

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

Name of Company
SCS Upholstery PLC

Company number

02854197

In the
High Court of Justice, Chancery Division, Leeds
District Registry
[full name of court]

Court case number
983 of 2008

We Mark Granville Firmin
KPMG LLP
1 The Embankment
Neville Street
Leeds
LS1 4DW
United Kingdom

Richard Dixon Fleming
KPMG LLP
1 The Embankment
Neville Street
Leeds
LS1 4DW
United Kingdom

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

- (a) Insert place of meeting (a) Malmaison, 1 Swinegate, Leeds, LS1 4AG
(b) Insert date of meeting (b) on 08 September, 2008 at 10 30am which

*Delete as applicable *1 Proposals / ~~revised proposals~~ were approved

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

~~The modifications made to the proposals are as follows~~

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

(c) _____

~~*3 The proposals were rejected~~

(d) Insert time and date of
adjourned meeting

~~*4 The meeting was adjourned to (d) _____~~

(e) Details of other
resolutions passed

~~*5 Other resolutions (e) _____~~

THURSDAY



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AHQJ931D

11/09/2008

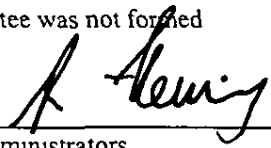
89

COMPANIES HOUSE

~~The revised date for automatic end-to-administration is~~

A creditors' committee was not formed

Signed


Joint Administrators

Dated

8 September 2008

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

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.

David Whittle
KPMG LLP
1 The Embankment
Neville Street
Leeds
LS1 4DW

DX Number DX 724440 Leeds

+44 113 2313945
DX Exchange

Companies House receipt date barcode

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

Administrators' proposals

The Joint Administrators propose the following resolutions 1 and 2.

RESOLUTION (1):

- to continue to do all such things reasonably expedient and generally exercise all their powers as contained in Schedule 1 to the Insolvency Act 1986 as Joint Administrators as they, in their absolute discretion, consider desirable in order to maximise realisations from the assets of the Company,
- to investigate and, if appropriate, pursue any claims the Company may have,
- to seek an extension to the administration period if deemed necessary by the Joint Administrators pursuant to Paragraph 76 of Schedule B1 of the Insolvency Act 1986,
- to allow the administration to cease to have effect following its 12 month period, or any extension thereof,
- to seek if appropriate, permission of the Court to make a distribution to unsecured creditors of the Company pursuant to Paragraph 65 of Schedule B1 of the Insolvency Act 1986 and to seek, if appropriate, any other directions from the Court,
- when it is considered that no further distributions will be made and that the Joint Administrators have concluded their duties, to take the necessary steps to move the Company from administration to dissolution, pursuant to Paragraph 84 of Schedule of B1 of the Insolvency Act 1986,
- if the Joint Administrators consider that a distribution will be made to unsecured creditors of the Company, and if deemed appropriate by the Joint Administrators, to take the necessary steps to move the Company into Creditors' Voluntary Liquidation pursuant to Paragraph 83 of Schedule B1 of the Insolvency Act 1986,
- if Creditors Voluntary Liquidation is deemed appropriate, that the Joint Administrators will seek the appointment of Mark Granville Firmin and Richard Dixon Fleming of KPMG LLP as Joint Liquidators of the Company, at the appropriate time without any further recourse to creditors. In accordance with Paragraph 83(7) of Schedule B1 of the Insolvency Act 1986 and Rule 2.117(3) of the Insolvency Rules 1986, creditors may nominate a different person as the proposed liquidator, provided that the nomination is made after the receipt of the proposals and before the proposals are approved,
- if one of the criteria set out in Paragraph 79(2) of Schedule B1 of the Insolvency Act 1986 apply to the Company, the Joint Administrators can make an application to Court to end the administration and, if deemed appropriate, to petition the Court for the winding up of the Company. If appropriate, the Joint Administrators will, at the same time, apply to be appointed as Joint Liquidators under Section 140(1) of the Insolvency Act 1986,
- in the event that Mark Granville Firmin and Richard Dixon Fleming are appointed as Joint Liquidators then they will act jointly and severally,

- the Joint Administrators will be discharged from liability under Paragraph 98 of Schedule B1 of the Insolvency Act 1986 immediately upon their appointment as Joint Administrators ceasing to have effect

RESOLUTION (2):

- in the event that no Creditors' Committee is formed, the Joint Administrators be authorised to draw fees on account from the assets of the Company, from time to time during the period of the administration based on time properly spent working on the case at KPMG LLP charge out rates that reflect the complexity of the assignment in accordance with rule 2.106. In the event that Mark Granville Firmin and Richard Dixon Fleming be appointed Joint Liquidators then they will be able to draw fees on the same basis as the Joint Administrators as agreed by the Company's creditors. Also, that the Joint Administrators be authorised to draw disbursements from time to time to include category two disbursements,
- that the costs of KPMG LLP in respect of health and safety, tax, VAT and pension advice provided to the Joint Administrators be based upon time costs and shall be paid out of the assets of the Company

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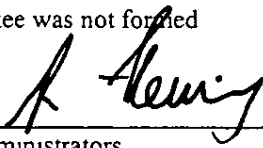
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- when it is considered that no further distributions will be made and that the Joint Administrators have concluded their duties, to take the necessary steps to move the Company from administration to dissolution, pursuant to Paragraph 84 of Schedule of B1 of the Insolvency Act 1986,
- if the Joint Administrators consider that a distribution will be made to unsecured creditors of the Company, and if deemed appropriate by the Joint Administrators, to take the necessary steps to move the Company into Creditors' Voluntary Liquidation pursuant to Paragraph 83 of Schedule B1 of the Insolvency Act 1986,
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