

LIQ14

Notice of final account prior to dissolution in CVL



Companies House

TUESDAY



A17 *A7FPIUJ4* 02/10/2018 #315
COMPANIES HOUSE

1 Company details

Company number 7 0 2 9 2 3 8

Company name in full H20 Markets Limited

→ Filling in this form

Please complete in typescript or in
bold black capitals.

2 Liquidator's name

Full forename(s) Adam Henry

Surname Stephens

3 Liquidator's address

Building name/number 25 Moorgate

Street London

Post town EC2R 6AY

County/Region

Postcode

Country

4 Liquidator's name ①

Full forename(s) Finbarr Thomas

Surname O'Connell

① Other liquidator

Use this section to tell us about
another liquidator.

5 Liquidator's address ②

Building name/number 25 Moorgate

Street London

Post town EC2R 6AY

County/Region

Postcode

Country

② Other liquidator

Use this section to tell us about
another liquidator.

LIQ14

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6 Liquidator's release

☐ Tick if one or more creditors objected to liquidator's release.

:

7 Final account

☒ I attach a copy of the final account.

8 Sign and date

Liquidator's signature

Signature

X

AShep

X

Signature date

26

09

2018

LIQ14

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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	Emma O'Bryan								
Company name	Smith & Williamson LLP								
Address	25 Moorgate								
	London								
Post town	EC2R 6AY								
County/Region									
Postcode	<table><tr><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td><td> </td></tr></table>								
Country									
DX									
Telephone	020 7131 4000								



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



H2O Markets Limited (in creditors' voluntary liquidation)

Joint liquidators' final account

21 September 2018



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1. Glossary

Abbreviation	Description
the Company	H2O Markets Limited
the liquidators/joint liquidators	Adam Henry Stephens and Finbarr Thomas O'Connell
SIP	Statement of Insolvency Practice (England & Wales)
SOA	Statement of Affairs
ETR	Estimated to realise
HMRC	HM Revenue & Customs
FOS	Financial Ombudsman Service
FSCS	Financial Services Compensation Scheme
DBEIS	Department for Business, Energy & Industrial Strategy

2. Notice

This report is the final account that the joint liquidators are required to produce and they give notice that

- a) The Company's affairs are fully wound up;
- b) Creditors have the right to request information from the joint liquidators;
- c) Creditors have the right to challenge the joint liquidators remuneration and expenses;
- d) A creditor may object to the joint liquidators' release by giving notice in writing to them before the end of the prescribed period;
- e) The prescribed period is the later of eight weeks from delivery of this notice and final account or a date to be determined in the event that b) or c) above applies;
- f) The joint liquidators will vacate office on delivering to the Registrar of Companies this notice and final account together with a notice whether any creditor has objected to their release (if applicable); and
- g) The joint liquidators will be released at the same time as vacating office unless any of the Company's creditors objected.

3. Introduction and statutory information

This report provides an account of the liquidators' administration since the last progress report and a summary of the outcome of the liquidation of the Company. It should be read in conjunction with any previous reports. By way of reminder, we, Adam Henry Stephens and Finbarr Thomas O'Connell, of Smith & Williamson LLP, 25 Moorgate, London, EC2R 6AY, were appointed liquidators of the Company on 11 November 2016.

The principal trading address of the Company was 4 Chiswell Street, London, EC1Y 4UP.

The Company's registered office is 25 Moorgate, London, EC2R 6AY and its registered number is 7029238.

The liquidation commenced on 11 November 2016 with estimated asset values of £5,689.15 and anticipated liabilities of £557,679.33, which subject to the cost of liquidation, gave no expected return to creditors. Subsequently, there was no return to creditors in this case.

4. Realisation of assets

Attached at Appendix I is our receipts and payments account for the period from 11 November 2017 to from 21 September 2018. This account includes cumulative figures for the period from 11 November 2016 to 21 September 2018. The receipts and payments account also includes a comparison with the director's SOA values.

4.1 Cash at bank

The sum of £3,718.35 was realised in relation to cash held in the Company's bank account.

4.2 Bank interest gross

During the period of the liquidation, £6.76 has been realised in relation to gross bank interest.

4.3 Unrealisable assets

4.3.1 Book debt

The director's SOA detailed a book debt with an uncertain value.

During the period since our last report, the joint liquidators have been made aware that the debtor company has been dissolved. This debt is therefore unrealisable.

4.3.2 Director's loans

The director's SOA detailed an ETR value of £1,800 due under the director's loan account.

Following the liquidators' contact with the director, it has come to light that the director does not have the means to repay the loan.

The liquidators are of the opinion that it is not commercially viable to keep the liquidation open in order to collect the loan amount in instalments. Therefore, the decision has been taken to write off the loan.

5. Investigations

Under the Company Directors Disqualification Act 1986 we have a duty to make a submission to the Secretary of State for Business, Energy & Industrial Strategy on the conduct of all those persons who were directors at the date of liquidation or who held office at any time during the three years immediately preceding the liquidation.

We have complied with our duty in this regard. As all submissions are strictly confidential we are unable to disclose their content.

Shortly after appointment, we made an initial assessment of whether there could be any matters that might lead to recoveries for the estate and what further investigations may be appropriate. This assessment took into account information provided by creditors either at the initial meeting or as a response to our request to complete an investigation questionnaire. Our investigations revealed the following issues:

- A number of investors have submitted complaints to the FOS and subsequently to the FSCS. Furthermore, we have been made aware of several claims or complaint matters which were extent prior to the commencement of the liquidation.
- A number of payments that require further investigation.

Consequently, the liquidators undertook a thorough review of the Company's available records.

The liquidators are of the opinion that there is insufficient information and funding to pursue any successful claims in this case.

6. Creditors

6.1 Secured creditors

There are no secured creditors.

6.2 Prescribed Part

The Company did not grant any floating charges and the Prescribed Part requirements did not therefore apply.

6.3 Preferential creditors

We set out below a summary of preferential claims received:

Preferential creditor	SOA claims £	Claims received £
Employee claims (1 claim)	2,400	-
DBEIS	-	392.70
Total	2,400.00	392.70

We can confirm that realisations were insufficient to declare a dividend to preferential creditors. We have not therefore taken steps to agree preferential creditor claims.

6.4 Unsecured creditors

We received claims totalling £215,746.68 from 20 creditors. Total claims as per the director's SOA were £143,280.33. We can confirm that realisations were insufficient to declare a dividend to unsecured creditors. We have not therefore taken steps to agree unsecured creditor claims.

7. Liquidators' remuneration

The creditors approved that the basis of the liquidators' remuneration be fixed by reference to the time properly spent by them and their staff in attending to matters arising in the liquidation. This was granted following the joint liquidators providing a fees and expenses estimate and the requisite majority of creditors granting approval by correspondence.

The liquidators' time costs are:

Period	Total hours hrs	Total cost £	Average hourly rate £/hr	Fees drawn £
11 November 2016 to 10 November 2017	47.55	13,133.25	276.20	Nil
11 November 2017 to 17 July 2018	15.75	4,030.50	255.90	2,474.57
Total	63.30	17,163.75	271.15	2,474.57

Attached as Appendix II, is a time analysis which provides details of the activity costs incurred by staff grade since the date of our last report in respect of the costs fixed by reference to time properly spent by the liquidators and their staff in attending to matters arising in the liquidation. Details of work carried out in the period are also included in the appendix.

Also attached as Appendix III, is a cumulative time analysis for the period from 11 November 2016 to 17 July 2018 which provides details of the joint liquidators' total time costs since appointment. A total of £2,474.57 has been drawn on account of these costs.

A copy of "A Creditor's Guide to Liquidator's Fees" can be downloaded free of charge from the ICAEW's website at the following address:

<http://www.icaew.com/-/media/corporate/files/technical/insolvency/creditors-guides/2017/liquidations-creditor-fee-guide-6-april-2017.ashx?la=en>

Alternatively, a hard copy is available on request, free of charge.

Details of Smith & Williamson LLP's charge out rates and policies in relation to the use of staff are provided at Appendix IV.

8. Liquidation expenses

8.1 Subcontractors

We have not utilised the services of any subcontractors in this case.

8.2 Professional advisers

We have not used any professional advisers in this case.

8.3 Liquidators' disbursements

Details of the liquidators' disbursements that have been incurred and/or paid in the current period together with the cumulative totals for the period of the liquidation are set out below.

Description	Costs incurred in current period £	Costs paid in current period £	Total costs incurred £	Total costs paid £
Statutory advertising	0.00	0.00	154.00	154.00
Liquidators' bonds	0.00	140.00	140.00	140.00
Storage costs	242.72	242.72	327.36	327.36
Total	242.72	382.72	621.36	621.36

8.4 Category 2 disbursements

No Category 2 disbursements have been incurred and/or paid in the liquidation.

8.5 Policies regarding use of third parties and disbursement recovery

Appendix IV provides details of Smith & Williamson LLP's policies in relation to the use of subcontractors and professional advisers, and the recovery of disbursements.

9. Privacy and Data Protection

As part of our role as joint liquidators, I would advise you that we may need to access and use data relating to individuals. In doing so, we must abide by data protection requirements. Information about the way that we will use and store personal data in relation to insolvency appointments can be found at: www.smithandwilliamson.com/rsgdpr. If you are unable to download this, please contact my office and a hard copy will be provided free of charge.

To the extent that you hold any personal data of the Company's data subjects provided to you by the Company or obtained otherwise, you must process such data in accordance with data protection legislation. Please contact Emma O'Bryan of our office if you believe this applies.

10. Creditors' rights

Within 21 days of the receipt of this report, a secured creditor, or an unsecured creditor (with the concurrence of at least 5% in value of the unsecured creditors or otherwise with the court's permission) may request in writing that the liquidators provide further information about their remuneration or expenses which have been itemised in this report.

Any secured creditor, or an unsecured creditor (with the concurrence of at least 10% in value of the unsecured creditors including their own claim or otherwise with the court's permission) may within 8 weeks of receipt of this report make an application to court on the grounds that, in all the circumstances, the basis fixed for the liquidators' remuneration is inappropriate and/or the remuneration charged or the expenses incurred (including any paid) by the liquidators, as set out in this report, are excessive.

The above rights apply only to matters which have not been disclosed in previous reports.

Any creditor may object to the release of the joint liquidators by giving notice in writing before the later of 21 September 2018 or the date of any court application to challenge the joint liquidators' remuneration. In these circumstances, the joint liquidators will be obliged to seek their release from the Secretary of State.

On a general note, if you have any comments or concerns in connection with our conduct, please contact Adam Henry Stephens or Finbarr Thomas O'Connell in the first instance. If the matter is not resolved to your satisfaction, you may contact our Head of Legal by writing to 25 Moorgate, London EC2R 6AY or by telephone on 020 7131 4000.

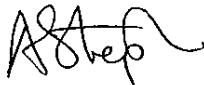
Thereafter, if you wish to take the matter further you may contact the Insolvency Services directly via Insolvency Complaints Gateway. They can be contacted by email, telephone or letter as follows:

- i) Email: insolvency.enquiryline@insolvency.gsi.gov.uk
- ii) Telephone number: +44 300 678 0015
- iii) Postal address: The Insolvency Service, IP Complaints, 3rd Floor, 1 City Walk, Leeds LS11 9DA.

11. Conclusion

This report concludes the liquidators' administration of the winding up of the Company.

