

Liquidator's Progress Report**S.192****Pursuant to Sections 92A, 104A and 192 of the
Insolvency Act 1986**

To the Registrar of Companies

Company Number

03161449

Name of Company

(a) Insert full name of
company

(a) TKO LICENSING LIMITED

(b) Insert full name(s) and
address(es)

We (b)

Trevor John Binyon of Opus Restructuring LLP, One Euston Square, 40 Melton Street, London, NW1 2FD and Timothy John Edward Dolder of Opus Restructuring LLP, MWB Exchange House, 494 Midsummer Boulevard, Milton Keynes, MK9 2EA

the liquidators of the company attach a copy of our Progress Report under section 192 of the Insolvency Act 1986

The Progress Report covers the period from 23 December 2013 to 22 December 2014

Signed

Date

21/1/2015

Presenter's name,
address and reference (if
any)

Trevor John Binyon
Opus Restructuring LLP
One Euston Square
40 Melton Street
London
NW1 2FD

THURSDAY



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22/01/2015

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COMPANIES HOUSE

**TKO LICENSING LIMITED ("THE COMPANY")
(IN CREDITORS' VOLUNTARY LIQUIDATION)**

ANNUAL PROGRESS REPORT

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1 INTRODUCTION

The purpose of this report is to detail the acts and dealings of the Joint Liquidators and it should be read in conjunction with previous correspondence to creditors

2. BACKGROUND

REGISTERED NAME, ADDRESS AND NUMBER

Registered Name	TKO Licensing Limited
Registered Office	One Euston Square 40 Melton Street London NW1 2FD
Former Registered Office	Bosworths Park Road Slaugham Hayward Heath West Sussex RH17 6AQ
Registered Number	02608799
Trading Names	n/a

APPOINTMENT DETAILS

Name of Liquidators	Trevor John Binyon and Timothy John Edward Dolder
Address of Liquidators	Opus Restructuring LLP One Euston Square 40 Melton Street London NW1 2FD
Date of Appointment	23 December 2013
Change in Office Holder	n/a

The Company's principal activity was artistic creation

3 ASSET REALISATIONS

The Joint Liquidators' receipts and payments account for the period from 23 December 2013 to 22 December 2014 is attached at **Appendix 1**

Asset Name	Est To Realise	Realised To Date
	£	£
Receipts		
Book Debts	<u>uncertain</u>	<u>nil</u>
	uncertain	nil

According to the Statement of Affairs lodged in these proceedings, the assets of the Company were considered to have an uncertain estimated value. However, these assets have since been appraised by Wyles Hardy & Co, suitably qualified valuing agents. Any such right, title and interest to the business and assets of the Company and four other companies in the group were sold collectively on 24 November 2014. The total consideration was £25,000 plus VAT. The sales consideration was structured as follows, £5,000 plus VAT upfront and eight further monthly tranches of £2,500 plus VAT.

To date, we have received the following,

Asset Name	Agreed Sales Price	Realised To Date
	£	£
Goodwill	1 00	nil
Business Intellectual Property	<u>500 00</u>	<u>nil</u>
Total	<u>501 00</u>	<u>nil</u>

Once all tranches have been received in respect of the overall sale, the balancing consideration of £501 00 plus VAT will be allocated to this Company.

In accordance with **Statement of Insolvency Practice 13, Acquisition of Assets of Insolvent Companies by Directors**, the disposal of the assets to a director or associated party certain disclosures are required. These are set out below,

Requirement	Narrative
Date of the transaction	24 November 2014
Details of the assets	Any such right, title and interest to the goodwill, stock & intellectual property rights
Nature of the transaction	Part of a global sale of any such right title and interest in the goodwill, stock and intellectual property of, <ul style="list-style-type: none"> • Elm Street Media Limited • Elm Street Media Group Limited • TKO Licensing Limited • TKO Publishing Limited • Pegasus Entertainment Limited
Consideration for the transaction	£25,000 plus VAT in respect of the group of companies
When Paid	£5,000 plus VAT to be paid up-front with 8 further monthly payments of £2,500 plus VAT. The sale proceeds to be apportioned as detailed in the table immediately above.

