

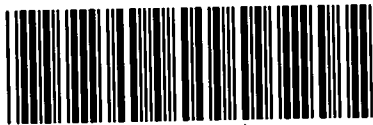
# LIQ03

## Notice of progress report in voluntary winding up



Companies House

SATURDAY



\*ACWK9475\*

A4

10/02/2024

#57

COMPANIES HOUSE

### 1 Company details

Company number 03845060

Company name in full JPMorgan Elect Plc

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

### 2 Liquidator's name

Full forename(s) Gareth Rutt

Surname Morris

### 3 Liquidator's address

Building name/number Kings Orchard

Street 1 Queen Street

Post town Bristol

County/Region

Postcode BS20HQ

Country

### 4 Liquidator's name ①

Full forename(s) Andrew Martin

Surname Sheridan

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

### 5 Liquidator's address ②

Building name/number Kings Orchard

Street 1 Queen Street

Post town Bristol

County/Region

Postcode BS20HQ

Country

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

LIQ03

Notice of progress report in voluntary winding up

**6** Period of progress report

From date	<sup>d</sup> 1	<sup>d</sup> 9	<sup>m</sup> 1	<sup>m</sup> 2	<sup>y</sup> 2	<sup>y</sup> 0	<sup>y</sup> 2	<sup>y</sup> 2
To date	<sup>d</sup> 1	<sup>d</sup> 8	<sup>m</sup> 1	<sup>m</sup> 2	<sup>y</sup> 2	<sup>y</sup> 0	<sup>y</sup> 2	<sup>y</sup> 3

**7** Progress report

☒ The progress report is attached

**8** Sign and date

Liquidator's signature

Signature

X

*[Handwritten signature]*

X

Signature date

<sup>d</sup> 0	<sup>d</sup> 9	<sup>m</sup> 0	<sup>m</sup> 2	<sup>y</sup> 2	<sup>y</sup> 0	<sup>y</sup> 2	<sup>y</sup> 4
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LIQ03

## Notice of progress report in voluntary winding up

**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 Susan Evans

Company name FRP Advisory Trading Limited

Address Kings Orchard

1 Queen Street

Post town Bristol

County/Region

Postcode B S 2 0 H Q

Country

DX cp.bristol@frpadvisory.com

Telephone 0117 203 3700

**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)

**JPMorgan Elect Plc**  
**(In Liquidation)**  
**Joint Liquidators' Summary of Receipts & Payments**

Declaration of Solvency £		From 19/12/2022 To 18/12/2023 £	From 19/12/2022 To 18/12/2023 £
	<b>ASSET REALISATIONS</b>		
817,591.00	Accrued Dividends	NIL	NIL
	Bank Interest Gross	16,664.43	16,664.43
1,116,137.00	Cash at Bank	1,931,566.78	1,931,566.78
	Rollover Pool - Distribution in Specie	338,528,886.00	338,528,886.00
354,425,156.00	Shares & Investments	NIL	NIL
	Sundry refunds	16,066.60	16,066.60
15,880.00	Trade Debtors	NIL	NIL
		<u>340,493,183.81</u>	<u>340,493,183.81</u>
	<b>COST OF REALISATIONS</b>		
(1,137,572.00)	Estimated costs of Liquidation	NIL	NIL
	Joint Liquidators' Disbursements	154.62	154.62
	Joint Liquidators' Remuneration	4,000.00	4,000.00
	Pre liquidation fees	24,000.00	24,000.00
	Statutory Advertising	256.77	256.77
	Swearing fee - Cheesewrights	228.00	228.00
	VAT Irrecoverable	5,727.88	5,727.88
		<u>(34,367.27)</u>	<u>(34,367.27)</u>
	<b>UNSECURED CREDITORS</b>		
(10,883,526.00)	Other Creditors	NIL	NIL
	Unsecured Creditors	1,101,148.62	1,101,148.62
		<u>(1,101,148.62)</u>	<u>(1,101,148.62)</u>
	<b>DISTRIBUTIONS</b>		
	JGGI - Rollover Pool	338,210,119.00	338,210,119.00
	Overseas shareholders	318,767.00	318,767.00
		<u>(338,528,886.00)</u>	<u>(338,528,886.00)</u>
<b>344,353,666.00</b>		<b><u>828,781.92</u></b>	<b><u>828,781.92</u></b>
	<b>REPRESENTED BY</b>		
	Current Floating Int Bearing		828,781.92
			<b><u>828,781.92</u></b>

Note:



Gareth Rutt Morris  
Joint Liquidator

**JPMORGAN ELECT PLC  
(IN LIQUIDATION)  
("THE COMPANY")  
Company No: 03845060**

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10/02/2024

#65

COMPANIES HOUSE

**JOINT LIQUIDATORS' PROGRESS REPORT PURSUANT TO SECTION 92A OF THE  
INSOLVENCY ACT 1986 AND RULE 18.3 OF THE INSOLVENCY (ENGLAND AND WALES)  
RULES 2016**

Further to the appointment of Andrew Martin Sheridan and I as Joint Liquidators on 19 December 2022, following the Shareholders' agreement to the voluntary winding up proposal, we report on the progress of the solvent liquidation for the period 19 December 2022 to 18 December 2023 ("the period").

