

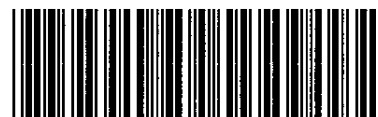
LIQ13

Notice of final account prior to dissolution in MVL



Companies House

SATURDAY



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11/01/2020

#169

COMPANIES HOUSE

1 Company details

Company number 0 5 9 8 2 7 3 2

Company name in full ALSO (UK)

→ Filling in this form

Please complete in typescript or in
bold black capitals.

2 Liquidator's name

Full forename(s) Steven Philip

Surname Ross

3 Liquidator's address

Building name/number 1 St James' Gate

Street

Post town Newcastle upon Tyne

County/Region

Postcode N E 1 4 A D

Country

4 Liquidator's name ①

Full forename(s) Matthew James

Surname Higgins

① Other liquidator

Use this section to tell us about
another liquidator.

5 Liquidator's address ②

Building name/number 1 St James' Gate

Street

Post town Newcastle upon Tyne

County/Region

Postcode N E 1 4 A D

Country

② Other liquidator

Use this section to tell us about
another liquidator.

LIQ13

Notice of final account prior to dissolution in MVL

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

1

d

0

m

0

m

1

y

2

y

0

y

2

y

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LIQ13

Notice of final account prior to dissolution in MVL



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 **Shaun Hudson**

Company name **RSM Restructuring Advisory LLP**

Address **1 St James' Gate**

Post town **Newcastle upon Tyne**

County/Region

Postcode **N E 1 4 A D**

Country

DX

Telephone **0191 255 7000**



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

In the matter of

**ALSO (UK) In Liquidation
('the Company')**

Joint Liquidators' final account

08 January 2020

**Steven Philip Ross and Matthew James Higgins
Joint Liquidators**

**RSM Restructuring Advisory LLP
1 St James' Gate
Newcastle upon Tyne
NE1 4AD
Tel: 0191 255 7000
Email: restructuring.newcastle@rsmuk.com**

Sections

1. Realisation of assets
2. Payments to creditors
3. Distribution to shareholders
4. Joint Liquidators' receipts and payments
5. Joint Liquidators' remuneration and disbursements
6. Other professional costs
7. Notice of closure

Appendices

- A. Summary of receipts and payments
- B. Time cost analysis
- C. Notice of final account

This is a report to provide members and the Registrar of Companies with information relating to the entire period of the liquidation of ALSO (UK) following our appointment as Joint Liquidators on 08 February 2019. This report should be read in conjunction with any previous reports that have been issued, copies of which are available on request.

The final account has been prepared solely in accordance with the relevant legislation. It has not been prepared for use in respect of any other purpose, or to inform any investment decision in relation to any debt or financial interest in the Company.

Neither the Joint Liquidators nor RSM Restructuring Advisory LLP accept any liability whatsoever arising as a result of any decision or action taken or refrained from as a result of information contained in this report.

1 Realisation of assets

The costs of dealing with asset realisations are set out in the accompanying analysis of time costs.

1.1 Cash at bank

The declaration of solvency detailed cash at bank of £70,000 of which £85,093 was realised.

1.2 Motor Vehicles

A total of £1,678 has been received in respect of the Company's motor vehicle.

1.3 Refunds

Refunds totalling £817 has been received as follows:

Gas account in credit - £708

Insurance rebate - £83

Non-domestic rates rebate - £26

1.4 Case specific matters

The Liquidators have spent a significant amount of time dealing with the following matters:

Former Trading Property

The property had a significant amount of office equipment and paperwork which needed to be sold, passed to other charities or disposed of. The Liquidators instructed agents to assist with this. Some of the current and resigned directors also assisted with this process to identify how certain items should be dealt with.

We then negotiated with the landlord to bring the lease to an end. An agreement was reached where the Liquidators agreed to clear, tidy and redecorate the property in return for waiving any significant dilapidation claim. The Liquidators' agents arranged for this work to be undertaken.

Employees

One of the Company's former employees submitted an employment tribunal claim. Time was spent liaising with lawyers and directors to effectively deal with this matter. The claim was settled out of court on a commercial basis as the costs of defending the matter would outweigh the value of the claim.

Once this was settled other queries and correspondence received from former employees were responded to.

