

In accordance with  
Rule 5.10 of the  
Insolvency (England &  
Wales) Rules 2016 &  
Section 94(3) of the  
Insolvency Act 1986.

# LIQ13

## Notice of final account prior to dissolution in MVL



Companies House

TUESDAY



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A03

23/06/2020

#182

COMPANIES HOUSE

### 1 Company details

Company number 0 2 8 5 0 2 6 3

Company name in full Archworth Limited

→ Filling in this form  
Please complete in typescript or in  
bold black capitals.

### 2 Liquidator's name

Full forename(s) John Bell

Surname

### 3 Liquidator's address

Building name/number The Old Post Office

Street 63 Saville Street

Post town North Shields

County/Region Tyne & Wear

Postcode N E 3 0 1 A Y

Country United Kingdom

### 4 Liquidator's name ①

Full forename(s)

Surname

① Other liquidator  
Use this section to tell us about  
another liquidator.

### 5 Liquidator's address ②

Building name/number

Street

Post town

County/Region

Postcode

Country

② Other liquidator  
Use this section to tell us about  
another liquidator.

# LIQ13

## Notice of final account prior to dissolution in MVL

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### Final account

☒ I have delivered the final account of the winding up to the members in accordance with Section 94(2) and attach a copy.

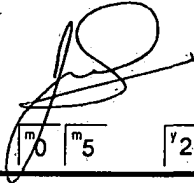
7

### Sign and date

Liquidator's signature

Signature

X



X

Signature date

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LIQ13

Notice of final account prior to dissolution in MVL



### Presenter information

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

Contact name **Malcolm Anderson**

Company name **Hawdon Bell & Co.**

Address **The Old Post Office**

**63 Saville Street**

Post town **North Shields**

County/Region **Tyne & Wear**

Postcode **N E 3 0 1 A Y**

Country **United Kingdom**

DX

Telephone **0191 2571737**



### Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have attached the required documents.
- ☐ You have signed the form.



### Important information

All information on this form will appear on the public record.



### Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the address below:

The Registrar of Companies, Companies House,  
Crown Way, Cardiff, Wales, CF14 3UZ.  
DX 33050 Cardiff.



### Further information

For further information please see the guidance notes on the website at [www.gov.uk/companieshouse](http://www.gov.uk/companieshouse) or email [enquiries@companieshouse.gov.uk](mailto:enquiries@companieshouse.gov.uk)

This form is available in an alternative format. Please visit the forms page on the website at [www.gov.uk/companieshouse](http://www.gov.uk/companieshouse)

**ARCHWORTH LIMITED**  
**MEMBERS VOLUNTARY LIQUIDATION**

**FINAL ACCOUNT TO THE MEMBERS OF ARCHWORTH LIMITED**  
**DATED 7 MAY 2020**

**INTRODUCTION**

I am in a position to conclude my administration of the liquidation and now submit my draft final account which should be read in conjunction with my previous report to members.

**STATUTORY INFORMATION**

Name of Company:	Archworth Limited
Trading address	The Coach House, Kitty Frisk, Hexham, Northumberland, NE46 1UN
Principal Trading Activity	Purchase and Letting of a domestic property
Registered office:	The Old Post Office, 63 Saville Street, North Shields, Tyne & Wear, NE30 1AY
Former registered office:	The Coach House, Kitty Frisk, Hexham, Northumberland, NE46 1UN
Company Registration Number	02850263
Liquidator's name:	John Bell
Liquidator's address:	The Old Post Office, 63 Saville Street, North Shields, Tyne & Wear, NE30 1AY
Liquidator's date of appointment:	8 March 2017

**LIQUIDATORS' ACTIONS SINCE APPOINTMENT**

The company was set up to facilitate the purchase and letting of 2 Ninth Avenue, Heaton. The business effectively ceased when the property was sold in December 2016 for £153,500. The net proceeds were paid into the company bank account held with Nat West Bank. Part of these proceeds was paid to the shareholders of the company prior to the liquidation in proportion to their shareholdings which created loan accounts due to the company. I therefore obtained the proceeds of the bank account and distributed the loan accounts in specie to the shareholders.

