

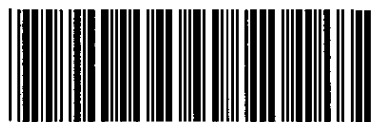
# LIQ03

## Notice of progress report in voluntary winding up



Companies House

FRIDAY



\*A6E357UR\*

A19

01/09/2017

#321

COMPANIES HOUSE

### 1 Company details

Company number 0 9 0 6 2 8 9 9

Company name in full Cherish Protect Limited

#### → Filling in this form

Please complete in typescript or in  
bold black capitals.

### 2 Liquidator's name

Full forename(s) Matthew Douglas

Surname Hardy

### 3 Liquidator's address

Building name/number 30 St. Paul's Square

Street Birmingham

Post town West Midlands

County/Region

Postcode B 3 1 Q Z

Country

### 4 Liquidator's name

Full forename(s) Andrew

Surname Turpin

#### ① Other liquidator

Use this section to tell us about  
another liquidator.

### 5 Liquidator's address

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

<b>6</b>	<b>Period of progress report</b>											
From date	<sup>d</sup> 0	<sup>d</sup> 5	<sup>m</sup> 0	<sup>m</sup> 7	<sup>y</sup> 2	<sup>y</sup> 0	<sup>y</sup> 1	<sup>y</sup> 6				
To date	<sup>d</sup> 0	<sup>d</sup> 4	<sup>m</sup> 0	<sup>m</sup> 7	<sup>y</sup> 2	<sup>y</sup> 0	<sup>y</sup> 1	<sup>y</sup> 7				
<b>7</b>	<b>Progress report</b>											
<input checked="" type="checkbox"/> The progress report is attached												
<b>8</b>	<b>Sign and date</b>											
Liquidator's signature	Signature X <i>M. D. Hardy</i> X											
Signature date	<sup>d</sup> 3	<sup>d</sup> 1	<sup>m</sup> 0	<sup>m</sup> 8	<sup>y</sup> 2	<sup>y</sup> 0	<sup>y</sup> 1	<sup>y</sup> 7				

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	Sharon Hill									
Company name	Poppleton & Appleby									
Address	30 St. Paul's Square									
	Birmingham									
Post town	West Midlands									
County/Region										
Postcode	B	3		1	Q	Z				
Country										
DX										
Telephone	0121 200 2962									

**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](http://www.gov.uk/companieshouse) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.gov.uk/companieshouse)**

**Cherish Protect Limited**  
**(In Liquidation)**  
**Joint Liquidators' Summary of Receipts & Payments**

Statement of Affairs £		From 05/07/2016 To 04/07/2017 £	From 05/07/2016 To 04/07/2017 £
	<b>ASSETS NOT PLEDGED</b>		
Uncertain	Associated Book Debts	NIL	NIL
NIL	Investments	100.00	100.00
		100.00	100.00
	<b>UNSECURED CREDITORS</b>		
(487.04)	Trade & Expense Creditors	NIL	NIL
(6,484.47)	HM Revenue & Customs - PAYE/NIC	NIL	NIL
(125.68)	Banks	NIL	NIL
(19,791.73)	Vitality Life	NIL	NIL
(20,740.00)	Associated Companies	NIL	NIL
		NIL	NIL
	<b>DISTRIBUTIONS</b>		
(100.00)	Ordinary Shareholders	NIL	NIL
		NIL	NIL
<b>(47,728.92)</b>		<b>100.00</b>	<b>100.00</b>
	<b>REPRESENTED BY</b>		
	Estate Bank A/c Non Interest Bearing		100.00
			<b>100.00</b>

Note:

M. D. Hardy  
Matthew Douglas Hardy  
Joint Liquidator

**TO ALL KNOWN MEMBERS AND CREDITORS**

Our Ref: MDH/AT/TJL/SLH/JS/LG/C10R/CVLIR161500

31 August 2017

Dear Sirs

**Cherish Protect Limited ("the Company") – In Creditors' Voluntary Liquidation**

I am pleased to provide the Annual Progress Report in the above matter.