Creditors

An investigation was undertaken to ensure that all creditors had been paid in full. Correspondence was sent on several occasions via post and email with little response received. Where it was felt necessary some creditors were telephoned to ensure they did not have an outstanding balance. The small amount of outstanding creditors, including the claim of the employee detailed above, were paid a dividend of 100p in the pound as preferential or unsecured creditors (as appropriate).

Electricity Supply

As part of our investigations we were unable to identify an electricity supplier for the property. We were unable to locate any historic payments to an electricity supplier in the Company's financial records which suggested that no payments have been made for some time.

We undertook an investigation to try and locate the supplier. Electricity suppliers and the Northern Power Grid did not recognise the address or meter number. We eventually received some information that a supplier was informed many years ago that the meter had been disconnected and as a result the

electricity account was closed. However, the company continued to be supplied with electricity. The supplier stated they were unable to generate a bill for this account.

We sought legal advice on the options available to us. The advice was that we should apply to court to obtain an order barring any further claims on the basis we had taken all possible steps to locate a supplier. The solicitors undertook the necessary work and an order was granted by the court.

2 Payments to creditors

Creditor claims admitted by the Joint Liquidators totalled £1,923.96. All creditors have been paid in full. Costs relating to the agreement and payment of creditors' claims are detailed in the attached time cost analysis. Creditors have been paid statutory interest.

3 Distributions to members

In line with the Company's articles of association, no distribution can be made to the Company's members.

In line with the Directors' agreement, the surplus funds have been paid to Baby Lifeline. We have undertaken an investigation to ensure that Baby Lifeline fulfil the criteria set out in the Company's articles.

A payment of £19,907.84 has been paid to Baby Lifeline.

4 Joint Liquidators' receipts and payments

A summary of the Joint Liquidators' receipts and payments is attached. Transactions are shown net of VAT, with any amount paid to, or received from, HM Revenue and Customs shown separately.

5 Joint Liquidators remuneration and disbursements

A Guide to Liquidators Fees, which provides information for members in relation to the remuneration of a Liquidator, is attached. A hard copy can also be requested from my office by telephone, email or in writing.

5.1 Authority for remuneration and disbursements

The shareholders approved the Joint Liquidators' remuneration on a time cost basis. Approval was also given to the drawing of 'Category 2' disbursements.

5.2 Remuneration incurred and paid

We incurred total time costs of £26,028.50 since their appointment. An analysis of time incurred in the period is attached. Of this, £26,000.00, plus VAT, has been paid. The outstanding time costs will be written off.

In addition to the time costs incurred in relation to asset realisations, distributions to shareholders and dividends to creditors) the Joint Liquidators also incurred costs in relation to the general administration of the case. This work, which does not usually result in any direct financial return to members, is required by legislation and best practice responsibilities. Details of these costs are set out in the attached analysis of time costs. Case management costs included periodic case reviews, strategy and planning, as well as dealing with routine correspondence, compliance with ethical and anti-money laundering regulations, seeking clearance from HM Revenue and Customs, as well as general administrative matters relating to filing of reports at Companies House and closure of the case.

5.3 Disbursements incurred and paid

Disbursements of £136.88 have been incurred and paid, including certain 'Category 2' disbursements, as set out in the attached receipts and payments account.

6 Other professional costs

Whilst professional costs are not subject to approval by the relevant approving body, all professional costs are subject to review before being paid.

6.1 Legal Costs

Womble Bond Dickinson, solicitors, have been retained as legal advisors in view of their general experience and expertise in these matters. They have advised us on the issues relating to the electricity supply and claims brought by a former employee along with compliance with GDPR. We have agreed their remuneration on the basis of their standard hourly charge-out rates, plus VAT and disbursements, and their agreed fees and disbursements of £11,256.00 plus VAT have been paid.

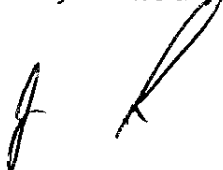
6.2 Agent's Cost

Grievasons Valuers and Auctioneers were retained as agents to dispose of the Company's vehicle and to deal with issues relating to the Company's premises such as changing locks, clearing the office and arranging redecoration in order to facilitate a return to the landlord. We have agreed that they be remunerated on the basis of their standard commission rate and for work undertaken plus disbursements and VAT. They have submitted invoices totalling £4,920.00 plus VAT which have been paid.