We attach:

- Appendix A – Receipts and payments account for the period.
- Appendix B – Details of our firm's time costs and disbursements for the period.
- Appendix C – Statement of expenses incurred in the period

**1. Shareholders' distribution information**

**1.1 *Distribution in Specie – Rollover into JPMorgan Global Growth & Income Plc ("JGGI")  
Shares***

In accordance with the Scheme, the three Shareholder classes were allotted shares in JGGI, as follows:

<b>Name of Share Class</b>	<b>No. of issued shares held</b>	<b>JPE FAV per Share (Pence)</b>	<b>JGGI Ordinary Share Ratio</b>	<b>JGGI "C" Share Ratio</b>
Managed Growth Ordinary Shares	26,422,789	976.93	-	1.00
Managed Income Ordinary Shares	73,406,063	100.31	0.23	
Managed Cash Ordinary Shares	7,034,227	103.60	0.24	

JGGI FAV per Ordinary share = 434.30 pence

The calculation and record date are 13 December 2023.

If you have not received your share certificate and/or have any queries regarding your new JGGI shares, please contact JGGI's Registrars, Equiniti.

**Equiniti's helpline number is: +44 (0)371 384 2945**

**1.2 *Final distribution to be paid on the conclusion of the liquidation***

**Whilst all shareholders have been issued with new JGGI shares, all shareholders please be aware that you still retain your original shareholding in JPMorgan Elect PLC (In Liquidation).**

To the extent that there remain funds in the liquidation after all liabilities have been paid, the balance of funds held will be distributed to the share classes *pro rata*, based on the respective net asset value of each share class as at the calculation date and will be returned to shareholders on the Register as at the effective date, *pro rata* to the number of shares of the relevant class held by them at that date. If, however, any such amount payable to any shareholder is less than £5.00, it shall not be paid to the shareholders but instead shall be paid by the Liquidators to the nominated charity.

The amount and timing of the final distribution is currently unknown due to a number of outstanding matters still to be concluded. However, based on current information we estimate that Managed Growth ("Growth") shareholders will receive approximately 2 pence per share, Managed Income ("Income") and Managed Cash ("Cash") shareholders will receive approximately 0.2 pence per share. As previously stated, all distributions under £5.00 will not be distributed to shareholders, the funds will be donated to charity.

A further update will be provided to shareholders in our next progress report.

## **2. Background to the Liquidation**

The Board announced on 27 October 2022 that it had agreed heads of terms for a combination of the assets of the Company with JGGI by means of a scheme of reconstruction and winding up of the Company under section 110 of the Insolvency Act 1986 (the "Scheme").

For some time, the Board had been concerned about the performance of the Income share class, which ranked towards the bottom third of its peer group. The need to ensure that the dividend payable to Income shareholders remained attractive gradually eroded the Company's reserve base and meant that the Company had not provided Income shareholders with much capital growth. As the Board sought solutions for this issue, a full review of the Company and its prospects was undertaken and during this process it became clear that the Company faced certain fundamental difficulties, as set out in the Circular to Shareholders dated 15 November 2022, which the Board considered were only likely to worsen with time.

Following this review, the Board concluded that a liquidation and combination with another investment trust would be the best solution and engaged an independent consultant to consider the Company's options. Having considered a range of potential merger partners managed by different investment managers, the Board concluded that a combination with JGGI would be in the best interests of the shareholders.

## **3. Overview of the Transaction**

At the first General Meeting and the Class Meetings held on 9 December 2022, shareholders approved the Scheme. At the Second General Meeting on 19 December 2022, the shareholders approved the Resolutions to take the formal steps of winding up the Company via a Members Voluntary Liquidation, appointing the Liquidators to implement the Scheme and applying for the cancellation of the listing of the shares on the Official List pursuant to the Listing Rules.

In accordance with the Scheme, the shareholders were allotted new JGGI Ordinary Shares (in respect of holdings of Cash Shares or Income Shares) or new JGGI "C" Shares (in respect of holdings of Growth Shares) at the point at which the Company entered liquidation.

Following Shareholders' approval for the Scheme at the first General Meeting, the Company sought to realign the Company's portfolio of investments with investments which were suitable to be held by JGGI in accordance with its investment policy and to ensure that there were sufficient cash available for the Liquidation Pool ahead of the Effective date. Where there were less liquid in nature investments held in the Growth Portfolio, these investments were simply transferred to JGGI under the Transfer Agreement at the Effective date.

In summary:

- Investments in the Income and Cash Portfolios were, prior to the Scheme taking effect, disposed of and the proceeds used to acquire investments for the Income Portfolio or the Cash Portfolio (respectively) which aligned with JGGI's investment policy. These investments were

transferred to JGGI as part of the Scheme in exchange for the issue of new JGGI Ordinary Shares;

- Investments in the Growth Portfolio were either disposed of and the proceeds used to acquire investments in the Growth Portfolio that aligned with JGGI's investment policy, or in the case of less liquid investments were retained with the Growth Portfolio and transferred to JGGI under the Transfer Agreement in exchange for the issue of new JGGI "C" Shares. These investments were held by JGGI as a separate pool of assets attributable to the new JGGI "C" shares until such time as the assets attributable to the new JGGI "C" shares had been aligned to JGGI's investment policy to the satisfaction of the JGGI Board, at which point the JGGI Board will/have converted the "C" shares into JGGI Ordinary Shares on a NAV for NAV basis in accordance with the JGGI Articles.

