

# LIQ13

## Notice of final account prior to dissolution in MVL



Companies House

FRIDAY



A09 \*A91QPHS3\* 27/03/2020 #105  
COMPANIES HOUSE

### 1 Company details

Company number 0 3 6 9 6 1 2 1

Company name in full Paragon Mortgages (No.2) Plc

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

### 2 Liquidator's name

Full forename(s) Derek Neil

Surname Hyslop

### 3 Liquidator's address

Building name/number 1 Bridgewater Place

Street Water Lane

Post town Leeds

County/Region West Yorkshire

Postcode L S 1 1 5 Q R

Country United Kingdom

### 4 Liquidator's name ①

Full forename(s) Colin Peter

Surname Dempster

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

### 5 Liquidator's address ②

Building name/number 1 Bridgewater Place

Street Water Lane

Post town Leeds

County/Region West Yorkshire


Postcode L S 1 1 5 Q R

Country United Kingdom

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

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<b>6</b>	<b>Final account</b>	
	<input checked="" type="checkbox"/> I have delivered the final account of the winding up to the members in accordance with Section 94(2) and attach a copy.	
<b>7</b>	<b>Sign and date</b>	
Liquidator's signature	<div>Signature</div> <div>  </div>	
Signature date	<div> <div>d 2 d 5</div> <div>m 0 m 2</div> <div>y 2 y 0 y 2 y 0</div> </div>	

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### 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	Mark Chapman
Company name	Ernst & Young LLP
Address	1 Bridgewater Place
Water Lane	
Post town	Leeds
County/Region	West Yorkshire
Postcode	L S 1 1 5 Q R
Country	United Kingdom
DX	
Telephone	0113 298 2602



### 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)



Ernst & Young LLP Tel +44 113 298 2222  
1 Bridgewater Place Fax +44 113 298 2201  
Water Lane ey.com  
Leeds  
LS11 5QR

TO MEMBERS

14 February 2020

Ref: PARAG2  
Direct line: 0113 298 2602  
Email: mark.chapman@uk.ey.com

Dear Sirs

## **Paragon Mortgages (No.2) Plc (In Members' Voluntary Liquidation) ("the Company")**

Colin Dempster and I were appointed as Joint Liquidators of the Company on 26 February 2019. I write to advise you that we are now in a position to conclude the liquidation.

This letter, and its appendices, constitutes our proposed final account to members.

I enclose formal notice of our intention to deliver a final account. Under Rule 5.9(4) of the Insolvency (England and Wales) Rules 2016 ("the Rules"), we may conclude that the Company's affairs are fully wound up before the date given in the notice if every member of the Company confirms in writing that (i) they do not intend to make any request for further information under Rule 18.9 of the Rules and (ii) that they do not intend to make an application to court under Rule 18.34 of the Rules to challenge our remuneration or expenses.

We have not so far received any requests for further information, nor have any concerns been raised about my remuneration or expenses.

In order to bring the liquidation to a close as efficiently as possible, we would like to treat this account as the final account, without sending out another in 8 weeks' time. In order to do so, we must have your written confirmation as outlined above. If you are content for us to conclude the liquidation in this way, please would you sign and date the confirmation at the foot of one copy of the enclosed notice and return it to me within the next 7 days either by email to mark.chapman@uk.ey.com or by post to the address above.

### **Information about the Company and the liquidators**

The Rules require us to provide certain information about the Company and the liquidators. The information can be found in Appendix A of this report. A copy of our receipts and payments account for the period from 26 February 2019 to 13 February 2020 is at Appendix B.

## **Progress during the period covered by the account**

### **Assets**

As at the date of the liquidation the Company's only asset was an intercompany receivable balance of £12,501.50 due from the Company's sole shareholder, Paragon Banking Group Plc.

The intercompany receivable balance was distributed in specie to the Company's sole shareholder on 13 February 2020 as follows:

- ▶ £0.25 per A Ordinary share in respect of the 26 A Ordinary shares in which £0.25 has been paid against the share value of £1;
- ▶ £0.25 per B Ordinary share in respect of the 72 B Ordinary shares in which £0.25 has been paid against the share value of £1;
- ▶ £1 per B Ordinary share in respect of the 2 fully paid B Ordinary shares; and
- ▶ £0.25 per Preference share in respect of the 49,900 Preference shares in which £0.25 has been paid against the share value of £1.

### **Liabilities**

The Company had no known external creditors at the date of liquidation. An advert was placed in the London Gazette requesting creditors of the Company to prove their claims by 12 April 2019, in accordance with Rule 14.38 of the Rules. No such claims were received.

