

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 04916158
Company name in full Rhodium Investments 3 Limited

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

2 Liquidator's name

Full forename(s) Malcolm
Surname Cohen

3 Liquidator's address

Building name/number 55 Baker Street
Street London
Post town W1U 7EU
County/Region
Postcode
Country

4 Liquidator's name ①

Full forename(s)
Surname

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

5 Liquidator's address ②

Building name/number
Street
Post town
County/Region
Postcode
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



X

Signature date

^d
2

^d
2

^m
0

^m
1

^y
2

^y
0

^y
2

^y
1

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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 **Malcolm Cohen**

Company name **BDO LLP**

Address
55 Baker Street
London

Post town **W1U 7EU**

County/Region

Postcode

Country

DX

Telephone **020 7486 5888**



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

Rhodium Investments 3 Limited
(In Liquidation)
Joint Liquidator's Abstract of Receipts & Payments
From 27 September 2019 To 22 January 2021

Declaration of Solvency £	£	£
1,999,998.00		NIL
REPRESENTED BY		NIL

Note:

'Other assets' consisted of investments (held at cost) in a number of properties in London. It was confirmed by the group that, by the date of the Liquidators' appointment, the Company no longer held any interests in freehold or leasehold property, or held legal or beneficial title to any properties.



Malcolm Cohen
Joint Liquidator

To All Members

22 January 2021

Your Ref
Our Ref 7/SMB/CLH/Rhodium

Please ask for Charlotte Hart
Telephone: 020 7893 3281
Email: charlotte.hart@bdo.co.uk

Dear Madams/Sirs

Rhodium Investments 1 Limited - 04916156
Rhodium Investments 3 Limited - 04916158
Rhodium Investments 4 Limited - 04916159
(together 'the Companies') - in Members' Voluntary Liquidation

This is the final progress report on the liquidations, in accordance with Section 94 of the Insolvency Act 1986 ('the Act') for the period 27 September 2020 to 22 January 2021.

The draft final report and accounts were issued to the Companies' members on 19 November 2020. The members have not raised any queries and they have not objected to our release from office as Joint Liquidators. The Companies' affairs are therefore fully wound up and this report will be presented as the final report.

Statutory Information

Malcolm Cohen (officeholder number: 6825) of BDO LLP, 55 Baker Street, London, W1U 7EU and Edward Terence Kerr (officeholder number: 9021) of BDO LLP, Regent House, Clinton Avenue, Nottingham, NG5 1AZ were appointed Joint Liquidators of the Companies on 27 September 2019.

The Companies were incorporated on 30 September 2003 and their nature of business was the management of real estate on a fee or contract basis.

The Companies' registered numbers and former names are detailed in Appendix One.

The Companies' former registered office and principal trading address was Citigroup Centre, 33 Canada Square, Canary Wharf, London, E14 5LB. The registered office was changed to 55 Baker Street, London, W1U 7EU following the Joint Liquidators' appointments.

The Companies are all wholly owned subsidiaries of Citigroup Inc. ('Citi').

Mr Kerr passed away on 13 November 2020, and the relevant notice has been filed at Companies House.

Receipts and Payments

There have been no receipts and payments in the liquidations, and none were expected.

Creditors

Following our appointment, we advertised in the London Gazette and Times newspaper for creditors of the Companies to submit their claim to our offices by 11 November 2019.

No claims were expected and none were received.

HM Revenue & Customs ('HMRC')

As a matter of process we are required to obtain clearances from HMRC's Corporation Tax office in relation to corporation tax before a liquidation can be concluded. We are also required to obtain clearance from the Enforcement and Insolvency Service unit ('EIS') which provides clearances for VAT and PAYE and also issues HMRC's final proof of debt in relation to all taxes.

Clearances to close the liquidations was sought following the Liquidators' appointments. These clearances have now been received from both the corporation tax office and EIS for all of the Companies.