### 3.1 Distribution in Specie of the Rollover Pools to JGGI

Following our appointment, we entered into and implemented the Transfer Agreement whereby we procured the transfer of the cash, undertaking and other assets of the Company comprising the Rollover Pools (three funds: Growth, Income and Cash) to JGGI in consideration for the issue of new JGGI Shares to the Liquidators as nominees for the relevant Shareholders.

Total assets valued at £338,528,886 were transferred directly from the Company to JGGI following our appointment under the Transfer Agreement. The breakdown of the Net Assets, allocations to the Liquidation Pool and the transfer from the three funds is as follows:

Share Class	Net Asset Values £	Liquidation Pool allocation £	Rollover Pool Value transferred £
Managed Growth Ordinary Shares	258,865,283	1,130,031	257,735,252
Managed Income Ordinary Shares	73,815,397	297,748	73,517,649
Managed Cash Ordinary Shares	7,278,126	2,141	7,275,985
	<b>339,958,806</b>	<b>1,429,920</b>	<b>338,528,886</b>

### 3.2. Entitlements under the Scheme

**As a result of the Scheme, shareholders have been issued shares as follows:**

- Each Income shareholder** on the Register at the record date received such number of new JGGI Ordinary shares as have a value (at the JGGI FAV per share) equal to the JPE FAV per Income share multiplied by the number of income shares held by the income shareholder.
- Each Cash shareholder** on the Register at the record date received such number of new JGGI Ordinary shares as have a value (at the JGGI FAV per share) equal to the JPE FAV per cash share multiplied by the number of cash shares held by the cash shareholder.
- Each Growth shareholder** on the Register on the record date received one New JGGI "C" share per Growth share held.

### 3.3. Overseas Excluded Shareholders

As set out in the circular, Overseas Excluded Shareholders registered in the relevant jurisdictions were not entitled to receive new JGGI shares pursuant to the Scheme. New JGGI shares were instead issued to us, as Liquidators (as the Overseas Excluded Shareholders' nominee) and sold in the market. The

net proceeds of the sale were distributed to the Overseas Excluded Shareholders by the Company's Registrar, Equiniti.

### 3.4 Liquidation Pool

The Company, in consultation with the Joint Liquidators, has set aside sufficient funds in the liquidation Pool to meet all estimated current, future and contingent liabilities of the Company. Amounts have been allocated to the Liquidation Pool from each Share class *pro rata* based on the relative net asset values of the share classes as at the Calculation Date.

The estimated total costs and expenses of the winding up to be borne by the Company are expected to be approximately £1.4m, which includes the fees of the Liquidators, those of the Company's advisers in connection with the liquidation and an additional £100,000 Liquidators' retention for unknown contingent liabilities. We have continued to discharge these costs during the period.

Any remaining balance in the Liquidation Pool after the discharge of all the Company's liabilities will be allocated amongst the share classes *pro rata* based on the respective net asset value of each share class as at the Calculation Date and returned to shareholders on the Register as at the Effective Date, *pro rata* to the number of shares of the relevant class held by then at that date. If, however, any such amount payable to any shareholder is less than £5.00, it shall not be paid to the Shareholders but instead shall be paid to a nominated charity.

## 4. Progress in the Liquidation

Attached, at **Appendix A**, is a receipts and payments account detailing the transactions for the period of this report, and since our appointment as Liquidators. Details of which are summarised below:

### 4.1 Cash at Bank

The balance of cash held in the Company's various bank accounts totalling £1,931,567 was transferred to the Liquidation estate bank account following our appointment.

### 4.2 Sundry refunds

A refund of £16,066.60 was received in respect of the Company's membership fees of the Association of Investment Companies during the period.

### 4.3 Bank Interest Received

In the period, we have earned £16,664.43 in gross bank interest on the funds held.

### 4.4. Liquidation Pool expenses

As set out in paragraph 3.4 above, the Liquidation Pool expenses were estimated to be £1.4m. The majority of these costs related to the professional costs incurred in relation to the Scheme of Reconstruction and to date, we have settled £1,101,148 of invoices received to date. This process remains ongoing.

## 5. Corporation Tax

The Company's tax advisors have prepared and submitted the Company's outstanding corporation tax returns up to the date of liquidation to HM Revenue & Customs ("HMRC") during the period.

We have yet to prepare and submit the corporation tax return for the year ended 18 December 2023.



## 6. Dividends to Creditors

### 6.1 *Preferential Creditors*

There are no preferential creditors in this matter.

### 6.2 *Unsecured Creditors*

The Directors' Declaration of Solvency estimated that the unsecured creditors were approximately £10.9m. The majority of the unsecured creditors were paid between the date of the Declaration of Solvency and the date of liquidation.

Notice for creditors to submit their claims in the liquidation was advertised in the London Gazette.

We have not received any additional claims to date that were not accounted for in the Liquidation Pool.

## 7. Summary of work undertaken

We attach, at **Appendix B**, a summary of work undertaken prior to our appointment and during the period of this report.

