

The Insolvency Act 1986

Liquidator's Progress
Report**S.192**Pursuant to section 192 of the
Insolvency Act 1986

To the Registrar of Companies

For official use

--	--	--

Company Number

03801456

Name of Company

(a) Insert full name of
company

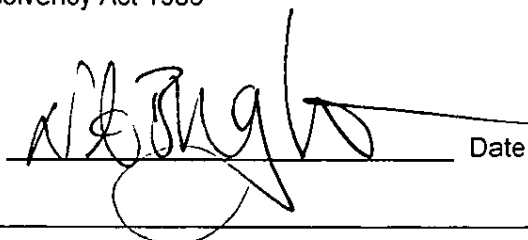
(a) New Cellular Holdings Limited

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

We, (b)

Elizabeth Anne Bingham
Ernst & Young LLP1 More London Place, London, SE1
2AFPatrick Joseph Brazzill
Ernst & Young LLP1 More London Place, London, SE1
2AFthe liquidator(s) of the company attach a copy of my/our Progress Report under section
192 of the Insolvency Act 1986

Signed



Date

15/08/2013

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

For Official Use

Liquidation Section

Post Room



A22

19/08/2013

#141

COMPANIES HOUSE

MONDAY

TO ALL MEMBERS

15 August 2013

Ref ML7E/DB/DH/EAB/LO5214

Direct line 020 7951 5814
Direct fax 020 7951 9234
Daniel Butcher

Email dhart1@uk.ey.com

Dear Sir or Madam

**New Cellular Holdings Limited
(In Members' Voluntary Liquidation) (the "Company")**

Patrick Joseph Brazzill and I were appointed as Joint Liquidators of the Company on 26 June 2013. I now write to provide you with our report on the progress of the liquidation for the period from 26 June 2013 to 25 June 2013.

In accordance with the provisions of the Insolvency Rules 1986 we are required 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 June 2013 to 25 June 2013 is at Appendix B.

Progress during the period of the report

There were no receipts or payments during the period 26 June 2013 to 25 June 2013.

Assets

The Declaration of Solvency, made by the directors, showed that the company's only asset at the date of liquidation was an inter-company receivable balance of £1,000,000. This receivable balance will be distributed in specie to the sole member prior to the conclusion of the liquidation.

Liabilities

The Company had no known creditors at the date of liquidation. However, notice was advertised in The London Gazette for creditors of the Company to submit claims by 1 August 2012, in accordance with Rule 4.182A of the Insolvency Rules 1986. No claims have been received.

Joint liquidators' remuneration

The Joint Liquidators' remuneration is being paid by British Telecommunications plc.

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.



Building a better
working world

Other matters

It is customary in a liquidation to seek confirmation from the relevant tax authorities that they have no claim in respect of corporation tax, VAT, PAYE and National Insurance Contributions. We are currently awaiting confirmation of settlement of the Company's final VAT and Corporation tax liabilities, which we understand are being met by another group company and by group relief respectively, following which we will request final tax clearances. Once these clearances have been received, the intercompany receivable will be distributed in specie to the sole member and the final meeting held.

Our final return and account will then be filed at Companies House, following which we will obtain our release as Joint Liquidators. Approximately three months thereafter, the Company will be dissolved by the Registrar of Companies.

Should you have any queries, please contact Daniel Butcher on the direct line above.

Yours faithfully
for New Cellular Holdings Limited

A handwritten signature in black ink, appearing to read 'E A Bingham', followed by a horizontal line.

E A Bingham
Joint Liquidator

Elizabeth Anne Bingham and Patrick Joseph Brazzill are licensed in the United Kingdom to act as insolvency practitioners by The Insolvency Practitioners Association.

We may collect, use, transfer, store or otherwise process (collectively, "Process") information that can be linked to specific individuals ("Personal Data"). We may Process Personal Data in various jurisdictions in accordance with applicable law and professional regulations including (without limitation) the Data Protection Act 1998.

New Cellular Holdings Limited (In Members' Voluntary Liquidation)

Information about the company and the liquidators

Registered office address of the company	1 More London Place, London, SE1 2AF
Registered number	03801456
Full names of the liquidators	Elizabeth Anne Bingham and Patrick Joseph Brazzill
Liquidators' address(es)	Ernst & Young LLP 1 More London Place London SE1 2AF
Date of appointment of the joint liquidators	26 June 2012
Details of any changes of liquidator	None

New Cellular Holdings Limited (In Members Voluntary Liquidation)

Joint liquidators' receipts and payments account for the period from 26 June 2013 to 25 June 2013

Declaration of Solvency Estimated to Realise Values £		In this Report Period £	Cumulative Total £
	Receipts		
1,000,000	Intercompany balances	Nil	Nil
		<u>Nil</u>	<u>Nil</u>
	Payments		
	Balance at bank	<u>Nil</u>	<u>Nil</u>

Members' rights to request further information about remuneration or expenses or to challenge a liquidator's remuneration – Rules 4.49E and 4.148C of the Insolvency Rules 1986, as amended

4 49E Creditors' and members' request for further information

(1) If—

- (a) within the period mentioned in paragraph (2)—
 - (i) a secured creditor, or
 - (ii) an unsecured creditor with the concurrence of at least 5% in value of the unsecured creditors (including the creditor in question), or
 - (iii) 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, or
- (b) with the permission of the court upon an application made within the period mentioned in paragraph (2)—
 - (i) any unsecured creditor, or
 - (ii) any member of the company in a members' voluntary winding up,

makes a request in writing to the liquidator for further information about remuneration or expenses set out in a progress report in accordance with Rule 4 49B(1)(e) or (f) (including by virtue of Rule 4 49C(5)) or in a draft report under Rule 4 49D, the liquidator must, within 14 days of receipt of the request, comply with paragraph (3) except to the extent that the request is in respect of matter in a draft report under Rule 4 49D or a progress report required by Rule 4 108 which (in either case) was previously included in a progress report not required by Rule 4 108

(2) The period referred to in paragraph (1)(a) and (b) is—

- (a) 7 business days of receipt (by the last of them in the case of an application by more than one member) of the progress report where it is required by Rule 4 108, and
- (b) 21 days of receipt (by the last of them in the case of an application by more than one member) of the report or draft report in any other case

(3) The liquidator complies with this paragraph by either—

- (a) providing all of the information asked for, or
- (b) so far as the liquidator considers that—
 - (i) the time or cost of preparation of the information would be excessive, or
 - (ii) disclosure of the information would be prejudicial to the conduct of the liquidation or might reasonably be expected to lead to violence against any person, or
 - (iii) the liquidator is subject to an obligation of confidentiality in respect of the information,

giving reasons for not providing all of the information

(4) Any creditor, and any member of the company in a members' voluntary winding up, who need not be the same as the creditors or members who asked for the information, may apply to the court within 21 days of—

- (a) the giving by the liquidator of reasons for not providing all of the information asked for, or
- (b) the expiry of the 14 days provided for in paragraph (1),

and the court may make such order as it thinks just

(5) Without prejudice to the generality of paragraph (4), the order of the court under that paragraph may extend the period of 8 weeks or, as the case may be, 4 weeks provided for in Rule 4 131(1B) or 4 148C(2) by such further period as the court thinks just

(6) This Rule does not apply where the liquidator is the official receiver

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

Rules 4 49E and 4 148C are reproduced from the Insolvency (Amendment) Rules 2010 under the terms of Crown Copyright Guidance issued by HMSO