

Rule 1 26/  
1 54

The Insolvency Act 1986  
 Notice to Registrar of  
 Companies of Supervisor's  
 Abstract of Receipts and  
 Payments  
 Pursuant to Rule 1 26(2)(b) or  
 Rule 1 54 of the  
 Insolvency Rules 1986

# R.1.26(2)(b)/ R.1.54

For Official Use

To the Registrar of Companies

Company Number

03095391

Name of Company

Onyvax Limited (in CVA)

We  
 Paul Howard Finn and Michael Field  
 Tong Hall  
 Tong  
 West Yorkshire  
 BD4 0RR

supervisor(s) of a voluntary arrangement taking effect on

09 September 2009

present overleaf my/our abstract of receipts and payments for the period from

09 September 2011

to

08 September 2012

Number of continuation sheets (if any) attached



Signed

Date

08 November 2012

Finn Associates  
 Tong Hall  
 Tong  
 West Yorkshire  
 BD4 0RR

Ref ONY1218/PHF/MF/JDR

For Official Use

FRIDAY



\*A1LCQ3P7\*

A33

09/11/2012

#184

COMPANIES HOUSE

<b>RECEIPTS</b>		<b>£</b>
Brought forward from previous Abstract (if any)		691,143 70
Bank Interest Gross		89 44
Vat Control Account		783 12
Carried forward to * <del>continuation sheet</del> / next abstract		692,016 26
<b>PAYMENTS</b>		<b>£</b>
Brought forward from previous Abstract (if any)		646,005 51
Supervisors' Fees		9,470 00
Supervisors' Disbursements		172 36
Corporation Tax		33 99
Registered Office Charge		180 00
Unsecured Creditors 31p in the £		23,566 94
Vat Receivable		36 00
Carried forward to * <del>continuation sheet</del> / next abstract		679,464 80

\* Delete as appropriate

\* Delete as appropriate

Note - The receipts and payments must severally be added up at the foot of each sheet and the totals carried forward from one abstract to another without any intermediate balance so that the gross totals shall represent the total amounts received and paid by the supervisor since he was appointed

**IN THE HIGH COURT OF JUSTICE CVA NO 13471 OF 2009**

**IN THE MATTER OF THE INSOLVENCY ACT 1986  
AND  
IN THE MATTER OF ONYVAX LIMITED ('the company')**

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**Joint Supervisors' Third Annual Report to Creditors  
pursuant to Rule 1.26 of the Insolvency Rules 1986**

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**1. Introduction**

- 1 1 The Company Voluntary Arrangement (CVA) of Onyvax Limited was approved with modifications by creditors at a general meeting held for that purpose on 09 September 2009, at which Paul H Finn and Michael Field (IP Nos 5367 and 1586 respectively) of this firm were appointed Joint Supervisors
- 1 2 The arrangement was due to be concluded on 09 September 2012, [or until such earlier date as the clinical tests (upon which the arrangement is based) were terminated, or successfully finished] This position, as reported last year, has now altered and is discussed further at 4 below
- 1 3 Pursuant to Rule 1 26 of the Insolvency Rules 1986, the Supervisors now write by way of an annual report on the progress and efficacy of the CVA during its third year

**2 Receipts and Payments**

- 2 1 A summarised Receipts and Payments Account for the financial 12 month period between 09 September 2011 and 08 September 2012, together with cumulative amounts since the start of the CVA is attached at appendix 1 Please note that all funds are held in an interest bearing account at the Royal Bank of Scotland and are shown net of VAT
- 2 2 No receipts have been made during the period of the report save for bank interest of £89 44
- 2 3 A payment of £180 has been made to Manormead Limited in respect of charges incurred in the provision of the registered office Manormead Limited is a company 50% owned by Paul Finn of Finn Associates
- 2 4 No payments have been made to third parties within the period and there are no outstanding fees due in this regard
- 2 5 A further interim dividend of 1p in the £ has been paid to unsecured creditors as noted further at 4 6 below

**3 Basis of the Arrangement – Clinical Trials**

- 3 1 Creditors will recall that the CVA was based on the continuation of ongoing clinical trials being conducted at the Mayo Clinic, Rochester, Minnesota It was stated within our

second report that these trials had been suspended and we can now advise have been terminated

#### **4 Proposals for the way forward**

4 1 The position (as reported last year) is recapped as follows

4 2 *To avoid the continuing costs of maintaining the CVA regime in place within a scenario that is unlikely to produce further realisations, the Supervisors intend to issue a compliance certificate in due course and effect a final distribution to proving creditors*

4 3 *On issuing that certificate, all creditor claims against the company will be deemed settled in full under the terms of the company's arrangement with its creditors and the company will be returned to the directors / shareholders*