Distributions to Members

The declarations of solvency, as sworn by the Companies' directors, reported that the value of the Companies' assets were as follows:

- Rhodium Investments 1 Limited - £19,875
- Rhodium Investments 3 Limited - £1,999,998
- Rhodium Investments 4 Limited - £5

The assets of the Companies related to investments (held at cost) in a number of properties in London. Just prior to the Liquidators' appointments, Citi confirmed that, as at the end of August 2019, the Companies no longer held any interests in freehold or leasehold property, or held legal or beneficial title to any properties.

Accordingly there were no distributions in these liquidations.

Liquidators' Remuneration

The Insolvency Rules provide that a Liquidator is obliged to have their remuneration approved on one of the following basis:

- (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.

The members approved the Joint Liquidators' remuneration on a time costs basis. Time costs to date, for all of the Companies, total £23,007.95 represented by 50.45 hours of work carried out by ourselves and our staff at an average hourly rate of £456.05. The costs for any one liquidation did not exceed £10,000.

We and our staff spent time on matters arising in the normal course of the liquidations. The main areas dealt with included:

- liaising with the Companies and Citi in relation to matters prior to the Joint Liquidators' appointment;
- statutory reporting requirements to members;
- statutory reporting requirements to the Registrar of Companies;
- dealing with statutory advertising requirements;
- correspondence with HMRC and Citigroup in order to obtain the necessary clearances to close the liquidations; and
- preparing this final report and accounts, and for the closure of the liquidations.

As the Companies did not have any cash assets, the liquidation costs (including disbursements) were met by an appropriate group 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 £1,246.33 was incurred in respect of category 1 disbursements for statutory advertising costs and the costs of indemnity bonding.

Liquidation Closure

As outlined above, the members have not raised any queries or any objections to our release and this final report and accounts will be filed at Companies House.

The liquidations will be closed and we will receive our release from office when the report and accounts are placed on the Companies' files. The Companies will be automatically dissolved three months thereafter.

Members' Rights

The members were given 21 days from the receipt of the draft final report and accounts to request in writing further information regarding the remuneration and expenses set out in the report. The members have not requested any information in this regard.

Release of Joint Liquidators

The Joint Liquidators will be released from office under Section 173 of the Act at the same time as vacating office, per Section 171(6) of the Act, unless any member objects. A member who wishes to object to the release must deliver a notice in writing to the Liquidators within eight weeks of the draft final report or, if members raise other matters under Rules 18.9 or 18.34 as mentioned above, when those matters are finally determined by the court.

The Insolvency Service has established a central gateway for considering complaints in respect of Insolvency Practitioners. In the event that you make a complaint to us but are not satisfied with our response then you should visit <https://www.gov.uk/complain-about-insolvency-practitioner>

where you will find further information on how you may pursue the complaint.

The Liquidators are bound by the Insolvency Code of Ethics when carrying out all professional work relating to this appointment. A copy of the code is at <http://www.icaew.com/en/members/regulations-standards-and-guidance/ethics/code-of-ethics-d>

Members may access information setting out the rights in respect of the approval of Liquidators' remuneration at <https://www.r3.org.uk/what-we-do/publications/professional/fees>

Please contact me if you require further information.

Yours faithfully
for and on behalf of
the Companies

A handwritten signature in black ink, appearing to read 'M. Cohen', with a horizontal line underneath.

Malcolm Cohen
Joint Liquidator
Authorised by the Institute of Chartered Accountants in England & Wales in the UK

Appendix One

Company name	Registered number	Former Name
Rhodium Investments 1 Limited	04916156	Craftformat Limited (30/09/2003 - 16/01/2004)
Rhodium Investments 3 Limited	04916158	Riverupper Limited (30/09/2003 - 16/01/2004)
Rhodium Investments 4 Limited	04916159	Strongcycle Limited (30/09/2003 - 16/01/2004)

Statement from the Insolvency (England and Wales) Rules 2016 regarding the rights of members in respect of the Liquidators' fees and expenses:

Creditors' and members' requests for further information in administration, winding up and bankruptcy

18.9.—(1) The following may make a written request to the office-holder for further information about remuneration or expenses (other than pre-administration costs in an administration) set out in a progress report under rule 18.4(1)(b), (c) or (d) or a final report under rule 18.14—

- (a) a secured creditor;
 - (b) an unsecured creditor with the concurrence of at least 5% in value of the unsecured creditors (including the creditor in question);
 - (c) 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;
 - (d) any unsecured creditor with the permission of the court; or
 - (e) any member of the company in a members' voluntary winding up with the permission of the court.
- (2) A request, or an application to the court for permission, by such a person or persons must be made or filed with the court (as applicable) within 21 days of receipt of the report by the person, or by the last of them in the case of an application by more than one member or creditor.
- (3) The office-holder must, within 14 days of receipt of such a request respond to the person or persons who requested the information by—
- (a) providing all of the information requested;
 - (b) providing some of the information requested; or
 - (c) declining to provide the information requested.
- (4) The office-holder may respond by providing only some of the information requested or decline to provide the information if—
- (a) the time or cost of preparation of the information would be excessive; or
 - (b) disclosure of the information would be prejudicial to the conduct of the proceedings;
 - (c) disclosure of the information might reasonably be expected to lead to violence against any person; or
 - (d) the office-holder is subject to an obligation of confidentiality in relation to the information.
- (5) An office-holder who does not provide all the information or declines to provide the information must inform the person or persons who requested the information of the reasons for so doing.
- (6) A creditor, and a member of the company in a members' voluntary winding up, who need not be the same as the creditor or members who requested the information, may apply to the court within 21 days of—
- (a) the office-holder giving reasons for not providing all of the information requested; or
 - (b) the expiry of the 14 days within which an office-holder must respond to a request.
- (7) The court may make such order as it thinks just on an application under paragraph (6).

Remuneration and expenses: application to court by a creditor or member on grounds that remuneration or expenses are excessive

18.34.—(1) This rule applies to an application in an administration, a winding-up or a bankruptcy made by a person mentioned in paragraph (2) on the grounds that—

- (a) the remuneration charged by the office-holder is in all the circumstances excessive;
 - (b) the basis fixed for the office-holder's remuneration under rules 18.16, 18.18, 18.19, 18.20 and 18.21 (as applicable) is inappropriate; or
 - (c) the expenses incurred by the office-holder are in all the circumstances excessive.
- (2) The following may make such an application for one or more of the orders set out in rule 18.36 or 18.37 as applicable—
- (a) a secured creditor,
 - (b) an unsecured creditor with either—
 - (i) the concurrence of at least 10% in value of the unsecured creditors (including that creditor), or
 - (ii) the permission of the court, or
 - (c) in a members' voluntary winding up—
 - (i) 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

(ii) a member of the company with the permission of the court.

(3) The application by a creditor or member must be made no later than eight weeks after receipt by the applicant of the progress report under rule 18.3, or final report or account under rule 18.14 which first reports the charging of the remuneration or the incurring of the expenses in question (“the relevant report”).

Applications under rules 18.34 and 18.35 where the court has given permission for the application

18.36.—(1) This rule applies to applications made with permission under rules 18.34 and 18.35.

(2) Where the court has given permission, it must fix a venue for the application to be heard.

(3) The applicant must, at least 14 days before the hearing, deliver to the office-holder a notice stating the venue and accompanied by a copy of the application and of any evidence on which the applicant intends to rely.

(4) 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 office-holder is entitled to charge;

(b) an order reducing any fixed 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 is not to be treated as expenses of the administration, winding up or bankruptcy;

(e) an order for the payment of the amount of the excess of remuneration or expenses or such part of the excess as the court may specify by —

(i) the administrator or liquidator or the administrator’s or liquidator’s personal representative to the company, or

(ii) the trustee or the trustee’s personal representative to such person as the court may specify as property comprised in the bankrupt’s estate;

(f) any other order that it thinks just.

