

LIQ13

Notice of final account prior to dissolution in MVL



Companies House

FRIDAY



A16 *A6B5Y78G* 21/07/2017 #117
COMPANIES HOUSE

1 Company details

Company number 05161581
Company name in full Brixton (9 Wharfside Way, Trafford Park) 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 ①

Building name/number
Street
Post town
County/Region
Postcode
Country

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

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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.

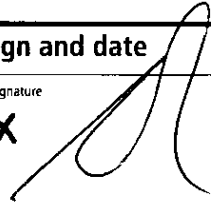
7

Sign and date

Liquidator's signature

Signature

X



X

Signature date

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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

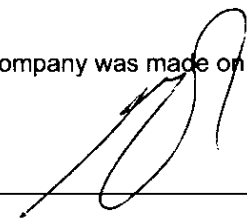
This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

Brixton (9 Wharfside Way, Trafford Park) Limited
(In Liquidation)
Liquidator's Abstract of Receipts & Payments

Declaration of Solvency		From 10/11/2016 To 19/07/2017	From 10/11/2016 To 19/07/2017
ASSET REALISATIONS			
1.00	Intercompany Debtor	NIL NIL	NIL NIL
1.00		NIL	NIL
REPRESENTED BY			NIL

Note:

A distribution in specie of the £1 intercompany debtor balance owed to the Company was made on 22 May 2017.



 Malcolm Cohen
 Liquidator

To All Shareholders

19 July 2017

Your Ref
Our Ref 7/SMB/segroPlease ask for Sharon Bloomfield
Telephone: 020 7893 2905
Email: sharon.bloomfield@bdo.co.uk

Dear Sirs

Brixton (26 Europa Way, Trafford Park) Limited - 05161587
✓ Brixton (9 Wharfside Way, Trafford Park) Limited - 05161581 ✓
Brixton (Acton, Westway Estate) 1 Limited - 05156530
Brixton (Bush Trading Estate) Limited - 05073382
Brixton (Europa Triangle, Trafford Park) Limited - 06140865
Brixton (Feltham Corporate Centre) 1 Limited - 05140341
Brixton (Gatwick Gate Industrial Estate) 1 Limited - 05140331
Brixton Greenford Park Property Limited - 07593123
Brixton Guarantee 1 Limited - 05306370
Brixton Investments (Hemel Hempstead) Limited - 01512857
Brixton (Old Brighton Road) 1 Limited - 05140312
Brixton Premier Park Property Limited - 07593111
Brixton (Tenax, Trafford Park) Limited - 05161654
Brixton (Trafford Point, Trafford Park) Limited - 05161627
Brixton (Westway Estate) 1 Limited - 05140322
SEGRO (CRP) Limited - 03934831
SEGRO (Mitchell Way) Limited - 05119005
SEGRO (Motor Park) Limited - 05117883
SEGRO (Nechells 1) Limited - 05407730
SEGRO (Portsmouth) Limited - 05472047
SEGRO (Pucklechurch) Limited - 05911150
SEGRO (Runcorn) Limited - 05472093
SEGRO (Southampton) Limited - 05472054
(together 'the Companies') - All in Members' Voluntary Liquidation

This is my final report on the liquidations, in accordance with Section 94 of the Insolvency Act 1986 ('the Act') for the period 10 November 2016 to 19 July 2017.

This finalises my draft final report and accounts which were issued to the Companies' members on 22 May 2017. No substantive issues have been raised by the members so the Companies' affairs are now fully wound up.

Statutory Information

I, Malcolm Cohen (officeholder number: 6825) of BDO LLP, 55 Baker Street, London, W1U 7EU was appointed Liquidator of the Companies on 10 November 2016.

The Companies' registered numbers are shown above. The Companies' former names are listed in Schedule A below.

The Companies' former trading address and registered office was Cunard House, 15 Regent Street, London, SW1Y 4LR. The registered office was changed to 55 Baker Street, London, W1U 7EU following my appointment.

The Companies are all wholly owned subsidiaries of SEGRO plc ('SEGRO').

Receipts and Payments

There have been no receipts and payments in the liquidation period, and none are expected.

Creditors

Following my appointment, I advertised in the London Gazette and Times newspaper for creditors of the Companies to submit their claim to my office by 16 December 2016.

No claims were expected and none were received.

HM Revenue & Customs ('HMRC')

As a matter of process I am required to obtain clearances from HMRC's Corporation Tax office in relation to corporation tax, and 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.

A number of the Companies were part of the SEGRO VAT group but application was successfully made to remove them from the group prior to liquidation.

SEGRO had contacted HMRC prior to the commencement of the liquidations to seek confirmation that returns for the period ended 31 December 2016 were not required.

In February 2017 I received small refund cheques from HMRC in respect of five of the Companies. These totalled c.£400. As it was not cost effective to deal with the administration of opening bank accounts in order to cash the cheques, I returned these to HMRC and requested that the funds be re-issued to SEGRO. This was duly done.

I have sought clearances from HMRC, and have now received these from both the corporation tax office and EIS for all of the Companies.

Distributions

The declaration of solvency sworn by the Companies' directors detailed that the Companies' sole assets were intercompany debtor balances of £1 per company.

These balances were distributed in specie to the Companies' respective shareholders on 22 May 2017.

For the avoidance of doubt, there will be no further distributions.

Liquidator's Remuneration

The Insolvency (England and Wales) Rules 216 ('the 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 my remuneration on a time costs basis. Time costs to date for all of the Companies total £34,567.40 represented by 89.75 hours of work carried out by myself and my staff at an average hourly rate of £385.15. The costs for any one liquidation do not exceed £10,000.

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

- liaising with the Companies and SEGRO in relation to matters prior to the Liquidator's appointment;
- statutory reporting requirements to members;
- statutory reporting requirements to the Registrar of Companies;
- dealing with statutory advertising requirements;
- correspondence with HMRC and SEGRO in relation to the refunds;
- correspondence with HMRC and SEGRO in order to obtain the necessary clearances to close the liquidations;
- dealing with distributions to members;
- preparing the draft final report and accounts; and
- preparing for the closure of the liquidations.

As the Companies do not have any cash assets, the liquidation costs including disbursements have been met by an appropriate SEGRO 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 £3,484.86 has been incurred in respect of category 1 disbursements for statutory advertising costs and the costs of indemnity bonding.

Members' Rights

Members with the concurrence of at least 5% in value of the members were entitled within 21 days of the draft final report and accounts being issued request in writing further information regarding the remuneration and expenses set out in the draft report. In accordance with Rule 18.9(3) of the Rules within 14 days of a request I am required to provide further information or explain why further information is not being provided.

A member (who need not be the member who asked for the information) may, with the concurrence of at least 5% or more in value of the members (including the member in question), apply to the Court within 21 days of my response or the expiry for the period of my response and the Court may make such order as it thinks fit (Rule 18.9(6)&(7) of the Rules). Members with the concurrence of at least 10% of the members may apply to the Court if they consider that the remuneration of the Liquidator, or the basis fixed for the remuneration of the Liquidator or expenses charged by the Liquidator are excessive (Rule 18.34 of the Rules). Such an application must be made within eight (8) weeks of receiving the draft final report. The text of Rules 18.9 and 18.34 are set out at the end of this report.

Release of Liquidator

The Liquidator 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 Liquidator within eight weeks of the draft final report being issued 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. As confirmed above, the members have not raised any such objection or other matters.

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 me but are not satisfied with my 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 Liquidator is 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>

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

Please contact me at BRNOTICE@bdo.co.uk if you require further information.

Yours faithfully
for and on behalf of
the Companies



Malcolm Cohen
Liquidator

Authorised by the Institute of Chartered Accountants in England & Wales in the UK

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.

SCHEDULE A

Company Name	Company Number	Former names
Brixton (26 Europa Way, Trafford Park) Limited	05161587	N/A
Brixton (9 Wharfside Way, Trafford Park) Limited	05161581	N/A
Brixton (Acton, Westway Estate) 1 Limited	05156530	N/A
Brixton (Bush Trading Estate) Limited	05073382	Breezemat Limited (10/10/2007)
Brixton (Europa Triangle, Trafford Park) Limited	06140865	Brixton (No.11) Limited (10/10/2007)
Brixton (Feltham Corporate Centre) 1 Limited	05140341	N/A
Brixton (Gatwick Gate Industrial Estate) 1 Limited	05140331	N/A
Brixton (Old Brighton Road) 1 Limited	05140312	N/A
Brixton (Tenax, Trafford Park) Limited	05161654	N/A
Brixton (Trafford Point, Trafford Park) Limited	05161627	N/A
Brixton (Westway Estate) 1 Limited	05140322	N/A
Brixton Greenford Park Property Limited	07593123	N/A
Brixton Guarantee 1 Limited	05306370	N/A
Brixton Investments (Hemel Hempstead) Limited	01512857	Third Shelf Investment Company Limited (31/12/1981)
Brixton Premier Park Property Limited	07593111	N/A
SEGRO (CRP) Limited	03934831	Cambridge Research Park Limited (08/04/2011) Shelfco (No.1830) Limited (10/03/2000)
SEGRO (Mitchell Way) Limited	05119005	Slough Estates (Mitchell Way) Limited (26/06/2007) Shelfco (No.2969) Limited (29/06/2004)
SEGRO (Motor Park) Limited	05117883	Slough Estates (Motor Park) Limited (26/06/2007) Shelfco (No. 2972) Limited (29/06/2004)
SEGRO (Nechells 1) Limited	05407730	Slough Estates (Nechells 1) Limited (26/06/2007) Slough Estates (Edmonton) Limited (29/07/2005) Shelfco (No. 3072) Limited (20/06/2005)
SEGRO (Portsmouth) Limited	05472047	Slough Estates (Portsmouth) Limited (26/06/2007) Shelfco (No. 3076) Limited (05/07/2005)
SEGRO (Pucklechurch) Limited	05911150	Slough Estates (Pucklechurch) Limited (26/06/2007) Shelfco (No.3319) Limited - 23/11/2006
SEGRO (Runcorn) Limited	05472093	Slough Estates (Runcorn) Limited (26/06/2007) Shelfco (No. 3083) Limited (05/07/2005)
SEGRO (Southampton) Limited	05472054	Slough Estates (Southampton) Limited (26/06/2007) Shelfco (No. 3077) Limited (13/07/2005)