

# LIQ03

## Notice of progress report in voluntary winding up



Companies House

SATURDAY



A27 \*A7GZKV4W\* 20/10/2018 #365  
COMPANIES HOUSE

### 1 Company details

Company number 0 5 4 2 3 4 1 3

Company name in full PSX Midco Limited

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

### 2 Liquidator's name

Full forename(s) Neil David

Surname Gostelow

### 3 Liquidator's address

Building name/number 15 Canada Square

Street Canary Wharf

Post town London

County/Region

Postcode E 1 4 5 G L

Country

### 4 Liquidator's name ①

Full forename(s) Robert Andrew

Surname Croxen

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

### 5 Liquidator's address ②

Building name/number 15 Canada Square

Street Canary Wharf

Post town London

County/Region


Postcode E 1 4 5 G L

Country

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

LIQ03

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<b>6</b>	<b>Period of progress report</b>											
From date	<sup>d</sup> 1	<sup>d</sup> 3	<sup>m</sup> 0	<sup>m</sup> 9	<sup>y</sup> 2	<sup>y</sup> 0	<sup>y</sup> 1	<sup>y</sup> 7				
To date	<sup>d</sup> 1	<sup>d</sup> 2	<sup>m</sup> 0	<sup>m</sup> 9	<sup>y</sup> 2	<sup>y</sup> 0	<sup>y</sup> 1	<sup>y</sup> 8				
<b>7</b>	<b>Progress report</b>											
<input checked="" type="checkbox"/> The progress report is attached												
<b>8</b>	<b>Sign and date</b>											
Liquidator's signature	Signature 								X			
Signature date	<sup>d</sup> 1	<sup>d</sup> 7	<sup>m</sup> 1	<sup>m</sup> 0	<sup>y</sup> 2	<sup>y</sup> 0	<sup>y</sup> 1	<sup>y</sup> 8				

**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 Sharon Turner

Company name KPMG LLP

Address 15 Canada Square

Canary Wharf

Post town London

County/Region

Postcode E 1 4 5 G L

Country

DX

Telephone Tel +44 (0) 118 964 2000

**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](http://www.gov.uk/companieshouse) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.gov.uk/companieshouse)



# Joint Liquidators' progress report for the period 13 September 2017 to 12 September 2018



PSX Midco Limited - in  
Liquidation

19 October 2018

# Notice to creditors

This report provides an update on the liquidation of the Company.

We have included (Appendix 2) an account of all amounts received and payments made during the period from the date of our appointment on 13 September 2017 to 12 September 2018.

We have also explained our future strategy for the liquidation and how likely it is that we will be able to pay each class of creditor.

You will find other important information in this report such as the costs which we have incurred to date.

A glossary of the abbreviations used throughout this document is attached (Appendix 7).

Finally, we have provided answers to frequently asked questions and a glossary of insolvency terms on the following website, <http://www.insolvency-kpmg.co.uk/case+KPMG+PH208F0638.html>. We hope this is helpful to you.

**Please also note that an important legal notice about this report is attached (Appendix 8).**

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# 1 Executive summary

- Following the previous dissolution of the Company, Rob Croxen and I were re-appointed Liquidators by the Court, as a dividend was made available to the Company by Southern Cross Landlords in Liquidation.
- This report covers the period from 13 September 2017 to 12 September 2018.
- A dividend of £45,131.92 was recovered by the Company from the Treasury Solicitor. (Section 2 - Progress to date).
- Our Legal Advisers, AG LLP, have reviewed a security agreement, securing all present and future obligations and liabilities of the Company, in favour of the Bank. (Section 3 - Dividend prospects).
- Once costs have been paid and a distribution has been made to creditors, we will seek to once again dissolve the Company.
- Please note: you should read this report in conjunction with any previous correspondence sent to the Company's creditors; these can be found at <http://www.insolvency-kpmg.co.uk/case+KPMG+PH208F0638.html>. Unless stated otherwise, all amounts in this report and appendices are stated net of VAT.



Neil Gostelow  
Joint Liquidator

## **2 Strategy and progress to date**

This section updates you on our strategy for the liquidation and on our progress to date.