I would remind you that M T Coyne was appointed as Liquidator of the Company on 5 July 2016. However, Mr Coyne was replaced by myself, M D Hardy and A Turpin, by Order of the Court dated 29 November 2016. A copy of the Order is enclosed for your reference.

This is a routine exercise when a Member retires from a Practice. However, you will note that Creditors are entitled to vary the Order within 28 days of the advertising of the Order. No such variation occurred. If you have any queries in relation to the Order, please do not hesitate to contact me or my office.

I attach at **Appendix A**, statutory information that I am obliged to provide.


**Executive Summary**

The Company was set up as an authorised representative of Shah Wealth Management Limited (SWM), specialising in providing a range of regulated protection solutions to both personal and business clients. The Company had an exclusivity licence with VitalityHealth and VitalityLife ("Vitality"), which provided various insurance covers including; serious illness cover, income protection, mortgage protection and business insurance amongst others. The Company was forced to cease to trade once SWM was placed into Liquidation, the Company lost its regulatory position and Vitality withdrew the licence.

**Liquidators' Actions Since Appointment**

In accordance with statutory obligations, immediately following his appointment, Mr Coyne and his staff contacted all stakeholders in order to advise of the appointment as Liquidator, this included contacting HM Revenue & Customs ("HMRC"), the Company's bankers, the Members and any potential Creditors by placing a notice of the appointment in the London Gazette.

Continued



The Company had little in the way of assets. However, there was an intercompany debt between the Company and SWM. Following the appointment, the transactional history between the Companies was reviewed and, as Mr Coyne was also the Liquidator of SWM, a proof of debt was lodged for the sums involved. The Liquidation of SWM has proved to be complicated and the question of whether there will be a dividend is not yet known, although it is believed that there will be a small one. Furthermore, the claims that are being made in relation to the Liquidation of SWM may relate to advice given by the Company.

The Company also held shares in an associated company. The Director had advised that the investment had no value as the company has no value. The share value has been realised only.

### **Receipts and Payments**

I attach my Receipts and Payments Account for the current reporting period from 5 July 2016 to 4 July 2017. The balance of funds are held in a non-interest bearing Estate bank account.

### **Unencumbered Assets**

There were no charges registered at Companies House and, therefore, all assets were free of encumbrances.

### **Investments**

£100 was realised in respect of the Company's investments. No further realisations are anticipated.

### **Unrealised Assets**

As detailed above, the Company's largest asset, relating to the intercompany debt, has yet to be realised. As the Debtor, SWM is in Liquidation, the question of whether a dividend will be paid is not yet settled and, therefore, it is uncertain whether any realisations will be made. As such, it is likely that the Liquidation will remain open until this is settled.

### **Investigation**

I undertook an initial investigation into the Company's affairs to establish whether there were any potential asset recoveries or conduct matters that justified further investigation, taking account of the public interest, potential recoveries, the funds likely to be available to fund an investigation, and the costs involved. In particular, I considered the intercompany trading position between the Company and its associated companies.

Specifically, I recovered, listed and reviewed the Company's accounting records; obtained and reviewed copy bank statements for the 12 months prior to the Company ceasing to trade from the Company's bankers; and compared the information in the Company's last set of accounts with that contained in the Statement of Affairs lodged in the Liquidation and made enquiries about the reasons for the changes. Further investigations remain ongoing.

In accordance with my statutory duties I am required, within three months of my appointment, to submit a confidential report to the Secretary of State in relation to the conduct of any past or present Director. I would confirm that my report has been submitted in satisfaction of this requirement.

### **Costs of Liquidation**

#### **Professional Fees**

No Professional Advisors have been engaged to provide assistance during the course of the Liquidation.

Continued

## Pre-Appointment Remuneration

The Creditors previously authorised the payment of a fee of £5,000 for my assistance with preparing the Statement of Affairs and arranging the meeting of Creditors to appoint a Liquidator.

The fee for preparing the Statement of Affairs and arranging the meeting of Creditors is as yet unpaid as insufficient realisations have been made to date.