Name of the Counterparty	Stratx Consulting Limited
Nature of Connection with Vendor	Director of company in liquidation ("Vendor") and stakeholder of Counterparty
Pre-appointment Sale	n/a
Purchaser independently advised	Not aware albeit that recommendation was made to do so
Where pre-appointment sale, the level of involvement of the Liquidators	n/a

Payments

No payments have been made in the period

4 LIQUIDATORS' ACTIONS/INVESTIGATIONS

A liquidator's function is to get in the assets of the company/group and distribute them to the creditors. To that end he has a duty to investigate what assets can be realised and what other recoveries can be made. When considering the scope and detail of his investigations the liquidator should bear in mind their impact on the creditors' interests.

If a liquidator decides that further investigation should be undertaken, he should discuss the scope of the work and funding issues with the creditors' committee in accordance with **Statement of Insolvency Practice 2, Investigations by Office Holders in Administrations and Insolvent Liquidations**. In the case of a potential action, account will need to be taken of the availability of adverse costs insurance.

A liquidator's obligations in accordance with **Statement of Insolvency Practice 4, Disqualification of Directors** is to prepare a report on the conduct of the directors in accordance with the Company Director Disqualification Act 1986. This report has been completed and submitted to the Department of Business Innovations & Skill ("DBIS"). In order for action to be taken by the DBIS or indeed a liquidator, tangible evidence of wrongdoing needs to be demonstrated. Therefore, a liquidator is expected to base his report, or decision that only a return is necessary, on information coming to light in the ordinary course of his work and is not required to carry out investigations specifically for the purpose of fulfilling his duties.

However, the Liquidation committee of Elm Street Media Group Limited and Pegasus Entertainment Limited has provided comprehensive information to the Joint Liquidators and Wyles Hardy & Co, and a report has been submitted to DBIS based on evidence available. The content of this report remains confidential between the Joint Liquidators and DBIS.

5 CREDITORS CLAIMS & DIVIDEND PROSPECTS

Secured Creditors

There are no secured creditors in this case.

Dividend in Relation to the Prescribed Part

The Joint Liquidators must state the amount of funds available to unsecured creditors in respect of the prescribed part. This provision only applies where the Company has granted a floating charge to a creditor after 15 September 2003. In this instance no such provisions apply.

Preferential creditors

There are considered to be no preferential creditors in respect of this Company

Unsecured creditors

Unsecured credit claims have not been adjudicated as there will be no distribution to unsecured creditors

6 COSTS AND EXPENSES

No payments have been made during this period as set out in **Appendix 1** to this report

Pre-Appointment Costs

A fixed fee of £4,000 00 plus VAT was agreed and paid by the director prior to the S98 meeting

Joint Liquidators' Remuneration

The Joint Liquidators' remuneration was approved on a time cost basis in relation to this assignment, as authorised by creditors at the meeting of creditors on the 23 December 2013 and in accordance with the following resolution

"That the Joint Liquidators are authorised to draw their remuneration on the basis of time properly spent by them and their staff, such time costs to be drawn on account from time to time as funds permit "

Summary of Costs

The Joint Liquidators' time costs for the period 23 December 2013 to 22 December 2014 totals £8,267 50 representing 36 90 hours at an average hourly rate of £224 05 The time costs are detailed at **Appendix 2** to this report

No fees have been drawn during the period from 23 December 2013 to 22 December 2014

Joint Liquidators' Disbursements

The Joint Liquidators' Category 1 disbursements accrued for the period 23 December 2013 to 22 December 2014 totals £375 10 These are detailed at **Appendix 2** and represent the simple reimbursement of actual out of pocket payments made on behalf of the assignment

The Joint Liquidators have not been paid in respect of Category 1 disbursements

The Joint Liquidators' Category 2 disbursements for the period 23 December 2013 to 22 December 2014 total £4 50, which may include an element of overhead charges in accordance with the resolution passed by creditors at a meeting held on 23 December 2013. The basis of calculation of this category of disbursement was disclosed to creditors prior to the resolution being passed and is also detailed at **Appendix 2**

The Joint Liquidators have not been paid in respect of Category 2 disbursements

A copy of the Statement of Insolvency Practice 9 "A Creditors Guide to Liquidators' Fees" may be found at