## 8. Outstanding Matters

Outstanding matters to complete in the period following this reporting period are summarised below:

- We will continue to liaise with JPMorgan with regards to outstanding queries and accounting matters;
- We will pay a second distribution to Shareholders on the conclusion of all the outstanding matters;
- We continue to correspond with HMRC with regards to obtaining confirmation of any claim in the liquidation;
- We continue to comply with all statutory matters that relate the liquidation, including the completion and submission of Corporation tax returns and annual progress reports to Shareholders;
- We will continue to make payment to those suppliers who submit invoices that are overdue for payment from the Liquidation Pool;
- We will liaise with Equiniti with regards to any changes to the Register and uncashed cheques in respect of past dividends. We will be requesting that funds held are transferred to the liquidators on expiry of the cheques; and
- We will continue to respond to Shareholders' queries and provide audit confirmations to institutional investors, as applicable.

## 9. Joint Liquidators' Remuneration, Disbursements and Expenses

The members passed a resolution that the Joint Liquidators' remuneration should be calculated on a time cost basis for the period prior and during the winding up of the Company. In the period of this report, we have drawn total fees of £24,000 plus disbursements and VAT. We agreed with the Board of Directors to fix our pre-liquidation fee at £14,000, the implementation of the S.110 scheme to £10,000 and our post appointment statutory work at £4,000.

The Joint Liquidators' time costs are based on computerised records of all time spent on the administration of this case. Matters dealt with during the assignment are dealt with by different members of staff depending on the level of complexity and experience required. Time is charged to

the case in maximum of 6 minute units. Charge-out rates are based on individual expertise, qualification and grade. The costs of the firm's support staff are not directly charged to the estate unless dealing with directly identifiable case specific matters. Charge out rates are reviewed at least annually, details of FRP Advisory Trading Limited charge out rates are attached together with a breakdown of our time costs and disbursements incurred during the period of this report, in accordance with Statement of Insolvency Practice 9.

We attach, at **Appendix B**, a summary of the Joint Liquidators' time costs for the period prior to our appointment and up to 18 December 2023 which shows total time costs incurred to date of £82,094.50, representing 174.30 hours, at an average charge out rate of £471 per hour.

The Liquidators' disbursements are a recharge of actual costs incurred by the Liquidator in dealing with this matter. Details of disbursements incurred during the period of this report are set out at **Appendix B**.

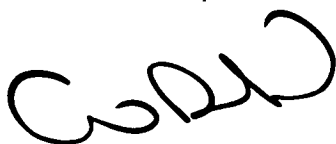
We also attach, at **Appendix C**, a statement of expenses that have been incurred during the period covered by this report. It is currently expected that the expenses incurred or anticipated to be incurred are not likely to exceed the funds set aside in the Liquidation Pool, as per Section 3 and 4 of this report.

When instructing third parties to provide specialist advice and services, or having the specialist services provided by the firm, the Joint Liquidator is obligated to ensure that such advice or work is warranted and that the advice or work contracted reflects the best value and service for the work being undertaken. This is reviewed by the Joint Liquidator periodically throughout the duration of the assignment. The specialists chosen may regularly be used by the Joint Liquidator and usually have knowledge specific to the insolvency industry and, where relevant, to matters specific to this insolvency appointment.

Shareholders have a right to request further information from the Liquidator and further have a right to challenge the Liquidator's remuneration and other expenses, which are first disclosed in this report, under the Insolvency (England and Wales) Rules. (For ease of reference these are the expenses incurred in the reporting period as set out in **Appendix C** only). Further details of these rights can be found in the Creditors' Guide to Fees which you can access using the following link <https://www.frpadvisor.com/legal-and-regulatory-notice/information-creditors-insolvency-proceedings/> and select the one for liquidation. Alternatively, a hard copy of the relevant guide will be sent to you on request. Please note there is a time limit for requesting information being 21 days following the receipt of this progress report. There is a time limit of 8 weeks following the receipt of this report for a Court application that the remuneration or expenses are excessive.

If you have any queries about this report or the progress of this matter, please do not hesitate to contact my office.

Date: 9 February 2024



**Gareth Morris**  
**Joint Liquidator**

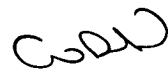
Licensed in the United Kingdom by the Insolvency Practitioners Association and bound by the Insolvency Code of Ethics

**JPMorgan Elect Plc  
(In Liquidation)  
Joint Liquidators' Summary of Receipts & Payments**

Declaration of Solvency £		From 19/12/2022 To 18/12/2023 £	From 19/12/2022 To 18/12/2023 £	Notes
	<b>ASSET REALISATIONS</b>			
817,591.00	Accrued Dividends	NIL	NIL	
	Bank Interest Gross	16,664.43	16,664.43	
1,116,137.00	Cash at Bank	1,931,566.78	1,931,566.78	
	Rollover Pool - Distribution in Specie	338,528,886.00	338,528,886.00	1
354,425,156.00	Shares & Investments	NIL	NIL	
	Sundry refunds	16,066.60	16,066.60	
15,880.00	Trade Debtors	NIL	NIL	
		<u>340,493,183.81</u>	<u>340,493,183.81</u>	
	<b>COST OF REALISATIONS</b>			
( 1,137,572.00)	Estimated costs of Liquidation	NIL	NIL	
	Joint Liquidators' Disbursements	154.62	154.62	
	Joint Liquidators' Remuneration	4,000.00	4,000.00	
	Pre liquidation advisory fees	24,000.00	24,000.00	
	Statutory Advertising	256.77	256.77	
	Swearing fee - Cheesewrights	228.00	228.00	
	VAT Irrecoverable	5,727.88	5,727.88	
		( 34,367.27)	( 34,367.27)	
	<b>UNSECURED CREDITORS</b>			
	Unsecured creditors - Liquidation Pool	1,101,148.62	1,101,148.62	
( 10,883,526.00)	Other Creditors	NIL	NIL	
		( 1,101,148.62)	( 1,101,148.62)	
	<b>DISTRIBUTIONS</b>			
	JGGI - Rollover Pool	338,210,119.00	338,210,119.00	1
	Overseas shareholders	318,767.00	318,767.00	
		( 338,528,886.00)	( 338,528,886.00)	
<b>344,353,666.00</b>		<b>828,781.92</b>	<b>828,781.92</b>	
	<b>REPRESENTED BY</b>			
	Current Floating Int Bearing		828,781.92	
			<b>828,781.92</b>	

