

In accordance with Rule 18.7 of the Insolvency (England & Wales) Rules 2016 and Sections 92A, 104A and 192 of the Insolvency Act 1986.

LIQ03

Notice of progress report in voluntary winding up



Companies House

MONDAY



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06/08/2018

#187

COMPANIES HOUSE

1 Company details

Company number 0 8 5 6 7 4 0 1

Company name in full Aegate Holdings Limited

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

2 Liquidator's name

Full forename(s) Paul

Surname Appleton

3 Liquidator's address

Building name/number 26 - 28

Street Bedford Row

Post town Holborn

County/Region London

Postcode W C 1 R 4 H E

Country

4 Liquidator's name ①

Full forename(s)

Surname

① Other liquidator

Use this section to tell us about another liquidator.

5 Liquidator's address ②

Building name/number

Street

Post town

County/Region

Postcode

Country

② Other liquidator

Use this section to tell us about another liquidator.

LIQ03

Notice of progress report in voluntary winding up

6 Period of progress report

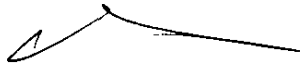
From date	^d 2	^d 3	^m 0	^m 6	^y 2	^y 0	^y 1	^y 7
To date	^d 2	^d 2	^m 0	^m 6	^y 2	^y 0	^y 1	^y 8

7 Progress report☒ The progress report is attached**8** Sign and date

Liquidator's signature

Signature

X



X

Signature date

^d 0	^d 3	^m 0	^m 8	^y 2	^y 0	^y 1	^y 8
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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	David Marks
Company name	David Rubin & Partners
Address	26 - 28 Bedford Row
Post town	Holborn
County/Region	London
Postcode	W C 1 R 4 H E
Country	UK
DX	
Telephone	020 7400 7900



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
AEGATE HOLDINGS LIMITED - IN LIQUIDATION

AND
THE INSOLVENCY ACT 1986

THE LIQUIDATOR'S FIRST ANNUAL PROGRESS REPORT
PURSUANT TO SECTION 104A OF THE INSOLVENCY ACT 1986
AND
PART 18 OF THE INSOLVENCY (ENGLAND AND WALES) RULES 2016
FOR THE YEAR ENDED 22 JUNE 2018

AEGATE HOLDINGS LIMITED - IN LIQUIDATION
Annual Progress Report pursuant to Section 104A of the Insolvency Act 1986

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AEGATE HOLDINGS LIMITED - IN LIQUIDATION
Annual Progress Report pursuant to Section 104A of the Insolvency Act 1986

(a) Introduction

The Company was placed into liquidation by a Special Resolution of the members on 23 June 2017. This report provides an update on the progress in the liquidation pursuant to Section 104A of the Insolvency Act 1986 for the year ended 22 June 2018.

Rule 18.3: Progress Report

(b) Statutory Information

Company name: Aegate Holdings Limited
Registered office: 26 - 28 Bedford Row, London, WC1R 4HE
Company number: 08567401
Trading address: Unit H9 The Courtyard, Melbourn Science Park, Melbourn,
Hertfordshire, SG8 6HB

(c) Liquidator's Name and Address:

Paul Appleton, Office Holder Number: 8883, of David Rubin & Partners, and he may be contacted in writing at 26 - 28 Bedford Row, London, WC1R 4HE.

(d) Any changes in the Office Holder

I was appointed Liquidator of the Company on 23 June 2017. There has not been a change in the Office Holder since the original appointment date.

(e) Details of progress during the period and summary account of Receipts and Payments under review:

The Company has two wholly owned subsidiaries, Aegate Limited ("AL") and Aegate Salus AG ("Salus"), which operated unique and secure software that integrated into pharmacy operating systems to verify the authenticity of medicines. I was appointed Liquidator of AL on 21 June 2017. Following cessation of trading, the significant loans made by the Company, together with its investments in each subsidiary, have no value.

During the period under review, I have sought to resolve all outstanding issues surrounding the management and administrative responsibilities of the Company to its creditors and shareholders. In respect of Salus, there was a likelihood that the subsidiary may have had some value as part of any sale of AL's intellectual property, but there was insufficient interest in the such assets to enable any recovery.