### **2.1 Strategy to date**

#### **Strategy**

Grant Thornton LLP, (acting for Southern Cross Landlords' Trust), advised us that a final dividend was available to the Company. As previously advised, AG, acting as legal advisers, assisted us in obtaining a Court order to restore the Company to the register and re-appoint us as Joint Liquidators. We sought to recover the dividend from the Treasury Solicitor in order to make a distribution to the Company's creditors.

### **2.2 Asset realisations**

Realisations during the period are set out in the attached receipts and payments account (Appendix 2).

The sole realisation in the liquidation was the dividend due from Southern Cross Landlords' Trust, which, due to the fact that the Company had been dissolved, was paid to the Treasury Solicitor as Bona Vacantia. We recovered these funds totalling £45,131.92 on 25 May 2018.

### **2.3 Costs**

Payments made in this period are set out in the attached receipts and payments account (Appendix 2).

Summaries of the most significant payments made during the period are provided below.

#### **Solicitors' fees**

Legal fees of £9,856 have been paid to AG relating to costs associated with restoring the Company to the register, applying to re-appoint the liquidators and other general legal advice.

#### **Irrecoverable VAT**

As the Company is not VAT registered, VAT totalling £5,971 is irrecoverable.

### **2.4 Schedule of expenses**

We have detailed the costs incurred during the period, whether paid or unpaid, in the schedule of expenses attached (Appendix 3).



## **3 Dividend prospects**

### **3.1 Secured creditor**

At the date of appointment, there was £6m due to the Bank under cross-guarantees.

It is anticipated that the Bank will receive a small distribution, however they will still suffer a significant shortfall.

### **3.2 Preferential creditors**

We are not aware of any preferential claims against the Company.

### **3.3 Unsecured creditors**

From estimates provided in the Statement of Affairs, unsecured debts totalled £45m. These comprised of shareholder and intercompany loans and an element of unsecured debt due to the Bank.

To date we have received one claim from the Bank relating to unsecured debts of £18m. Whilst we initially anticipated that a small Prescribed Part dividend may be available for unsecured creditors, the increased costs in dealing with matters in the liquidation, specifically regarding the restoration of the Company and our appointment as Liquidators, have reduced the Company's net property value. Therefore the Prescribed Part no longer applies.

Based on current estimates there will be no dividend to unsecured creditors.

## 4 Joint Liquidators' remuneration and disbursements

During the period, unsecured creditors have provided approval that:

- our remuneration will be drawn on the basis of time properly given by us and the various grades of our staff in accordance with the fees estimate provided in our notice to creditors dated 11 July 2018 and KPMG's usual charge-out rates for work of this nature.
- disbursements for services provided by KPMG (defined as Category 2 disbursements in Statement of Insolvency Practice 9) will be charged in accordance with KPMG's policy as set out in Appendix 5.

It became apparent during the period that we would exceed our initial fees estimate. Accordingly, we have obtained approval from the creditors that we may draw additional remuneration of £3,405, bringing total approved remuneration to £20,000.

### Time costs

From the date of our appointment to 12 September 2018, we have incurred time costs of £26,841. These represent 78 hours at an average rate of £343 per hour.

### Remuneration

During the period, we have drawn floating charge remuneration of £20,000.

### Disbursements

During the period, we have not drawn any disbursements.

### Additional Information

We have attached (Appendix 5) an analysis of the time spent, the charge-out rates for each grade of staff and the expenses paid directly by KPMG for the period from our appointment to 12 September 2018. We have also attached our charging and disbursements policy.

## **5 Future strategy**

### **5.1 Future conduct of the liquidation**

Following the receipt of final bank interest, we will shortly make a distribution to the Secured Creditor under their floating charge. This will conclude matters in the Liquidation, enabling us to once again dissolve the Company.

### **5.2 Future reporting**

We will report again on the progress of this liquidation in the final report once matters have been concluded.

## Appendix 1 Statutory information

### Company information

Company name	PSX Midco Limited
Previous company names if applicable	Prestbury SX Limited
Date of incorporation	13 April 2005
Company registration number	05423413
Previous registered office	Cavendish House, 18 Cavendish Square, London, W1G 0PJ
Present registered office	Arlington Business Park, Theale, Reading, RG7 4SD
Trading address	Cavendish House, 18 Cavendish Square, London, W1G 0PJ
Nature of business	Property investment

### Liquidation information

Appointed by	Court order
Date of appointment	13 September 2017
Joint Liquidators' details	Neil Gostelow and Rob Croxen
Joint Liquidators' address	15 Canada Square, Canary Wharf, London, E14 5GL
Values of the Net Property and Prescribed Part	Net Property is £9320. Prescribed Part is £Nil
Prescribed Part distribution	The Prescribed Part was automatically disapplied as the Net Property is less than £10,000 and the costs of making a distribution would be disproportionate to the benefits.
Functions	The functions of the Joint Liquidators are being exercised by them individually or together in accordance with Section 231(2) of the Insolvency Act 1986.
EC Regulations	EC Regulations apply and these proceedings will be the Main Proceedings as defined in Article 3 of the EC regulations.

