

LIQ03

Notice of progress report in voluntary winding up



Companies House

WEDNESDAY



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A32

27/09/2017

#178

COMPANIES HOUSE

1 Company details

Company number 0 6 3 1 0 9 3 1

Company name in full Res Fuels Limited

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

2 Liquidator's name

Full forename(s) Stephen Roland

Surname Browne

3 Liquidator's address

Building name/number PO Box 810

Street 66 Shoe Lane

Post town London

County/Region

Postcode E C 4 A 3 W A

Country

4 Liquidator's name ①

Full forename(s) Ian Harvey

Surname Dean

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

5 Liquidator's address ②

Building name/number PO Box 810

Street 66 Shoe Lane

Post town London

County/Region

Postcode E C 4 A 3 W A

Country

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

LIQ03

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6 Period of progress report

From date	d	2	d	8	m	0	m	7	y	2	y	0	y	1	y	6
To date	d	2	d	7	m	0	m	7	y	2	y	0	y	1	y	7

7 Progress report

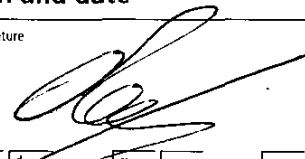
☒ The progress report is attached

8 Sign and date

Liquidator's signature

Signature

X



X

Signature date

d	2	d	5	m	0	m	9	y	2	y	0	y	1	y	7
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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 **Jordan Wilson**

Company name **Deloitte LLP**

Address **PO Box 810**

66 Shoe Lane

Post town **London**

County/Region

Postcode **E C 4 A 3 W A**

Country

DX

Telephone **+44 20 7936 3000**



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

FUTURE HEATING LIMITED (Company Number: 04261036)
KEADBY LIMITED (Company Number: 06737693)
PASSIVHAUS (UK) LIMITED (Company Number: 06242517)
PV SYSTEMS LIMITED (Company Number: 03432498)
RENEWABLE ENERGY SYSTEMS CONSTRUCTION LIMITED (Company Number: 04585817)
RES-GEN LIMITED (Company Number: 04913485)
RES ADVISORY LIMITED (Company Number: 06242516)
RES ENTERPRISES LIMITED (Company Number: 06914687)
RES ESCO LIMITED (Company Number: 06182961)
RES FUELS LIMITED (Company Number: 06310931)
RES HEAT AND POWER LIMITED (Company Number: 04913487)
RES ON-SITE LIMITED (Company Number: 06182959)
RES SOLAR LIMITED (Company Number: 03526048)
(ALL IN MEMBERS' VOLUNTARY LIQUIDATION)
("the Companies")

Hill House
1 Little New Street
London
EC4A 3TR

ANNUAL PROGRESS REPORT TO THE MEMBERS FOR THE 12 MONTH PERIOD TO 27 JULY 2017 PURSUANT TO SECTION 92A OF THE INSOLVENCY ACT 1986 (AS AMENDED) ("the Act") AND RULES 18.7 AND 18.12 OF THE INSOLVENCY (ENGLAND & WALES) RULES 2016 ("the Rules")

25 September 2017

Stephen Roland Browne and Christopher Richard Frederick Day ("the Liquidators") were appointed Joint Liquidators of the Companies further to the written resolution of the members dated 28 July 2016. Christopher Richard Frederick Day was subsequently removed as Liquidator of the Companies on 12 May 2017 following his retirement from Deloitte LLP ("Deloitte") and Ian Harvey Dean of Deloitte was appointed as Joint Liquidator by order of the Court. All licensed Insolvency Practitioners of Deloitte are licensed in the UK to act as Insolvency Practitioners by the Institute of Chartered Accountants in England and Wales.

For the purpose of section 231 of the Act, the Liquidators confirm that they are authorised to carry out all functions, duties and powers by either of them jointly and severally.

This report has been prepared for the sole purpose of updating the members for information purposes. The report may not be relied upon, referred to, reproduced or quoted from, in whole or in part, by the members for any purpose other than updating them for information purposes, or by any other person for any purpose whatsoever.

S. R. Browne and I. H. Dean

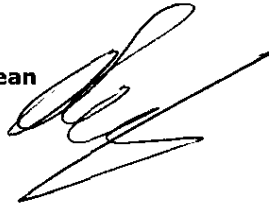
Deloitte LLP

Athene Place

66 Shoe Lane

London

EC4A 3BQ

A handwritten signature in black ink, consisting of several loops and a long horizontal stroke at the end.

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APPENDICES

- 1. Liquidators' Receipts and Payments accounts for the 12 months to 27 July 2017**

1. EXECUTIVE SUMMARY

Key Messages	Commentary
Progress of the liquidation during the report period	<ul style="list-style-type: none"> The matters completed during the course of the liquidations have included mandatory liquidation tasks such as statutory advertising, filings and notifications of the liquidations, plus obtaining formal clearance/searches from HM Land Registry. The Liquidators liaised directly with Renewable Energy Systems Limited with regard to all outstanding tax matters in respect of the Companies. The outstanding pre-liquidation tax returns have been submitted to HM Revenue & Customs ("HMRC") and formal tax clearance for the closure of the liquidations has been requested.
Costs	<ul style="list-style-type: none"> The Liquidators' fees and the costs of the liquidations are being met by a fellow group undertaking. Further details on our remuneration can be found on page 6.
Outstanding matters	<ul style="list-style-type: none"> Receipt of tax clearance from HMRC. Distribution of the surplus assets of the Companies on receipt of tax clearance (where appropriate).
Distributions made during the period	<ul style="list-style-type: none"> The Liquidators have not made any distributions to the members during the report period.
Future distributions and closure	<ul style="list-style-type: none"> First and final distributions of the surplus assets of Renewable Energy Systems Construction Limited, RES-Gen Limited and RES Solar Limited will be made to their respective members prior to the closure of the liquidations.

2. PROGRESS OF THE LIQUIDATIONS

2.1 Work done during the report period

Assets and Liabilities

At the outset of the liquidation, on the basis of the Declaration of Solvency for Renewable Energy Systems Construction Limited, there were assets of £1 comprising an amount due from a fellow group undertaking and there were no liabilities held in the name of the company.

At the outset of the liquidation, on the basis of the Declaration of Solvency for RES-Gen Limited, there were assets of £5,894,180 comprising an amount due from a fellow group undertaking of £5,800,842 and trade debtors of £93,338. Liabilities totalled £33,880.

At the outset of the liquidation, on the basis of the Declarations of Solvency for RES Advisory Limited and RES Esco Limited, there were assets of £1 comprising an investment in a subsidiary undertaking and there were no liabilities held in the names of the companies.

At the outset of the liquidation, on the basis of the Declaration of Solvency for RES Solar Limited, there were assets of £2 comprising an amount due from a fellow group undertaking and there were no liabilities held in the name of the company.

According to the Declarations of Solvency for the remaining nine companies there were no assets or liabilities held in the names of these companies.

Distributions

The Liquidators have not made any distributions to the members during the report period.

Statutory Tasks

During the period we carried out the following tasks, which primarily related to fulfilment of statutory and compliance obligations and other tasks of an administrative nature:

- case set up and management;
- statutory reporting;
- appointment notifications;
- correspondence;
- case reviews; and
- general liquidation administration and filing.

These tasks are a necessary part of the engagement but do not generate any direct financial benefit for the members.

Corporation Tax

The Liquidators liaised directly with Renewable Energy Systems Limited on all matters relating to the Companies' tax affairs. There was one outstanding pre-liquidation corporation tax return to be filed in respect of each of the Companies (i.e. for the period from 1 November 2015 to 28 July 2017), which were submitted to HMRC on 19 July 2017. Formal tax clearance for the closure of the liquidations was requested from HMRC 29 August 2017, to which we are awaiting a response.

VAT

The Liquidators' liaised directly with Renewable Energy Systems Limited on all matters relating to the Companies' VAT affairs - nine of the 13 companies were VAT registered (i.e. all except for Keadby Limited, Passivhaus (UK) Limited, RES Enterprises Limited and RES Solar Limited). These companies have all been deregistered for VAT purposes and the outstanding VAT return (i.e. for the period from 1 May 2016 to 27.07.2016) were submitted to HMRC on 12 July 2017. VAT clearance was requested on 29 August 2017, to which we are awaiting a response.

Replacement of Liquidator

Stephen Roland Browne and Christopher Richard Frederick Day were appointed Liquidators of the Companies further to the written resolution of the members dated 28 July 2016. Ian Harvey Dean replaced Christopher Richard Frederick Day as Liquidator of the Companies on 12 May 2017, following Chris Day's retirement from Deloitte

3. LIQUIDATORS' RECEIPTS AND PAYMENTS ACCOUNTS

- 3.1 Receipts and payments accounts are provided at Appendix 1, confirming there were no transactions in the 12 month period since our appointment.

4. INFORMATION FOR THE MEMBERS

4.1 Distributions made

The Liquidators have not made any distributions during the report period.

4.2 Future distributions

The Liquidators will distribute the surplus assets of Renewable Energy Systems Construction Limited, RES-Gen Limited and RES Solar Limited to their respective shareholders prior to the closure of the liquidations.

4.3 Members' right to request further information

Members of the Company with at least 5% in value of the total voting rights of all the members having the right to vote at general meetings of the Company, or, any member with permission of the Court, may, in writing, request us to provide additional information regarding remuneration or expenses to that already supplied within this report. Such requests must be made within 21 days of receipt of this report, in accordance with Rule 18.9 of the Rules.

4.4 Members' right to challenge Remuneration and/or Expenses

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, any member with permission of the Court, may apply to the Court for one or more orders (in accordance with Rule 18.34 of the Rules), reducing the amount or the basis of remuneration which we are entitled to charge or otherwise challenging some or all of the expenses incurred.

Such applications must be made within eight weeks of receipt by the applicant(s) of the progress report detailing the remuneration and/or expenses being complained of, in accordance with Rule 18.34 of the Rules.

Please note that such challenges may not disturb remuneration or expenses approved or deemed to be approved under prior progress reports.

5. LIQUIDATORS' REMUNERATION AND DISBURSEMENTS

5.1 Basis of Liquidators' Remuneration

The Companies are billed as part of a wider corporate simplification programme. The Liquidators' fees and expenses are being met by a fellow group undertaking, namely Renewable Energy Systems Limited, and calculated by reference to the time properly given by the Liquidators and their staff in attending to matters arising in the liquidation, plus VAT.

5.2 Liquidators' Disbursements

Details of all disbursements incurred to date in respect of the Companies are given below:

- statutory advertising costs of £1,827.36;
- HM Land Registry search fees of £264.00;
- the Liquidators' statutory insurance bond of £203.00; and
- courier costs of £10.00.

These disbursements will be recovered in full by the Liquidators prior to the closure of the liquidations.

LIQUIDATORS' RECEIPTS AND PAYMENTS ACCOUNT FOR THE 12 MONTHS TO 27 JULY 2017

Future Heating Limited

£	<i>Declaration of Solvency values</i>	28 Jul 16 to 27 Jul 17	<i>Declaration of Solvency values</i>	28 Jul 16 to 27 Jul 17
---	---	---------------------------------------	---	---------------------------------------

Receipts

Payments

Total receipts	<u>Nil</u>	<u>Nil</u>	Total payments	<u>Nil</u>	<u>Nil</u>
			Balance		<u>Nil</u>

Keadby Limited

£	<i>Declaration of Solvency values</i>	28 Jul 16 to 27 Jul 17	<i>Declaration of Solvency values</i>	28 Jul 16 to 27 Jul 17
---	---	---------------------------------------	---	---------------------------------------

Receipts

Payments

Total receipts	<u>Nil</u>	<u>Nil</u>	Total payments	<u>Nil</u>	<u>Nil</u>
			Balance		<u>Nil</u>

Passivhaus (UK) Limited

£	<i>Declaration of Solvency values</i>	28 Jul 16 to 27 Jul 17	<i>Declaration of Solvency values</i>	28 Jul 16 to 27 Jul 17
---	---	---------------------------------------	---	---------------------------------------

Receipts

Payments

Total receipts	<u>Nil</u>	<u>Nil</u>	Total payments	<u>Nil</u>	<u>Nil</u>
			Balance		<u>Nil</u>

PV Systems Limited

£	<i>Declaration of Solvency values</i>	28 Jul 16 to 27 Jul 17	<i>Declaration of Solvency values</i>	28 Jul 16 to 27 Jul 17
---	---	---------------------------------------	---	---------------------------------------

Receipts

Payments

Total receipts	<u>Nil</u>	<u>Nil</u>	Total payments	<u>Nil</u>	<u>Nil</u>
			Balance		<u>Nil</u>

Renewable Energy Systems Contruction Limited

£	Declaration of Solvency values	28 Jul 16 to 27 Jul 17	Declaration of Solvency values	28 Jul 16 to 27 Jul 17
----------	---	---------------------------------------	---	---------------------------------------

Receipts

Amount due from a fellow
group undertaking

1

Payments

Total receipts

1

Nil

Total payments

Nil

Nil

Balance

Nil

RES-Gen Limited

£	Declaration of Solvency values	28 Jul 16 to 27 Jul 17	Declaration of Solvency values	28 Jul 16 to 27 Jul 17
----------	---	---------------------------------------	---	---------------------------------------

Receipts

Amount due from fellow group
undertaking

5,800,842

Trade debtors

93,338

Payments

Total receipts

5,894,180

Nil

Total payments

Nil

Nil

Balance

Nil

RES Advisory Limited

£	Declaration of Solvency values	28 Jul 16 to 27 Jul 17	Declaration of Solvency values	28 Jul 16 to 27 Jul 17
----------	---	---------------------------------------	---	---------------------------------------

Receipts

Investment in subsidiary
undertaking

1

Payments

Total receipts

1

Nil

Total payments

Nil

Nil

Balance

Nil

RES Enterprises Limited

£	Declaration of Solvency values	28 Jul 16 to 27 Jul 17	Declaration of Solvency values	28 Jul 16 to 27 Jul 17
----------	---	---------------------------------------	---	---------------------------------------

Receipts

Payments

Total receipts

Nil

Nil

Total payments

Nil

Nil

Balance

Nil

RES Esco Limited

£	Declaration of Solvency values	28 Jul 16 to 27 Jul 17	Declaration of Solvency values	28 Jul 16 to 27 Jul 17
---	--------------------------------------	------------------------------	--------------------------------------	------------------------------

Receipts

Investment in subsidiary
undertaking

1

Payments

Total receipts

1

Nil

Total payments

Nil

Nil

Balance

Nil

RES Fuels Limited

£	Declaration of Solvency values	28 Jul 16 to 27 Jul 17	Declaration of Solvency values	28 Jul 16 to 27 Jul 17
---	--------------------------------------	------------------------------	--------------------------------------	------------------------------

Receipts

Payments

Total receipts

Nil

Nil

Total payments

Nil

Nil

Balance

Nil

RES Heat and Power Limited

£	Declaration of Solvency values	28 Jul 16 to 27 Jul 17	Declaration of Solvency values	28 Jul 16 to 27 Jul 17
---	--------------------------------------	------------------------------	--------------------------------------	------------------------------

Receipts

Payments

Total receipts

Nil

Nil

Total payments

Nil

Nil

Balance

Nil

RES On-Site Limited

£	Declaration of Solvency values	28 Jul 16 to 27 Jul 17	Declaration of Solvency values	28 Jul 16 to 27 Jul 17
---	--------------------------------------	------------------------------	--------------------------------------	------------------------------

Receipts

Payments

Total receipts

Nil

Nil

Total payments

Nil

Nil

Balance

Nil

RES Solar Limited

£	<i>Declaration of Solvency values</i>	28 Jul 16 to 27 Jul 17	<i>Declaration of Solvency values</i>	28 Jul 16 to 27 Jul 17
----------	---	---------------------------------------	---	---------------------------------------

Receipts

Amount due from a fellow
group undertaking

2

Payments

Total receipts

2

Nil

Total payments

Nil

Nil

Balance

Nil

General Notes

The Receipts and Payments account must be read in conjunction with the attached notes and report.

NOTES TO THE RECEIPTS AND PAYMENTS ACCOUNT

1. The surplus assets will be distributed to the members of Renewable Energy Systems Construction Limited, RES-Gen Limited and RES Solar Limited prior to the closure of the liquidations.

Deloitte LLP is a limited liability partnership registered in England and Wales with registered number OC303675 and its registered office at 2 New Street Square, London EC4A 3BZ, United Kingdom.

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