4 4 *We are advised however that there is little appetite from the incumbent directors to continue with the company given its limited prospects, with implications as to whether tax relief will be available to shareholders, without a liquidation of the company*

4 5 *Accordingly, it is proposed once the final distribution is made, and the certificate of compliance issued, that the Supervisors assist the company's directors in placing the company into Members' Voluntary Liquidation, thereby triggering a termination event required for tax purposes*

4 6 The majority creditor has agreed with the proposed way forward and creditors will be aware that a further interim dividend of 1p in the £ was issued on 24 August 2012 together with an accompanying letter, the narrative of which is replicated herewith for ease of reference

*"In our report to you dated 10 November 2011, we intimated our intention to distribute a final dividend in the order of 1 5p in the £, since which time, HMRC have experienced difficulty in repaying a claim for input VAT (now received) and have re-submitted an overall claim in respect of claimed unpaid taxation which the Supervisors' believe to be incorrect and have been engaged over several months in attempting to agree a final figure*

*Under the circumstances, the Supervisors have elected to pay this further Interim dividend and will look to make a final nominal distribution following admission of HMRC's claims "*

4 7 Unfortunately this claim has still not been agreed although the Supervisors are hopeful of a positive outcome within the next few weeks following which a final dividend will be declared and the company wound-up via the process of a Members' Voluntary Liquidation

#### **5 Creditor Claims / Dividend Prospects**

5 1 *Preferential Claims*

Known preferential claims have been paid in full

5 2 *Unsecured Non – Preferential Claims*

By way of three separate payments, a total dividend of 31p in the £ has been paid to proving unsecured creditors, whose claims currently stand at £2,015,840 88

As noted at 4.6 above it is anticipated that the final dividend (estimated to be in the order of 0.5p in the £) will be issued within the next few weeks once the final claim of HMRC has been received

## **6 Joint Supervisors' Remuneration and Disbursements**

- 6.1 The Joint Supervisors' time costs following appointment, up to 08 September 2012, total £37,595 and represent 222.50 hours input at an hourly average rate of £168.97. These costs are further analysed at appendix 2 to this report
- 6.2 The Joint Supervisors have drawn £29,470 on account of their fees (based on time costs) during the duration of the CVA, up to the end of the period covered by this report, in accordance with sanction received by creditors, and capped at this amount to include all future work within the proposed winding-up of the company
- 6.3 The work that has been carried out to date within the arrangement derives from the responsibilities placed upon the Supervisors by the underlying legal and regulatory framework for work of this nature. The Supervisors believe this case to be of average complexity with no exceptional responsibility attaching thereto. A schedule in respect of classification of work function undertaken in this case is attached at appendix 3 hereto for creditors' further information, together with a creditors' guide to the fees and disbursements charged by Finn Associates
- 6.4 Disbursements totalling £879.21 of which £815.40 has been drawn on account, analyse as follows,

### *Category 2 Disbursements*

Category 2 disbursements represent expenses charged by Finn Associates to recover costs incurred by the supervisors

	£ (billed)	£ (outstanding)
Company Search / I D Check	2.00	
Facsimile	43.50	
Motor & Travel/Subst	155.00	
Photocopying / Print	316.11	16.95
	-----	-----
Total	516.61	16.95
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### *Category 1 Disbursements*

Category 1 disbursements represent direct costs charged by third parties and recovered by the supervisors

	£ (billed)	£ (outstanding)
Postage	299.19	38.66
Courier		7.80
	-----	-----
	299.19	46.46
	-----	-----

Other direct cost disbursements have been drawn as per the Receipts and Payments Account

**7 Cooperation with Supervisors**

- 7 1 The Supervisors are satisfied that the directors are continuing to cooperate with them in the implementation of the arrangement
- 7 2 The Supervisors are further satisfied that the directors are taking reasonable steps to ensure that the company complies with its obligations pursuant to the terms of the arrangement generally

**8. Further Information**

- 8 1 Please note that within 21 days of receipt of a progress report a creditor or creditors may request, in writing, further information from the Supervisors regarding remuneration and expenses To make a request the creditor or creditors must either collectively have at least 5% in value of unsecured creditors or have permission of the Court
- 8 2 The Supervisors are obliged to provide the requested information within 14 days unless one of the following applies
- the time and cost involved in preparing the information would be excessive
  - disclosure would be prejudicial to the conduct of the arrangement or might lead to violence against any person
  - the Joint Supervisors are subject to an obligation of confidentiality in respect of the information
- 8 3 Any creditor can apply to Court within 21 days of the Supervisors' refusal to have the decision reviewed or if the Supervisors have not supplied the information within the prescribed 14 day period
- 8 4 If any creditor is dissatisfied with the quantum or basis of the Supervisors' remuneration or disbursements they may make an application to Court for them to be reviewed Any such application should be made within eight weeks of receiving the report Any creditor considering such action should seek their own independent legal advice but we would advise that unless the Court orders otherwise, the costs of such an application must be borne by the applicant and will not constitute an expense of the arrangement
- 8 5 A further explanatory note about this can be accessed at the R3 website [www.r3.org.uk](http://www.r3.org.uk) In any event we would recommend that you initially contact this office with any queries you may have pertaining to this case