## Appendix 2      Joint Liquidators' receipts and payment account

PSX Midco Limited - in Liquidation			
Abstract of receipts & payments			
Statement of affairs (£)		From 13/09/2017 To 12/09/2018 (£)	From 13/09/2017 To 12/09/2018 (£)
ASSET REALISATIONS			
	Dividend received	45,131.92	45,131.92
		<u>45,131.92</u>	<u>45,131.92</u>
OTHER REALISATIONS			
	Bank interest, gross	12.55	12.55
		<u>12.55</u>	<u>12.55</u>
COST OF REALISATIONS			
(20,000.00)	Liquidator's fees	(20,000.00)	(20,000.00)
	Liquidator's expenses	NIL	NIL
(6,120.00)	Irrecoverable VAT	(5,971.23)	(5,971.23)
(10,000.00)	Legal fees & disbursements	(9,856.17)	(9,856.17)
(100.00)	Stationery & postage	NIL	NIL
(200.00)	Statutory advertising	NIL	NIL
(100.00)	Bank charges	NIL	NIL
	Irrecoverable VAT	NIL	NIL
		<u>(35,827.40)</u>	<u>(35,827.40)</u>
<u>(36,520.00)</u>		<u>9,317.07</u>	<u>9,317.07</u>
REPRESENTED BY			
	Current account		9,317.07
			<u>9,317.07</u>

## Appendix 3      Schedule of expenses

Schedule of expenses (13/09/2017 to 12/09/2018)			
Expenses (£)	Incurred and paid in the period (£)	Incurred in the period not yet paid (£)	Total (£)
<b>Cost of realisations</b>			
Liquidator's fees	20,000.00	0.00	<b>20,000.00</b>
Irrecoverable VAT	5,971.23	0.00	<b>5,971.23</b>
Legal fees & disbursements	9,856.17	0.00	<b>9,856.17</b>
<b>TOTAL</b>	<b>35,827.40</b>	<b>0.00</b>	<b>35,827.40</b>

### Requests for further information and right to challenge our remuneration and expenses

#### Creditors' requests for further information

If you would like to request more information about our remuneration and expenses disclosed in this report, you must do so in writing within 21 days of receiving this report.

Requests from unsecured creditors must be made with the concurrence of at least 5% in value of unsecured creditors (including, the unsecured creditor making the request) or with the permission of the Court.

#### Creditors' right to challenge our remuneration and expenses

If you wish to challenge the basis of our remuneration, the remuneration charged, or the expenses incurred during the period covered by this report, you must do so by making an application to Court within eight weeks of receiving this report.

Applications by unsecured creditors must be made with concurrence of at least 10% in value of unsecured creditors (including the unsecured creditor making the challenge) or with the permission of the Court.

The full text of the relevant Rules can be provided on request by writing to Sharon Turner at KPMG LLP, Arlington Business Park, Theale, Reading, RG7 4SD.

## Appendix 4 Joint Liquidators' revised fees estimate

Estimated time costs for the engagement				
	Narrative	Estimated total hours	Estimated time cost (£)	Estimated average hourly rate (£)
<b>Administration &amp; Planning</b>	<b>Note 1</b>	12.3	3,591.50	291.99
<b>Cashiering</b> - processing receipts, payments and bank reconciliations		5.3	1,408.50	265.75
<b>General</b> - books & records, fees & work in progress	<b>Note 2</b>	9	3,273.00	363.67
<b>Statutory and compliance</b> - appointment & related formalities, bonding, checklist & reviews, reports to secured creditors, advertising, strategy	<b>Note 3</b>	27.45	10,079.25	367.19
<b>Tax</b> - VAT & Corporation tax, initial reviews, pre and post appointment tax		0.1	42.5	425
<b>Creditors and claims</b> - general correspondence, notification of appointment, statutory reports		7.6	2,906.00	382.37
<b>Directors</b> - correspondence, statement of affairs, questionnaires		2.1	556.5	265
<b>Asset Realisation</b> - including insurance of assets	<b>Note 4</b>	6.95	2,187.25	314.71
<b>Total</b>		<b>70.8</b>	<b>24,044.50</b>	<b>339.61</b>