**Notes:**

- Following our appointment on 19 December 2022, a distribution in Specie was made by the Company of £338,528,886 to JPMorgan Global Growth & Income Plc under the Transfer Agreement.
- The basis of the Company's valuation is per the attached extract from the Circular to Shareholders.

  
Gareth Rutt Morris  
Joint Liquidator

### Extract from Circular to Shareholders dated 15 November 2022 regarding the basis of the valuation as required by Rule 18.11(2)(b) of the Insolvency Rules 2016

#### 4. Calculations of value

4.1. Except as otherwise provided in the Scheme, for the purposes of calculating the value of the Company's assets at any time and date at which the calculation of value is required by the Scheme, the assets and liabilities of the Company shall be valued on the following basis:

4.1.1. investments which are listed, quoted or traded on any recognised stock exchange will be valued by reference to the bid price on the principal stock exchange where the relevant investment is listed, quoted or traded at the Relevant Time and according to the prices shown by the relevant exchange's method of publication of prices for such investments or, in the absence of such recognised method by the latest price available prior to the Relevant Time. If the relevant exchange is not open for business at the Relevant Time, the investments will be valued as at the latest day prior to the relevant date on which the relevant stock exchange was open for business;

4.1.2. quoted investments which are subject to restrictions on transferability or which, in the opinion of the Directors (or a duly constituted committee thereof) are otherwise illiquid shall be valued at their fair value as determined by the Directors;

4.1.3. cash and deposits with, or balances at, a bank together with all bills receivable, money market instruments and other debt securities not included in paragraphs 4.1.1 or 4.1.2 above and held by the Company as at the Relevant Time will be valued at par (together with interest accrued up to the Calculation Date);

4.1.4. any sums owing from debtors (including any dividends due but not paid and any accrual of interest on debt-related securities to the extent not already taken into account under paragraphs 4.1.1 and 4.1.2 above) as at the Relevant Time shall be valued at their actual amount less such provision for diminution of value (including provisions for bad or doubtful debts or discount to reflect the time value of money) as may be determined by the Directors;

4.1.5. assets denominated in currencies other than Sterling will be converted into Sterling at the closing mid-point rate of exchange of Sterling and such other currencies prevailing as at the Relevant Time as may be determined by the Directors; and

4.1.6. liabilities shall be valued in accordance with the Company's normal accounting policies.

In this paragraph 4.1, the Relevant Time means the time and date at which any calculation of value is required by the Scheme to be made. The Directors shall consult with the Liquidators in making determinations pursuant to this paragraph 4.1.

4.2. Notwithstanding the foregoing, the Directors or a duly authorised committee thereof, may, in their absolute discretion (but in consultation with the Liquidators), permit an alternative method of valuation to be used if, acting in good faith, they consider that such valuation better reflects the fair value of any asset or security.

4.3. None of the Directors, JPMF, the JGGI Directors or the Liquidators shall be under any liability by reason of the fact that a price reasonably believed to be the appropriate market price of any listed investment, or any valuation reasonably believed to be appropriate, may subsequently be found not to have been the appropriate market price or valuation, except in the case of fraud or bad faith.

4.4. The JPE FAV per Income Share shall be equal to the JPE Income FAV divided by the total number of Income Shares and the JPE FAV per Cash Share shall be equal to the JPE Cash FAV divided by the total number of Cash Shares, in each case expressed in pence and calculated to six decimal places (with 0.0000005 rounded down).

### 7. Issue of New JGGI Shares

- 7.1. In consideration for the transfer of the Rollover Pools to JGGI in accordance with paragraph 6 above, the New JGGI Shares shall be issued to Shareholders on the basis that the number of such shares to which each such holder is entitled shall be determined: (i) in accordance with the below formula in the case of New JGGI Ordinary Shares (rounded down to the nearest whole number of New JGGI Ordinary Shares); and (ii) on the basis of one New JGGI C Share per Growth Share held in the case of New JGGI C Shares.

$$\text{Number of New JGGI Ordinary Shares} = \frac{D \times F}{E} + \frac{G \times H}{E}$$

where:

D is the JPE FAV per Income Share;

E is the JGGI FAV per Share; and

F is the aggregate number of Income Shares held by the relevant Income Shareholder;

G is the JPE FAV per Cash Share; and

H is the aggregate number of Cash Shares held by the relevant Cash Shareholder.

