

# LIQ13

## Notice of final account prior to dissolution in MVL



Companies House

For further information, please  
refer to our guidance at  
[www.gov.uk/companieshouse](http://www.gov.uk/companieshouse)

### 1 Company details

Company number 1 1 3 0 5 2 2 5

Company name in full Wagamama Newco Limited

#### → Filling in this form

Please complete in typescript or in  
bold black capitals.

### 2 Liquidator's name

Full forename(s) Simon David

Surname Chandler

### 3 Liquidator's address

Building name/number Mazars LLP, 1st Floor

Street Two Chamberlain Square

Post town Birmingham

County/Region

Postcode B 3 3 A X

Country

### 4 Liquidator's name ①

Full forename(s) Scott Christian

Surname Bevan

#### ① Other liquidator

Use this section to tell us about  
another liquidator.

### 5 Liquidator's address ②

Building name/number Mazars LLP, 1st Floor

Street Two Chamberlain Square

Post town Birmingham

County/Region

Postcode B 3 3 A X

Country

#### ② Other liquidator

Use this section to tell us about  
another liquidator.

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### 6 Final account

☒ I have delivered the final account of the winding up to the members in accordance with Section 94(2) and attach a copy.

### 7 Sign and date

Liquidator's signature

Signature

X

*Sm. G. M. M.*

X

Signature date

<sup>d</sup>  
2

<sup>d</sup>  
0

<sup>m</sup>  
0

<sup>m</sup>  
1

<sup>y</sup>  
2

<sup>y</sup>  
0

<sup>y</sup>  
2

<sup>y</sup>  
3

# LIQ13

## Notice of final account prior to dissolution in MVL



### Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name **Simon David Chandler**

Company name **Mazars LLP**

Address **1st Floor**

**Two Chamberlain Square**

Post town **Birmingham**

County/Region

Postcode **B 3 3 A X**

Country

DX

Telephone **+44 (0)121 232 9500**



### 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)**

## Wagamama Newco Limited (“the Company”) - IN LIQUIDATION

### Final Account to the Sole Member

This is the Liquidators' final account to the sole member covering the period 11 November 2022 to 10 January 2023.

#### 1. Introduction

- 1.1. The purpose of this report is to provide the member with an account showing how the liquidation has been conducted, how assets have been disposed of and all progress made since my last progress report.
- 1.2. I was appointed Joint Liquidator of the Company together with Mr S C Bevan by the written resolution passed on 11 November 2021.
- 1.3. We are both authorised to act as Insolvency Practitioners in the UK by the Insolvency Practitioners Association.
- 1.4. Identification details in respect of the Company and the Liquidators is provided in Appendix A.

#### 2. Liquidators' Receipts and Payments

- 2.1. A summary of receipts and payments covering the current reporting period is attached at Appendix B. The receipts and payments account also covers the cumulative period from the date of appointment to 10 January 2023. A comparison of the figures provided in the directors' declaration of solvency to actual realisations made to date is included to assist the member in assessing progress to date.
- 2.2. An explanation of the assets realised, and the expenses paid is provided below.

#### 3. Asset realisations and details of progress

- 3.1. Assets realised to date comprise:
- 3.2. **Intercompany Debtor – Wagamama Limited**
  - 3.2.1. The directors' declaration of solvency listed an intercompany debt in the amount of £1 due from Wagamama Limited.
  - 3.2.2. This amount was distributed in specie to the shareholder on 16 December 2022 in accordance with their shareholding.

## 4. Liabilities

### 4.1. Secured Creditors

4.1.1. There were no secured creditors.

### 4.2. Preferential Creditors

4.2.1. There were no preferential creditors.

### 4.3. Unsecured Creditors

4.3.1. The directors' declaration of solvency did not include any unsecured creditors and no claims were received.

4.3.2. As required by insolvency legislation, an advertisement for creditors to claim was published on 16 November 2021.

## 5. Distributions to the member

### 5.1. Cash distributions

5.1.1. There were no cash assets to distribute in this matter.

### 5.2. Distribution in specie

5.2.1. The written resolution passed on 11 November 2021, resolved that the Liquidators be authorised to divide all or such part of the assets of the Company in specie to the member of the Company.

