

## Section 106

Return of Final Meeting in a  
Creditors' Voluntary Winding UpPursuant to Section 106 of the  
Insolvency Act 1986

To the Registrar of Companies

**S.106**

Company Number

2833805

Name of Company

Jarvis Construction (UK) Limited

I/We Nicholas Guy Edwards  
One Trinity Gardens  
Broad Chare  
Newcastle upon Tyne  
NE1 2HFDaniel Francis Butters  
1 City Square  
Leeds  
West Yorkshire  
LS1 2AL

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

1 give notice that a general meeting of the company was duly held on/~~summoned for~~ 05 June 2013 pursuant to section 106 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 disposed of, and that ~~the same was done accordingly~~ / no quorum was present at the meeting.

2 give notice that a meeting of the creditors of the company was duly held on/~~summoned for~~ 05 June 2013 pursuant to Section 106 of the Insolvency Act 1986, for the purpose of having the said account laid before it showing how the winding up 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 Deloitte, One Trinity Gardens, Broad Chare, Newcastle upon Tyne, NE1 2HF

The winding up covers the period from 7 July 2010 (opening of winding up) to the final meeting (close of winding up)

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

Signed

Date 11 June 2013

Deloitte LLP  
One Trinity Gardens  
Broad Chare  
Newcastle upon Tyne  
NE1 2HF

Ref JARV04W/CJF/MR2/NXS

TUESDAY  
WED

\*A2BAP9EH\*

A28 25/06/2013 #36

COMPANIES HOUSE

\*A2ADBO40\*

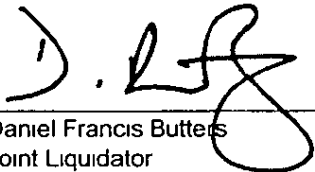
A14 12/06/2013 #195

COMPANIES HOUSE

Jarvis Construction (UK) Limited  
(In Liquidation)  
Joint Liquidators' Abstract of Receipts & Payments

From 7 July 2010 To 5 June 2013

S of A £	£	£
ASSET REALISATIONS		
Bank Interest Gross	7 88	
Non-Domestic Rate Refund	<u>12,335 19</u>	12,343 07
COST OF REALISATIONS		
Liquidator's Fees	5,819 26	
Agents/Valuers Fees (1)	4,317 32	
Legal Fees (1)	2,205 68	
Bank Charges	<u>0 81</u>	12,343 07
		<u>0 00</u>
REPRESENTED BY		
NIB Current A/C		0 00

  
Daniel Francis Butters  
Joint Liquidator

**JARVIS CONSTRUCTION (UK) LIMITED  
(IN CREDITORS' VOLUNTARY LIQUIDATION)  
("the Company")**

**FINAL PROGRESS REPORT TO CREDITORS PURSUANT TO RULES 4.49D AND 4.126  
OF THE INSOLVENCY RULES 1986 (AS AMENDED)**

**28 MARCH 2013**

This report has been prepared for the sole purpose of updating the Creditors for information purposes. The report is private and confidential and may not be relied upon, referred to, reproduced or quoted from, in whole or in part, by Creditors for any purpose other than updating them for information purposes, or by any other person for any purpose whatsoever.

Nicholas Guy Edwards and Ian Brown were appointed Joint Liquidators of Jarvis Construction (UK) Limited on 7 July 2010. On 25 May 2011 Ian Brown ceased to act as Liquidator of the Company and Daniel Francis Butters was appointed Joint Liquidator in his place.

All licensed Insolvency Practitioners of Deloitte LLP are licensed in the UK to act as Insolvency Practitioners.

Nicholas Guy Edwards and Daniel Francis Butters  
Deloitte LLP  
One Trinity Gardens  
Broad Chare  
Newcastle upon Tyne  
NE1 2HF

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## **ABBREVIATIONS**

**For the purpose of this report the following abbreviations shall be used**

"the Act"	Insolvency Act 1986 (as amended)
"the Rules"	Insolvency Rules 1986 (as amended)
"the Liquidators"	NG Edwards and DF Butters of Deloitte LLP
"the Company"	Jarvis Construction (UK) Limited (in Liquidation)
"Deloitte"	Deloitte LLP
"SNR Denton"	SNR Denton UK LLP
"Goodman Nash"	Goodman Nash Limited
"SIP2 (E&W)"	Statement of Insolvency Practice 2 (England & Wales)
"SIP7 (E&W)"	Statement of Insolvency Practice 7 (England & Wales)
"SIP9 (E&W)"	Statement of Insolvency Practice 9 (England & Wales)
"SIP13 (E&W)"	Statement of Insolvency Practice 13 (England & Wales)

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## **1 INTRODUCTION**

### **1.1 Introduction**

This report has been prepared in accordance with Rules 4.44D and 4.126 of the Rules to provide creditors with a summary of the Liquidators' administration of the winding up of the Company.

