

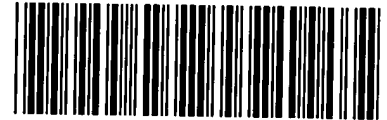
LIQ13

Notice of final account prior to dissolution in MVL



Companies House

THURSDAY



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#205

COMPANIES HOUSE

1 Company details

Company number 0 5 7 9 7 0 9 1

Company name in full EMBRACE (SOUTH) LIMITED

→ Filling in this form

Please complete in typescript or in
bold black capitals.

2 Liquidator's name

Full forename(s) EMMA

Surname CRAY

3 Liquidator's address

Building name/number PRICEWATERHOUSECOOPERS LLP

Street ONE CHAMBERLAIN SQUARE

Post town BIRMINGHAM

County/Region

Postcode B 3 3 A X

Country UNITED KINGDOM

4 Liquidator's name ①

Full forename(s) DAVID MATTHEW

Surname HAMMOND

① Other liquidator

Use this section to tell us about
another liquidator.

5 Liquidator's address ②

Building name/number PRICEWATERHOUSECOOPERS LLP

Street ONE CHAMBERLAIN SQUARE

Post town BIRMINGHAM

County/Region

Postcode B 3 3 A X

Country UNITED KINGDOM

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 *J Gray*

X

Signature date

^d 20 ^d

^m 10 ^m

^y 20 ^y 20 ^y 20 ^y

LIQ13

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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	SANDEEP KLAIR				
Company name	PRICEWATERHOUSECOOPERS				
LLP					
Address	ONE CHAMBERLAIN SQUARE				
Post town	BIRMINGHAM				
County/Region					
Postcode	B	3	3	A	X
Country	UNITED KINGDOM				
DX					
Telephone	07483 440509				



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

**EMBRACE (SOUTH) LIMITED– IN MEMBERS' VOLUNTARY LIQUIDATION
FINAL ACCOUNT TO MEMBERS PURSUANT TO SECTION 94 OF THE INSOLVENCY ACT 1986
AND RULE 5.10 OF THE INSOLVENCY (ENGLAND AND WALES) RULES 2016
FOR THE PERIOD FROM 21 JULY 2017 TO 20 OCTOBER 2020**

ISSUED ON: 20 OCTOBER 2020

INTRODUCTION

Embrace (South) Limited entered Members' Voluntary Liquidation on 21 July 2017 ("the Entity"). Emma Cray and David Matthew Hammond were appointed Joint Liquidators of the Entity ("the Liquidators").

This account covers the conduct and progress of the liquidation in the period from 21 July 2019 to 20 October 2020 ("the Period"). This is the Liquidators' final account of the liquidation and should be read in conjunction with the Liquidators' progress report covering the period from 21 July 2018 to 20 July 2019.

A summary of receipts and payments in the liquidation including for this Period is at Appendix A.

The statutory information relating to the Entity and the Liquidators is at Appendix B.

REPORT ON THE LIQUIDATION

Realisation of assets:

There were no assets identified within the directors' Declaration of Solvency. During the course of our work, we have not identified any additional assets, nor have any creditors of the company made themselves known.

The Entity formed part of a wider group with connected group entities being placed into either members' voluntary (solvent) liquidation or creditors' voluntary (insolvent) liquidation.

The Liquidators have not identified any additional assets of the Entity and are not aware of any other assets that remain to be realised. In addition, wider group liquidation can now be closed, so we are proceeding to close this liquidation.

Settlement of liabilities:

The directors' Declaration of Solvency showed that the Entity had no liabilities.

As previously reported, the Liquidators published a notice in the London Gazette inviting creditors to submit details of claims they may have against the Entity.

The Liquidators have not received any claims in the liquidation.

HM Revenue & Customs ("HMRC"):

As previously reported, the Liquidators wrote to HMRC to inform them of the liquidation, to request details of any outstanding liabilities, and to request clearance to proceed with closing the liquidation. The process of obtaining this clearance has taken longer than expected as the Liquidators responded to HMRC's queries regarding historic filings. A tax penalty of £347.53 was applied to the account which has subsequently been settled (including any interest due).

