

LIQ13

Notice of final account prior to dissolution in MVL



Companies House

For further information, please
refer to our guidance at
www.gov.uk/companieshouse

1 Company details

Company number 04914737

Company name in full Spirit Aquisitions Holdings Limited

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

2 Liquidator's name

Full forename(s) Ben

Surname Woodthorpe

3 Liquidator's address

Building name/number 22 York Buildings

Street

Post town London

County/Region

Postcode WC2N 6JU

Country

4 Liquidator's name ①

Full forename(s) Simon

Surname Jagger

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

5 Liquidator's address ②

Building name/number 22 York Buildings

Street

Post town London

County/Region

Postcode WC2N 6JU

Country

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

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6 Final account

☒ I have delivered the final account of the winding up to the members in accordance with Section 94(2) and attach a copy.

7 Sign and date

Liquidator's signature

Signature

X

B. McArthur

X

Signature date

^d

1

^d

2

^m

0

^m

1

^y

2

^y

0

^y

2

^y

2

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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 Deborah Islam

Company name ReSolve Advisory Limited

Address 22 York Buildings

Post town London

County/Region

Postcode WC2N 6JU

Country

DX

Telephone 020 7702 9775



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 or email 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

Spirit Acquisitions Holdings Limited
(**"the Company"**)

In Member's Voluntary Liquidation

Joint Liquidators' Final Account to the Member
For the period 16 January 2021 to 12 January 2022

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2. Liquidators' actions since appointment
3. Receipts and payments
4. Assets
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7. Liquidators' remuneration and expenses
8. Further information

APPENDICES

- I. Details of Joint Liquidators' appointment
- II. Receipts and payments account
- III. Joint Liquidators time cost summary
- IV. Notice to Accompany Final Account

1. INTRODUCTION

I refer to the appointment of the Joint Liquidators of the Company on 16 January 2020.

This is my final account to the member as all matters have now been concluded and the Liquidation can now be finalised. This report covers the period 16 January 2021 to 12 January 2022 (Reporting Period) however, it also contains details of matters taken throughout the course of the liquidation and should be read in conjunction with my previous annual report, (copies of which can be obtained from this office on request, free of charge)

The Company's statutory information is detailed at Appendix I.

2. LIQUIDATORS' ACTIONS SINCE APPOINTMENT

The following actions have been undertaken since my appointment and up to the previous reporting period:

- Upon appointment I arranged for the formal notices to be issued to the relevant parties,
- Declared an in-specie distribution to the member of the Companies on 31 March 2020.
- Communicated with creditors regarding any potential claims and
- Liaised with HM Revenue & Customs ("HMRC") for pre-appointment and final taxation clearances

The following actions have been undertaken in the Reporting Period:

- Prepared and circulated my annual report to the member on 10 March 2021
- Continued to liaise with HMRC for final taxation clearances,
- Prepared my draft and this final account and
- Taken steps to finalise the liquidation

The matters undertaken during the course of the solvent liquidation process have been statutory in nature and whilst there is no direct benefit to the member, the work has been completed under a fixed fee agreement.

3. RECEIPTS AND PAYMENTS

Attached at Appendix II is the receipts and payments account for the period 16 January 2020 to 12 January 2022.

4. ASSETS

The Declaration of Solvency ("DOS") indicated there was an intercompany debtor totalling £4.

The full value of the debtor in respect to each of the Companies were in-specie distributed to its member on 31 March 2020, leaving no further assets to realise.

No other assets have been identified during the Liquidation.

5. LIABILITIES

There were no liabilities listed on the Declaration of Solvency for this Company.

I advertised for creditor claims in the London Gazette and as a result no claims were received that were relevant to the Companies.

6. DISTRIBUTIONS TO THE MEMBER

On 31 March 2020, I distributed £4 in-specie to the member of the Company by way of a first and final distribution of capital at a rate of £1 per ordinary share to the member Spirit Group Parent Limited.

There will be no further distributions to the member.