- 7.2. No value shall be attributable to Shares held in treasury by the Company. Fractions of New JGGI Shares will not be issued under the Scheme and entitlements to such New JGGI Shares will be rounded down to the nearest whole number. Any assets representing a fraction of the entitlements of holders of Shares and whose holding of New JGGI Shares is rounded down shall be retained by JGGI and represent an accretion to its assets.
- 7.3. The New JGGI Shares to be issued pursuant to paragraph 7.1 will be allotted, credited as fully paid free from all liens, charges and encumbrances, to the Liquidators (as nominee for the Shareholders entitled thereto) as soon as practicable after the delivery to JGGI (or its nominee) of the particulars referred to in paragraph 5.2 above, whereupon the Liquidators will renounce the allotments of New JGGI Shares in favour of Shareholders entitled to them under the Scheme. On such renunciation, JGGI will issue the New JGGI Shares to the Shareholders entitled thereto. JGGI shall:
- (a) in the case of the New JGGI Shares issued in certificated form, arrange for the despatch of certificates for such shares issued under the Scheme to the Shareholders entitled thereto at their respective addresses in the Register (and, in the case of joint holders, to the address of the first-named) or to such other person and address as may be specified by such persons in writing, in each case at the risk of the persons entitled thereto; and
  - (b) in the case of the New JGGI Shares issued in uncertificated form, procure that Euroclear is instructed on the Business Day following the Effective Date (or as soon as practicable thereafter) to credit the appropriate stock accounts in CREST of the Shareholders entitled thereto with their respective entitlements to New JGGI Shares issued under the Scheme.
- 7.4. JGGI shall be entitled to assume that all information delivered to it in accordance with paragraph 7.3 above is correct and to utilise the same in procuring registration in the JGGI register of members of the holders of the New JGGI Shares issued under the Scheme.

### JOINT LIQUIDATORS' TIME COST SUMMARY

Time charged from the start of the case to 18 December 2023

	Total Hours	Total Cost £	Average Hrly Rate £
<b>Administration and Planning</b>	<b>36.60</b>	<b>14,353.00</b>	<b>392.16</b>
A&P - Strategy and Planning	1.00	530.00	530.00
A&P - Case Accounting - General	4.10	1,683.00	410.49
A&P - Case Accounting	9.80	2,543.00	259.49
A&P - Case Control and Review	19.70	8,797.00	446.55
A&P - General Administration	2.00	800.00	400.00
<b>Pre-Appointment</b>	<b>47.50</b>	<b>24,980.00</b>	<b>525.89</b>
PRE APP - Pre Appointment	26.70	13,956.00	522.70
S.110 Implementation of the Scheme	20.80	11,024.00	530.00
<b>Statutory Compliance</b>	<b>12.10</b>	<b>4,449.00</b>	<b>367.69</b>
STA - Appointment Formalities	4.60	2,009.00	436.74
STA - Pensions-Other	0.50	200.00	400.00
STA -Statutory Compliance - General	1.50	600.00	400.00
STA - Statutory Reporting/ Meetings	5.50	1,640.00	298.18
<b>Asset Realisation</b>	<b>31.90</b>	<b>16,712.00</b>	<b>523.89</b>
ROA - Asset Realisation	31.90	16,712.00	523.89
<b>Creditors</b>	<b>46.20</b>	<b>21,600.50</b>	<b>467.54</b>
CRE - Employees	1.70	680.00	400.00
CRE - Unsecured Creditors	6.20	2,603.00	419.84
CRE - TAX/VAT - Pre-appointment	5.10	2,653.50	520.29
CRE - Shareholders	33.20	15,664.00	471.81
<b>Grand Total</b>	<b>174.30</b>	<b>82,094.50</b>	<b>471.00</b>

#### Disbursements for the period

**19 December 2022 to 18 December 2023**

	Value £
<b>Category 1</b>	
Bonding	500.00
Other Travel	146.70
Parking	7.92
<b>Grand Total</b>	<b>654.62</b>

#### FRP Charge out rates

	From	
Grade	1st May 2022	1st May 2023
Appointment taker / Partner	400-530	420-555
Managers / Directors	300-400	315-420
Other Professional	180-250	190-265
Junior Professional & Support	90-120	95-125

### FRP Advisory Trading Limited ("FRP")

	<u>£/hour</u>
Appointment taker/Restructuring Advisory Partner/Director	420-555
Managers/Directors	315-420
Other Professional	190-265
Junior Professional/Support	95-125

Time costs are maintained on computerised records of all time spent on the administration of each case. Matters dealt with during the assignment are dealt with by different members of staff depending on the level of complexity and experience required. Time is charged to the case in maximum of six minute units. Charge-out rates are based on individual expertise, qualification and grade. The costs of the firm's support staff are not directly charged to the estate unless dealing with directly identifiable case specific matters. Charge out rates are reviewed at least annually, details of FRP charge out rates applicable to this assignment are set out above.

Further information can be found in the Creditors' Guide to Fees which you can access using the following link <https://www.frpadvisor.com/legal-and-regulatory-notice/information-creditors-insolvency-proceedings/>. Alternatively, a hard copy of the relevant guide will be sent to you on request.

On occasions it may be necessary to change the rates applicable to the work undertaken and if this occurs during the period of the assignment this will be notified to creditors as part of the normal reporting procedures.