Given the information previously provided to creditors in our earlier reports to creditors, we have not included detailed background information in respect of the Company and have focused on progress of the Liquidation subsequent to those reports.

A schedule of statutory information in respect of the Company is attached at Appendix 1.

### **1.2 Details of the appointment of the Liquidators**

Nicholas Guy Edwards and Ian Brown of Deloitte were appointed Joint Liquidators of the Company by the general meetings of members and creditors held on 7 July 2010. Following his retirement from the firm, Ian Brown ceased to act as liquidator on 25 May 2011 and Daniel Francis Butters was appointed as Joint Liquidator in his place.

For the purposes of section 231 of the Act the Liquidators confirm that they are authorised to carry out all functions, duties and powers by either of them jointly and severally.

### **1.3 Electronic communication with creditors**

In an effort to reduce the costs of the Liquidation, all communications with creditors, including updates and progress reports, are posted onto a website which has been set up specifically for this purpose. The web address is [www.deloitte.co.uk/jcuk](http://www.deloitte.co.uk/jcuk).

A letter will be issued to all creditors each time the website is updated with a statutory notice or report. All creditors' statutory notices will be retained on the website for three months after being uploaded to the site.

## **2 LIQUIDATORS' RECEIPTS AND PAYMENTS ACCOUNT**

### **2.1 Introduction**

Attached at Appendix 2 is a final receipts and payments account covering the period from 7 July 2012 to 28 March 2013 together with a summary receipts and payments from the 7 July 2010, in accordance with SIP7 (E&W)

In this section, we have summarised the main asset realisations during the period since our last report to creditors on 4 September 2012

### **2.2 Asset realisations**

There have been no asset realisations in the period

### **2.3 Unrealised Assets**

#### **Damages claim**

Following our appointment we instructed SNR Denton to review the position of a potential damages claim held by the Company relating to defects arising on a contract the Company had undertaken prior to the Liquidation. The Company had worked towards the completion of this contract as part of its exit from construction activities, that was implemented in January 2005 as part of a wider exit strategy by the management of the Jarvis plc group

Following a review of the letters of claim and pre-action protocol between the parties, relevant project documents, and other significant claim documents, SNR Denton advised the Joint Liquidators not to pursue the Company's interest in this claim

#### **Trust Accounts**

As part of the Company's exit plan, a number of trust accounts were created with certain project stakeholders to fund completion of a number of construction contracts. At the date of the Liquidation funds held in trust totalled £308k

Given the nature of the accounts no value can be realised from the trust accounts

#### **Book Debts**

Book debts per the directors' statement of affairs total £525k, with an estimated to realise value of nil

All of the debts related to prepayments, contracts debts, retentions for uncompleted contracts or disputed contract debts, all of which were considered to be unrealisable

### **3 STEPS TAKEN DURING THE LIQUIDATION**

#### **3.1 Meeting of creditors**

Meetings of members and creditors of the above Company were held on 7 July 2010 to lay before the meeting a report prepared pursuant to Section 98 of the Act. The following resolutions were passed unanimously at the meeting -

- (i) THAT the appointment of Ian Brown and Nicholas Guy Edwards of Deloitte LLP, One Trinity Gardens, Broad Chare, Newcastle upon Tyne, NE1 2HF be confirmed
- (ii) THAT no liquidation committee be appointed
- (iii) THAT the Joint Liquidators' remuneration be fixed by reference to the time properly given by the Joint Liquidators' and their staff in attending to matters arising in the winding up, calculated at the prevailing standard hourly charge out rates used by Deloitte LLP at the time when the work is performed. And that the Liquidators be authorised to draw their remuneration from the Liquidation estate, together with disbursements incurred which relate specifically to the case
- (iv) THAT the Joint Liquidators' disbursements for mileage be fixed by reference to mileage properly incurred by the Joint Liquidators and their staff in attending to matters arising in the winding up, calculated at the prevailing standard mileage rate of up to 40p used by Deloitte LLP at the time when the mileage is incurred. And that the Liquidators be authorised to draw their disbursements for mileage from the Liquidation estate. The approved rates are reviewed annually on 1st April
- (v) THAT the liquidators be authorised to employ agents as required in the realisation of the assets and solicitors of their choice in legal matters arising
- (vi) THAT payment shall be made out of the Company's assets as an expense of the liquidation of the necessary expense of preparing the Statement of Affairs in the sum of £7,500 plus VAT together with reimbursement of disbursements incurred in statutory advertisements and other expenses in convening the statutory meetings "
- (vii) THAT the liquidators be granted the powers listed in Part 1 to Schedule IV of the Insolvency Act 1986 (Powers exercisable with Sanction of Committee)