EIS Certificates

The Company had submitted an Enterprise Investment Scheme Compliance Statement with HM Revenue & Customs ("HMRC") Small Company Enterprise Centre in May 2016 in respect of shares issued on 22 April 2016. In addition, it had requested that HMRC authorise the Company to issue EIS Certificates.

However, some of the Company's former subscribers contacted me to explain that they had not received their EIS Certificates. I subsequently arranged for the completion and circulation of the documentation to the relevant individuals. Please note that this was outside the scope of my engagement, albeit I was happy to assist the investors given their extensive losses.

AEGATE HOLDINGS LIMITED - IN LIQUIDATION
Annual Progress Report pursuant to Section 104A of the Insolvency Act 1986

A Receipts and Payments Account is attached at Appendix A, which is further explained below.

1. Receipts

1.1 Investments

As detailed above, the Company's investments have no value.

1.2 Fixtures and Fittings

The Company's residual chattel assets at its serviced offices in London W2 had no realisable value following inspection by agents and valuers retained in respect of AL.

1.3 Cash at Bank

The sum of £24,496.69 was received from the Company's pre-liquidation bank account at HSBC Bank Plc. The Bank took almost two months to remit the funds, despite constant chasing from my office.

There were also funds realised in the name of Salus, held in a Credit Suisse branch in Geneva. With the assistance from a former officer of AL, together with the secured creditor, it was possible to access the account and realise £5,525.43 for the benefit of the Company as owner of Salus.

1.4 Bank Interest Gross

The funds in hand are held in an interest bearing account with a High Street bank in the Office Holder's name as Liquidator of the Company. Interest earned on the funds in hand amounts to £14.09.

2. Payments

2.1 Statement of Affairs Fee

This fee relates to the assistance given to the Directors of the Company in preparing the Statement of Affairs under section 99 of the Insolvency Act 1986 and necessary expenses in respect of the Decision Procedure to seek a Decision from the creditors on the nomination of a Liquidator under R6.14 of the Insolvency (England and Wales) 2016. This fee was approved at the Virtual Meeting of creditors.

2.2 Statutory Advertising

This represents the costs for the publishing of statutory advertising in the London Gazette in respect of the first meetings of the members and creditors, the notice of the appointment of the Liquidator and to creditors to submit their claims in the liquidation.

2.3 Specific Bond

The specific bond is the cost of insurance, based on the level of realisations by the Liquidator, as required by the Insolvency Practitioners Regulations 2005.

2.4 Carriage and Archiving

My firm uses its own personnel and vehicle for collection of books and records which were charged out at £50 per hour. My firm has been paid £50 for 1 hour and there was a courier cost of £21.25 incurred in respect of EIS certification that has been reimbursed.

(f) Liquidator's Remuneration and Expenses

1. Basis of Remuneration

At the virtual meeting of creditors a resolution was passed approving that the basis of my remuneration as Liquidator be fixed by reference to the time properly spent by my staff and myself in attending to matters arising in the winding-up.

In accordance with the provisions of Statement of Insolvency Practice 9 ("SIP 9"), a schedule of my firm's charge-out rates was issued to creditors at the time the basis of the Liquidator's remuneration was approved. There has not been any material increase in the rates during this appointment. Our current hourly chargeout rates exclusive of VAT, which are charged in units of 6 minutes, are as follows:-

	£
Senior / Managing Partners	450
Partners/Office holders	300 - 395
Managers / Senior Managers	250 - 295
Senior Administrators	180 - 220
Administrators	130 - 160
Cashiers and Assistants	120 - 160
Supports	110 - 120

Chargeout rates are normally reviewed annually in November, when rates are adjusted to reflect such matters as inflation, increases in direct wage costs, and changes to indirect costs such as Professional Indemnity Insurance.

2. Staff Allocation and the use of Subcontractors

My 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, Manager, Senior Administrator and two Administrators. The exact constitution of the case team will depend on the anticipated size and complexity of the assignment, and additional staff may be allocated to meet the demands of the case.

