailed on the attached schedule.

A detailed analysis of the time costs incurred is enclosed, together with the document that outlines the policy of BDO LLP in respect of fees and disbursements

These amounts are derived from BDO LLP's normal rates for time properly spent by the liquidators and their staff in attending to matters arising in the liquidation. Where members of staff have been employed on this case they have been so based on their experience and abilities in dealing with a case of this nature. Where appropriate certain staff have dealt with a specific area of the liquidation due to their specialist skills in that area. BDO LLP's scale rates may increase from time to time over the period of an assignment

All staff who have worked on this matter, including cashiers and secretarial staff, have charged time directly to the assignment and are included in the enclosed analysis. The cost of staff employed in central administration functions is not charged directly to the assignment but is reflected in the general level of charge out rates

#### **Disbursements**

Where disbursements are recovered in respect of precise sums expended to third parties there is no necessity for these costs to be authorised. These are known as category 1 disbursements. During the period of the Liquidation there have been no category 1 disbursements charged. Category 2 disbursements are generally services supplied internally and require the approval of creditors. No such disbursements have been charged in this case.

#### **Statement of Members rights:**

I provide at the end of this report an extract from the Insolvency Rules 1986 setting out the rights of Members to request further information and/or challenge the remuneration or expenses within the liquidation

#### **Other Matters**

The Insolvency Service has established a central gateway for considering complaints in respect of Insolvency Practitioners. In the event that you make a complaint to me but are not satisfied with the response from me then you should visit <https://www.gov.uk/complain-about-the-insolvency-practitioner> where you will find further information on how you may pursue the complaint.



## Resolutions

The following resolutions were presented to the Members

- 1) That the Joint Liquidators' Final Receipts and Payments Account be approved.
- 2) That the Joint Liquidators' Final Report be approved.
- 3) That the Joint Liquidators be authorised to take their release following the Meeting of Members
- 4) That the books, documents and records of the company be retained for 15 months following the final Meetings of Members and thereafter be destroyed.

I trust the above provides you with sufficient information, but if you require more or have any questions please contact Helen Robinson on 0116 250 4418.

Yours faithfully

A handwritten signature in black ink, appearing to be 'ETK' or similar, written in a cursive style.

**Edward T Kerr**  
Joint Liquidator

Edward Terence Kerr and Christopher Kim Rayment are authorised by the Institute of Chartered Accountants in England and Wales in the UK to act as Insolvency Practitioners



## 1. STATUTORY INFORMATION

Company name	IMC Group Holdings Limited
Registration number	02532140
Registered office address	Pannell House, 159 Charles Street, Leicester, LE1 1LD
Liquidators details	C Kim Rayment BDO LLP Pannell House 159 Charles Street Leicester LE1 1LD

Appointed: 1 April 2015


Edward T Kerr  
BDO LLP  
Pannell House  
159 Charles Street  
Leicester LE1 1LD

Appointed 1 April 2015



**IMC Group Holdings Limited**  
**(In Liquidation)**  
**Joint Liquidators' Abstract of Receipts & Payments**

Declaration of Solvency		From 01/04/2016 To 12/08/2016	From 01/04/2015 To 12/08/2016
	<b>ASSET REALISATIONS</b>		
730,299 00	Cash at Bank	NIL	730,323.45
	Funds from Brewin Dolphin	NIL	3,253 44
829 00	Investment in AMCL	NIL	23,767.64
	Bank Interest Gross	NIL	599 07
	Bank Interest Net of Tax	NIL	119.26
75.00	Prepayments	NIL	NIL
		<u>NIL</u>	<u>758,062 86</u>
	<b>COST OF REALISATIONS</b>		
	Legal Fees (1)	NIL	NIL
	Corporation Tax	(4,562.60)	(4,562 60)
	PAYE & NI	NIL	NIL
	Bank Charges	NIL	(8 00)
		<u>(4,562.60)</u>	<u>(4,570 60)</u>
	<b>UNSECURED CREDITORS</b>		
	Trade & Expense Creditors	NIL	NIL
(700,000.00)	Dividend Payable	NIL	(700,000.00)
(7,150.00)	Corporation Tax liability	NIL	NIL
(2,460.00)	Unsecured V A T	NIL	(2,483.86)
(3,739.00)	Accruals	NIL	(3,698.22)
		<u>NIL</u>	<u>(706,182 08)</u>
	<b>DISTRIBUTIONS</b>		
(1.00)	Ordinary Shareholders	810 18	47,310.18
		<u>(810 18)</u>	<u>(47,310.18)</u>
<u>17,853.00</u>		<u>(5,372.78)</u>	<u>(0.00)</u>
	<b>REPRESENTED BY</b>		
			<u>NIL</u>

  
Edward T Kerr  
Joint Liquidator







## IMC Group Holdings Limited - In Liquidation

In accordance with best practice we provide below details of the policies of BDO LLP in respect of fees and expenses for work in relation to the above insolvency.

The current charge out rates per hour of staff within our firm, who may be involved in working on the insolvency, follows: This in no way implies that staff at all such grades will work on the case

GRADE	£
Partner	374-484
Director/Senior Manager	285-335
Manager	213-242
Assistant Manager/Senior Executive	192
Executive	163-181
Administration Assistant	104-145
Junior Administrator	82
Support staff/Secretary	57-66

The rates charged by BDO LLP are reviewed in December and July each year and are adjusted to take account of inflation and the firm's overheads

Time spent on casework is recorded directly to the relevant case using a computerised time recording system and the nature of the work undertaken is recorded at that time. Units of time can be as small as 3 minutes BDO LLP records work in respect of insolvency work under the following categories -

- Pre Appointment
- Steps upon Appointment
- Planning and Strategy
- General Administration
- Asset Realisation/Management
- Trading Related Matters
- Employee Matters
- Creditor Claims
- Reporting
- Distribution and Closure
- Other Issues

Under each of the above categories the work is recorded in greater detail in sub categories. Please note that the 11 categories provide greater detail than the six categories recommended by the Recognised Professional Bodies who are responsible for licensing and monitoring insolvency practitioners.