Following his retirement from the firm, Ian Brown ceased to act as liquidator of the Company on 25 May 2011 and Daniel Francis Butters was appointed Joint Liquidator in his place

#### **3.2 Distributions to creditors**

No distributions have been made to any class of creditor

#### **3.3 Case closure**

Our administration in this matter is now complete subject to the holding of a final meeting of creditors for the purpose of presenting this, our final report to creditors, and to obtain our release as Liquidators. The final meeting has been convened for 5 June 2013 and a Notice



convening the meeting is attached at Appendix 4 Please note that this report is our final report and that no further report will be issued

### **3 4 EC Regulations**

Council Regulation (EU) No 1346/2000 applies and these are the main proceedings as defined in Article 3(1) of that regulation

## **4 DISTRIBUTIONS TO CREDITORS**

### **4 1 Secured creditors**

There are no secured creditors in the Liquidation

### **4 2 Preferential creditors**

There are no preferential creditors in the Liquidation

### **4 3 Prescribed Part**

The provisions of The Prescribed Part (section 176A of the Insolvency Act 1986 (Prescribed Part) Order 2003) shall not apply as no qualifying floating charge has been created by the Company

### **4 4 Unsecured creditors**

The claims of the unsecured creditors of the Company, inclusive of intercompany liabilities, total £107m per the directors' statement of affairs

No funds will become available to enable a distribution to be made to the unsecured creditors of the Company

## **5 OTHER MATTERS AND INFORMATION TO ASSIST CREDITORS**

### **5.1 Investigations**

As part of the Liquidators' statutory duties, an investigation into the conduct of the Company directors has been completed

In this regard, a confidential report was submitted to The Insolvency Service on 10 December 2010. Details of this report are confidential and can not be disclosed to creditors

### **5.2 Other**

As part of our duties as Liquidators, we reviewed all of the information available to us and having completed this review, we identified no further avenues of recovery

If you have any information that you feel we should be made aware of in relation to the above, please contact us as a matter of urgency

### **5.3 SIP13 (E&W) – Transactions with connected parties**

In accordance with the guidance given in SIP13 (E&W), we confirm that there have been no transactions with connected parties during the period of this report or in the two years prior to our appointment

## 6 LIQUIDATORS' REMUNERATION AND EXPENSES

### 6.1 Liquidators' Remuneration

#### 6.1.1 Basis of Remuneration

At the meeting of creditors held on 7 July 2010 the basis of the Liquidators' remuneration was fixed by reference to the time properly given by the Liquidators and their staff in attending to matters arising in the Liquidation, calculated at the prevailing standard hourly charge out rates used by Deloitte at the time when the work is performed (plus VAT)

#### 6.1.2 Remuneration

During the final period of their administration commencing on 7 July 2012 the Liquidators have accrued costs of £6,636 made up of 15 hours at an average charge out rate of £442/hour across all grades of staff, this time is charged in six minute increments. This sum has not been drawn by the Liquidators.

Total costs for the period of the Liquidators' appointment are £49,358 as detailed at Appendix 3. Fees drawn by the Liquidators total £5,720.16 since the date of our appointment.

The work has been categorised into the following task headings and sub categories:

- **Administration and planning** includes case planning, case set-up, notification of appointment, maintenance of our case files and insolvency case record, statutory reporting, compliance, cashing and accounting
- **Investigations** includes investigating the Company's affairs and in particular any antecedent transactions and also reporting on the conduct of its directors
- **Realisation of Assets** includes identifying, securing and insuring assets, sale of business, transition of contracts, property issues, disposal of stocks, collection of debts, realisation of other fixed assets and VAT and taxation matters
- **Trading** includes planning, identifying strategy, preparation of trading forecasts, monitoring of performance against the forecasts, managing operations, dealing with supplier and landlord issues to ensure continuity of operations, accounting and employees (including pensions and other staff benefits)
- **Creditors** includes set-up of creditor records, creditor communications, preferential claims, unsecured claims, secured and employee claims

"A Creditors' Guide to Liquidators' Remuneration" is available for download at [www.deloitte.com/uk/sip-9-england-and-wales](http://www.deloitte.com/uk/sip-9-england-and-wales)

Should you require a paper copy, please send your request in writing to the Liquidators at the address on the front of this report and this will be provided to you at no cost.