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

3. Liquidator's Remuneration

My time costs for the year under review are £22,036. This represents 102 hours and 30 minutes at an average rate of £214.99 per hour. I attach, as Appendix B, a Time Analysis, which provides details of the activity during the year, analysed by staff grade.

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Annual Progress Report pursuant to Section 104A of the Insolvency Act 1986

I initially provided creditors a fee estimate £62,467.50 for the liquidation. The time costs incurred to date is within the budget provided and I do not expect the estimate to be exceeded.

To view an explanatory note concerning Liquidators' remuneration issued by the Joint Insolvency Committee, please visit the Publications folder on our website at www.drpartners.com/cases, using the following log-on details:

USERNAME: A416@drco.co.uk

PASSWORD: 614Adm*!

Alternatively, please contact this office to arrange for a copy to be sent to you.

Included in the work undertaken by me and my staff is, inter alia, the following:

- i) Dealing with creditors' enquiries, both by correspondence and by telephone, and noting their claims.
- ii) Applying for the Liquidator's bond, as required by the Insolvency Practitioners Regulations 2005.
- iii) Carrying out all necessary investigations, including the examination of the Company's statutory records and books of accounts and records in order to enable me to prepare and submit my report on the conduct of the Directors pursuant to the requirements of the Company Directors Disqualification Act 1986.
- iv) Filing the appropriate documents in respect of the Liquidation at Companies House.
- v) Opening a designated post-Liquidation account and managing its cash flow.
- vi) Corresponding with the Company's bank, HSBC, in the UK and Credit Suisse in Switzerland, in relation to Salus in respect of the collection of information and documentation relating to the pre-Liquidation bank accounts, together with the transfer of the funds to the designated post-Liquidation account and closure of the pre-Liquidation accounts.
- vii) Correspondence with the Redundancy Payments Service ("RPS") in respect of employees' claims for outstanding wages, unpaid annual leave, redundancy and payment in lieu of notice, together with the completion of appropriate documents to the RPS in respect of the same.
- viii) Recovery and issuing of EIS certificates from HMRC's SCEC office to share subscribers in respect of shares issued in April 2016. Entering into correspondence with shareholders regarding the negligible value of their investment.
- xiii) Undertaking case and bonding reviews on a quarterly basis.
- xiv) Other sundry and administrative duties.

AEGATE HOLDINGS LIMITED - IN LIQUIDATION
Annual Progress Report pursuant to Section 104A of the Insolvency Act 1986

4. Liquidator's Expenses

Expenses incurred in the liquidation are explained at (e) above in my comments on the Receipts and Payments Accounts

5. Creditors' Rights – Rule 18.9 and Rule 18.34

- i) 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), may request, in writing, that the Liquidator provides further information about his remuneration or expenses, which have been itemised in this progress report.
- ii) Any secured creditor, or an unsecured creditor (with the concurrence of at least 10% in value of the unsecured creditors) may, within 8 weeks of receipt of this progress report, make an application to Court on the grounds that the basis fixed for the Liquidator's remuneration, the remuneration charged, or the expenses incurred by the Liquidator, as set out in this progress report, are excessive.

(g) Creditors and Distributions

(i) (a) Secured Creditors

Ipex 1 SLP Limited (as Security Trustee) holds a fixed and floating charge over the Company's assets, created on 12 April 2010⁷ and registered at Companies House on 21 April 2017. There have been no fixed charge realisations and, therefore, no payments have been made to the chargeholder.

(b) Prescribed Part

Section 176A of the Insolvency Act 1986 provides for a prescribed part of the Company's net property to be retained from distribution to the floating charge holder, where the debenture was created on or after 15 September 2003 and made available for the satisfaction of unsecured debts.

Based on present information, I estimate the value of the Company's net floating charge property to be £Nil. As this net property is less than the prescribed part minimum of £10,000, the Liquidator is of the view that the cost of making a distribution to unsecured creditors would be disproportionate to the benefits and that Section 176A(2) shall not apply.