7. LIQUIDATORS' REMUNERATION AND EXPENSES

Written resolutions of the member dated 16 January 2020 resolved that the Joint Liquidators' remuneration should be fixed at £1,875 plus VAT for each of the Companies for assisting with the preparation of the Declaration of Solvencies, and the winding up of the Companies. This payment has been received.

The following disbursements have been incurred and paid in respect to all of the Companies:

Post- appointment	Category 1	Category 2	Total	Incurred in period	Paid to date	Estimated future
£						
Travel	-	185.11	185.11	185.11	185.11	-
Advertising	2730.00	-	2730.00	2730.00	2730.00	-
Bond	600.00	-	600.00	600.00	600.00	-
Total	3,330	185.11	3,515.11	3,515.11	3,515.11	-

There will be no further disbursements incurred.

A Creditors' Guide to Liquidator's Fees can be made available free of charge on request, or copies are also available at <http://www.resolvegroupuk.com/resources/>. Please note there are different versions of the guides, and in this case you should refer to the latest version.

Further information about creditors' rights can be obtained by visiting the creditors' information micro-site published by the Association of Business Recovery Professionals (R3) at <http://www.creditorinsolvencyguide.co.uk/>.

8. FURTHER INFORMATION

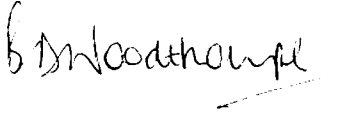
At ReSolve we always strive to provide a professional and efficient service. However, we recognise that it is in the nature of insolvency proceedings for disputes to arise from time to time. As such, should you have any comments or complaints regarding the administration of this case then in the first instance you should contact one of the Joint Liquidators at the address given in this letter.

If you consider that they have not dealt with your comments or complaint appropriately you should then put details of your concerns in writing to our complaints officer at complaints@resolvegroupuk.com. This will then formally invoke our complaints procedure and we will endeavour to deal with your complaint under the supervision of someone unconnected with the appointment.

If you still feel that you have not received a satisfactory response then you may be able to make a complaint to the Complaints Gateway operated by the Insolvency Service. Any such complaints should be addressed to The Insolvency Service, IP Complaints, 3rd Floor, 1 City Walk, Leeds, LS11 9DA, or you may email ip.complaints@insolvency.gsi.gov.uk, or you may phone 0300 6780015. The Complaints Gateway will in turn determine if such complaint should be addressed by Mr Woodthorpe's and Mr Jaggars's regulatory bodies. Details of the relevant call charges and opening hours can be found here: <http://www.resolvegroupuk.com/policies2/>.

Should you have any further queries in respect of this Liquidation, please do not hesitate to contact Deborah Islam of this office.

Yours faithfully



Ben Woodthorpe
Joint Liquidator

For enquiries regarding this correspondence please contact:

Contact name: Deborah Islam
Phone number: 020 7702 9775
Email: deborah.islam@resolvegroupuk.com

Cameron Gunn, Mark Suppersone, Lee Manning, Chris Farrington, Ben Woodthorpe, Myles Jacobson and Simon Jagger are licensed to act as Insolvency Practitioners in the United Kingdom by the Institute of Chartered Accountants in England and Wales and act without personal liability at all times.
Please refer to the firm's privacy notice setting out your rights and explaining how your data will be used. The notice can be found on our website here www.resolvegroupuk.com/policies2/.

APPENDIX I

Details of Joint Liquidators' Appointment

Company name & Registered number and Date of Incorporation:

Sapphire Food North East No. 1 Limited	(04524259)	02 September 2002
Sapphire Food North West No. 3 Limited	(04524286)	02 September 2002
Sapphire Food South East No. 4 Limited	(04524297)	02 September 2002
Sapphire Rural Destination No. 5 Limited	(04524306)	02 September 2002
Chef & Brewer Limited	(00380108)	16 April 1943
City Limits Limited	(00345625)	27 October 1938
Open House Limited	(00613133)	17 October 1958
Spirit Group Retail (South) Limited	(01904519)	12 April 1985
Springtarn Limited	(04664255)	12 February 2003
Whitegate Taverns Limited	(01838261)	3 August 1984
AVL (Pubs) No. 1 Limited	(04807720)	23 June 2003
AVL (Pubs) No. 2 Limited	(04807691)	23 June 2003
Aspect Ventures Limited	(02468264)	8 February 1990
Spirit Group Retail Pensions Limited	(02862968)	15 October 1993
The Nice Pub Company Limited	(02588139)	4 March 1991
Tom Cobleigh Group Limited	(04050507)	10 August 2000
Tom Cobleigh Holdings Limited	(04050400)	10 August 2000
Spirit (PSC) Limited	(03946005)	13 March 2000
Spirit (Redwood Bidco) Limited	(05622593)	15 November 2005
Spirit Acquisition Properties Limited	(04459630)	12 June 2002
Spirit Acquisitions Guarantee Limited	(04946708)	29 October 2003
Spirit Acquisitions Holdings Limited	(04914737)	29 September 2003
Cloverleaf Restaurants Limited	(04647223)	24 January 2003
Greene King Acquisitions (No.3) Limited	(05777694)	11 April 2006
Premium Casual Dining Limited	(06322630)	24 July 2007
Capital Pub Company Trading Limited	(07529108)	14 February 2011
Realpubs Limited	(04406971)	30 March 2002
Rushmere Sports Club Limited	(03269360)	25 October 1996
Spirit Group Pension Trustee Limited	(03888706)	6 December 1999

Nature of Business: Non-Trading

Registered office: c/o ReSolve Advisory Limited
22 York Buildings
London
WC2N 6JU

Date of appointment: 16 January 2020

Appointed by: The member

Liquidators: Ben Woodthorpe and Simon Jagger
ReSolve Advisory Limited
22 York Buildings
London
WC2N 6JU

APPENDIX II

SPIRIT ACQUISITIONS HOLDINGS LIMITED
SUMMARY OF JOINT LIQUIDATORS' RECEIPTS AND PAYMENTS
FROM 16 JANUARY 2020 TO 12 JANUARY 2022

Declaration		16/01/2020	Total
of		to	Receipts/
Note	Solvency	12/01/2022	Payment
RECEIPTS	£	£	£
InterCompany Debtor	1,2 4.00		
	4.00	-	-
PAYMENTS			
	-	-	-
Receipts less payments		-	-
REPRESENTED BY			
Bank account (current, non-interest bearing)			-
Total			-
NOTE:			
1 The value assigned for the debtor balance is from the balance sheet dated January 2020			
2 The asset was distributed to the member on 31 March 2020. The rate of return is detailed within the report			

APPENDIX III

Notice to Accompany Final Account
Spirit Acquisitions Holdings Limited - In Member's Voluntary Liquidation

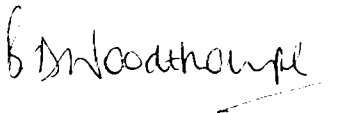
Company number: 04914737

NOTICE IS GIVEN to the member of Spirit Acquisitions Holdings Limited (the Company) by Ben Woodthorpe and Simon Jagger of ReSolve Advisory Limited, 22 York Buildings, John Adam Street, London, WC2N 6JU, under Rule 5.10 of The Insolvency (England and Wales) Rules 2016 that:

1. The Company's affairs have been fully wound up.
2. The Joint Liquidators' having delivered a copy of the final account to the members must, within 14 days of the date on which the final account is made up, deliver a copy of the account the Registrar of Companies.
3. The Joint Liquidators' will vacate office under Section 171(6) of The Insolvency Act 1986 and be released under Section 173(2)(d) on delivery of the final account to the Registrar of Companies.

Should the member require further information regarding the above, please contact Deborah Islam of this office on 020 7702 9775.

Signed:



Ben Woodthorpe
Joint Liquidator

Dated: 12 January 2022