## Liquidator's Expenses

I have incurred expenses of £361 in the current reporting period 5 July 2016 to 4 July 2017. I have not drawn any of these expenses. The expenses incurred in this matter to the anniversary of the Liquidation are summarised below:

Category 1 Disbursement	Budgeted Expenses (£)	Amount incurred in current reporting period (£)	Amount paid in current reporting period (£)	Further Disbursements Expected (£)	Revised Budget (£)
Statutory Advertising	316	316	Nil	Nil	316
Postage	50	21	Nil	29	50
Bond	25	25	Nil	Nil	25
<b>Total</b>	<b>391</b>	<b>362</b>	<b>Nil</b>	<b>29</b>	<b>391</b>
Category 2 Disbursement	Budgeted Expenses (£)	Amount incurred in current reporting period (£)	Amount paid in current reporting period (£)	Further Disbursements Expected (£)	Revised Budget (£)
Mileage	15	Nil	Nil	15	15
Storage	200	Nil	Nil	200	200
<b>Total</b>	<b>215</b>	<b>Nil</b>	<b>Nil</b>	<b>215</b>	<b>215</b>

As at 4 July 2017, I do not anticipate that the expenses I will incur in this matter will exceed the total expenses I estimated I would incur when I originally requested that my remuneration was authorised by the Creditors.

As I have not yet had agreement from Creditors to draw the Category 2 disbursements in this matter, I now intend to ask for approval from the Creditors. A form of written resolution is included in this report.

## Liquidator's Remuneration

As Creditors will recall, the basis of my remuneration has not yet been agreed. Previously, I requested Creditors to resolve that a fixed fee of £8,000 would be sufficient to cover all of the work for the entire duration of the Liquidation.

Now that the first year since the appointment of a Liquidator has concluded and all statutory and regulatory work required of a Liquidator has been completed during that year, I have reviewed the time records and, after taking into account the complexity of this Liquidation, I have concluded that a fixed fee of £8,000 is still necessary to cover that work and the remaining work required to be done.

As Creditors will note, there are certain tasks that have to be carried out on nearly every Liquidation. Although they are required by statute or are necessary for the orderly conduct of the proceedings, they do not produce any direct benefit for Creditors, but still have to be performed. The standard work that has been carried out in the Liquidation is detailed in **Appendix B**.

Continued

I believe that this demonstrates why the fixed fee is required to produce an appropriate, reasonable and commensurate reflection of the work that I anticipate will be necessarily and properly undertaken.

Furthermore, there are certain tasks that only have to be carried out where there are assets to recover. They may produce a direct benefit for Creditors, but are subject to the costs of the proceedings generally. The work to recover the assets is undertaken, initially, at the cost of the Liquidator, who suffers the loss if any asset is not recoverable.

In this matter, if assets are recovered, it would be my intention to recover my costs in the first instance and then distribute any balance, as and when available, to agreed Creditors. To this end, I am seeking a fee of twenty-five percent (25%) of all realisations for the work that I will undertake as detailed in **Appendix C**. Creditors should note that some of this work has already commenced and investigations remain ongoing into the intercompany trading.

I am seeking a percentage basis that I believe reflects the risk that I am taking, the nature of the assets involved, the complexity of the Liquidation, and shares the anticipated benefit with the Creditors.

#### **Proposed Liquidator's Fee Subject to Creditor Approval**

Should Creditors be willing to agree to my fee proposals detailed above, due to realisations being uncertain and part of the projected fees being based on percentage realisations, the table below gives both a best case scenario and what I think is a realistic estimate of the fees payable in this Liquidation.

Estimated to Realise Realisations (£)	
<b>Assets</b>	
Associated Book Debts	Uncertain
<b>Total Projected Realisations</b>	Uncertain
<b>Costs of Liquidation</b>	
Liquidator's Fixed Fee	8,000
Liquidator's Realisation Fee at 25% of All Asset Realisations	Uncertain
<b>Total Fees Payable</b>	<b>Uncertain</b>

Creditors should note that it is unlikely that sufficient funds will be realised to cover my fees from the asset realisations anticipated. It is likely, therefore, that I will look to recover my costs to the extent of the indemnity provided by the Director.