HMRC has verbally confirmed that all liabilities have been settled and that formal written clearance will follow in due course. The Liquidators have written to HMRC on 29 July 2020, advising that the draft Final Account would be shared with the Entity's member imminently, thus commencing the 8 weeks' notice period before this Final Account would be filed. We asked HMRC to contact us during this 8-week window if they have any objection to the case being closed. Nothing was received from HMRC.

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Distributions to Members:

There will be no distribution to shareholders.

LIQUIDATORS' FEES AND EXPENSES

Basis of remuneration:

The basis of the Liquidators' remuneration has been fixed by reference to the time properly given by them and their staff in dealing with the liquidation, in accordance with a resolution dated 21 July 2017

Liquidators' remuneration

In respect of the entire period of the liquidation of the Entity and 38 connected entities, the Liquidators' fees total £69,083 plus VAT. For avoidance of doubt, no fees have been paid from the liquidation estates, instead under an agreement made separately prior to our appointment, these will be settled by the group's ultimate investors.

Liquidators' expenses

The Liquidators have incurred the following expenses in connection with the liquidation of the Entity and 38 connected entities. These expenses will be or have been re-charged:

Expense	Paid in the Period £	Paid since appointment £	Total
Statutory advertising		1,095	1,095
Staff expenses		301	301
Professional fee		150	150
Postage and Printing	36	23	59
Total	36	1,569	1,605

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Members' rights regarding the Liquidators' remuneration and expenses

Any member of the Entity with permission of the court or members of the Entity with at least 5% of the total voting rights of all the members having the right to vote at general meetings of the entity (or permission of the court) are entitled to request further information about our fees and expenses. Such requests need to be made within 21 days of receipt of this report. See Rule 18.9 of the Insolvency (England and Wales) Rules 2016 for further detail.

Any member of the Entity with permission of the court or members of the Entity with at least 10% of the total voting rights of all the members having the right to vote at general meetings of the entity (or permission of the court) are entitled to claim by way of court application that the liquidators' fees and expenses are excessive. Such applications need to be made within 8 weeks of the receipt of this report. See Rule 18.34 of the Insolvency (England and Wales) Rules 2016 for further detail.

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APPENDIX A

**ABSTRACT OF RECEIPTS AND PAYMENTS IN THE LIQUIDATION DURING THE PERIOD
FROM 21 JULY 2017 to 20 OCTOBER 2020**

Final Account R&P

Declaration	From 21 July 2017
of Solvency	To 20 October
£	2020
£	£
RECEIPTS	
	NIL
Total	
PAYMENTS	
	NIL
Total	NIL
DISTRIBUTIONS	
Shareholders (in specie)	NIL
Total	
TOTAL BALANCE	Nil

**EMBRACE (SOUTH) LIMITED – IN MEMBERS' VOLUNTARY LIQUIDATION
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ISSUED ON: 20 OCTOBER 2020

APPENDIX B

INFORMATION ON THE ENTITY AND THE LIQUIDATORS

Entity Details

Entity's registered name:	EMBRACE (SOUTH) LIMITED
Entity's registered number:	05797091
Postal address of principal place of business	c/o Pinsent Masons LLP, 1 Park Row, Leeds, England, LS1 5AB
Country in which Entity incorporated	UK

Liquidators' Details

Liquidators' names:	Emma Cray and David Matthew Hammond
Liquidators' postal address:	c/o PricewaterhouseCoopers LLP, One Chamberlain Square, Birmingham, B3 3A
Liquidators' email:	emma.cray@pwc.com matthew.hammond@pwc.com
Nature of appointment:	Members' voluntary liquidation

Emma Cray and David Matthew Hammond were appointed as joint liquidators of the Entity. They are licensed in the United Kingdom to act as insolvency practitioners by the Institute of Chartered Accountants in England and Wales. The joint liquidators are bound by the Insolvency Code of Ethics which can be found at: <https://www.gov.uk/government/publications/insolvency-practitioner-code-of-ethics>.

The Liquidators may act as controllers of personal data as defined by UK data protection law depending upon the specific processing activities undertaken. PricewaterhouseCoopers LLP may act as a processor on the instructions of the Liquidators. Personal data will be kept secure and processed only for matters relating to the liquidation. Further details are available in the privacy statement on the PwC.co.uk website or by contacting the Liquidators.