### EXPENSES POLICY

Expenses are any payment from the insolvent estate which are neither an office holder's remuneration nor a distribution to a creditor or a member. Expenses also include disbursements.

Disbursements are payments which are first met by the office holder, and then reimbursed to the office holder from the estate.

Expenses are any payments from the estate which are neither an office holder's remuneration nor a distribution to a creditor or a member. Expenses also include disbursements.

Expenses are divided into those that do not need approval before they are charged to the estate (category 1) and those that do (category 2).

Details of sums paid as either expenses or disbursements will be identified in the progress reports prepared during the course of an assignment and circulated to all creditors.

#### Category 1 expenses:

These are payments to independent third parties who are not an associate of the office holder and where there is specific expenditure directly referable to the appointment.

Category 1 expenses may include but are not limited to items such as case advertising, storage, bonding, company searches and insurance.

Category 1 expenses can be paid without prior approval.

#### Category 2 expenses:

These are payment to associates or which have an element of shared costs.

With the exception of mileage FRP do not charge category 2 disbursements. Mileage payments relate to the use of private vehicles for business travel and are directly attributable to the estate. They are paid by FRP at the HMRC approved mileage rate prevailing at the time the mileage was incurred; at the time of this report this is 45p per mile.

Before being paid, category 2 expenses require approval in the same manner as an office holder's remuneration whether paid directly from the estate or as a disbursement.

### **SUBCONTRACTED WORK**

In accordance with SIP9 your attention is drawn to work that may be subcontracted during the course of administering the insolvency process. Subcontracted work is defined as work that could otherwise be carried out by the office holder or their staff. The office holder would typically subcontract work where it was considered more efficient, beneficial to the estate and/or cost effective to do so.

The officeholder may use the services of Postworks for the purpose of mailing out correspondence, this is particularly cost effective where large mail outs are required to stakeholders. Postworks possesses the requisite resources and equipment to convert electronic correspondence to hard copy correspondence, where it is required to be sent in paper form. Postworks add our firm's branding, collates the correspondence, and subsequently posts it to the intended recipients in a timely and reliable fashion. The costs associated with this service are based upon the quantity of letters and reports required to be posted, and number of pages involved. This is significantly more efficient and cost-effective than utilizing our own resources. Postworks costs start from 4p per page plus Royal Mail standard rates. Total costs incurred will be included within the disclosure of category 1 expenses as set out above and included in our progress reports

In addition, other specialists may be used for example to assist with asset realisation, for example debt collection agents, where this maybe more cost effective and result in a better asset realisation compared to utilising the office holder's staff. Solicitors may be utilised to deal with routine filings at Court or the Registrar of Companies or other statutory bodies. In deciding whether to subcontract this work the office holder will assess whether the estate is receiving value for money when compared to that same work being undertaken by the office holder or their staff. Typically, the estate will benefit where the office holder has decided to subcontract work to third parties in terms of costs of efficiency, the availability of resources as well as a potential increase in accuracy due to the use of standardised specialist procedures.



### SCHEDULE OF WORK

**Below is a detailed summary of the work undertaken by the office holder(s) during the reporting period.**

A proportion of the work undertaken by an Insolvency Practitioner is required by statute, including ensuring the appointment is valid, notifications of the appointment to third parties, regular reporting on the progress, notifying statutory bodies, complying with relevant legislation and regulatory matters. This may not have a direct financial benefit to shareholders but is substantially there to protect directors, shareholders and other stakeholders and ensuring they are kept informed of developments.

### ADMINISTRATION AND PLANNING

#### Regulatory Requirements

- Compliance with all necessary statutory and regulatory matters relating to the liquidation.

#### Ethical Requirements

- Prior to the Joint Liquidators' appointment, a review of ethical issues was undertaken and no ethical threats were identified. Further ethical reviews are carried out periodically and no threats have been identified in respect of the management of the liquidation appointment over the period of this report.

#### Case Accounting

- We have set up and administered a liquidation bank account since our appointment.
- We have approved bank details for payment in line with our firm's procedures in respect of new payees/suppliers.
- Recorded and made receipts and payments to the bank account.
- Reconciled the bank account on a regular basis.
- Review interest rates on available bank accounts to take advantage of favourable rates on regular basis.
- Liaised with JPMorgan with regards to the transfer of funds to the liquidation estate bank account.

#### Case Management Requirements/Strategy & Planning

- We determined the case strategy and documented it.
- Case monitoring and internal case reviews have been undertaken in line with our firm's procedures.

#### General Administration

- Filing of S.110 documents and email correspondence in line with our firm's protocols.

### PRE-APPOINTMENT

#### Pre-appointment work

- Attending weekly and ad hoc advisor meetings and calls regarding the planning process for the S.110 scheme.
- Review and comment on the draft Circular to Shareholders and announcements ahead of their issue.
- Review and comment on draft documentation associated with the S.110 process and discussions with the instructed solicitors and advisors
- Reviewed the scheme model and provide comments to the advisor group.
- Reviewed the proposed payment of the pre-liquidation dividend to shareholders to ensure investment trust status retained.
- Reviewed the Transfer agreement for the S.110 transfer of assets and the approval of the undertaking.
- Provided the Liquidators' consents to act and certificate of appointment document to the Company Secretary ahead of meeting.
- Attendance at the General Meeting.