Creditors should also note that, in addition to these proposed fees, the agreed Statement of Affairs fees detailed previously, will also have to be discharged from the first realisations of assets of the Company. As a result, it is unlikely that there will be any distribution to Creditors from the assets that are known at the moment.

Further information about Creditors' rights can be obtained by visiting the Creditors' information micro-site published by the Association of Business Recovery Professionals (R3) at <http://www.creditorinsolvencyguide.co.uk/>.

For further information with regards to this firm's policy on fees and disbursements as well as general guidance regarding a Liquidators' fees, Creditors may download a Creditors' Guide to Fees on our website at [www.poppletonandappleby.co.uk](http://www.poppletonandappleby.co.uk) and choose the following options: Creditors Login, Creditors' Guidance Notes, Statement of Insolvency Practice 9 Remuneration of Office Holders – A Creditors' Guide, Liquidation.

Continued



Please note that there are different versions of the Guidance Notes, and in this case you should refer to the April 2017 version. A hard copy can also be obtained on request from this office.

### **Outcome for Creditors**

#### **Fixed Charge and Preferential Creditors**

There were no Fixed Charge or Preferential Creditors in this matter and none were expected.

#### **Unsecured Creditors**

The position as regards Unsecured Creditors can be summarised as follows:

Creditor	Estimated Statement of Affairs Value of Unsecured Claims (£)	Number of Claims Received to Date	Value of Unsecured Creditor Claims To Date (£)
Trade Creditors	487	1	4,300
Crown Departments	6,484	1	7,933
Associated Parties	20,740	None	Nil
Licensors	19,792	1	20,833
<b>Totals</b>	<b>47,503</b>	<b>3</b>	<b>33,066</b>

I confirm that it is unlikely that there will be a dividend declared for the Unsecured Creditors as funds realised have been allocated to pay the costs and fees of the procedure. There have been no returns to Shareholders.

### **Conclusion**

As described herein, there are a number of matters which remain ongoing at the time of this report. I will continue to progress those matters and to satisfy my statutory functions with a view to bringing the Liquidation to a close upon resolution of the same. Furthermore, I am seeking approval of the basis for the Joint Liquidators' fees. The following documents are enclosed in this respect:

- Notice of decisions for which approval is sought;
- Voting Form;
- Notice of invitation to form a Liquidation Committee; and
- Proof of debt form.

If you wish to vote on the decision, you must complete and return the enclosed voting form to me by no later than 23.59 on 20 September 2017, the decision date. If you have not already submitted proof of your debt, please complete the enclosed form and return it to me, together with the relevant supporting documentation. Your vote on the decisions will not count unless you have lodged proof of your debt by no later than 23.59 on 20 September 2017.

I have attach at **Appendix D**, a Statement of Creditors rights in relation to these proceedings and if you should require any further information concerning this Liquidation then please do not hesitate to contact me or my Case Manager, T J Lozano.

Yours faithfully  
For and on behalf of  
**Cherish Protect Limited**

*M. D. Hardy*  
**M D Hardy**  
Joint Liquidator

## APPENDIX A

### STATUTORY INFORMATION

Company Name:	Cherish Protect Limited
Registered Office:	30 St. Paul's Square Birmingham West Midlands B3 1QZ
Former Registered Office:	Suite 4-5 Malvern House New Road Solihull B91 3DL
Registered Number:	09062899
Joint Liquidators' Names:	Matthew Douglas Hardy Andrew Turpin
Joint Liquidators' Address:	30 St. Paul's Square, Birmingham, West Midlands, B3 1QZ
Joint Liquidators' Date of Appointment:	29 November 2016
Former Liquidator:	Martin Thomas Coyne
Liquidators' Date of Appointment:	5 July 2016
Liquidator's Address:	35 Ludgate Hill, Birmingham, B3 1EH