### **Joint Liquidators' remuneration**

Our remuneration was fixed on a time-cost basis by a resolution of members on 26 February 2019.

Details of amounts paid, name of the payor and the relationship between the payor and the Company, are available upon request to the liquidators at 1 Bridgewater Place, Water Lane, Leeds, LS11 5QR.

A contractual arrangement exists with a third party in respect of the Joint Liquidators' remuneration and as such there is no recourse to the estate.

### **Joint Liquidators' statement of expenses incurred**

During the liquidation, we have incurred expenses relating to statutory advertising and statutory bonding which have also been paid by another group company without recourse to the liquidation estate.

### **Members rights to further information about, and challenge, remuneration and expenses**

In certain circumstances, members are entitled to request further information about our remuneration or expenses, or to apply to court if members consider the costs to be excessive. Further information is provided in Appendix C.

### **Other matters**

It is customary in a liquidation to seek confirmation from the relevant Crown authorities that they have no claim in respect of corporation tax, VAT, PAYE and National Insurance Contributions. HM Revenue & Customs have confirmed that they have no such claims.

Should you wish to discuss any matters arising from this report, please do not hesitate to contact Mark Chapman on the direct line telephone number shown above.

Yours faithfully  
for the Company



Derek Neil Hyslop  
Joint Liquidator

### **Encs**

Derek Neil Hyslop is authorised to act as an insolvency practitioner by The Insolvency Practitioners Association.  
*Colin Peter Dempster is authorised to act as an insolvency practitioner by The Institute of Chartered Accountants of Scotland.*

The Joint Liquidators may act as data controllers of personal data as defined by the General Data Protection Regulation 2016/679, depending upon the specific processing activities undertaken. Ernst & Young LLP and/or the Company may act as a data processor on the instructions of the Joint Liquidators. Personal data will be kept secure and processed only for matters relating to the Joint Liquidators appointment. The Office Holder Data Privacy Notice can be found at [www.ey.com/uk/officeholderprivacy](http://www.ey.com/uk/officeholderprivacy).

**Paragon Mortgages (No.2) Plc (In Members' Voluntary Liquidation)  
("the Company")**

Registered office address of the Company:	1 Bridgewater Place, Water Lane, Leeds, LS11 5QR
Registered number:	03696121
Full names of the liquidators:	Derek Neil Hyslop and Colin Peter Dempster
Liquidators' address:	Ernst & Young LLP, 1 Bridgewater Place, Water Lane, Leeds, LS11 5QR
Telephone number through which the liquidators can be contacted	0113 298 2602
Date of appointment of the joint liquidators:	26 February 2019
Details of any changes of liquidator:	None

**Paragon Mortgages (No.2) Plc (In Members' Voluntary Liquidation)  
("the Company")**

**Joint Liquidators' receipts and payments account for the period from 26 February  
2019 to 13 February 2020**

Declaration of Solvency Estimated to Realise Values £		In this Report Period £	Cumulative Total £
	<b>Receipts</b>		
12,501.50	Intercompany receivable	-	-
		-	-
	<b>Payments</b>		
		-	-
		-	-
	<b>Balance at bank</b>	-	-

**Notes**

1. Receipts and payments are stated net of VAT.
2. The intercompany receivable balance of £12,501.50 was distributed in specie to the Company's sole shareholder on 13 February 2020.



## **Members' rights to request further information about remuneration or expenses or to challenge a liquidator's remuneration - Rules 18.9 and 18.34 of the Insolvency (England and Wales) Rules 2016, as amended**

### **18.9 Members' request for further information**

18.9.-(1) The following may make a written request to the office-holder for further information about remuneration or expenses (other than pre-administration costs in an administration) set out in a progress report under rule 18.4(1)(b), (c) or (d) or a final report or account under rule 18.14-

(a) a secured creditor;

(b) an unsecured creditor with the concurrence of at least 5% in value of the unsecured creditors (including the creditor in question);

(c) members of the company in a members' voluntary winding up with at least 5% of the total voting rights of all the members having the right to vote at general meetings of the company;

(d) any unsecured creditor with the permission of the court; or

(e) any member of the company in a members' voluntary winding up with the permission of the court.

(2) A request, or an application to the court for permission, by such a person or persons must be made or filed with the court (as applicable) within 21 days of receipt of the report or account by the person, or by the last of them in the case of an application by more than one member or creditor.

(3) The office-holder must, within 14 days of receipt of such a request respond to the person or persons who requested the information by-

(a) providing all of the information requested;

(b) providing some of the information requested; or

(c) declining to provide the information requested.

