

Liquidator's Progress Report

S.192

Pursuant to Sections 92A and 104A and 192
of the Insolvency Act 1986

To the Registrar of Companies

Company Number

04346502

Name of Company

Topland Hotels (Edinburgh) Limited

I / ~~We~~

Malcolm Cohen, 55 Baker Street, London, W1U 7EU

the liquidator~~(s)~~ of the company attach a copy of my/~~our~~ Progress Report
under section 192 of the Insolvency Act 1986

The Progress Report covers the period from 04/11/2016 to 06/01/2017

Signed



Date

6.1.17

BDO LLP
55 Baker Street
London
W1U 7EU

Ref 00258811/MAC/SMB/RAF



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13/01/2017
COMPANIES HOUSE

**Topland Hotels (Edinburgh) Limited
(In Liquidation)
Liquidator's Abstract of Receipts & Payments**

Statement of Affairs	From 04/11/2016 To 06/01/2017	From 04/11/2015 To 06/01/2017
	<u>NIL</u>	<u>NIL</u>
REPRESENTED BY		<u>NIL</u>

Note

Malcolm Cohen
Liquidator



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55 Baker Street
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TO ALL SHAREHOLDERS

6 January 2017

Our Ref 7/SMB/topland

Please ask for Sharon Bloomfield
Direct line 020 7893 2905
Email sharon.bloomfield@bdo.co.uk

Dear Sirs

Topland Hotels (Edinburgh) Limited ("the Company") - in Members' Voluntary Liquidation Company Number: 04346502

In accordance with the provisions of Section 94 of the Insolvency Act 1986, I present, for your information, my final progress report on the liquidation for the period 4 November 2016 to 6 January 2017

I also refer to my earlier first annual progress report dated 23 November 2016

Statutory Information

I, Malcolm Cohen, of BDO LLP, 55 Baker Street, London, W1U 7EU was initially appointed as Liquidator of the Company on 4 March 2013. My administration of the liquidation concluded, and the final meeting of members was held on 11 September 2014. The Company was dissolved on 23 December 2014.

The Company is a wholly owned subsidiary of the Topland Group ("Topland"). In 2015 I was contacted by Topland who wished to restore the Company to the Register (further details below). Application was made to Court and an order was granted to restore the Company with effect from 4 November 2015, and I was re-appointed as its Liquidator on that date.

The Company's registered number is detailed above. The Company was previously known as Thistle Edinburgh Limited (until 7/6/2005) and Petertrail Limited (until 12/3/2002). It does not have any other trading styles.

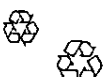
The Company's former trading address was 105 Wigmore Road, London, W1U 1QY, and its registered office is 55 Baker Street, London, W1U 7EU.

Receipts and Payments

There have been no cash receipts or payments in the period under review.

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Restoration

I was approached by Topland in April 2015 as it transpired a pre-liquidation property transfer had been imperfectly dealt with, and the Company held the benefit of a lease which was subject to a compulsory purchase order. The Company held a right to use a certain portion of a car park.

Topland had received advice from Scottish Counsel that the Company may be due compensation and the decision regarding this was to be handed down in the first quarter of 2016.

Accordingly Topland intended to apply to Court to restore the Company to the Register, and reappoint myself as Liquidator so that the benefit of any compensation due to the Company could be recovered.

As detailed above, application was made by Topland's legal advisors and I was duly re-appointed as Liquidator upon the Company's restoration.

In April 2016 I was asked to sign a Form 9 to preserve the Company's position regarding possible compensation. Discussions then continued via Topland's legal advisors in relation to this matter over the following months.

On 24 October 2016 I received confirmation that a general vesting declaration had been made in relation to the property subject to the compulsory purchase order, and the vesting date was to be 17 November 2016. The vesting order has now duly been completed.

As the Company did not derive any income from the property the compensation claim is nil, and accordingly the final meeting of members to close the liquidation was convened for 6 January 2017.

Creditors

For the avoidance of doubt, all creditors were dealt with in the initial period of liquidation.

Distributions

There will be no distributions in the liquidation.

Liquidator's Remuneration

Pursuant to the Insolvency Rules 1986, the Liquidator is obliged to fix his remuneration in accordance with Rule 4.148A(2) of the Insolvency Rules 1986. This permits remuneration to be fixed either

- (1) as a percentage of the assets realised and distributed, and/or
- (2) by reference to the time the Liquidator and the staff have spent attending to matters in the liquidation, and/or
- (3) as a set amount, and/or
- (4) as a combination of the above.

My remuneration was approved on a time costs basis on the date of my appointment. Time costs to date total £3,977.90 represented by 8.2 hours of work carried out by myself and my staff at an average hourly rate of £485.11.

My staff and I have spent time on matters arising in the normal course of the liquidation. The main areas dealt with include

- liaising with Topland and their legal advisors in relation to matters regarding the restoration of the Company and the Liquidator's re-appointment,
- statutory reporting requirements to the Registrar of Companies,
- liaising with Topland and their legal advisors regarding the compulsory purchase order, level of compensation and the general vesting declaration, and
- convening the final meeting of members

As the Company holds no funds the costs of the liquidation including disbursements as detailed below will be paid by a Topland company.

Disbursements

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. The sum of £89 00 has been incurred in respect of the indemnity bonding and statutory advertising costs.

Members' rights

I provide at the end of this report an extract from the Insolvency Rules 1986 setting out the rights of members to request further information and/or challenge the remuneration or expenses within the liquidations.

Liquidation Closure

The shareholder was invited to consider the following resolutions.

1. That the Liquidator's report and accounts to 6 January 2017 be and are hereby approved
2. That the Liquidator is authorised to dispose of the Company's books and records one year after the dissolution of the Company
3. The Liquidator is released

The resolutions were all duly approved

Further Information

If you have a complaint you should address it in the first instance to the Senior Partner, BDO LLP, 55 Baker Street, London W1U 7EU. If you are still dis-satisfied, complaints to the office holder's regulatory body should be made via the Insolvency Service Complaints Gateway.

Complaints to the single Complaints Gateway may be made either by

- calling the Insolvency Service Enquiry Line on 0845 602 9848 (Monday to Friday 8am to 5pm), or
- completing and emailing the online complaints form on the Insolvency Service website <http://www.insolvencydirect.bis.gov.uk/contactus/ipcomplaint/complaintform.htm>, or



TO ALL SHAREHOLDERS
6 January 2017

- completing the online complaints form and posting it to IP Complaints, Insolvency Service, 3rd Floor, 1 City Walk, Leeds, LS11 9DA.

For more details, please visit <https://www.gov.uk/complain-about-insolvency-practitioner>

If you have any queries please contact Sharon Bloomfield as detailed above

Yours faithfully
For and on behalf of
Topland Hotels (Edinburgh) Limited

A handwritten signature in black ink, appearing to be 'Malcolm Cohen', written over the typed name.

Malcolm Cohen
Liquidator
Enc

Statement from the Insolvency Rules 1986 (as amended) regarding the rights of members in respect of the Liquidators' fees and expenses:**Rule 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[s] 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

Rule 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