

**Report of a Meeting Approving  
Voluntary Arrangement**

**S4**

Pursuant to Section 4 of the  
Insolvency Act 1986

To the Registrar of Companies

For official use

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Company number

2792457

Name of Company

Anagen PLC

I  
of  
Brian J Hamblin  
Pannell House  
159 Charles Street  
Leicester LE1 1LD


2085-6

the chairman of a meeting held in pursuance of section 4 of the Insolvency Act 1986 on 4 June 1997 enclose a copy of my report of the said meeting.

Signed 

Date 6 June 1997

Brian J Hamblin  
Pannell Kerr Forster  
Pannell House  
159 Charles Street  
Leicester LE1 1LD

For Official Use	
Insolvency Sect. 1.1	
	
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COMPANIES HOUSE 14/06/97	
COMPANIES HOUSE 10/06/97	

IN THE HIGH COURT OF JUSTICE

Special Number 253/97

IN THE MATTER OF

**ANAGEN PLC**

IN THE MATTER OF

**A REPORT TO THE HIGH COURT ON THE MEETING OF MEMBERS**

I, Brian J Hamblin of Pannell Kerr Forster, Pannell House, 159 Charles Street, Leicester LE1 1LD, Chairman of the Meeting in the above matter, hereby submit my report to the court in accordance with Section 4 of The Insolvency Act 1986. A copy of this report will be circulated to all members.

In accordance with Section 3(1) of The Insolvency Act 1986, a meeting of the company's members was duly summoned for 4 June 1997 at the offices of Watson, Farley & Williams, 15 Appold Street, London EC2A 2HB. The meeting of members considered the directors' proposal for the Company to be placed into a Creditors Voluntary Arrangement. This had been approved by the creditors prior to this meeting.

The shareholders present at the meeting were as follows:

	<u>Shareholding</u>
M Sennett	401,532
G C Forrest	401,542

The shareholders present voted to accept the Arrangement.

The Chairman held the proxies of 3,935,655 shares voting to accept the Arrangement. The Chairman held proxies of 20,000 shares voting to reject the Arrangement. Invalid proxies for 43,500 shares were received. These are summarised on the attached schedule.

The following modification was unanimously passed at the meeting:-

Clause 3.14 to read

"The Supervisor will be remunerated on a time cost basis up to a maximum of £10,000 plus VAT and all expenses incurred by him in supervising this Arrangement will be paid out of the assets of the Company.

**The required majority was achieved and I was therefore appointed Supervisor of the Arrangement.**

There being no other business, the Statutory meeting of members pursuant to Section 3 of the Insolvency Act 1986 was duly concluded.

.....  
Brian J Hamblin  
Chairman of the Meeting

Dated 5 June 1997

# ANAGEN PLC

## VOTING FOR PROPOSED CVA

Shareholders

Shareholders	Shareholding	Accept	Reject	Invalid	No Proxy Received	Modifications	Attending £	Comments
FR W Houseley	2,300							
Neil S Robinson	2,485	2,485		2,300				
Keith Maries	3,000	3,000						
RA Sydney	1,000	1,000						
L Ramos	40,000							
J Goodwin	2,000	2,000						
T C Webb and E M Webb	24,200	24,200						
R J Jackson	6,000	6,000						
J A Aspden	600	600						
C G Gibson	2,590	2,590						
S E Cook	2,000	2,000						
Mrs J Baird	500	500						
A N Smith	2,650	2,650						
Dr and Mrs F J C R Roe	1,000	1,000						
D I W Milligan	2,500	2,500						
E B Mackay	6,250	6,250						
Dasharajkial S Modi	1,200			1,200				
V A Daly	3,000	3,000						
Mrs M Holterhoff	1,400	1,400						
J E Gillbard	1,000	1,000						
John Miles	10,000	10,000						
Margaret Reid	380	380						
T S B Group Pension Trust Limited	721,420	721,420						
Philidrew Nominees Limited	97,650	97,650						
P C Hyde	10,000	10,000						
G C Forrest	401,540	401,540						
Barbara Forrest	100,000	100,000						
Graham Carroll	27,360	27,360						
Mr A Meldrum	2,000	2,000						
D T Rees	1,800	1,800						
Clydesdale Bank (HeadOffice) Nominees Ltd	2,093,000	2,093,000						
M Sennett	401,530	401,530						
B McGerr	6,000	6,000						
Dr M A S Pickett	800	800						
J G Bellab	20,000		20,000					
Coal Pension Venture Nominees	3,006,804	3,006,804						
Fidelity Securities Limited	1,000	1,000						
Midland Bank Trust Co Ltd	250,000	250,000						
M A Phillips	1,100	1,100						
National Bank	1,100,000	1,100,000						
R T Steel	19,500	19,500						
P Brewin								
	3,979,155	3,935,655	20,000	43,500	0.00	0.00	0.00	

