

Section 94

**Return of Final Meeting in a
Members' Voluntary Winding Up****Pursuant to Section 94 of the
Insolvency Act 1986**

To the Registrar of Companies

S.94

Company Number

03495914

Name of Company

Wainhomes (Central) Limited

I / We

Christopher Kim Rayment, 125 Colmore Row, Birmingham, B3 3SD

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

give notice that a general meeting of the company was duly ~~held on~~/summoned for 07 October 2015 pursuant to section 94 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 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 BDO LLP, 125 Colmore Row, Birmingham, B3 3SD

The winding up covers the period from 21 January 2015 (opening of winding up) to the final meeting (close of winding up)

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

There were no resolutions passed at the meeting and the creditors did not resolve against the Liquidators release

Signed



Date 07 October 2015

BDO LLP
125 Colmore Row
Birmingham
B3 3SD

Ref 0233757T/CKR/SPM/AEM

SATURDAY



A4HQMVB/L

A17

10/10/2015

#115

COMPANIES HOUSE

WAINHOMES (CENTRAL) LIMITED
In Members' Voluntary Liquidation

Liquidator's Final Report to Members pursuant
to Rule 4.126A of the Insolvency Rules 1986



TABLE OF CONTENTS

Section	Page
1 INTRODUCTION	1
2 OBJECTIVE OF THE LIQUIDATION	1
3 RECEIPTS AND PAYMENTS	1
4 COMPANY'S TAX AFFAIRS	1
5 DISTRIBUTIONS	1
6 LIQUIDATOR'S REMUNERATION	2
7 STATEMENT OF DISBURSEMENTS	2
8 RESOLUTIONS AND NOTICE	2
9 DISSOLUTION	2
10 MEMBERS' RIGHTS	3

Appendix 1 - Receipts and Payments Account

Appendix 2 - Extract from the Insolvency Rules 1986 in relation to Remuneration and Disbursements

Appendix 3 - Proxy Form

WAINHOMES (CENTRAL) LIMITED - IN MEMBERS' VOLUNTARY LIQUIDATION

Registered No. 03495914

Registered office situated at 125 Colmore Row, Birmingham, B3 3SD

This report covers the period 21 January 2015 to the date of the final meeting on 7 October 2015

1 Introduction

1.1 This report is addressed to the member of Wainhomes (Central) Limited ("the Company") and is prepared in accordance with Section 94 of the Insolvency Act 1986. I am pleased to report on the conclusion of my administration of the above case and this report includes an account of the winding up, notice of a general meeting of the Company for the purpose of presenting the account and a proxy form to enable you to vote at the meeting

1.2 The member passed a resolution placing the Company into Members' Voluntary Liquidation on 21 January 2015 and appointed Christopher Kim Rayment (insolvency practitioner number 6775) as Liquidator.

2 Objective of the Liquidation

2.1 The objective of liquidation was to ensure an orderly wind down of the Company, which included filing statutory returns at Companies House, advertising for any creditors and finalising the tax affairs of the Company with HM Revenue and Customs ("HMRC")

3 Receipts and Payments Account

3.1 I enclose a receipts and payments account, which shows that I have given the member the right to collect the Unpaid Calls due to the Company as a distribution in specie.

4 Company's Tax Affairs

4.1 Prior to my appointment, the Company had received confirmation from HMRC that there were no outstanding returns or liabilities due to HMRC. As part of my remit, following my appointment I also requested tax clearance from HMRC, and this was received on 13 August 2015.

5 Distributions

5.1 Preferential and Secured Creditors

There were no preferential or secured creditors in this Liquidation with all liabilities having been settled prior to the Liquidation.

5.2 Unsecured Creditors

An advertisement for claims was placed in the London Gazette on 29 January 2015. No claims have been received in the Liquidation.

5.3 Shareholders

At the time of the Liquidator's appointment, the issued share capital of the Company was 100 Ordinary £1 shares. On 1 September 2015, I wrote to the holding company advising that it could collect the Unpaid Calls of £100.00 as a distribution in specie, and this amounted to a return of capital of 100p per £1 share.