(4) The office-holder may respond by providing only some of the information requested or decline to provide the information if-

(a) the time or cost of preparation of the information would be excessive; or

(b) disclosure of the information would be prejudicial to the conduct of the proceedings;

(c) disclosure of the information might reasonably be expected to lead to violence against any person; or

(d) the office-holder is subject to an obligation of confidentiality in relation to the information.

(5) An office-holder who does not provide all the information or declines to provide the information must inform the person or persons who requested the information of the reasons for so doing.

(6) A creditor, and a member of the company in a members' voluntary winding up, who need not be the same as the creditor or members who requested the information, may apply to the court within 21 days of—

(a) the office-holder giving reasons for not providing all of the information requested; or

(b) the expiry of the 14 days within which an office-holder must respond to a request.

(7) The court may make such order as it thinks just on an application under paragraph (6).

### **18.34 Members' claim that remuneration is excessive**

**18.34.**–(1) This rule applies to an application in an administration, a winding-up or a bankruptcy made by a person mentioned in paragraph (2) on the grounds that–

- (a) the remuneration charged by the office-holder is in all the circumstances excessive;
- (b) the basis fixed for the office-holder's remuneration under rules 18.16, 18.18, 18.19, 18.20 and 18.21 (as applicable) is inappropriate; or
- (c) the expenses incurred by the office-holder are in all the circumstances excessive.

(2) The following may make such an application for one or more of the orders set out in rule 18.36 or 18.37 as applicable–

- (a) a secured creditor,
- (b) an unsecured creditor with either–
  - (i) the concurrence of at least 10% in value of the unsecured creditors (including that creditor), or
  - (ii) the permission of the court, or
- (c) in a members' voluntary winding up–
  - (i) 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
  - (ii) a member of the company with the permission of the court.

(3) The application by a creditor or member must be made no later than eight weeks after receipt by the applicant of the progress report under rule 18.3, or final report or account under rule 18.14 which first reports the charging of the remuneration or the incurring of the expenses in question ("the relevant report").

**Combined notice of draft and final account to members and confirmation**

**Paragon Mortgages (No.2) Plc (in Members' Voluntary Liquidation)  
("the Company")**

Other trading name(s) or style(s): None

Any other registered name in the 12 months prior to liquidation: None

Registered number: 03696121

Registered office address: 1 Bridgewater Place, Water Lane, Leeds, LS11 5QR

Principal trading address (if different from above): As above

Date of appointment of joint liquidators: 26 February 2019

Derek Neil Hyslop	Colin Peter Dempster
Ernst & Young LLP	Ernst & Young LLP
1 Bridgewater Place	1 Bridgewater Place
Water Lane	Water Lane
Leeds	Leeds
LS11 5QR	LS11 5QR

Office holder number: 9970 / 8908

Telephone number: 0113 298 2602

Name of alternative person to contact about the liquidation: Mark Chapman

**Date of notice:** 14 February 2020

In accordance with Rules 5.9 and 5.10 of the Insolvency (England and Wales) Rules 2016, we give notice that a final account will be made up and delivered to members on 14 April 2020 unless within 2 weeks of 14 February 2020 we receive written confirmation from each member that they do not intend to request further information under Rule 18.9 or to make an application to court to challenge our remuneration or expenses under Rule 18.34.

We also give notice that, on receipt of the above-mentioned written confirmation from each member:

- the Company's affairs will be fully wound up
- the attached account will become the final account and, having been delivered to members, will be delivered to the registrar of companies within 14 days of the date to which the account is made up; and
- we will vacate office and be released under section 171 of the Insolvency Act 1986 on delivering the final account to the registrar of companies

Signed: \_\_\_\_\_

Name: Derek Neil Hyslop  
Joint Liquidator

**Please complete and return the confirmation on the next page**

## Paragon Mortgages (No.2) Plc (in Members' Voluntary Liquidation)

### Member's confirmation

I have received the liquidators' draft and final account dated 14 February 2020 and confirm that:

1. I do not intend to make a request under Rule 18.9 of the Insolvency (England and Wales) Rules 2016 for further information, and
2. I do not intend to make an application to court under Rule 18.34 of the Insolvency (England and Wales) Rules 2016 to challenge the liquidators' remuneration or expenses

Name of member: Paragon Banking Group Plc

Signature:  \_\_\_\_\_

Date: 25/02/2020

For corporate members

Name of Signatory: \_\_\_\_\_ Richard Woodman

Designation (eg director/secretary): \_\_\_\_\_ Director

Please return this completed confirmation within the next 7 days