The company held 7000 shares in Mindgate Limited which I disposed of by means of a distribution in specie to the members. I collected a dividend due from Mindgate prior to this distribution.

The company had previously owned 19,000 shares in Goodvalue Limited. This company had been placed into Members Voluntary Liquidation and an interim distribution of £28,500 had already been made to Archworth Limited, prior to its liquidation. I collected a final distribution from Goodvalue Limited.

I arranged to draw up accounts and submit corporation tax returns for the year to 30 September 2016 and the period 1 October 2016 to 7 March 2017, the day before the date of liquidation. I paid the Corporation Tax and Capital Gains Tax due on the sale of the property and the uplift in value of the disposal of the shares in Goodvalue Limited and Mindgate Limited. I calculated and paid statutory interest due on Corporation Tax payments relating to the two periods prior to liquidation

I have made four distributions to members in specie and in cash.

The work I have carried out in connection with these matters is set out in more detail elsewhere in this report.

In addition, there is certain work that I am required by the insolvency legislation to undertake in connection with the liquidation that provides no financial benefit for the members. A description of the routine work undertaken since my appointment is attached.

#### **LIQUIDATORS' ACTIONS SINCE LAST REPORT**

I have received Corporation Tax clearance from HM Revenue & Customs have made a final distribution to members.

In addition, there is certain work that I am required by the insolvency legislation to undertake in connection with the liquidation that provides no financial benefit for the members. This represents the work involved in the routine administrative functions of the case by the office holder and their staff, together with the control and supervision of the work done on the case by the office holder. It does not give direct financial benefit to the members but must be undertaken by the office holder to meet their requirements under the insolvency legislation and the Statements of Insolvency Practice, which set out required practice that office holders must follow. A description of the routine work undertaken since my last report is as follows:

- Case planning - devising an appropriate strategy for dealing with the case on an ongoing basis and giving instructions to the staff to undertake the work on the case.
- Dealing with all routine correspondence and emails relating to the case.
- Maintaining and managing the office holder's estate bank account.
- Maintaining and managing the office holder's cashbook.
- Undertaking regular bank reconciliations of the bank account containing estate funds.
- Reviewing the adequacy of the specific penalty bond on a monthly basis.
- Undertaking periodic reviews of the progress of the case.
- Overseeing and controlling the work done on the case by case administrators.
- Filing returns at Companies House.

- Seeking closure clearance from HMRC and other relevant parties.
- Preparing, reviewing and issuing a draft final account of the liquidation to the members.
- Issuing the final account to the members
- Filing the final account at Companies House.

## RECEIPTS AND PAYMENTS ACCOUNT

My Receipts & Payments Account for the periods 8 March 2019 to 19 February 2020 and for the whole period of the liquidation from 8 March 2017 to 19 February 2020 is attached.

## REALISATION OF ASSETS

### Monies Held in the Company Bank Account with Nat West

I obtained the proceeds of the bank account on 18 April 2017 of £69,312.81. This compared with the figure £65,000 as shown in the Declaration of Solvency. The difference was because a cheque for £4,000 drawn on the account prior to the liquidation had not been cashed at the date of the liquidation. When the bank was informed of the liquidation, they refused to honour the cheque. As soon as I received the proceeds of the company bank account, I re-issued the cheque on the liquidation bank account.

### Loans and Advances to Members

Cash advances from the proceeds of the sale of the property totalling £124,000 were made to members in proportion to their shareholdings prior to the liquidation and were shown in the Declaration of Solvency for this amount as Loans and Advances. Their value was realised by means of a distribution of loans in specie to the members in proportion to their shareholdings.