### S.110 Implementation of the Scheme

- Reviewed the revised versions of the model when available and provided comments, as applicable.
- Reviewed the AUP output and dry run process.
- Discussions with JPMorgan in respect of treatments of incomplete hedged trades.
- Reviewed the final model at the calculation date.
- Planning calls with the advisors.
- Review of the financial information available for the Declaration of Solvency and prepare Declaration of Solvency forms on behalf of Directors.
- Attend board meeting to swear the Declaration of Solvency and answer any questions raised by the Directors.
- Review latest entitlements and comment.
- Review updates provided by the Registrar of proxy voting results from Shareholders.
- Review the outcome of voting following the first general meeting and the Growth Class, Income Class and Cash Class meetings.

### STATUTORY COMPLIANCE

#### Appointment Formalities

- Attend general meeting, review papers, ensure all appointment documents are all signed appropriately.
- Review and agree the release of the announcements to the LSE and the suspension of the Company's listing.
- Prepare and approve statutory bond calculation.
- Internal set up of case on IPS and completion of case diaries.
- Prepare and send appointment notifications to Companies House.
- Prepare, review and send appointment documents and notice to creditors to prove claims for advertising in the London Gazette.
- Prepare and send appointment document to HMRC.
- Prepare and send letter to Company's Manager, Custodian, Registrar, etc with regards to notification of appointment and procedures for dealing with matters during the liquidation process.

#### Pensions-Other

- Completion of our firm's requirements in respect of Pension checklist and confirmation that there are no pensions held in the Company's name and/or any former company names.

#### Statutory Compliance – General

- Liaise with Company Secretary with regards to the filing of the updated Company's articles at Companies House.
- Liaise with Company Secretary with regards to the filing of the Directors' resignation forms at Companies House.
- Ensure details of S.110 scheme transfers are recorded correctly on IPS.

#### Statutory Reporting/Meetings

- Review of information required and preparation of the first draft of the progress report and associated documentation ahead of the first year anniversary.

### ASSET REALISATION

#### Asset Realisations

- Liaising with JPMorgan Chase Bank with regards to the Company's funds held in various bank accounts.
- Putting in place arrangements with regards to signatories/appointment documents as a result of the liquidation with regards to updating banking mandates in order to transfer funds to the liquidation estate bank accounts and to transfer funds to Equiniti to make distributions to the overseas shareholders.
- Preparation of templated instructions to JPMorgan, faxes and call back calls\ to transfer funds.
- Numerous calls/emails with regards to getting funds transferred between Christmas and New Year 2022 to comply with the timetable.

- Instructions to JPMorgan with regards to converting non-sterling currencies to Sterling and their transfer to Sterling held accounts.
- Review of and transfer of dividend receipts received post liquidation.

### **CREDITORS**

#### **Employees**

- Liaising with JPMorgan and the Company's Payroll bureau with regards to the processing of the final payroll.
- Administration matters on the closing down of the payroll with Payroll Bureau and RTI with HMRC.
- Liaising with JPMorgan and the Payroll Bureau with regards to the provision of P45s.

#### **Unsecured Creditors/Liquidation Pool**

- Review and update the liquidation pool schedules on handover from JPMorgan.
- Notification of unsecured creditors, listed per Directors' Declaration of Solvency of the liquidation.
- Reconciliation of the updated position post the position notified to us in the Directors' Declaration of Solvency statement
- Respond to queries from suppliers.
- Review invoices to liquidation Pool schedule ahead of payment and raise any queries if do not agree to the schedules provided.
- Reviewing and querying the basis of invoices received from suppliers, for the period prior to the liquidation

#### **Tax/VAT- Pre-appointment**

- Liaise with JPMorgan with regards to the completion and submission of the pre-liquidation Corporation tax returns outstanding.
- Chase updates and review draft Corporation tax returns.
- Corresponding with HMRC regarding any potential claims in the liquidation.

#### **Shareholders**

- A large proportion of the time incurred has been as a result of helping Shareholders with regards to changing details held on the Register, updating new details on the Register, updates to the Register as a result of deaths of shareholders, queries regarding pre-liquidation dividend cheques and contact details for Equiniti, and general queries from Shareholders regarding their holdings, the issuing of new JGGI share certificates and future distributions, etc.
- We received a schedule of the latest Shareholders' Register in respect of the three classes of shares from Equiniti which was uploaded to the Liquidators' system.
- Liaise with Equiniti with regards to their ongoing role, charging and register management queries.
- Liaising with JPMorgan and Equiniti with regards to the sale of JGGI allocated to overseas shareholders and the distribution of cash to those shareholders by Equiniti.
- Dealing with queries arising around the Rollover of shares into JGGI.

### STATEMENT OF EXPENSES DURING THE PERIOD

<b>JPMorgan Elect Plc</b> <b>Statement of expenses for the period ended</b> <b>18/12/2023</b>	
<b>Expenses</b>	<b>Period to</b> <b>18/12/2023</b> <b>£</b>
Office Holders' remuneration (Time costs)	57,115
Office Holders' disbursements	655
Registrar fees & Disbursements - Equiniti	5,000
Swearing fee - Cheesewrights LLP	228
VAT irrecoverable	6,728
Statutory advertising - Courts Advertising Ltd	257
Pre liquidation advisory fees - FRP Advisory Trading Ltd	24,000
<b>Total</b>	<b>93,983</b>