[http://www.r3.org.uk/media/documents/publications/professional/Guide to Liquidators Fees No v2011 pdf](http://www.r3.org.uk/media/documents/publications/professional/Guide%20to%20Liquidators%20Fees%20v2011.pdf)

Alternatively, a hard copy of both the Creditors Guide may be obtained on request

Other Professional Costs

Solicitors

Morrison's Solicitors LLP were instructed as legal advisors in relation to the sale of the business and assets of the Company. Their costs have been agreed on the basis of their standard hourly charge out rates capped at £4,000 plus disbursements plus VAT in respect of a global sales contract for all five companies within the group. The solicitors' fees for the period 23 December 2013 to 22 December 2014 amount to £800 plus disbursements in respect of this Company and shall be paid by Stratx Consulting Limited as part of the sale agreement.

Agents & Valuers

Wyles Hardy & Co. were instructed as agents and valuers. Their costs remain outstanding and shall be paid for the proceeds of sale as an expense of the liquidation.

7 FURTHER INFORMATION

An unsecured creditor may, with the permission of the court or with the concurrence of 5% in value of the unsecured creditors (including the creditor in question) request further details of the Liquidator's remuneration and expenses, within 21 days of receipt of this report. Any secured creditor may request the same details in the same time limit.

An unsecured creditor may, with the permission of the court or with the concurrence of 10% in value of the creditors (including the creditor in question), apply to court to challenge the amount and/or basis of the Liquidator's fees and the amount of any proposed expenses or expenses already incurred, within 8 weeks of receipt of this report. Any secured creditor may make a similar application to court within the same time limit.

8. CONCLUSION

The administration of the liquidation will be continuing until all remaining deferred consideration has been received following which this case will be closed.

If you require any further information please contact Paul Hennelly on 020 7268 3333



Trevor John Binyon
Joint Liquidator

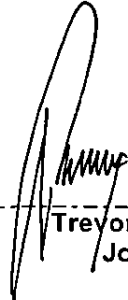
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APPENDIX 1

Receipts and Payments Account

**TKO Licensing Limited - In Creditors Voluntary Liquidation
Joint Liquidators' Abstract of Receipts & Payments**

From 23 December 2013 To 22 December 2014

S of A £		£	£
ASSET REALISATIONS			
Uncertain	Book Debts	NIL	
Uncertain	Cash at Bank	NIL	
			NIL
UNSECURED CREDITORS			
(225 00)	Trade Creditor	NIL	
			NIL
(223 00)			NIL
REPRESENTED BY			
n/a			
			NIL
			
		Trevor John Binyon Joint Liquidator	

APPENDIX 2

SIP Breakdown and Analysis of Time-costs

Joint Liquidators' Remuneration Schedule
TKO Licensing Limited
Between 23 December 2013 and 22 December 2014

Classification of work function	Partner/ Director	Manager	Other Senior Professionals	Assistants & Support Staff	Total Hours	Time Cost	Average Hourly Rate
Administration & Planning	0 00	9 40	0 30	6 20	15 90	3,062 50	192 61
Investigations	0 00	6 70	0 00	0 30	7 00	1,705 00	243 57
Realisation of Assets	0 00	13 50	0 00	0 00	13 50	3,375 00	250 00
Trading	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Creditors	0 00	0 50	0 00	0 00	0 50	125 00	250 00
Case Specific Matters	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Pre Appointment	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Total hours	0 00	30 10	0 30	6 50	36 90		
Time costs	0 00	7,525 00	45 00	697 50	8,267 50		
Average hourly rate	0 00	250 00	150 00	107 31	224 05		

Description	Total Incurred £	Total Recovered £
CAT 1 Advertising	169 20	0 00
CAT 1 INSOLV fee	185 00	0 00
CAT 1 Bonding	20 00	0 00
CAT 2 Postage	4 20	0 00
CAT 2 Photocopying	0 30	0 00
CAT 1 Postage	0 90	0 00
Totals	379.60	0 00

Summary of Fees

Time spent in administering the Assignment	Hours	36 90
Total value of time spent to 22 December 2014	£	8,267 50
Total Joint Liquidators' fees charged to 22 December 2014	£	0 00