6 Liquidator's Remuneration

- 6.1 In accordance with Rule 4.127 of the Insolvency Rules 1986, the basis of remuneration has to be fixed either as a percentage of the value of the property being dealt with, by reference to time spent by the Liquidator and his staff in attending to matters in this Liquidation, as a set amount, or as a combination of these
- 6.2 It was agreed at a General Meeting of the Company, held on 21 January 2015, that the Liquidator's remuneration would be fixed as a set amount of £1,000.00 plus VAT and disbursements.
- 6.3 An invoice for our agreed fee and disbursements for the nine companies which were placed into Liquidation on 21 January 2015 has been raised and will be forwarded to Taylor Wimpey UK Limited.

7 Disbursements

- 7.1 Where disbursements are recovered in respect of precise sums expended to third parties there is no necessity for these costs to be authorised. These are known as category 1 disbursements. During the period of the Liquidation the sum of £1,114.39 has been incurred in respect of the nine companies, and this relates to £920.64 for statutory advertising and £193.75 for statutory insurance. The total amount of the disbursements for each company equates to £123.82.
- 7.2 Some Liquidators recharge expenses for, for example, postage, stationery, photocopying charges, telephone and fax costs, which cannot economically be recorded in respect of each specific case. Such expenses, which are apportioned to cases, require the approval of the creditors, before they can be drawn, and these are known as category 2 disbursements. I can confirm that no category 2 disbursements have been incurred during the course of this Liquidation.

8 Resolutions

- 8.1 As stated above, the purpose of this report is to convene a final meeting of the Company, pursuant to Section 94 of the Insolvency Act 1986. The resolutions to be proposed at the final meeting in the Liquidation (notice of which is given below) are as follows: -
1. That the Liquidator's final report be approved and adopted
 2. That the Liquidator be released from office following the final meeting of members on 7 October 2015.
 3. That the Liquidator be authorised to destroy any Company records one year after the Company is dissolved, and his own records six years after the Company is dissolved.
- 8.2 Notice is hereby given pursuant to Section 94 of the Insolvency Act 1986 that a meeting of shareholders will be held at these offices on 7 October 2015 at 11.15 hrs for the purposes of having an account laid before the meeting and to receive the Liquidator's report showing how the winding-up of the Company has been conducted, and of hearing any explanation that might be given by the Liquidator. A form of general/special proxy is attached should it be required. This meeting is purely formal and a report similar to that outlined above will be provided at that meeting.

9 Dissolution

- 9.1 Following the final meeting, a return will be filed at Companies House. The Company will be struck from the register three months after the final meeting. The Directors remain in office until the Company is dissolved.

10 **Members' Rights**

- 10.1 I provide at the end of this report, at Appendix 2, an extract from the Insolvency Rules 1986 setting out the rights of members to request further information and/or challenge the remuneration or fees within the Liquidation
- 10.2 The Insolvency Service has established a central gateway for considering complaints in respect of Insolvency Practitioners. In the event that you make a complaint to me but are not satisfied with the response from me, then you should visit <http://www.bis.gov.uk/insolvency/contact-us/IP-Complaints-Gateway>, where you will find further information on how you may pursue the complaint

Should you have any queries regarding this report or the Liquidation in general, please do not hesitate to contact me. Please advise this office if you propose to attend the meeting

Date 1 September 2015

.....
Christopher Kim Rayment
Liquidator

Christopher Kim Rayment is authorised by the Institute of Chartered Accountants in England and Wales in the UK to act as an Insolvency Practitioner. Details of the authorising bodies of the insolvency appointment takers of BDO LLP are available at www.bdo.co.uk/services/business-restructuring/authorising-bodies-of-insolvency-appointment-takers

WAINHOMES (CENTRAL) LIMITED
In Members' Voluntary Liquidation

Receipts and Payments from 21 January 2015 to 7 October 2015

Notes	Declaration of Solvency £	Realisations/ Payments £
RECEIPTS		
Unpaid Calls	100 00	100 00
Total	<u>100 00</u>	<u>100 00</u>
COSTS OF REALISATIONS		
No costs	-	-
Total	<u>-</u>	<u>-</u>
Available to Shareholders	<u>100 00</u>	<u>100.00</u>
Distribution to Shareholders		
1 Distribution in specie made on 1 September 2015	-	<u>100 00</u>
Balance		<u>-</u>