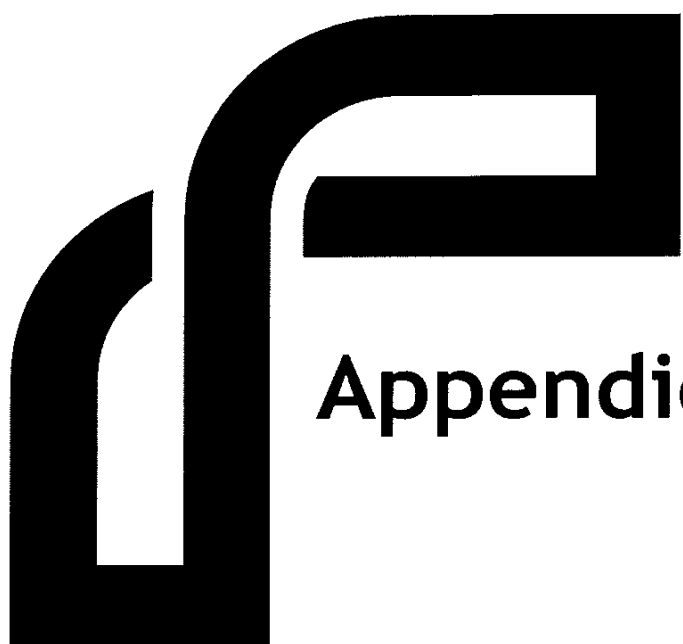
Following the expiry of the eight week notice period referred to in the Notice within section 1 of this report, we are required to submit this final account of the administration of the winding up to the Registrar of Companies, together with a notice stating whether any creditor has objected. The Company will then be dissolved. We are permitted to destroy, or otherwise dispose of, the Company's books, papers and other records at any time after the expiration of a period of one year from the date of dissolution.



Adam Henry Stephens and Finbarr Thomas O'Connell

Joint Liquidators

Date: 21 September 2018



Appendices

I Receipts and payments account

From 11 November 2017 to 17 July 2018

H2O Markets Limited (in creditors' voluntary liquidation) Joint Liquidators' Summary of Receipts & Payments			
Statement of Affairs		From 11/11/2017 To 21/09/2018	From 11/11/2016 To 21/09/2018
£		£	£
	ASSET REALISATIONS		
1,800.00	Director's Loans	NIL	NIL
NIL	Plant & Machinery	NIL	NIL
100.00	Furniture & Equipment	NIL	NIL
Uncertain	Book Debts	NIL	NIL
3,789.15	Cash at Bank (inc. S&W Re)	NIL	3,718.35
	Bank Interest Gross	3.58	6.76
		<u>3.58</u>	<u>3,725.11</u>
	COST OF REALISATIONS		
	Liquidator's Fees	2,474.57	2,474.57
	Liquidator's Expenses	140.00	140.00
	Irrecoverable VAT	571.45	619.18
	Storage Costs	242.72	327.36
	Statutory Advertising	NIL	154.00
	Bank Charges	NIL	10.00
		<u>(3,428.74)</u>	<u>(3,725.11)</u>
	PREFERENTIAL CREDITORS		
(2,400.00)	Employees Wage Arrears	NIL	NIL
		<u>NIL</u>	<u>NIL</u>
	UNSECURED CREDITORS		
(64,389.61)	Trade & Expense Creditors	NIL	NIL
(7,918.00)	Employees	NIL	NIL
(4,182.35)	HM Revenue & Customs - VAT	NIL	NIL
(60,000.00)	Financial Ombudsman Service Claims	NIL	NIL
(6,790.37)	Financial Regulators	NIL	NIL
		<u>NIL</u>	<u>NIL</u>
	SHAREHOLDERS		
(411,999.00)	Ordinary Shareholders	NIL	NIL
		<u>NIL</u>	<u>NIL</u>
(551,990.18)		<u>(3,425.16)</u>	<u>NIL</u>
	REPRESENTED BY		
			<u>NIL</u>

Notes and further information required by SIP 7

- No payments have been made to us from outside the estate.
- Details of significant expenses paid are provided in the body of our report.
- Information concerning the liquidators' remuneration and disbursements incurred is provided in the body of our report.
- Information concerning the ability to challenge the liquidators' remuneration and expenses of the liquidation is provided in our report.
- All bank accounts were made non-interest bearing on 31 May 2018.
- There are no foreign currency holdings.
- All amounts in the receipts and payments account are shown exclusive of any attributable VAT. Where VAT is not recoverable it is shown as irrecoverable VAT.

II Time analysis for the period

From 11 November 2017 to 17 July 2018

H2O Markets Limited (in creditors' voluntary liquidation)
Breakdown of time spent by Smith & Williamson LLP employees
for the period ended 17 July 2018

Classification & work function	HOURS					Total hours	Time cost	Average hourly rates
	Partner / Director	Associate Director	Manager / Assistant Manager	Other professional staff	Assistants & support staff			
Administration & planning Case planning, administrative set-up, Appointment notification, Maintenance of records, statutory reporting Investigations SIP2 review, CDDA reports, investigating antecedent transactions	0.35	0.00	1.20	11.05	0.00	12.60	£3,141.50	£249.33
Realisation of Assets Identifying, securing, insuring assets, Retention of title, Debt collection, Property, business and asset sales Creditors Communication with creditors, Creditors' claims (including employees and other preferential creditors)	0.00	0.00	0.00	1.50	0.00	1.50	£330.00	£220.00
Totals	1.05	0.00	1.20	13.50	0.00	15.75	£4,030.50	£255.90

Explanation of major work activities undertaken

Administration and Planning

This section of the analysis encompasses the cost of the office holders and their staff in complying with their statutory obligations, internal compliance requirements, and all tax matters.

This work included the following:

- Preparing the joint liquidators' progress report for the period ended 10 November 2017.
- Dealing with routine correspondence.
- Maintaining physical case files and electronics case details on IPS (case management software).
- Case reviews (including 6 month reviews).
- Maintaining and managing the appointment's cash book and bank accounts.
- Submitting Corporation Tax returns.

Investigations

Investigations include work carried out as a consequence of the obligations placed upon us to investigate the Company's affairs. The work undertaken is that described in SIP2 and SIP4 which govern both the investigations of the Company's failure and also examine the conduct of the directors.

This work included the following:

- Review and investigation of stakeholders' complaints and responses into the failing of the business and actions of company's directors.
- Review of possible actions (including legal recourse) to restore assets of the company, or compensate the company for the financial losses incurred.

Realisation of assets

This section is in relation to the realisation of the Company's assets, which is explained in detail through the contents of our report.

This work included the following:

- Discussions with the director in relation to the outstanding Director's Loan Account.

Creditors

Work under this section includes correspondence and other contact with the creditors of the Company. The work included the following:

- Dealing with creditor correspondence via email and telephone in relation to FOS enquiries.
- Assisting a former employee with a reference request.

III Cumulative time analysis

From 11 November 2016 to 17 July 2018

H2O Markets Limited (In Creditors' Voluntary Liquidation)
Breakdown of time spent by Smith & Williamson LLP employees
for the period 11 November 2016 to 17 July 2018

Classification of work function	Hours					Total hours	Time cost £	Average hourly rate £
	Partner / Director	Associate Director	Manager/ Assistant Manager	Other professional staff	Assistants & support staff			
Administration & planning								
Case planning, administrative set-up, Appointment notification, Maintenance of records, statutory reporting	3.90	0.00	6.25	23.45	0.75	34.35	£8,904.00	£259.21
Investigations								
SIP2 review, CDDA reports, Investigating antecedent transactions	2.20	0.00	9.50	4.20	0.00	15.90	£4,740.00	£298.11
Realisation of Assets								
Identifying, securing, insuring assets, Retention of title, Debt collection, Property, business and asset sales	0.00	0.00	0.00	1.85	0.00	1.85	£400.00	£216.22
Creditors								
Communication with creditors, Creditors' claims (including employees and other preferential creditors)	0.95	0.00	5.60	4.65	0.00	11.20	£3,119.75	£278.55
Totals	7.05	0.00	21.35	34.15	0.75	63.30	£17,163.75	£271.15
Pre-appointment	12.65	0.00	23.95	33.70	0.00	62.30	£19,393.25	£311.29

IV Staffing, charging, subcontractor and adviser policies and charge out rates

Introduction

Detailed below are:

- Smith & Williamson LLP's policies in relation to:
 - Staff allocation and the use of subcontractors
 - Professional advisers Disbursement recovery
- Smith & Williamson LLP's current charge out rates

Staff allocation and the use of subcontractors

Our general approach to resourcing our assignments is to allocate staff with the skills and experience to meet the specific requirements of the case.