7 Notice of closure

Notice of the Joint Liquidators' final account that the Company's affairs are fully wound up is attached.

Should you have any further queries please do not hesitate to contact me.



Steven Philip Ross
RSM Restructuring Advisory LLP
Joint Liquidator

Steven Philip Ross is licensed to act as an Insolvency Practitioner in the UK by the Institute of Chartered Accountants in England and Wales
Matthew James Higgins is licensed to act as an Insolvency Practitioner in the UK by the Institute of Chartered Accountants in England and Wales

Insolvency Practitioners are bound by the Insolvency Code of Ethics when carrying out all professional work relating to an insolvency appointment

ALSO (UK)
In Liquidation
Joint Liquidators' Summary of Receipts & Payments

Declaration of Solvency £		From 08/02/2019 To 08/01/2020 £	From 08/02/2019 To 08/01/2020 £
	ASSET REALISATIONS		
	Bank Interest Gross	34.33	34.33
70,000.00	Cash at Bank	85,093.44	85,093.44
	Motor Vehicles	1,677.60	1,677.60
	Refunds	817.14	817.14
		<u>87,622.51</u>	<u>87,622.51</u>
	COST OF REALISATIONS		
	Agent Fees	4,920.00	4,920.00
	Bordereau Premium	42.50	42.50
	Insurance of Assets	196.00	196.00
	Legal Fees	11,256.00	11,256.00
	Office Holders Fees	26,000.00	26,000.00
	Postage	37.38	37.38
	Pre App Fees	12,000.00	12,000.00
	Property Holding Costs	52.71	52.71
	Statutory Advertising	349.92	349.92
	Surplus funds to Babylife	19,907.84	19,907.84
	Travel Expenses	44.00	44.00
	VAT - Irrecoverable	10,879.20	10,879.20
	Website charge	13.00	13.00
		<u>(85,698.55)</u>	<u>(85,698.55)</u>
	PREFERENTIAL CREDITORS		
	Employee Arrears/Hol Pay	1,209.32	1,209.32
		<u>(1,209.32)</u>	<u>(1,209.32)</u>
	UNSECURED CREDITORS		
(1.00)	Employees / Course Tutors	506.03	506.03
(1.00)	HMRC	NIL	NIL
(17.00)	Trade & Expense Creditors	208.61	208.61
		<u>(714.64)</u>	<u>(714.64)</u>
69,981.00		<u>0.00</u>	<u>0.00</u>
	REPRESENTED BY		
			<u>NIL</u>

Note:

Appendix B

Joint Liquidators' time cost analysis for the period from 08 February 2019 to 08 January 2020