(ii) Preferential Creditors

I have received a preferential claim from the RPS for £5,586.96. There will also be preferential claims of employees who are owed the balance of their holiday pay, but this has yet to be quantified.

(iii) Unsecured Creditors

The claims of 9 unsecured creditors totalling £164,417 have been received compared to circa 20 creditors (including employees) totalling £323,341 disclosed on the Directors' Estimated Statement of Affairs. Based on current information, it is unlikely that there will be a dividend payable to the unsecured non-preferential creditors.

AEGATE HOLDINGS LIMITED - IN LIQUIDATION
Annual Progress Report pursuant to Section 104A of the Insolvency Act 1986

(h) Details of what remains to be done

All assets have been realised, save for any potential distribution from the Liquidation of AL.

(i) Other information of relevance to creditors:

Investigations

1. In accordance with the Company Directors Disqualification Act 1986 I have submitted a report on the conduct of the Directors of the Company to the Department for Business, Energy & Industrial Strategy (BEIS). As this is a confidential report, I am not able to disclose the contents.
2. Shortly after my appointment, I 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 my request to complete an investigation questionnaire. My examinations have not revealed any issues requiring further investigation.

(j) Next report

I am required to provide a further report on the progress of the liquidation within two months of the end of the next anniversary of the liquidation, unless I have concluded matters prior to that, in which case I will write to all creditors with my Final Account, which will conclude my administration of the Liquidation.

I trust you will find this report adequate for your purposes but should you require any further information, please do not hesitate to contact in the first instance either my Senior Manager, David Marks, or his assistant, Nadine Jackson, at this office.



PAUL APPLETON - LIQUIDATOR

DATE: 3 August 2018

APPENDIX A

AEGATE HOLDINGS LIMITED - IN LIQUIDATION
LIQUIDATORS' RECEIPTS AND PAYMENTS ACCOUNT
FROM 23 JUNE 2017 TO 22 JUNE 2018

	Estimated to Realise £	Realisations to Date £
<u>Receipts:</u>		
<u>Assets - Specifically Pledged</u>		
Investments	Nil	Nil
<u>Assets - No Specifically Pledged</u>		
Fixtures and Fittings	500	Nil
Inter Company Debtors	1	Nil
Cash at Bank	24,910	30,022.12
Bank Interest Gross		14.09
		<u>30,036.21</u>
<u>Payments</u>		
Statement of Affairs Fee		10,000.00
Specific Bond		117.60
Statutory Advertising		338.40
Carriage and Archiving		71.25
		<u>10,527.25</u>
<u>Balance in Hand</u>		<u>19,508.96</u>
<u>Represented by:</u>		
Current Account		19,508.96
		<u>19,508.96</u>

AEGATE HOLDINGS LIMITED - IN CREDITORS' VOLUNTARY LIQUIDATION

LIQUIDATOR'S TIME COSTS FOR THE YEAR ENDED 22 JUNE 2018 SIP 9 TIME SUMMARY							
Classification of work function	Hours					Total Cost £	Average hourly rate £
	Partners	Manager / Senior Manager	Admin/ Senior Admin	Cashiers	Total hours		
Statutory compliance, admin and planning	00:00	00:30	37:18	04:00	41:48	6,094.50	145.80
Investigations	00:00	03:00	03:36	00:00	06:36	1,368.00	207.27
Realisations of assets	01:00	04:30	07:00	00:00	12:30	2,837.50	227.00
Creditors	11:00	16:12	14:24	00:00	41:36	11,736.00	282.12
Total hours and costs	12:00	24:12	62:18	04:00	102:30	22,036.00	214.99

The above headings include *inter alia*:

Administration and Planning

Case planning
 Administrative set-up
 Appointment notification
 Maintenance of records
 Statutory reporting and compliance
 Tax and VAT

Realisation of Assets

Identifying and securing assets
 Debt collection
 Property, business and asset sales

Investigations

SIP2 review
 Investigating antecedent transactions
 Reports pursuant to Company Directors Disqualification Act 1986

Creditors/Shareholders

Communications with creditors/shareholders
 Creditors claims (including secured creditors, employees and preferential creditors)