IN THE HIGH COURT OF JUSTICE

IN THE MATTER OF

**ANAGEN PLC**

IN THE MATTER OF

**A REPORT TO THE HIGH COURT ON THE MEETING OF CREDITORS**

I, Brian J Hamblin of Pannell Kerr Forster, Pannell House, 159 Charles Street, Leicester LE1 1LD, Chairman of the Meeting in the above matter, hereby submit my report to the Court in accordance with Section 4 of The Insolvency Act 1986. A copy of this report will be circulated to all known creditors.

In accordance with Section 3(1) of The Insolvency Act 1986, a meeting of the company's creditors was duly summoned for 4 June 1997 at the offices of Watson Farley & Williams, 15 Appold Street, London, EC2A 2HB. The meeting considered the director's proposal for the company to be placed into a Corporate Voluntary Arrangement as stated in the proposal sent to all known creditors.

The following modification was presented at the meeting:-

Clause 3.14 to read

"The Supervisor will be remunerated on a time cost basis up to a maximum of £10,000 plus VAT and all expenses incurred by him in supervising this Arrangement will be paid out of the assets of the Company."

The modification was agreed by all the creditors present totalling £278,919.69. The Chairman with £315,015.06 of votes abstained, these are detailed in the attached schedule. The modification was therefore agreed.

Creditors, or their representatives, present at the meeting were as follows:-

	£
M N Sennett	122,200.88
G L Forrest	119,073.64
N Morison representing Integrated Technologies (Holdings Ltd)	14,732.67
Kidsons Impey	<u>22,912.50</u>
	<u>278,919.69</u>

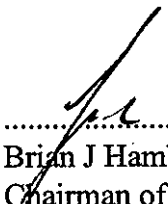
The Chairman held nine proxies amounting to £195,199.54 voting to accept the Arrangement together with two connected party proxies amounting to £87,688.14. Of those creditors present, votes in favour of the Arrangement, with the modification, totalled £264,187.02.

The Chairman received one proxy from a creditor whose claim amounted to £32,127.83 rejecting the Arrangement if its modifications were rejected, which was the case. Of those creditors present, votes against the Arrangement totalled £14,732.67.

Total votes in favour were therefore £547,074.75 those rejecting totalled £46,860.52 (92%). Excluding connected creditors those who voted in favour amounted to £218,112.54 (82.3%).

**The arrangement was approved.**

There being no other business, the Statutory Meeting of Creditors pursuant to Section 3 of The Insolvency Act 1986 was duly concluded.

  
.....  
Brian J Hamblin  
Chairman of the Meeting

Dated: 5 June 1997

## **ANAGEN PLC**

### **CREDITORS VOTING FOR CVA** **CHAIRMAN'S PROXIES RECEIVED**

	<b><u>Claim</u></b> <b>£</b>	<b><u>Accept</u></b> <b>£</b>	<b><u>Reject</u></b> <b>£</b>
Proned Ltd	17,230.20	17,230.20	
Kemitron	32,127.83		32,127.83
Albert E Sharp	58,936.98	58,936.98	
The Royal Bank of Scotland plc	36,342.07	36,342.07	
Simmons & Simmons	17,811.98	17,811.98	
Ludgate Communications Ltd	4,992.44	4,992.44	
Cameron McKenna	56,227.87	56,227.87	
Peter Michael Budden	3,656.00	3,656.00	
Eurogrant	1	1	
Rover Finance	1	1	
	<u>227,327.37</u>	<u>195,199.54</u>	<u>32,127.83</u>

### **Connected Creditors**

Sir Stuart Burgess	531.00	531.00	
K N Bowhill	87,157.19	87,157.19	
	<u>87,688.19</u>	<u>87,688.19</u>	
<b>TOTAL OF CHAIRMAN'S PROXIES</b>	<u>315,015.56</u>	<u>282,887.73</u>	<u>32,127.83</u>