In accordance with Rule 18.7 of the Insolvency (England & Wales) Rules 2016 and Sections 92A, 104A and 192 of the Insolvency Act 1986.

LIQ03

Notice of progress report in voluntary winding up

Companies House

TUESDAY

A73JXLWA
A20 10/04/2018 #284
COMPANIES HOUSE

1 Company details

Company number	0 5 2 8 1 2 1 9
Company name in full	Claridge Nursing Homes (Hampton Grange) Ltd

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

2 Liquidator's name

Full forename(s)	John Anthony
Surname	Lowe

3 Liquidator's address

Building name/number	Ashcroft House
Street	Ervington Court
Post town	Meridian Business Park
County/Region	Leicester
Postcode	L E 1 9 1 W L
Country	

4 Liquidator's name ❶

Full forename(s)	Nathan
Surname	Jones

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

5 Liquidator's address ❷

Building name/number	Ashcroft House
Street	Ervington Court
Post town	Meridian Business Park
County/Region	Leicester
Postcode	L E 1 9 1 W L
Country	

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

LIQ03
Notice of progress report in voluntary winding up

6 Period of progress report

From date	d 0 1 m 0 2 y 2 0 1 7
To date	d 3 1 m 0 1 y 2 0 1 8

7 Progress report

☑ The progress report is attached

8 Sign and date

Liquidator's signature	Signature X [signature] X
Signature date	d 2 6 m 0 3 y 2 0 1 8

LIQ03
Notice of progress report in voluntary winding up

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	Naomi Jordan
Company name	FRP Advisory LLP
Address	Ashcroft House
	Ervington Court
Post town	Meridian Business Park
County/Region	Leicester
Postcode	LE19 1WL
Country	
DX	
Telephone	0116 303 3337

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

FRP Advisory

Claridge Nursing Homes (Hampton Grange) Ltd (In Liquidation) ("THE COMPANY")

The Liquidators' Progress Report for the period 01 February 2017 – 31 January 2017 pursuant to section 104A of the Insolvency Act 1986 and the Insolvency (England and Wales) Rules 2016

26 March 2018

Contents and abbreviations

Section	Content
1.	Progress of the liquidation
2.	Estimated outcome for the creditors
3.	Liquidators' remuneration, disbursements and expenses

Appendix	Content
A.	Statutory information about the Company and the liquidation
B.	Liquidators' Receipts & Payments Account for the Period
C.	A schedule of work
D.	Details of the Liquidators' time costs and disbursements for the Period
E.	Statement of expenses incurred in the Period

The following abbreviations may be used in this report:

FRP	FRP Advisory LLP
The Company	Claridge Nursing Homes (Hampton Grange) Ltd (In Liquidation)
The Liquidators	John Anthony Lowe and Nathan Jones of FRP Advisory LLP
The Period	The reporting period
CVL	Creditors' Voluntary Liquidation
SIP	Statement of Insolvency Practice
QFCH	Qualifying floating charge holder
HMRC	HM Revenue & Customs

1. Progress of the liquidation

Work undertaken during the Period and work yet to be completed

I attach at **Appendix C** a schedule of work undertaken during the Period together with a summary of work still to be completed.

Investigations

As at the date of our appointment, there were no known Company assets as the Company had ceased trading following the sale of the business and assets to Rotherwood Group Limited on 22 December 2015. Rotherwood Group Limited have shareholders in common, being Mr Richard Claridge.

Since our appointment, the Joint Liquidators have carried out extensive investigations into the sale transaction, by reviewing all company records and meeting with the Company's former accountants and solicitors to fully understand the transactions that took place and the considerations paid. In order to establish whether the transaction was sold at market value and whether this could be pursued as a transaction at an undervalue.

From the information obtained, independent third party valuers, Jones Lang Lasalle, undertook full valuations on the instruction of Barclays Bank Plc in August 2014. Based on the valuations prepared it would appears unlikely that a transaction at an undervalue can be pursued in this respect.

The Joint Liquidators and their solicitors are currently corresponding with the purchasers advisors in relation to the cash held at bank at the time of the sale and shortly prior, to confirm whether preference payments have been made. These investigations are ongoing, the Joint Liquidators will report further once the true position and potential actions are known.

Receipts and payments account

Attached at **Appendix B** is a receipts and payments account detailing both transactions for the Period and also cumulatively since my appointment as Liquidator.

RECEIPTS

Third Party Contributions

A total of £9,704.00 was received from Rotherwood Group Limited in order to cover the pre-appointment costs, as agreed at the board meeting of directors.

Bank Interest Gross

The sum of £1.29 has been received in respect of the interest earned on the funds held in the Joint Liquidators bank account.

PAYMENTS

Preparation of the statement of affairs

An amount of £8,000 has been paid to FRP Advisory LLP in settlement of their fees and expenses for services rendered to the directors in relation to the statement of affairs and convening the meeting of creditors.

Investigations

Part of my duties include carrying out proportionate investigations into what assets the Company has, including any potential claims that could be brought by the Company or by me in my capacity as Liquidator against any party which could result in a benefit to the estate. I have reviewed the Company's books and records and accounting information, requested further information from the directors, and invited creditors to provide information on any concerns they have concerning the way in which the Company's business has been conducted.

Further details of the conduct of my investigations are set out in the schedule of work attached. I can confirm that my review is currently ongoing and I am continuing to correspond with HMRC and Insolvency service in respect of their investigations.

2. Estimated outcome for the creditors

The estimated outcome for creditors was included in correspondence previously circulated by me.

Secured Creditors

There are no known secured creditors in this case.

Preferential Creditors

There are no preferential creditors in this matter.

Unsecured Creditors

I have received claims totalling £18,337.42 from unsecured creditors who have proved their debts in these proceedings.

A distribution of a dividend will solely be dependent on the outcome of our on-going investigations.

The Prescribed Part

In accordance with the Insolvency Act 1986, the prescribed part is an element of net realisations due to the floating charge holder which is made available for unsecured creditors (subject to the floating charge post-dating 15 September 2003).

As there is no floating charge the prescribed part does not apply in this instance.

3. Liquidators' remuneration, disbursements and expenses

Liquidators' remuneration

The Joint Liquidators have not previously sought agreement on how the Liquidators' remuneration should be calculated. As a result, to date no fees have been drawn in this respect.

A breakdown of my firm's time costs incurred during both the Period and to date is attached at **Appendix D.**

Liquidators' disbursements

The Liquidator's disbursements are a recharge of actual costs incurred by the Liquidator in dealing with this matter. Mileage payments made for expenses relating to the use of private vehicles for business travel, which is directly attributable to the insolvency estate, are paid by FRP Advisory at the HMRC approved mileage rate prevailing at the time the mileage was incurred. Details of disbursements incurred during the Period are set out in **Appendix D**.

Expenses of the liquidation

An estimate of the Liquidators' expenses was set out in the information previously circulated to creditors. I attach at **Appendix E** a statement of expenses that have been incurred during the Period. It is currently expected that the expenses incurred or anticipated to be incurred are not likely to exceed the details provided prior to the determination of the basis of the Liquidator's remuneration.

Creditors have a right to request further information from the Liquidator and further have a right to challenge the Liquidator's remuneration and other expenses, which are first disclosed in this report, under the Insolvency (England and Wales) Rules. (For ease of reference these are the expenses incurred in the Period as set out in **Appendix E** only). Further details of these rights can be found in the Creditors' Guide to Fees which you can access using the following link http://creditors.frpadvisory.com/feesguide.htm and select the one for liquidation. Alternatively, a hard copy of the relevant guide will be sent to you on request. Please note there is a time limit for requesting information being 21 days following the receipt of this progress report. There is a time limit of 8 weeks following the receipt of this report for a Court application that the remuneration or expenses are excessive.

Appendix A

Statutory information about the Company and the liquidation

CLARIDGE NURSING HOMES (HAMPTON GRANGE) LTD (IN LIQUIDATION)

COMPANY INFORMATION:

Other trading names:	
Date of incorporation:	09/11/2004
Company number:	05281219
Registered office:	C/o FRP Advisory LLP Stanford House 19 Castle Gate Nottingham NG1 7AQ
Previous registered office:	11 Merus Court Meridian Business Park Leicester Leicestershire LE19 1RJ
Business address:	*Hampton Grange Nursing Home* 48-50 Hampton Park Hereford Herefordshire HR1 1TH

LIQUIDATION DETAILS:

Liquidator(s):	John Anthony Lowe & Nathan Jones
Address of Liquidator(s):	FRP Advisory LLP Ashcroft House Ervington Court Meridian Business Park Leicester LE19 1WL
Date of appointment of Liquidator(s):	01/02/2017
Court in which Liquidation proceedings were brought:	N/A
Court reference number:	N/A

Appendix B

Liquidators' Receipts & Payments Account for the Period

Claridge Nursing Homes (Hampton Grange) Ltd
(In Liquidation)
Joint Liquidators' Summary of Receipts & Payments

Statement of Affairs £		From 01/02/2017 To 31/01/2018 £	From 01/02/2017 To 31/01/2018 £
	ASSET REALISATIONS		
	Third Party Contributions	9,704.00	9,704.00
	Bank Interest Gross	1.29	1.29
		9,705.29	9,705.29
	COST OF REALISATIONS		
	Pre-appointment disbursements	NIL	NIL
	Preparation of Statement of Affairs	8,000.00	8,000.00
	Joint Liquidators' Disbursements	NIL	NIL
	Accountancy Fees	NIL	NIL
		(8,000.00)	(8,000.00)
	UNSECURED CREDITORS		
(13,605.61)	Trade and Expense Creditors	NIL	NIL
(379,564.00)	HM Revenue & Customs - APN	NIL	NIL
		NIL	NIL
	DISTRIBUTIONS		
(2.00)	Ordinary Shareholders	NIL	NIL
		NIL	NIL
(393,171.61)		**1,705.29**	**1,705.29**
	REPRESENTED BY		
	Vat Recoverable Floating		1,600.00
	IB Current Floating		105.29
			1,705.29

Nathan Jones
Joint Liquidator

Appendix C

A Schedule of Work

Claridge Nursing Homes (Hampton Grange) Ltd (IN LIQUIDATION)

Schedule of Work

The table below sets out a detailed summary of the work undertaken by the office holder(s) during the reporting period together with an outline of work still to complete.

Where work undertaken results in the realisation of funds (from the sale of assets; recoveries from successful actions taken against third parties), there may be a financial benefit to creditors should there be sufficient funds available to make a distribution to one or more class of creditor. In this case work undertaken will include the scrutiny and agreement of creditor claims.

A proportion of the work undertaken by an Insolvency Practitioner is required by statute, including ensuring the appointment is valid, notifications of the appointment to third parties, regular reporting on the progress, notifying statutory bodies where required in relation to the conduct of the directors, complying with relevant legislation and regulatory matters. This may not have a direct financial benefit to creditors but is substantially there to protect creditors and other stakeholders and ensuring they are kept informed of developments.

Note	Category		
1	**ADMINISTRATION AND PLANNING** **Work undertaken during the reporting period**		**ADMINISTRATION AND PLANNING** **Future work to be undertaken**
	General Matters		
	We have attended an initial meeting with the director to obtain all relevant information in order to properly consider all options and the relevant impact of each option available and consider the most suitable formal insolvency procedure in the circumstances. A further board meeting of Directors was called and held in order to formally commence the insolvency process. We have assisted with preparation of all pre-appointment documentation. We have assisted the director where needed in producing the Company's Statement of affairs.		Regularly reviewing the conduct of the case and the case strategy and updating as required as required by the insolvency practitioners' regulatory professional body to ensure all statutory matters are attended to and to ensure the case is progressing. This aids efficient case management. Ongoing liaison with third parties that may be required. The work to be undertaken in this category is generally of a statutory nature or represents appropriate case management practice and is not expected to provide a financial benefit to creditors.

	We have dealt with and responded to any creditor correspondence received pre-appointment. Considered any ongoing liaison with third parties that may be required. The work to be undertaken in this category is generally of a statutory nature or represents appropriate case management practice and is not expected to provide a financial benefit to creditors.		
	Regulatory Requirements		
	Completion of money laundering risk assessment procedures and Know your client checks in accordance with the Money Laundering Regulations. Completion of take on procedures which include consideration of professional and ethical matters and other legislation such as the Bribery Act, Data Protection Act. In addition to the above take on procedures, to consider if there are any other case specific matters be aware of prior to or on appointment. We have ascertained the online presence of the insolvent Company and taken appropriate measures to control, realise or close it. The work undertaken in this category is generally of a statutory nature or represents case management practice required by the Insolvency Practitioners' regulators and is not expected to provide a financial benefit to creditors.		No further work shall be undertaken in this respect.

Claridge Nursing Homes (Hampton Grange) Ltd (IN LIQUIDATION)

Schedule of Work

	Case Management Requirements		
	We have determined our case strategy and have documented this. Setting up and administering insolvent estate bank accounts throughout the duration of the case. Corresponded with the former advisors to the Company requesting third party information to assist in general enquiries. The work undertaken in this category is generally of a statutory nature or represents case management practice required by the Insolvency Practitioners' regulators and is not expected to provide a financial benefit to creditors.		Continuing to review case strategy and ensure that this is being met and / or revised where required. We have compiled a forecast of the work that has been or is anticipated will be undertaken throughout the duration of the case, circulating this to creditors together with other such documentation as required to enable the relevant approving creditors to assess and vote on the fee bases proposed. Administering insolvent estate bank accounts throughout the duration of the case. Ongoing correspondence with the former advisers to the Company requesting third party information to assist in general or focused enquiries. The work to be undertaken in this category is generally of a statutory nature or represents appropriate case management practice and is not expected to provide a financial benefit to creditors.
2	**ASSET REALISATION** **Work undertaken during the reporting period**		**ASSET REALISATION** **Future work to be undertaken**
	One of the main purposes of an insolvency process is to realise the insolvency assets and to ensure a fair distribution of the proceeds to the creditors in the correct order of priority as set out by legislation. As at the date of our appointment, there were no known Company assets as the Company had ceased trading following the sale of the business and assets to Rotherwood Group Limited on 22 December 2015. Rotherwood Group Limited have shareholders in common, being Mr Richard Claridge. Since our appointment, the Joint Liquidators have carried out extensive investigations into the sale transaction, by reviewing all company records and meeting with the Company's former accountants and solicitors to fully understand the transactions		<u>Antecedent Transaction</u> Continue to investigate the cash at bank position at the date of the sales purchase agreement and shortly prior to consider the likelihood of additional recoveries being made through pursuing antecedent transactions under the Insolvency Act 1986. Where applicable, disclaiming assets which are onerous. This is likely to provide a financial benefit to creditors as any funds realised will be for the benefit of creditors.

	that took place and the considerations paid. In order to establish whether the transaction was sold at market value and whether this could be pursued as a transaction at an undervalue. From the information obtained, independent third party valuers, Jones Lang Lasalle, undertook full valuations on the instruction of Barclays Bank Plc in August 2014. Based on the valuations prepared it would appears unlikely that a transaction at an undervalue can be pursued in this respect. The Joint Liquidators and their solicitors are currently corresponding with the purchasers advisors in relation to the cash held at bank at the time of the sale and shortly prior to confirm whether preference payments have been made. These investigations are ongoing, the Joint Liquidators will report further once the true position and potential actions are known. This work is likely to provide a financial benefit to creditors and any funds realised will be for the benefit of creditors.		
3	**CREDITORS** **Work undertaken during the reporting period**		**CREDITORS** **Future work to be undertaken**
	Pensions: Establishing the position with regards any Employer pension scheme, notifying the relevant parties in accordance with the legislation. Where appropriate appointing an independent trustee to the scheme and winding it up. Unsecured creditors: Dealing with creditor correspondence and enquiries as and when received.		Unsecured creditors: Based on the information available to date, there is no prospect of a dividend payable to unsecured creditors. However, this prospect may change depending the outcome of our on-going investigations. HMRC claims: Liaising with HMRC to establish their claim and seeking tax advice to minimise claims and maximise returns to creditors where appropriate. Continue to liaise with HMRC in respect of their investigations into the various EBT Schemes entered into by the Company.

	HMRC: Meeting with HMRC, the majority creditor, to discuss the financial position of the Company prior to the sale, EBT schemes and a review of the sale. The Joint Liquidators have corresponded with HMRC at length and provided them with any information they have requested. The work undertaken in this category is generally of a statutory nature or represents case management practice required by the Insolvency Practitioners' regulators and is not expected to provide a financial benefit to creditors.		We will deal with *ad hoc* correspondence from creditors and stakeholders as it arrives. The work to be undertaken in this category is generally of a statutory nature or represents appropriate case management practice and is not expected to provide a financial benefit to creditors.
4	**INVESTIGATIONS** **Work undertaken during the reporting period**		**INVESTIGATIONS** **Future work to be undertaken**
	All directors of the Company both current and those holding office within 3 years of the insolvency have been sent a questionnaire to assist in preparing the statutory return to the Department of Business and Skills ("DBIS") in accordance with the Company Directors Disqualification Act. Information provided to DBIS is confidential but can be used to assist DBIS in identifying conduct that should be investigated further and could result in individuals being disqualified from acting as a director. Liaising with DBIS and providing further information as requested. Reviewed the books and records of the Company and other information available to identify any other assets that may be available to realise for the benefit of the insolvency estate.		Continue to investigate the sale of the Company's assets to see whether any antecedent transactions have taken place, which could be pursued further which would allow recoveries to be made into the estate as referred to in more detail under the asset section of this report. Continue to investigate the EFRBS entered into by the Company and determine whether any recoveries may be made for the estate in respect of these. Continue to liaise with DBIS and provide further information as requested. Request and review further Company bank statements as required. The outcome of any investigations may result in a financial benefit for creditors if any additional funds were realised as a result. The Liquidators are obliged to undertake certain investigations to fulfil that statutory reporting criteria.

	Requested and reviewed bank account statements for the Company. Consider information provided by all stakeholders that might identify further assets or lines or enquiry for the office holder to explore if benefit to the estate is possible. Consider whether any matters have come to light which require notification to the Secretary of State or National Crime Agency. Consider any potential action which could be taken to enhance the assets available in the estate. Weigh up the merits of issuing proceedings; the most appropriate course of action and possible further consultation with creditors. The Liquidators have met with HM Revenue and Customs in relation to the Employer-Financed Retirement Benefits Scheme ("EFRBS") entered into by the Company in order to investigate these further. The Liquidators have also liaised with third parties to obtain documentation regarding the same in order to investigate these further. The outcome of any investigations may result in a financial benefit for creditors if any additional funds were realised as a result. The Liquidators are obliged to undertake certain investigations to fulfil that statutory reporting criteria.		
5	**STATUTORY COMPLIANCE AND REPORTING** **Work undertaken during the reporting period**		**STATUTORY COMPLIANCE AND REPORTING** **Future work to be undertaken**
	We have informed all parties of our appointment as required by statute and sought approval of the Joint Liquidators remuneration in accordance with the Insolvency Act.		Obtaining approval of the Joint Liquidators remuneration in accordance with the Insolvency Act.

	We have advertised notice of the office holders' appointment as required by statute. We have established the existence of any pension scheme and staging dates for auto-enrolment and taken appropriate action to notify all relevant parties. We have provided a statutory report to various stakeholders at regular intervals and manage any queries arising therefrom. Copies of these reports are required to be filed with the Registrar of Companies. The work undertaken in this category is generally of a statutory nature or represents case management practice required by the Insolvency Practitioners' regulators and is not expected to provide a financial benefit to creditors.		We will provide statutory reports to various stakeholders at regular intervals and manage any queries arising therefrom. Copies of these reports are required to be filed with the Registrar of Companies. We will place legal advertisements as required by statute which may include formal meetings of creditors and notices to submit claims. We will deal with post appointment VAT and / or other tax returns as required. We will deal with the statutory requirements in order to bring the case to a close and for the office holders to obtain their release from office; this includes preparing final reports for stakeholders, convening final meetings, statutory advertising and filing the relevant documentation with the Registrar of Companies. Continuing to review case strategy and ensure that this is being met and / or revised where required. Administering insolvent estate bank accounts throughout the duration of the case. Ongoing correspondence with the former advisers to the Company requesting third party information to assist in general or focused enquiries. The work to be undertaken in this category is generally of a statutory nature or represents appropriate case management practice and is not expected to provide a financial benefit to creditors.
6	**LEGAL AND LITIGATION** **Work undertaken during the reporting period**		**LEGAL AND LITIGATION** **Future work to be undertaken**
	Instructed Nelsons Solicitors to review the sales purchase agreement and provide advice regarding potential transaction at an undervalue and potential preference payment.		The Liquidators will continue to liaise with Nelsons Solicitors in respect of any actions carried out following our investigations.

	This may provide a financial benefit to creditors as any funds realised will be for the benefit of creditors.		This may provide a financial benefit to creditors as any funds realised will be for the benefit of creditors.

Appendix D

Details of the Liquidators' time costs and disbursements for the Period

FRP

Grange Nursing Homes (Hampton Grange) Ltd (In Liquidation)

Time charged for the period 01 February 2017 to 31 January 2018

	Appointment Takers / Partners	Managers / Directors	Other Professional	Junior Professional & Support	Total Hours	Total Cost £	Average Hrly Rate £
Administration and Planning	**9.00**	**1.00**	**11.70**	**29.20**	**50.90**	**12,133.50**	**238.38**
Asset Realisation			**1.70**		**1.70**	**438.50**	**257.94**
Creditors	**0.20**		**1.10**		**1.30**	**414.50**	**318.85**
Investigation	**24.30**		**10.00**		**34.30**	**13,945.50**	**406.57**
Statutory Compliance	**4.10**	**0.20**	**6.60**		**10.90**	**4,180.50**	**383.53**
Total Hours	**37.60**	**1.20**	**31.10**	**29.20**	**99.10**	**31,112.50**	**313.95**

FRP Charge out rates

Grade	From 1st May 2016	1st May 2017
Appointment taker / Partner	450-495	450-545
Managers / Directors	340-465	340-465
Other Professional	200-295	200-295
Junior Professional & Support	125-175	125-175

Disbursements for the period
01 February 2017 to 31 January 2018

	Value £
Category 1	
Advertising	169.20
Insurance	20.00
Storage	14.94
Category 2	
Car/Mileage Recharge	2.25
Grand Total	**206.39**

Mileage is charged at the HMRC rate prevailing at the time the cost was incurred

Appendix E

Statement of expenses incurred in the Period

Claridge Nursing Homes (Hampton Grange) Ltd (in Liquidation)
Statement of expenses for the period ended
31 January 2018

Expenses	Period to 31 January 2018 £
Office Holders' disbursements	305
Preparation of Statement of Affairs	8,000
Total	**8,305**