Below is further detail of the work undertaken for this engagement:

**Note 1** This includes preparing notifications to the former Directors that the Company has been restored to the register and that the liquidators were once again appointed to deal with the remaining asset. This also involved seeking legal opinion on the notices required.

**Note 2** We reviewed all records relating to the previous liquidation of the company to understand the creditor position and the security held by the secured creditor.

**Note 3** A considerable proportion of this time includes dialogue with our legal advisors during the process of restoring the company and appointing the Liquidators.

**Note 4** The sole asset to be recovered was a dividend distribution held by the Treasury Solicitor. This involved detailed paperwork and provision of identification documents.

**We sought total fees of £20,000 plus disbursements based on the time costs shown above. VAT will be irrecoverable.**

**We recognise that current time costs exceed this estimate, due to additional time spent on creditor reporting. However, we will not be seeking to draw any further fees.**

## Appendix 5 Joint Liquidators' charging and disbursements policy

### Joint Liquidators' charging policy

The time charged to the liquidation is by reference to the time properly given by us and our staff in attending to matters arising in the liquidation. This includes work undertaken in respect of tax, VAT, employee, pensions and health and safety advice from KPMG in-house specialists.

Our policy is to delegate tasks in the liquidation to appropriate members of staff considering their level of experience and requisite specialist knowledge, supervised accordingly, so as to maximise the cost effectiveness of the work performed. Matters of particular complexity or significance requiring more exceptional responsibility are dealt with by senior staff or us.

A copy of "A Creditors' Guide to Joint Liquidators' Fees" from Statement of Insolvency Practice 9 ('SIP 9') produced by the Association of Business Recovery Professionals is available at:

<https://www.r3.org.uk/what-we-do/publications/professional/fees/liquidators-fees>

If you are unable to access this guide and would like a copy, please contact Sharon Turner on 0118 3731411.

### Hourly rates

Set out below are the relevant charge-out rates per hour worked for the grades of our staff actually or likely to be involved on this liquidation. Time is charged by reference to actual work carried out on the liquidation.

All staff who have worked on the liquidation, including cashiers and secretarial staff, have charged time directly to the liquidation and are included in the analysis of time spent. The cost of staff employed in central administration functions is not charged directly to the liquidation but is reflected in the general level of charge-out rates.

Charge-out rates (£) for: Restructuring	
Grade	From 01 Nov 2016 £/hr
Partner	625
Director	560
Senior Manager	510
Manager	425
Senior Administrator	295
Administrator	215
Support	131



The charge-out rates used by us might periodically rise (for example to cover annual inflationary cost increases) over the period of the liquidation. In our next statutory report, we will inform creditors of any material amendments to these rates.

#### Policy for the recovery of disbursements

Where funds permit the officeholders will seek to recover both Category 1 and Category 2 disbursements from the estate. For the avoidance of doubt, such expenses are defined within SIP 9 as follows:

*Category 1 disbursements:* These are costs where there is specific expenditure directly referable to both the appointment in question and a payment to an independent third party. These may include, for example, advertising, room hire, storage, postage, telephone charges, travel expenses, and equivalent costs reimbursed to the officeholder or his or her staff.

*Category 2 disbursements:* These are costs that are directly referable to the appointment in question but not to a payment to an independent third party. They may include shared or allocated costs that can be allocated to the appointment on a proper and reasonable basis, for example, business mileage.

Category 2 disbursements charged by KPMG Restructuring include mileage. This is calculated as follows:

Mileage claims fall into three categories:

- Use of privately-owned vehicle or car cash alternative – 45p per mile.
- Use of company car – 60p per mile.
- Use of partner's car – 60p per mile.

For all of the above car types, when carrying KPMG passengers an additional 5p per mile per passenger will also be charged where appropriate.

We have not drawn any disbursements during the period.