- 1 The Liquidator gave the shareholder the right to collect the Unpaid Calls as a distribution in specie
This amounted to a return of capital of 100p in the £

BDO LLP
125 Colmore Row
Birmingham
B3 3SD

C K Rayment
Liqudator
1 September 2015

4.148C Members' claim that remuneration is excessive

- (1) Members of the company with at least 10% of the total voting rights of all the members having the right to vote at general meetings of the company, or any member with the permission of the court, may apply to the court for one or more of the orders in paragraph (6) on the grounds that—

- (a) the remuneration charged by the liquidator,
- (b) the basis fixed for the liquidator's remuneration under Rule 4.148A, or
- (c) expenses incurred by the liquidator,

is or are, in all the circumstances, excessive or, in the case of an application under sub-paragraph (b), inappropriate

- (2) Application must, subject to any order of the court under Rule 4.49E(5), be made no later than 8 weeks (or 4 weeks when the liquidator has resigned in accordance with Rule 4.142) after receipt by the applicant of the report or account which first reports the charging of the remuneration or the incurring of the expenses in question ("the relevant report")
- (3) The court may, if it thinks that no sufficient cause is shown for a reduction, dismiss the application; but it must not do so unless the applicant has had the opportunity to attend the court for a hearing of which the applicant has been given at least 5 business days' notice but which is without notice to any other party
- (4) If the application is not dismissed under paragraph (3), the court must fix a venue for it to be heard and give notice to the applicant accordingly.
- (5) The applicant must at least 14 days before the hearing send to the liquidator a notice stating the venue and accompanied by a copy of the application and of any evidence which the applicant intends to adduce in support of it
- (6) If the court considers the application to be well-founded, it must make one or more of the following orders—
- (a) an order reducing the amount of remuneration which the liquidator was entitled to charge;
 - (b) an order fixing the basis of remuneration at a reduced rate or amount,
 - (c) an order changing the basis of remuneration,
 - (d) an order that some or all of the remuneration or expenses in question be treated as not being expenses of the liquidation,
 - (e) an order that the liquidator or the liquidator's personal representative pay to the company the amount of the excess of remuneration or expenses or such part of the excess as the court may specify;

and may make any other order that it thinks just, but an order under sub-paragraph (b) or (c) may be made only in respect of periods after the period covered by the relevant report.

- (7) Unless the court orders otherwise, the costs of the application must be paid by the applicant and are not payable as an expense of the liquidation.

Rule 8.1 Insolvency Act 1986**Proxy (Members' or Creditors' Voluntary Liquidation)**

*Insert the name of the
company

**IN THE MATTER OF
WAINHOMES (CENTRAL) LIMITED**

and

IN THE MATTER OF THE INSOLVENCY ACT 1986

Notes to help completion of
the form

Please give full name and
address for communication

Name of member Wainhomes Limited

Address _____

Gate House, Turnpike Road, High Wycombe, Buckinghamshire, HP12 3NR

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 alternative proxy-
holders in the circumstances
that your first choice is unable
to attend please state the
name(s) of the alternatives as
well

Name of proxy-holder

Please delete words in
brackets if the proxy-holder is
only to vote as directed ie he
has no discretion

I appoint the above person to be my proxy-holder at the meeting of members to be held on 7 October 2015, or at any adjournment of that meeting. The proxy-holder is to propose or vote as instructed 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

Please delete words in brackets if the proxy-holder is only to vote as directed ie he 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

Voting instructions for resolutions

(In the event of a person named in paragraph 1 withdrawing or being eliminated from any vote for the appointment of a Liquidator the proxy-holder may vote or abstain in any further ballot at his / her discretion)

- 1 That the Liquidator's final report be approved and adopted.

Approved/Rejected

2. That the Liquidator be released from office following the final meeting of members on 7 October 2015

Approved/Rejected

- 2 That the Liquidator be authorised to destroy any Company records one year after the Company is dissolved, and his own records six years after the Company is dissolved

Approved/Rejected

This form must be signed

Signature _____ Date _____

Name in CAPITAL LETTERS _____

Only to be completed if the creditor /member has not signed in person

Position with creditor / member or relationship to creditor or other authority for signature

Please note that if you nominate the chairman of the meeting to be your proxy-holder he will either be a director of the company or the current Liquidator.

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