(5) An order under paragraph (4)(b) or (c) may only be made in respect of periods after the period covered by the relevant report.

(6) 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 administration, winding up or bankruptcy.

Applications under rule 18.34 where the court’s permission is not required for the application

18.37.—(1) On receipt of an application under rule 18.34 for which the court’s permission is not required, the court may, if it is satisfied that no sufficient cause is shown for the application, dismiss it without giving notice to any party other than the applicant.

(2) Unless the application is dismissed, the court must fix a venue for it to be heard.

(3) The applicant must, at least 14 days before any hearing, deliver to the office-holder a notice stating the venue with a copy of the application and of any evidence on which the applicant intends to rely.

(4) 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 office-holder is entitled to charge;

(b) an order reducing any fixed 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 administration or winding up or bankruptcy;

(e) an order for the payment of the amount of the excess of remuneration or expenses or such part of the excess as the court may specify by —

(i) the administrator or liquidator or the administrator’s or liquidator’s personal representative to the company, or

(ii) the trustee or the trustee’s personal representative to such person as the court may specify as property comprised in the bankrupt’s estate;

(f) any other order that it thinks just.

(5) An order under paragraph (4)(b) or (c) may only be made in respect of periods after the period covered by the relevant report.

(6) 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 administration or as winding up or bankruptcy.

Rhodium Investments 1 Limited
(In Liquidation)
Joint Liquidator's Summary of Receipts and Payments

RECEIPTS	Declaration of Solvency (£)	From 27/09/2019 To 26/09/2020 (£)	From 27/09/2020 To 22/01/2021 (£)	Total (£)
Other assets	19,875.00	NIL	NIL	NIL
		0.00	0.00	0.00
PAYMENTS				
		0.00	0.00	0.00
Net Receipts/(Payments)		0.00	0.00	0.00
MADE UP AS FOLLOWS				
		0.00	0.00	0.00

Note:

'Other assets' consisted of investments (held at cost) in a number of properties in London. It was confirmed by the group that, by the date of the Liquidators' appointment, the Company no longer held any interests in freehold or leasehold property, or held legal or beneficial title to any properties.



Malcolm Cohen
Joint Liquidator

Rhodium Investments 3 Limited
(In Liquidation)
Joint Liquidator's Summary of Receipts and Payments

RECEIPTS	Declaration of Solvency (£)	From 27/09/2019 To 26/09/2020 (£)	From 27/09/2020 To 22/01/2021 (£)	Total (£)
Other assets	1,999,998.00	NIL	NIL	NIL
		0.00	0.00	0.00
PAYMENTS				
		0.00	0.00	0.00
Net Receipts/(Payments)		0.00	0.00	0.00
MADE UP AS FOLLOWS				
		0.00	0.00	0.00

Note:

'Other assets' consisted of investments (held at cost) in a number of properties in London. It was confirmed by the group that, by the date of the Liquidators' appointment, the Company no longer held any interests in freehold or leasehold property, or held legal or beneficial title to any properties.



Malcolm Cohen
Joint Liquidator

Rhodium Investments 4 Limited
(In Liquidation)
Joint Liquidator's Summary of Receipts and Payments

RECEIPTS	Declaration of Solvency (£)	From 27/09/2019 To 26/09/2020 (£)	From 27/09/2020 To 22/01/2021 (£)	Total (£)
Other assets	5.00	NIL	NIL	NIL
		0.00	0.00	0.00
PAYMENTS				
		0.00	0.00	0.00
Net Receipts/(Payments)		0.00	0.00	0.00
MADE UP AS FOLLOWS				
		0.00	0.00	0.00

Note:

'Other assets' consisted of investments (held at cost) in a number of properties in London. It was confirmed by the group that, by the date of the Liquidators' appointment, the Company no longer held any interests in freehold or leasehold property, or held legal or beneficial title to any properties.



Malcolm Cohen
Joint Liquidator