**ROUTINE WORK UNDERTAKEN IN CREDITORS' VOLUNTARY LIQUIDATIONS**

**1. Administration & Planning**

- Preparing the documentation
  - Preparing schedules of work done to date and work proposed and explaining them to creditors in the report.
  - Assessing the possible action that might be required to recover assets and considering the likely cost of that action.
  - Complete internal compliance documentation following appointment.
- Preparing documentation required.
  - Review of Statements of Insolvency Practice checklists.
  - Preparation and continued review of case checklist to ensure compliance on all statutory and best practice matters.
  - Preparation, completion and periodical review of independence, ethics, bribery and anti-money laundering checklists.
  - Consideration of completion of relevant post Liquidation Corporation Tax Forms for HM Revenue & Customs.
- Dealing with all routine correspondence, e-mails and telephone calls.
  - Includes correspondence with Creditors, Shareholders and other Stakeholders.
  - Internal correspondence between Insolvency Practitioner, managers and case administrators.
  - Deal with correspondence from Companies House.
  - Dealing with correspondence from HM Revenue & Customs.
  - Ensuring that a member of staff is generally available to deal with telephone queries.
  - Ensuring that email correspondence is dealt with within the Firm's response policy.
- Maintaining physical case files and electronic case details in our computerised systems.
  - Data input of details pertaining to assets and liabilities onto bespoke software system.
  - Input and management of case diary onto bespoke software system.
  - Filing and scanning of electronic and written correspondence to relevant files.
- Review and storage.
  - Prepare and complete periodic case reviews, to include review on progression, ethics and independence checks.
  - Liaise with external review agencies to ensure progression and compliance of case.
  - Case bordereau reviews and maintenance.
  - Adjust bordereau requirements as assets are sold and realised.
- Case planning and administration.
  - Hold internal meetings to discuss case strategy and progression.
  - Drafting case notes to ensure strategy remains appropriate.
  - Overseeing and managing work conducted by case administrators.
- Preparing reports to interested parties.

- Progress reports to Creditors, Members and Stakeholders (where appropriate).
- Convening and holding meetings of Creditors, if requested.
- Dealing with voting formalities for meetings of Creditors convened, if requested.
- Notify Creditors on outcome of Meetings.

## **2. Cashiering**

- Maintaining and managing the Joint Liquidators' cashbook and bank account(s).
  - Preparation and maintenance of cashier file.
  - Review level of turnover on bank account.
  - Consider investment of funds into deposit accounts, if appropriate.
  - Input of transactional data during the Liquidation.
  - Completion of journals where appropriate.
  - Review bank statements and complete bank reconciliations.
  - Physical banking of cheques to account.
  - Paying costs and expenses from the case account.
- Ensuring statutory lodgements and taxation affair obligations are met.
  - Preparation of relevant Corporation Tax Forms to HM Revenue & Customs.
  - Preparation of statutory forms to Companies House, to include progress reports.

## **3. Creditors**

- Dealing with Creditor correspondence, emails and telephone calls.
  - Attendance to queries within Firm policy timescales.
  - Lodging of Creditor claims.
  - Reviewing and adjudicating upon proofs of debt received from Creditors.
  - Maintaining Creditor information within our computerised systems.
- Dealing with the Creditors' Committee
  - Convening and holding Committee meetings as and when required.
  - Preparing reports to the Committee.
  - Dealing with Committee enquiries.
- Preparing reports to Creditors and other interested parties.
  - Preparation and circulation of statutory reports to Creditors, Members and Stakeholders.

## **4. Investigations**

- Review and storage of books and records.
  - Review bank statements for material/suspicious transactions.
  - Analyse and reconcile transactions with Company's accounting system.
  - Review transactions with associated companies or connected persons.
  - Conduct investigations into suspicious transactions.
  - Liaise with Company's former and current accountants to obtain detailed accounting information.
  - Reconcile movements from last prepared accounts to date of Liquidation.
  - Request information from Creditors, Members and Stakeholders regarding Company's affairs and accuracy of claims.
  - Enquiries of current and former officers and key employees of the Company.