### 6 1 3 Expenses

The Liquidators have incurred expenses of £712 66 which are summarised in the table below

Nature of expenses	Total Incurred £	Paid £	Outstanding £
Statutory bond	332 67	-	332 67
Meeting costs	153 19	-	153 19
Advertising	226 80	-	226 80
<b>Total</b>	<b>712 66</b>	<b>-</b>	<b>712 66</b>

Mileage is calculated at the prevailing standard mileage rate of up to 45p used by Deloitte at the time when the mileage is incurred

These disbursements have not been drawn by the Liquidators

Grade	£ 2012 (Jan-Aug)	£ 2012 / 2013 (Sept-Aug 2013)
<b>Partners/Directors</b>	585 to 920	605 to 950
<b>Managers</b>	295 to 700	305 to 720
<b>Assistants and Support Staff</b>	150 to 295	155 to 305

### 6 2 Charge out rates

The range of charge out rates for the separate categories of staff is based on our 2013 charge out rates as summarised below. Manager rates include all grades of assistant manager.

The above bands are specific to the Restructuring Services department partners and staff. In certain circumstances the use of specialists from other Deloitte departments such as Tax/VAT, Corporate Finance or Drivers Jonas Deloitte may be required on the case. These departments may charge rates that fall outside the Restructuring Services department bands quoted above so, where such specialists have performed work on the case, average rates may also fall outside the Restructuring Services department bands.

All partners and technical staff (including cashiers) assigned to the case recorded their time spent working on the case on a computerised time recording system. Time spent by secretarial staff working on the assignment has not been recorded or recovered. The appropriate staff have been assigned to work on each aspect of the case based upon their seniority and experience, having regard to the complexity of the relevant work, the financial value of the assets being realised and/or claims agreed.

With effect from 1 September 2012, charge out rates were increased by an average 3% and the charge out rate bandings have been amended, where applicable, to reflect this change.

### **6.3 Other professional costs**

As previously advised, SNR Denton were instructed by the Liquidators to advise on appropriate legal matters. In addition, Goodman Nash, a firm of rating agents, were instructed by the Liquidators to undertake a review of non-domestic rate overcharges incurred prior to the Liquidation.

All professional costs are reviewed and analysed before payment is approved.

Advisor	Total (£)
SNR Denton	2,206
Goodman Nash	4,317
<b>Total</b>	<b>6,523</b>

### **6.4 Creditors' right to request information**

Any secured creditor or, unsecured creditor with the support of at least 5% in value of the unsecured creditors or, with permission of the Court, may, in writing, request the Liquidators to provide additional information regarding remuneration or expenses to that already supplied within this report. Such requests must be made within 21 days of receipt of this report, in accordance with Rule 4.49E of the Rules.

### **6.5 Creditors' right to challenge Remuneration and/or Expenses**

Any secured creditor or, unsecured creditor with the support of at least 10% in value of the unsecured creditors or, with permission of the Court, may apply to the Court for one or more orders (in accordance with Rule 4.131 of the Rules), reducing the amount or the basis of remuneration which the Liquidators are entitled to charge or otherwise challenging some or all of the expenses incurred.

Such applications must be made within 8 weeks of receipt by the applicant(s) of the progress report detailing the remuneration and/or expenses being complained of, in accordance with Rule 4.131(1B) of the Rules.

Please note that such challenges may not disturb remuneration or expenses approved or deemed to be approved under prior progress reports.

**JARVIS CONSTRUCTION (UK) LIMITED (IN LIQUIDATION)****STATUTORY INFORMATION**

Company Name	Jarvis Construction (UK) Limited	
Previous Names	Jarvis Construction (Scotland) Limited Shanks & McEwan Construction Limited DMWSL 132 Limited	
Proceedings	In Liquidation	
Date of Appointment	7 July 2010	
Joint Liquidators	Nicholas Guy Edwards Deloitte LLP Athene Place 66 Shoe Lane London EC4A 3BQ	Daniel Francis Butters Deloitte LLP 1 City Square Leeds LS1 2AL
	Ian Brown ceased to act 25 May 2011	
Registered office Address	c/o Deloitte LLP One Trinity Gardens Broad Chare Newcastle upon Tyne NE1 2HF	
Company Number	02833805	
Incorporation Date	7 July 1993	
Company Secretary	Secretariat Services Limited	
Bankers	n/a	
Auditors	Grant Thornton UK LLP	
Appointment by	The members and creditors of the Company	
Directors at date of Appointment	Stuart Wilson Laird and Kjell Konrad Karlsen	
Directors' Shareholdings	None	