**Paul H Finn**  
**Joint Supervisor**

**Dated this 07 November 2012**

**APPENDIX I**  
**RECEIPTS & PAYMENTS ACCOUNT**

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**Onyvax Limited (in CVA)**  
**(Under a Voluntary Arrangement)**

**Summary of Receipts & Payments**

<b>RECEIPTS</b>	<b>Statement of Affairs (£)</b>	<b>From 09/09/2009 To 08/09/2011 (£)</b>	<b>From 09/09/2011 To 08/09/2012 (£)</b>	<b>Total (£)</b>
Funds Transferred from Administration		619,283 37	0 00	619,283 37
Administration Vat Recovered		4,269 05	0 00	4,269 05
Grants Receivable		4,064 84	0 00	4,064 84
Insurance Premium Refund		4,840 78	0 00	4,840 78
Funds Held by Solicitors		1,045 04	0 00	1,045 04
Intellectual Property Rights		35,000 00	0 00	35,000 00
Refunds Received		311 66	0 00	311 66
Sundry Receipts		50 00	0 00	50 00
Paye and National Insurance Overpaid		10,837 31	0 00	10,837 31
Recovery of Administrators' Costs		10,263 00	0 00	10,263 00
Bank Interest Gross		1,178 65	89 44	1,268 09
		<b>691,143 70</b>	<b>89 44</b>	<b>691,233 14</b>
<b>PAYMENTS</b>				
Specific Bond		680 00	0 00	680 00
Supervisors' Fees		20,000 00	9,470 00	29,470 00
Supervisors' Disbursements		643 44	172 36	815 80
Patent Fees and Expenses		6,399 00	0 00	6,399 00
Consultancy Fees		1,504 41	0 00	1,504 41
Legal Fees		6,028 27	0 00	6,028 27
Corporation Tax		313 83	33 99	347 82
Registered Office Charge		0 00	180 00	180 00
Preferential Creditors 100p in the £		8,113 04	0 00	8,113 04
Unsecured Creditors 31p in the £		602,323 52	23,566 94	625,890 46
		<b>646,005 51</b>	<b>33,423 29</b>	<b>679,428 80</b>
<b>Net Receipts/(Payments)</b>		<b>45,138 19</b>	<b>(33,333 85)</b>	<b>11,804 34</b>
<b>MADE UP AS FOLLOWS</b>				
Vat Receivable		3,168 45	36 00	3,204.45
Bank - Current Account		40,111.95	(28,343.61)	11,768.34
Vat Payable		(1,539 45)	0 00	(1,539 45)
Vat Control Account		(845 88)	(783 12)	(1,629 00)
		<b>40,895 07</b>	<b>(29,090 73)</b>	<b>11,804 34</b>



**APPENDIX II**  
**ANALYSIS OF SUPERVISORS' COSTS**

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**Finn Associates****TIME & CHARGEOUT SUMMARIES**

Onyvax Limited (CVA)

To 8 Sep 2012

**HOURS**

Classification Of work Function	Partner	Manager	Other Senior Professional	Assistants & Support Staff	Total Hours	Time Cost £	Average Hourly Rate £
Administration & Planning	3 60	11 60	89 90	0 00	105 10	16,769 50	159 56
Realisation of Assets	0 20	0 00	0 00	0 00	0 20	68 00	340 00
Creditors	22 10	6 40	74 80	6 50	109 80	20,290 50	184 80
Cashier	0 00	0 00	4 20	0 00	4 20	299 50	71 31
Secretarial	0 00	0 00	0 00	3 20	3 20	167 50	52 34
Investigations	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Trading	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Total Fees Claimed £	8,517 50	3,796 00	24,396 50	885 00		37,595 00	
Total Hours	25 90	18 00	168 90	9 70	222 50		
Average Rate	328 86	210 89	144 44	91 24			

**APPENDIX III**

**CREDITORS' GUIDE TO FEES AND DISBURSEMENTS**

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ONYVAX LIMITED  
IN COMPANY VOLUNTARY ARRANGEMENT

Notes to the time and charge-out summary

**Classification of work function**

The headlines provided in the analysis are as set out in best practice guidelines and include but are not limited to the following

**1. Administration & Planning**

- Case planning
- Case set up routines
- Companies House Searches
- Periodic partner/manager reviews
- Correspondence with solicitors/agents
- Securing the premises/liaising with advising agents
- File maintenance
- Client identity checks
- Ethical/compliance checks
- Filing documents at Companies House
- Advertising
- Preparing & issuing notices as required by the Insolvency Act 1986
- Case closure