- Liaise with HM Revenue & Customs departments to reconcile transactions and accuracy of claims.
  - Make enquiries with other Crown departments as part of standard enquiries into assets and previous conduct.
- Preparing a report pursuant to the Company Directors Disqualification Act
  - Liaise with insolvency Service following submission of online report.
- Reviewing books and records to identify any transactions or actions a Liquidator may take against a third party in order to recover funds for the benefit of Creditors.
  - Matters that could bring rise to a summary remedy for misfeasance and misapplication of property.
  - Consider wrongful and/or fraudulent trading.
  - Consider Transactions at and Undervalue.
  - Consider Preferences.
  - Consider all other statutory remedies.

## **APPENDIX C**

### **WORK ORDINARILY UNDERTAKEN SPECIFIC TO ASSET REALISATIONS**

#### **1. Realisation of Assets**

- Liaising with Liquidator of associated companies.
  - Monitor potential returns in respect of intercompany debts.
  - Review documents in respect of intercompany trading.

**STATUTORY DISCLOSURE REQUIREMENTS**

Legislative requirements state that when an Insolvency Practitioner reports to Members and Creditors, there are certain statutory statements he must make. In order to fully comply with these conditions, we have set out below the statements which apply in these proceedings in this Appendix, rather than in the report itself, with the intention of keeping the report informative for Members and Creditors who are more likely to be interested in the practical points arising in the insolvency.

The statement which forms part of this statutory report which also need to be considered along with it is as follows:-

- Please note that no funds have been held with the Insolvency Services Account at any time during the Liquidation, therefore, it has been neither possible nor necessary to reconcile this account with the Secretary of State.

**Comments as Regards Liquidator's Remuneration:-**

- For further information with regards to this firm's policy on fees and disbursements as well as general guidance regarding a Liquidator's' fees in a Creditors' Voluntary Liquidation, you may download a Creditors' Guide to Fees on our website at [www.poppletonandappleby.co.uk](http://www.poppletonandappleby.co.uk) and choose the following options: Creditors Login, Creditors' Guidance Notes, then choose, A Creditors' Guide to a Liquidator's Fees Effective from April 2017.
- An unsecured Creditor may, with the permission of the Court, or with the concurrence of 5% in value of the unsecured Creditors (including the Creditor in question), request further details of the Liquidator's remuneration and expenses within 21 days of their receipt of this report. Any secured Creditor may request the same details in the same time limit.
- An unsecured Creditor may, with the permission of the Court, or with the concurrence of 10% in value of the unsecured Creditors (including the Creditor in question), apply to Court to challenge the amount of remuneration charged by the Liquidator as being excessive, and/or the basis of the Liquidator's remuneration, and/or the amount of the expenses incurred as being excessive, within 8 weeks of their receipt of this report. Any secured Creditor may make a similar application to court within the same time limit.
- A hard copy of these documents can be provided on request.

**Provision of Services Regulations Summary for Poppleton & Appleby**

- To comply with the Provision of Services Regulations, some general information about this Firm can be found on our website at <http://www.poppletonandappleby.co.uk>. To access, choose the following options: Creditors Login, Creditors' Guidance Notes, Provision of Services Regulations Summary for Poppleton & Appleby, Provision of Services.

**Cherish Protect Limited**  
**(In Liquidation)**  
**Joint Liquidators' Summary of Receipts & Payments**  
**To 04/07/2017**

<b>S of A £</b>		<b>£</b>	<b>£</b>
	<b>ASSETS NOT PLEDGED</b>		
Uncertain	Associated Book Debts	NIL	
NIL	Investments	100.00	100.00
	<b>UNSECURED CREDITORS</b>		
(487.04)	Trade & Expense Creditors	NIL	
(6,484.47)	HM Revenue & Customs - PAYE/NIC	NIL	
(125.68)	Banks	NIL	
(19,791.73)	Vitality Life	NIL	
(20,740.00)	Associated Companies	NIL	NIL
	<b>DISTRIBUTIONS</b>		
(100.00)	Ordinary Shareholders	NIL	NIL
<b>(47,728.92)</b>			<b>100.00</b>
	<b>REPRESENTED BY</b>		
	Estate Bank A/c Non Interest Bearing		100.00
			<b>100.00</b>

Note: