

Rule 1.24

The Insolvency Act 1986
Report of Meetings
Approving Voluntary Arrangement
Pursuant to Section 4 of the
Insolvency Act 1986

S.4

To the Registrar of Companies

For Official Use

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Company Number

04280460

Insert full name of
company

Name of Company

Scamps of Benson Limited

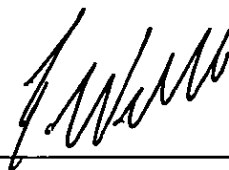
Insert full name and
address

I, E Walls
 C12 Marquis Court
 Marquis Way
 Team Valley
 Gateshead
 NE11 0RU

Insert date

the chairman of meetings held in pursuance of Section 4 of the Insolvency Act 1986 on
 19 July 2011 enclose a copy of my report of the said meetings

Signed



Date 19 July 2011

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

K2172
 Scamps of Benson Ltd

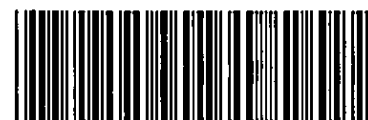
E Walls
 KSA Group Ltd
 C12 Marquis Court
 Marquis Way
 Team Valley
 Gateshead
 NE11 0RU

For Official Use

Liquidation Section

Post Room

THURSDAY



AS3HMMW04

A15

21/07/2011

140

COMPANIES HOUSE

**Scamps of Benson Limited – Proposed Company Voluntary Arrangement (“CVA”)
Chairman's Report
Meeting of members held at the offices of KSA Group Limited, Tower 42,
Level 7, 25 Old Broad Street, London, EC2N 1HN
On 19 July 2011 at 2.30 pm**

Present	Susan Johnson	Number of Shares 5
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In Attendance Wayne Harrison (Chairman)

W Harrison acted as chairman of the meeting on behalf of the nominee, Eric Walls, pursuant to Rule 1 14(2) of the Insolvency Rules 1986. The proposal for the CVA confirmed that Eric Walls is a licensed Insolvency Practitioner authorised by the Insolvency Practitioners Association to act as supervisor of the proposed voluntary arrangement.

The members of the company accepted the proposed company voluntary arrangement, as modified, with all of the members listed above voting for acceptance.

There being no further business the meeting was drawn to a close.



E Walls
Supervisor

Scamps of Benson Limited – Proposed Company Voluntary Arrangement ("CVA")
Chairman's Report
Meeting of creditors held at the offices of KSA Group Limited, Level 7,
Tower 42, 25 Old Broad Street, London, EC2N 1HN
on 19 July 2011 at 2.00 pm

W Harrison acted as chairman of the meeting on behalf of the nominee, Eric Walls, pursuant to Rule 1 14(2) of the Insolvency Rules 1986. The proposal for the CVA confirmed that Mr Walls is a licensed Insolvency Practitioner authorised by the Insolvency Practitioners Association to act as nominee and supervisor of the proposed voluntary arrangement.

The chairman informed the meeting that the combined voluntary arrangement service ("CVAS") of the H M Revenue & Customs had submitted a schedule of amendments to the proposal together with proxies voting for acceptance of the proposal as amended. The proposed amendments were accepted by the directors of the company and are detailed at appendix B to this report.

There being no further business the meeting moved to a formal vote. The votes cast are summarised at appendix A attached to this report.

The chairman confirmed that the proposed company voluntary arrangement as amended by the attached modifications had been duly approved by creditors.

There being no further business the meeting was drawn to a close. The meeting of shareholders which was held following the meeting of creditors also approved the company voluntary arrangement as amended.

For the avoidance of doubt, it was resolved that EC Regulation 1346/2000 applied as the Company's registered office being the centre of its main interests is situated in a Member State of the EC and voluntary arrangements are within the definition of insolvency proceedings under Article 2 of the Regulations. For the reasons stated herein it was considered by the Supervisor that EC Regulation 1346/2000 on insolvency proceedings will apply and that these proceedings will be main proceedings as defined in Article 3 of the EC Regulations.



E Walls
Supervisor

	For	Against	Invalid	Total
Attended the Meeting				
Sue Johnson	18,000 00			18,000 00
Unsecured Creditors				
Votes by Proxy:				
HM Revenue and Customs	176,510 96			176,510 96
Pitmans of Reading	7,092 56			7,092 56
Total	201,603.52	0 00	0.00	201,603.52
Percentage	100.00%	0.00%		

Please note that amounts shown above are for voting purposes only The claims of the creditors will need to be agreed by the supervisor in due course

**Modifications Proposed by Voluntary Arrangement Service (VAS) on behalf of
H M Revenue & Customs in respect of: -**

Scamps of Benson Limited

If any of the modifications are not accepted then the VAS votes(s) must be taken as a rejection

1. **[Interpretation]** Where a modification to the proposal is approved by creditors and accepted by the company, the entire proposal shall be construed in the light of the modification and read to give effect to that modification such that any contrary or potentially contrary provisions in the proposal shall either be ignored, or interpreted, in order that the intention of the modification is given priority and effect
2. **[HMRC claim]** The HMRC (former IR) claim in the CVA will include PAYE/NIC due to the date, of the meeting to approve the arrangement, [or the commencement of the prior administration] and CTSA / assessed tax for the accounting period(s) ended on or before the date of approval of the arrangement [or date of commencement of the prior administration]
3. **[HMRC claim]** The HMRC (former HMC&E) claim in the CVA will include assessed tax, levy or duty to the date of approval or [to the date of commencement of the prior administration]
4. **[Post approval returns and liabilities]** All statutory returns and payments due to HMRC post approval shall be provided on or before the due date
5. **[Outstanding returns]** All statutory accounts and returns overdue at the date of the creditors' meeting shall be provided to HMRC within 3 months of the approval together with any other information required
6. **[Dividend prohibition]** No non preferential distribution will be made until (i) a CTSA return has been filed for the accounting period ended on or immediately prior to the date, of approval, or of commencement of the prior administration (ii) a VAT and/or other levy or duty return due to HMRC has been filed up to the date of the approval or [the date of commencement of the prior administration] or (iii) an HMRC Determination or assessment has been made and the supervisor has admitted their final claims
7. **[Tax-Overpayments]** Set-off refunds due from the Crown against debts due to the Crown will be in accordance with statute and established legal principles
8. **[Co debtors]** The release of the company from its debts by the terms of the CVA shall not operate as a release of any co-debtor for the same debts
9. **[Termination]** The arrangement shall terminate upon
 - a) The making of a winding up order against the company, or the passing of a winding up resolution or the company going into administration
 - b) (Where there is express authority for the supervisor so doing) the supervisor issuing a certificate of termination
10. **[Variation]** The company shall not, within 12 months of approval propose a variation to the arrangement that will reduce the yield to creditors below the forecast of £114,000 unless the Supervisor can provide clear evidence that the variation proposal results from changed trading circumstances that could not have been foreseen when the arrangement was approved. For the avoidance of doubt, simple mis-forecasting of business turnover or profitability shall not provide cause for variation. The Supervisor's evidence, supporting financial information and notice to a creditors' vote shall be circulated to creditors giving at least 14 days clear notice. Creditors shall be asked to say whether the costs associated with the variation shall be met from VA funds in the event that it is rejected
11. **The directors of the company shall not:**
 - a) Declare or pay any dividend to shareholders for duration of the voluntary arrangement,
 - b) Declare or pay themselves additional remuneration or fees save shall be agreed with creditors representing 75% of voting creditors