### Shares in Mindgate Limited

The company owned 7,000 shares in Mindgate Limited. The cost of these shares in the company's accounts at the date of liquidation was £7,000. The actual value of these shares was estimated to be £36,000, as shown in the Declaration of Solvency. Their value was realised by means of a distribution of the shares in specie to the members in proportion to their shareholdings. The actual value of the shares distributed was £28,000.

### Debtor

The company secretary administered the business of Archworth Limited through his personal business SCM. In the course of this various credits and debits had arisen. After discussions I agreed with him that there was a net amount of £1,736.94 owed by SCM to the company which I have now collected.

## OTHER RECEIPTS

I have received several other receipts, as shown in the attached Receipts and Payments account which are self-explanatory.

## **LIABILITIES**

### **Secured Creditors**

An examination of the Company's mortgage register held by the Registrar of Companies, showed that the Company has no current charges over its assets.

### **Other Creditors**

There are no other creditors apart from corporation tax liabilities arising from the periods prior to the liquidation which have been paid in full, including statutory interest.

## **PRE-LIQUIDATION CORPORATION TAX**

I arranged for the company's annual accounts to be drawn up for the year to 30 September 2016 and for the final period to 7 March 2017, prior to the liquidation. I also arranged for corporation tax returns for these periods to be submitted.

The corporation tax due for the year to 30 September 2016 was £587.20 which was paid on 27 June 2017. The corporation tax due for the period to 7 March 2017 was £9,897.40 which was paid on 14 September 2017.

Previously there would be no interest payable on corporation tax payments such as these, provided they were paid within 9 months of the end of the period to which they related. HM Revenue and Customs have recently changed their interpretation of the relevant legislation and calculated that statutory interest of £426.44 was due from the company in respect of these payments. However, I have examined the relevant sections of the Insolvency Act and Rules and these provide that any amounts, which are a liability of the company at the date of liquidation, but which are not normally due for payment until after the date of liquidation, can be discounted in accordance with a set formula. The statutory interest due is then calculated on this reduced amount. My own calculation showed that, on this basis, statutory interest of only £71.08 was due and I advised HM Revenue & Customs accordingly. HM Revenue & Customs came back to me and said that only £45.26 was due which I have now paid.

## **POST-LIQUIDATION CORPORATION TAX**

I submitted a corporation tax return for the year to 7 March 2018. Corporation tax was due on bank interest earned during this period and on the uplift in value of the Mindgate Limited shares. The tax due was calculated at £2,821.54 which has now been paid.

I applied to HM Revenue & Customs for final clearance and confirmation that there were no outstanding corporation tax issues which they have agreed. Although a small amount of taxable income by way of bank interest has been received in the periods from 8 March 2018 to date HM Revenue & Customs have confirmed that do not require any further returns or payments.

## DISTRIBUTIONS

I have made the following distributions to the members in respect of their holding of 62,000 ordinary £1 shares:

<u>Date</u>	<u>Amount Per share</u>	<u>Value Distributed</u>	
	£	£	
8 March 2017	2.00	124,000	In Specie
27 April 2017	0.60	37,200	Cash
20 July 2017		12,300	Cash
	0.65	28,000	In specie
19 February 2020	<u>0.04</u>	<u>2,508</u>	Cash
Total	<u>3.29</u>	<u>204,008</u>	

## PRE-APPOINTMENT REMUNERATION

The Board previously authorised the payment of a fee of £1000 plus VAT for preparing the Declaration of Solvency, producing and circulating the notices for the meeting of Members prior to my appointment at a meeting held on 9 February 2017. This fee has been paid in full from the liquidation funds.

## LIQUIDATORS' REMUNERATION

My remuneration was previously authorised by Members at a meeting held on 8 March 2017 on a fixed fee basis of £2,000 plus VAT which I have now drawn in full.

A copy of 'A Members' Guide to Liquidators' Fees' is enclosed together with the Hawdon Bell & Co.'s Practice Fee Recovery Policy statement.

## LIQUIDATORS' EXPENSES

My expenses incurred during the liquidation to date and are as follows:

	08.03.2017	08.03.2019
	to	to
	19.02.2020	19.02.2020
	£	£
Liquidator's Insurance Bond Premium	255	-
Statutory Adverts in London Gazette	254	-
Oath Fee	10	-
Preparation of Final Accounts and Submission of CT600s	<u>870</u>	<u>-</u>
	<u>1,389</u>	<u>-</u>

Normally expenses do not have to be approved by members. However, because the accounts and CT600 work has been carried out by Bell Tindle Williamson LLP, a firm connected to Hawdon Bell & Co. by reason of having common partners, the estimated fee of £700 was originally approved by means of a resolution of the members passed at the meeting held on 8 March 2017. As Bell Tindle Williamson LLP were the company's accountants, I considered that it represented best value and service for carrying out the work.



However, the actual fees for this work totalled £870 as shown in the Receipts and Payments account. I obtained approval for this increase by means of a telephone call with Raymond Crawford.

All expenses have been paid in full from liquidation funds. I do not anticipate that there will be any further expenses in the liquidation.

#### **FURTHER INFORMATION**

A member may, with the permission of the Court or with at least 5% of the total voting rights of all the members having the right to vote at general meetings of the Company, request further details of the Liquidator's remuneration and expenses, within 21 days of receipt of this draft final account.

A member may, with the permission of the Court or with at least 10% of the total voting rights of all the members having the right to vote at general meetings of the Company, apply to Court to challenge the amount of remuneration charged by the Liquidator as being excessive, and/or the basis of the Liquidator's remuneration, and/or the amount of the expenses incurred as being excessive, within 8 weeks of their receipt of this draft final account.

The winding up of the Company is now for all practical purposes complete and I intend to deliver the final account by the date shown in the accompanying notice.

To comply with the Provision of Services Regulations, some general information about Hawdon Bell & co. can be found in the attached summary sheet.

#### **SUMMARY**

If members have any queries regarding the conduct of the Liquidation, or if they want hard copies of any of the documents made available on-line, they should contact Malcolm Anderson on 0191 2571737, or by email at [Malcolm.anderson@btw.uk.com](mailto:Malcolm.anderson@btw.uk.com) before our release.



John Bell  
Liquidator

## **Routine Work since Appointment**

### **Administration and Planning**

This represents the work involved in the routine administrative functions of the case by the office holder and their staff, together with the control and supervision of the work done on the case by the office holder. It does not give direct financial benefit to the members but must be undertaken by the office holder to meet their requirements under the insolvency legislation and the Statements of Insolvency Practice, which set out required practice that office holders must follow.

- Case planning - devising an appropriate strategy for dealing with the case and giving instructions to the staff to undertake the work on the case.
- Setting up physical and electronic case files.
- Issuing the statutory notifications to creditors and other required on appointment as office holder, including gazetting the office holder's appointment.
- Obtaining a specific penalty bond.
- Convening and holding a general meeting of members (as applicable).
- Dealing with all routine correspondence and emails relating to the case.
- Opening, maintaining and managing the office holder's estate bank account.
- Creating, maintaining and managing the office holder's cashbook.
- Undertaking regular bank reconciliations of the bank account containing estate funds.
- Reviewing the adequacy of the specific penalty bond on a monthly basis.
- Undertaking periodic reviews of the progress of the case.
- Overseeing and controlling the work done on the case by case administrators.
- Preparing, reviewing and issuing annual progress reports to the members.
- Filing returns at Companies House.
- Preparing and filing Corporation Tax returns.
- Seeking closure clearance from HMRC and other relevant parties.
- Preparing, reviewing and issuing a draft final account of the liquidation to the members.
- Issuing the final account to the members
- Filing the final account at Companies House.

**ARCHWORTH LIMITED**  
**MEMBERS VOLUNTARY LIQUIDATION**

Summary of receipts and payments for the period 8 March 2019 to 7 May 2020 and for the whole period of the liquidation from 8 March 2017 to 7 May 2020.

Per Declaration of Solvency £		08.03.2019 to 19.02.2020 £	08.03.2017 to 19.02.2020 £
	<u>Balance at 8 March 2019</u>	2498.02	
	<u>Realisations</u>		
65000	Balance at Nat West Bank	-	69312.81
36000	Shares in Mindgate Limited	-	28000.00
124000	Loans and Advances to Members	-	124000.00
<u>225000</u>		<u>2498.02</u>	<u>221312.81</u>
	<u>Add Other Receipts</u>		
	Bank Interest (Gross)	5.01	17.32
	Debtor	-	1736.94
	Distribution from Goodvalue Limited	-	2140.40
	Dividend from Mindgate Limited	-	1400.00
	Interest on Early Repayment of Corporation Tax	4.99	16.51
	<u>Total Receipts</u>	<u>2508.02</u>	<u>226623.98</u>
	<u>Less Costs &amp; Expenses of Liquidation</u>		
	Oath Fee	-	10.00
	Indemnity Bond Premium (£250,000)	-	255.00
	Statutory Adverts in London Gazette	-	253.80
	Bell Tindle Williamson LLP - Accounts and CT 600 to 30.09.2016	-	570.00
	Bell Tindle Williamson LLP - Accounts and CT 600 to 07.03.2017	-	300.00
	Corporation Tax for Year to 8 March 2018	-	2821.54
	Irrecoverable VAT	-	875.76
		<u>2508.02</u>	<u>221537.88</u>
	<u>Other Payments</u>		
	Reissue of Unpaid Cheque	-	4000.00
		<u>2508.02</u>	<u>217537.88</u>
	<u>Less Fees &amp; Expenses Paid to Hawdon Bell &amp; Co.</u>		
	Declaration of Solvency Fee	-	1000.00
	Liquidator's Remuneration	-	2000.00
	<u>Carried Forward</u>	<u>2508.02</u>	<u>214537.88</u>

**ARCHWORTH LIMITED**  
**MEMBERS VOLUNTARY LIQUIDATION**

Summary of receipts and payments for the period 8 March 2019 to 7 May 2020 and for the whole period of the liquidation from 8 March 2017 to 7 May 2020.

	08.03.2019 to 19.02.2020 £	08.03.2017 to 19.02.2020 £
<b><u>Brought Forward</u></b>	2508.02	214537.88
<b><u>Less Payments to Creditors</u></b>		
Corporation Tax to 30.09.2016 - Paid on 27 June 2017 at 100p in £	-	587.20
Corporation Tax to 07.03.2017 - Paid on 14 September 2017 at 100p in £	-	9897.40
Statutory Interest	-	45.26
	<u>2508.02</u>	<u>204008.02</u>
<b><u>Less Distributions to Members</u></b>		
Class of Share: Ordinary, £1 Nominal Value		
8 March 2017 - 1st Distribution in Specie at £2.00 per share	-	124000.00
27 April 2017 - 2nd Distribution in Cash at 60p per share	-	37200.00
20 July 2017 - 3rd Distribution at 65p per share:		
Cash	-	12300.00
Shares in Mindgate Limited	-	28000.00
19 February 2020 - 4th Distribution in Cash at 4.04p per share	<u>2508.02</u> <u>0.00</u>	<u>2508.02</u> <u>0.00</u>

**Notes**

- 1 Receipts and Payments are shown net of VAT which is irrecoverable.
- 2 The basis of the valuation for the assets distributed in specie was as follows:
  - 1st Distribution** - An amount of £124,000 was included in Loans and Advances in the company's accounts for the period ended 7 March 2017, up to the date of liquidation. These were distributions to shareholders of part of the proceeds of the company bank account, made prior to the liquidation, in proportion to their shareholdings.
  - 3rd Distribution** - Archworth Limited held 7000 shares in Mindgate Limited which were distributed in specie to the members of Archworth in proportion to their shareholdings. The Mindgate shares were valued at £4 each. Their valuation was based on the latest accounts which were prepared by Bell Tindle Williamson Williamson LLP.