SIP9 Time Report - Level 2

ALSO UK

222961-700 MVL - Post Appointment

For the period 01/01/2003 to 10/01/2020

Period	Hours Spent	Partners	Directors / Associate Directors	Managers	Assistant Managers	Administrators	Assistants & Support Staff	Total Hours	Total Time Costs	Average Rates
From Jan 2003										
Administration and Planning										
Appointment	0.00	0.00	0.00	0.00	0.00	4.00	0.00	4.00	£ 595.00	148.75
Background information	0.20	0.70	0.00	0.00	0.00	0.20	0.10	1.20	£ 389.00	324.17
Case Management	0.00	5.50	0.00	0.00	0.00	13.30	0.70	19.50	£ 4,179.50	214.33
Closure	0.00	0.00	0.00	0.00	5.00	1.70	0.00	6.70	£ 1,436.00	214.33
Director(s)/debtor/bankrupt	0.00	0.00	0.00	0.00	0.00	1.80	0.00	1.80	£ 234.00	130.00
Pension Scheme	0.00	0.00	0.00	0.00	0.00	0.50	0.00	0.50	£ 65.00	130.00
Receipts and Payments	0.00	0.00	0.00	0.20	0.00	7.30	0.80	8.30	£ 1,531.00	184.46
Total	0.20	6.20	0.20	0.20	5.00	28.80	1.60	42.00	£ 8,429.50	200.70
Investigations										
Investigations/CDDA	0.00	0.70	0.00	0.00	0.00	1.50	0.00	2.20	£ 450.50	204.77
Total	0.00	0.70	0.00	0.00	0.00	1.50	0.00	2.20	£ 450.50	204.77
Realisation of Assets										
Assets - general/other	0.00	0.00	0.00	0.00	0.00	3.50	0.00	3.50	£ 675.00	192.86
Debtors & sales finance	0.00	0.00	0.00	0.00	0.00	0.50	0.00	0.50	£ 65.00	130.00
Land and Property	0.00	13.60	1.50	1.50	0.00	14.00	0.00	29.10	£ 7,039.00	241.89
Total	0.00	13.60	1.50	1.50	0.00	18.00	0.00	33.10	£ 7,779.00	236.02
Creditors										
Employees	0.00	5.70	0.00	0.00	0.00	7.30	0.00	13.00	£ 3,077.50	236.73
Other Creditor Meetings and Reports	0.00	0.90	0.00	0.00	0.00	3.00	1.20	5.10	£ 931.50	182.65
Preferential Creditors	0.00	0.00	0.00	0.00	0.00	0.50	0.00	0.50	£ 120.00	240.00
Unsecured Creditors	0.00	6.20	0.00	0.00	0.00	12.50	0.30	19.00	£ 4,400.50	231.61
Total	0.00	12.80	0.00	0.00	0.00	23.30	1.50	37.60	£ 8,529.50	226.85
Case Specific Matters - Shareholders										
Shareholders / Members	0.00	0.00	0.00	0.00	0.00	0.50	0.00	0.50	£ 120.00	240.00
Total	0.00	0.00	0.00	0.00	0.00	0.50	0.00	0.50	£ 120.00	240.00
Case Specific Matters - Legal Matters										
Legal Matters	0.00	0.00	0.00	0.00	0.00	3.00	0.00	3.00	£ 720.00	240.00
Total	0.00	0.00	0.00	0.00	0.00	3.00	0.00	3.00	£ 720.00	240.00
Total Hours (From Jan 2003)	0.20	33.30	1.70	1.70	5.00	75.10	3.10	118.40	£ 26,028.50	219.84
Total Time Cost (From Jan 2003)	£ 106.00	£ 12,314.50	£ 313.00	£ 313.00	£ 1,200.00	£ 11,772.50	£ 323.50	£ 26,028.50		
Total Hours	0.20	33.30	1.70	1.70	5.00	75.10	3.10	118.40	£ 26,028.50	219.84
Total Time Cost	£ 106.00	£ 12,314.50	£ 313.00	£ 313.00	£ 1,200.00	£ 11,772.50	£ 323.50	£ 26,028.50		
Average Rates	525.00	369.80	184.12	184.12	240.00	156.76	104.35	219.84		

Appendix C

ALSO (UK) In Liquidation

Company No: 05982732

Steven Philip Ross And Matthew James Higgins appointed as Joint Liquidators to the above company on 08 February 2019

Notice delivered to the members on: 14 January 2020

Notice of the Joint Liquidators' final account that the company's affairs are fully wound up

Rule 5.10 Insolvency (England and Wales) Rules 2016

Notice is hereby given to the members of the above named company of the following matters:

- (a) The company's affairs are fully wound up.
- (a) The Joint Liquidators will vacate office under section 171(6) Insolvency Act 1986 as soon as the Joint Liquidators have complied with section 94(3) of that Act by delivering to the registrar of companies the final account
- (b) The Joint Liquidators will be released under section 173(2)(d) Insolvency Act 1986 at the same time as vacating office.
- (c) The Company will be dissolved automatically (cease to exist) three months after we file our final account and statement with the Registrar of Companies.

Name, address & contact details of Joint Liquidator

Primary Office Holder

Steven Philip Ross
RSM Restructuring Advisory LLP
1 St James' Gate, Newcastle upon Tyne, NE1 4AD
Tel: 0191 255 7000
Email: restructuring.newcastle@rsmuk.com
IP Number: 9503

Joint Office Holder:

Matthew James Higgins
RSM Restructuring Advisory LLP
1 St James' Gate, Newcastle upon Tyne, NE1 4AD
Tel: 0191 255 7000
Email: restructuring.newcastle@rsmuk.com
IP Number: 13570

Dated: 08 January 2020


Steven Philip Ross
RSM Restructuring Advisory LLP
Joint Liquidator