Where officeholders' remuneration is approved on a time cost basis, the time invoiced to the case will be subject to VAT at the prevailing rate.

Where remuneration has been approved on a time costs basis a periodic report will be provided to any committee appointed by the creditors or in the absence of a committee to the creditors. The report will provide a breakdown of the remuneration drawn and will enable the recipients to see the average rates of such costs



## **Other Costs**

Where expenses are incurred in respect of the insolvent estate they will be recharged. Such expenses can be divided into two categories.

### **Category 1**

This heading covers expenses where BDO LLP has met a specific cost in respect of the insolvent estate where payment has been made to a third party. Such expenses may include items such as advertising, couriers, travel (by public transport), land registry searches, fees in respect of swearing legal documents etc. In each case the recharge will be reimbursement of a specific expense incurred.

### **Category 2**

Insolvency practice additionally provides for the recharge of expenses such as postage, stationery, photocopying charges, telephone, fax and other electronic communications, which cannot be economically recorded in respect of each specific case. Such expenses, which are apportioned to cases, must be approved by the creditors in accordance with the Insolvency Rules 1986, before they can be drawn, and these are known as category 2 disbursements. The current policy of BDO LLP is to recharge this expense on the basis of a figure based upon the number of creditors with whom we have to communicate and report during the insolvency. This is the method of calculation that was historically provided under statutory orders for the Official Receiver.

Where applicable, all disbursements will be subject to VAT at the prevailing rate.

BDO LLP

**Statement from the Insolvency Rules 1986 (as amended) regarding the rights of members in respect of the Joint Liquidators' fees and expenses:**

**Rule 4.49E Creditors' and members' request for further information**

(1) If-

- (a) within the period mentioned in paragraph (2)-
  - (i) a secured creditor, or
  - (ii) an unsecured creditor with the concurrence of at least 5% in value of the unsecured creditors (including the creditor in question), or
  - (iii) 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, or
- (b) with the permission of the court upon an application made within the period mentioned in paragraph (2)-
  - (i) any unsecured creditor, or
  - (ii) any member of the company in a members voluntary winding up,

makes a request in writing to the liquidator for further information about remuneration or expenses set out in a progress report in accordance with Rule 4.49B(1)(e) or (f) (including by virtue of Rule 4.49C(5)) or in a draft report under Rule 4.49D, the liquidator must, within 14 days of receipt of the request, comply with paragraph (3) except to the extent that the request is in respect of matter[s] in a draft report under Rule 4.49D or a progress report required by Rule 4.108 which (in either case) was previously included in a progress report not required by Rule 4.108.

(2) The period referred to in paragraph (1)(a) and (b) is-

- (a) 7 business days of receipt (by the last of them in the case of an application by more than one member) of the progress report where it is required by Rule 4.108, and
- (b) 21 days of receipt (by the last of them in the case of an application by more than one member) of the report or draft report in any other case

(3) The liquidator complies with this paragraph by either-

- (a) providing all of the information asked for, or
- (b) so far as the liquidator considers that-
  - (i) the time or cost of preparation of the information would be excessive, or
  - (ii) disclosure of the information would be prejudicial to the conduct of the liquidation or might reasonably be expected to lead to violence against any person, or
  - (iii) the liquidator is subject to an obligation of confidentiality in respect of the information, giving reasons for not providing all of the information

**Rule 4.148C Members' claim that remuneration is excessive**

(1) 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 any member with the permission of the court, may apply to the court for one or more of the orders in paragraph (6) on the grounds that-

- (a) the remuneration charged by the liquidator,
- (b) the basis fixed for the liquidator's remuneration under Rule 4.148A, or
- (c) expenses incurred by the liquidator,

is or are, in all the circumstances, excessive or, in the case of an application under sub-paragraph (b), inappropriate

- (2) Application must, subject to any order of the court under Rule 4.49E(5), be made no later than 8 weeks (or 4 weeks when the liquidator has resigned in accordance with Rule 4.142) after receipt by the applicant of the report or account which first reports the charging of the remuneration or the incurring of the expenses in question ("the relevant report").
- (3) The court may, if it thinks that no sufficient cause is shown for a reduction, dismiss the application, but it must not do so unless the applicant has had the opportunity to attend the court for a hearing of which the applicant has been given at least 5 business days' notice but which is without notice to any other party
- (4) If the application is not dismissed under paragraph (3), the court must fix a venue for it to be heard and give notice to the applicant accordingly
- (5) The applicant must at least 14 days before the hearing send to the liquidator a notice stating the venue and accompanied by a copy of the application and of any evidence which the applicant intends to adduce in support of it.
- (6) If the court considers the application to be well-founded, it must make one or more of the following orders—
  - (a) an order reducing the amount of remuneration which the liquidator was entitled to charge,
  - (b) an order fixing the basis of remuneration at a reduced rate or amount,
  - (c) an order changing the basis of remuneration,
  - (d) an order that some or all of the remuneration or expenses in question be treated as not being expenses of the liquidation;
  - (e) an order that the liquidator or the liquidator's personal representative pay to the company the amount of the excess of remuneration or expenses or such part of the excess as the court may specify;

and may make any other order that it thinks just, but an order under sub-paragraph (b) or (c) may be made only in respect of periods after the period covered by the relevant report.

- (7) Unless the court orders otherwise, the costs of the application must be paid by the applicant and are not payable as an expense of the liquidation