The constitution of the case team will usually consist of a partner and a partner or director or associate director as joint office holders, a manager, and an administrator or assistant. The exact constitution of the case team will depend on the anticipated size and complexity of the assignment and the experience requirements of the assignment. The charge out rate schedule below provides details of all grades of staff and their experience level.

We may use subcontractors to perform work which might ordinarily be carried out by us and our staff where it is cost effective to do so and/or where the specific expertise offered by the subcontractor is required.

Details of any subcontractors' services utilised during the liquidation are set out in the body of this report.

Use of professional advisers

We select professional advisers such as agents and solicitors on the basis of balancing a number of factors including:

- The industry and/or practice area expertise required to perform the required work.
- The complexity and nature of the assignment.
- The availability of resources to meet the critical deadlines in the case.
- The charge out rates or fee structures that would be applicable to the assignment.
- The extent to which we believe that the advisers in question can add value to the assignment.

Disbursements

Category 1 disbursements do not require approval by creditors. The type of disbursements that may be charged as a Category 1 disbursement to a case generally comprise external supplies of incidental services specifically identifiable to the case, such as postage, case advertising, invoiced travel and external printing, room hire and document storage. Also chargeable will be any properly reimbursed expenses incurred by personnel in connection with the case.

Category 2 disbursements do require approval from creditors. These are costs which are directly referable to the appointment in question but are not payments which are made to an independent third party and may include shared or allocated costs that can be allocated to the appointment on a proper and reasonable basis such as internal room hire, document storage or business mileage.

Since 7 July 2012 Smith & Williamson LLP's policy is to recover only one type of Category 2 disbursement, namely business mileage at HMRC's approved mileage rates at the relevant time. Current mileage rates are

45p per mile plus 5p per passenger per mile. Prior to 7 July 2012 approval may have been obtained to recover other types of Category 2 disbursements.

Details of any Category 2 disbursements incurred and/or recovered in the liquidation are set out in the body of this report.

Charge out rates

A schedule of Smith & Williamson LLP's charge out rates was issued to creditors at the time the basis of the liquidators' remuneration was approved.

The rates applicable to this appointment are set out below. Changes to the charge out rates during the liquidation were applied with effect from 1 July 2017.

Smith & Williamson LLP Restructuring & Recovery Services Charge out rates	London office £/hr		Regional offices £/hr	
	From 1/7/16	From 1/7/17	From 1/7/16	From 1/7/17
Partner / Director (from 1 January 2016)	435-485	435-500	350-375	350-375
Associate Director	370-380	390-410	295-305	295-315
Managers	235-315	250-350	190-290	190-310
Other professional staff	150-235	160-305	120-175	120-180
Support & secretarial staff	85-90	80-170	60-135	60-135

Smith & Williamson LLP Restructuring & Recovery Services Charge out rates as at 1 July 2018	London office £/hr	Regional offices £/hr
Partner / Director	450-520	360-380
Associate Director	420	290-320
Managers	250-365	225-310
Other professional staff	170-320	140-185
Support & secretarial staff	90	60-140

Notes

1. Time is recorded in units representing 3 minutes or multiples thereof.
2. It may be necessary to utilise staff from both regional and London offices, subject to the requirements of individual cases.
3. The firm's cashiering function is centralised and London rates apply. The cashiering function time is incorporated within "Other professional staff" rates.

www.smithandwilliamson.com

Principal offices: London, Belfast, Birmingham, Bristol, Cheltenham, Dublin, Glasgow, Guildford, Jersey, Salisbury and Southampton.

Smith & Williamson LLP is regulated by the Institute of Chartered Accountants in England and Wales for a range of investment business activities. A member of Nexia International. Registered in England at 25 Moorgate, London EC2R 6AY No OC369871.

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