**2 Creditors**

- Ongoing correspondence with company's preferential creditors (employees)
- Liaison with Insolvency Service Redundancy Payments Office
- Ongoing correspondence with company's non preferential creditors
- Agreeing claims of preferential creditors
- Agreeing claims of non-preferential creditors
- Ongoing liaison with HM Revenue & Customs
- Reporting to all classes of creditors

**3 Asset Realisation**

- Correspondence with associated parties and ongoing action regarding recovery of monies owed to the company
- Liaising with appointed advisers in respect of asset recovery

**Creditors' Guide to the Fees, Expenses and Disbursements charged by Finn Associates**  
**Rates applicable from 01 January 2012**

**Insolvency Practitioner's Licensing Body**

Paul Howard Finn (no 5367) is licensed by The Institute of Chartered Accountants in England and Wales, Chartered Accountants' Hall Moorgate Place, PO box 433, London, EC2R 6EA

Michael Field (no 1586) is licensed by the Insolvency Practitioner's Association, Valiant House, 4 – 10 Heneage Lane, London, EC3A 5DQ

**Insolvency Practitioners' Fees**

Where it has been agreed by resolution of the creditors or the creditor's committee that the office holder's remuneration will be calculated by reference to the time properly given by the insolvency practitioner and his staff in attending to matters arising in the administration, then such remuneration will be calculated in units of 6 minutes at the following hourly rates

Grade	Hourly Rate Standard £	Hourly Rate Complex £
Principals/Consultants	300 – 435	490 – 585
Managers	200 – 295	310 – 415
Administrators	160 – 190	
Assistants / Support Staff	50 – 135	

Charge out rates are exclusive of valued added tax and subject to an annual review Creditors will be advised of any alteration thereto

For remuneration purposes the insolvency practitioner's staff includes other directors and consultants within Finn Associates together with Finn Associates employees

**Expenses and Disbursements**

*Category 1 – Disbursements charged at actual cost*

The payment of Category 1 disbursements will be a charge against the estate to recover the costs of the actual disbursement, including insolvency bonds, oath fees, company searches, redirection of mail, accommodation and subsistence, hire of meeting rooms or any other miscellaneous item paid out in respect of the administration of the estate A separate amount will be charged by way of an expense to recover the cost of Category 2 disbursements provided by the insolvency practitioner's firm

*Category 2 – Disbursements involving a service provided by the Insolvency Practitioner's firm*

Category 2 disbursements will include storage of company's books and records at the insolvency practitioner's own storage facility The books and records will be stored in archive boxes and a storage fee will be charged at the rate of £3 75 per box per month for the first 20 boxes and £2 50 per month for all additional boxes The charge covers the cost of provision of the box, transport to and from the storage facility, storage charges and removal and destruction of the stored books and records Where boxes are held at the firm's offices (for example to facilitate forensic/general investigation) a fixed charge of £2 50 per box per month will be charged in respect of each box irrespective of number

An annual fee of £180 will be charged for the maintenance of a company's registered office at Finn Associates' Central Administration address

The charge for the use of in-house meeting rooms will be a flat rate of £100 per meeting This includes where requested, the use of computer and media facilities and refreshments

Travelling by motor vehicle on business for the administration of the insolvency will be charged to the estate per mile at the appropriate rate currently published by the "AA" for the type of vehicle and engine size used

All circulars will be sent out by first class post, with the actual cost of postage charged as a Category 1 disbursement Stationery and photocopying will be charged out at a flat rate per sheet depending upon the size of the circular run, viz

No of Sheets	Pence per Sheet
1 - 25	28
26 – 50	14
51 plus	7

Telephone, mobile, email and facsimile costs are recovered by way of an annual charge comprising a fixed fee of £10 plus a charge of £3 20 per creditor proving in the case

Identity checks are carried out on (amongst others) all instructing directors These form part of our obligations under the Money Laundering Regulations and are charged at £35 per identity check Company searches are charged at £65 per company

All 'Category 2' charges are subject to periodic review, notice of which will be provided to creditors as part of the normal reporting procedure

**Professional Indemnity**

Finn Associates hold Professional Indemnity cover with CNA Insurance Company Limited The limit of each claim is £2 m and the cover holds worldwide jurisdiction excluding USA and Canada

**Complaints Procedure**

In the first instance any complaints should be addressed in writing to Finn Associates, Tong Hall, Tong, West Yorkshire, BD4 0RR

In the event that any complaint is not rectified to your satisfaction then further representations may be made to the respective Insolvency Practitioner's licensing body, details of which can be found on at the top of this information sheet