APPENDIX 3

JARVIS CONSTRUCTION (UK) LIMITED (IN LIQUIDATION)

JOINT LIQUIDATORS RECEIPTS AND PAYMENTS ACCOUNT FOR THE PERIOD 7 JUNE 2012 TO 28 MARCH 2013 TOGETHER WITH A SUMMARY ACCOUNT FOR THE PERIOD 7 JULY 2010 TO 28 MARCH 2013

RECEIPTS	Statement of Affairs (£)	07/07/2010 to 07/06/2012 (£)	08/06/2012 to 28/03/2013 (£)	Total (£)
Bank Interest Gross	Nil	7 88	-	7 88
Non-Domestic Rate Refund	Nil	12,335 19	-	12,335 19
		<b>12,343 07</b>	<b>-</b>	<b>12,343 07</b>

PAYMENTS

Statutory advertising		-	99 91	99 91
Liquidator's Fees		5,720 16	-	5,720 16
Agents/Valuers Fees (1)		4,317 32	-	4,317 32
Legal Fees (1)		2,205 68	-	2,205 68
		<b>12,243 16</b>	<b>99 91</b>	<b>12,343 07</b>
Net Receipts/(Payments)		<b>99 91</b>	<b>(99 91)</b>	<b>-</b>

MADE UP AS FOLLOWS

NIB Current A/C				-
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[illegible]

**JARVIS CONSTRUCTION (UK) LIMITED (IN LIQUIDATION)**

**NOTICE OF FINAL MEETINGS**

<b>Company Number:</b>	02833805
<b>Registered Office Address:</b>	c/o Deloitte LLP, One Trinity Gardens, Broad Chare, Newcastle upon Tyne, NE1 2HF
<b>Principal trading address</b>	Meridian House, The Crescent, York, YO24 1AW
<b>Previous Names in 12 months prior to date:</b>	None

NOTICE IS HEREBY GIVEN pursuant to Section 106 of the Insolvency Act 1986, that meetings of the members and creditors of the above Company will be held at Deloitte LLP, One Trinity Gardens, Broad Chare, Newcastle upon Tyne, NE1 2HF on 5 June 2013 at 10am and 11am respectively, for the purpose of laying before the meetings an account of the Joint Liquidators' acts and an account of the winding up

A form of proxy for use at the meetings, if desired, is enclosed herewith and should be lodged with the Joint Liquidators at Deloitte LLP, One Trinity Gardens, Broad Chare, Newcastle upon Tyne, NE1 2HF not later than noon on the business day before the meeting

N G Edwards  
**Joint Liquidator**

Rule 8 1 Insolvency Act 1986  
 PROXY (Creditors Voluntary Winding Up)

Notes to help completion of  
 this form

JARVIS CONSTRUCTION (UK) LIMITED

Please give full name and  
 address for communication.

NAME OF CREDITOR \_\_\_\_\_

ADDRESS \_\_\_\_\_

Please insert name of person  
 (who must be 18 or over) or  
 the "Chairman of the  
 Meeting" (see note below)  
 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  
 alternative(s)

NAME OF PROXY FOR CREDITOR

1 \_\_\_\_\_

2 \_\_\_\_\_

3 \_\_\_\_\_

Please delete words in  
 brackets if the proxy-holder  
 is only to vote as directed  
 i.e. if he/she 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 5 June 2013 or at any adjournment of that meeting. The proxy-  
 holder is to propose or vote as below (and in respect of any resolution for which no  
 specific instruction is given, may vote or abstain at his/her\* discretion)

Please complete paragraph  
 1 if you wish to nominate  
 or vote for a specific person  
 as liquidator

VOTING INSTRUCTIONS FOR RESOLUTIONS

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

Any other resolutions  
 which the proxy-holder is  
 to propose or vote in favour  
 of or against should be set  
 out in numbered paragraphs  
 in the space provided below  
 paragraph 1. If more room  
 is required please use the  
 other side of this form

This form must SIGNATURE \_\_\_\_\_

be signed 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

(\* - Delete as applicable)

Remember there may be resolutions on the other side of this form