SIP 9 - Disbursements					
Disbursements	Category 1		Category 2		Totals (£)
	Paid (£)	Unpaid (£)	Paid (£)	Unpaid (£)	
Sundry	330.20		NIL		330.20
<b>Total</b>	<b>330.20</b>		<b>NIL</b>		<b>330.20</b>

We have the authority to pay Category 1 disbursements without the need for any prior approval from the creditors of the Company, however we will not be seeking to draw these disbursements.

Category 2 disbursements have been approved in the same manner as our remuneration.

Narrative of work carried out for the period 13 September 2017 to 12 September 2018.

SIP 9 –Time costs analysis (13/09/2017 to 12/09/2018)			
	Hours	Time Cost (£)	Average Hourly Rate (£)
<b>Administration &amp; planning</b>			
Bankrupt/Director/Member			
Notification of appointment	12.90	3,846.50	298.17
Cashiering			
General (Cashiering)	1.90	416.50	219.21
Reconciliations (& IPS accounting reviews)	3.50	962.50	275.00
General			
Books and records	1.90	560.50	295.00
Fees and WIP	8.60	3,067.00	356.63
Statutory and compliance			
Appointment and related formalities	16.50	5,950.00	360.61
Bonding & Cover Schedule	1.20	342.00	285.00
Checklist & reviews	2.60	969.00	372.69
Reports to debenture holders	0.40	170.00	425.00
Strategy documents	5.80	2,451.00	422.59
Tax			
Post appointment corporation tax	1.30	489.50	376.54
<b>Creditors</b>			
Creditors and claims			
General correspondence	0.40	86.00	215.00
Statutory reports	10.60	4,232.00	399.25
<b>Investigation</b>			
Directors			
D form drafting and submission	0.40	128.00	320.00
Directors' questionnaire / checklist	1.70	428.50	252.06
<b>Realisation of assets</b>			
Asset Realisation			
Other assets	8.65	2,741.75	316.96
<b>Total in period</b>	<b>78.35</b>	<b>26,840.75</b>	<b>342.57</b>
SIP 9 period time (SIP 9 period start date to SIP 9 period end date)	78.35	26,840.75	
Carry forward time (appointment date to SIP 9 period end date)	78.35	26,840.75	

## Appendix 6      Glossary

<b>Company</b>	PSX Midco Limited – in liquidation
<b>AG LLP</b>	Addleshaw Goddard LLP
<b>Joint Liquidators/we/our/us</b>	Neil Gostelow and Rob Croxen
<b>KPMG</b>	KPMG LLP
<b>Secured Creditors/Bank</b>	Bank of Scotland (Lloyds Banking Group)

Any references in this report to Sections, Paragraphs and Rules are to Sections and Paragraphs and Rules in the Insolvency Act 1986 and the Insolvency (England and Wales) Rules 2016 respectively.

## Appendix 7      Notice: About this report

This progress report has been prepared by Neil Gostelow and Rob Croxen, the Joint Liquidators of PSX Midco Limited (the 'Company'), solely to comply with their statutory duty under the Insolvency Rules (England and Wales) 2016 to provide members and creditors with an update on the progress of the liquidation of the estate, and for no other purpose.

This report has not been prepared in contemplation of it being used, and is not suitable to be used to inform any decision in relation to the debt of or any financial interest in the Company.

Any person that chooses to rely on this report for any purpose or in any context other than under the Insolvency Rules (England and Wales) 2016 does so at their own risk. Any estimated outcomes for creditors included in this report are illustrative only and cannot be relied upon as guidance as to the actual outcomes for individual creditors.

Neil David Gostelow and Robert Andrew Croxen are authorised to act as insolvency practitioners by the Institute of Chartered Accountants in England & Wales.

We are bound by the Insolvency Code of Ethics.

The Officeholders are Data Controllers of personal data as defined by the Data Protection Act 2018. Personal data will be kept secure and processed only for matters relating to the appointment. For further information, please see our Privacy policy at – [home.kpmg.com/uk/en/home/misc/privacy-policy-insolvency-court-appointments.html](https://home.kpmg.com/uk/en/home/misc/privacy-policy-insolvency-court-appointments.html).

The appointments of the Joint Liquidators are personal to them and, to the fullest extent permitted by law, KPMG LLP does not assume any responsibility and will not accept any liability to any person in respect of this Report or the conduct of the liquidation.

**[www.kpmg.com](http://www.kpmg.com)**

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