5.2.2. A distribution in specie in respect of the intercompany debt due from The Restaurant Group (UK) Limited in the amount of £1 was declared on 16 December 2022. This represented a return of £1 per each £1 share held in the Company.

## 6. Liquidators' Remuneration

6.1. A resolution was passed by the member enabling the Liquidators to draw remuneration on the basis of a fixed fee in the sum of £3,250 plus VAT (being £1,250 plus VAT in respect of the planning phase work and £2,000 plus VAT in respect of the liquidation phase work). It was further resolved that we issue our invoice to TRG Holdings Limited, another company in the group.

6.2. An additional fixed fee in the sum of £1,213.20 plus VAT was agreed by the member on 23 November 2022. This amount represents the combined value of additional time incurred on account of the reporting and other statutory requirements arising due to the Company, and another company in the same group that also entered liquidation on 11 November 2021, remaining in Members' Voluntary Liquidation beyond the first anniversary of the appointment of Liquidators.

6.3. A further invoice in the amount of £1,213.20 plus VAT was therefore rendered to TRG Holdings Limited on 30 November 2022, in accordance with our engagement letter and the further approval provided on 23 November 2022.

- 6.4. Total remuneration invoiced to TRG Holdings Limited during the course of the Liquidation is £4,463.20 plus VAT. It should note that this amount is inclusive of the further costs agreed and invoiced in the sum of £1,213.20 plus VAT for the Company and one other company in the same group which also entered liquidation on 11 November 2022.

## 7. Expenses

- 7.1. Expenses are any payments from the estate which are neither an office holder's remuneration nor a distribution to a creditor or a member. Expenses also include disbursements. Disbursements are payments which are first met by the office holder, and then reimbursed to the office holder from the estate.
- 7.2. No expenses were incurred or paid during the final reporting period.
- 7.3. Further details of all disbursements incurred and paid during the course of the liquidation were included in my previous annual progress report.
- 7.4. I have reviewed the expenses incurred to date and I am satisfied that they are fair and reasonable and proportionate in the circumstances of the case.

## 8. Members' Rights

- 8.1. The member was notified of their rights as follows in the draft version of this report which was delivered to the member on 19 December 2022.

a. **To request further information**

Pursuant Rule 18.9 of the Insolvency (England and Wales) Rules 2016, a member with concurrence of at least 5% of the total voting rights or a member with permission of the court, may, within 21 days of receipt of the draft final account, ask the Liquidators for further information about the remuneration and expenses as set out in the draft final account.

b. **To apply to Court**

Pursuant to Rule 18.34 of the Insolvency (England and Wales) Rules 2016, a member with concurrence of at least 10% in value of the total voting rights or a member with the permission of the court may, within 8 weeks of the receipt of the draft final account, apply to the court on one or more of the following grounds:

- a. That the remuneration charged by the Liquidators, or
- b. That the basis fixed for the Liquidators' remuneration, or
- c. That the expenses incurred by the Liquidators,

is in all of the circumstances, excessive or inappropriate.

- 8.2. Following delivery of the draft final account to the member, the member has confirmed in writing that they do not intend to make any such request or application.

## 9. Next steps

- 9.1. Once my final account has been delivered to the member and the registrar of companies, I will vacate office and will automatically be released under section 171(6) of the Insolvency Act 1986.

I trust that this is sufficient information for your requirements but please do not hesitate to contact me should you need anything further.



S D Chandler  
Joint Liquidator

Authorised to act as an insolvency practitioner in the UK by the Insolvency Practitioners Association and bound by the Insolvency Code of Ethics. Where personal data is required to be processed, this will be dealt with in accordance with the Mazars LLP Insolvency Services Privacy Statement which can be accessed at: [www.mazars.co.uk/Legal-and-privacy](http://www.mazars.co.uk/Legal-and-privacy).

Wagamama Newco Limited

In Liquidation

## IDENTIFICATION DETAILS

## Details relating to the Company

<b>Company name</b>	<b>Wagamama Newco Limited</b>
<b>Previous names</b>	-
<b>Trading name</b>	Wagamama Newco Limited
<b>Company number</b>	11305225
<b>Registered office</b>	5-7 Marshalsea Road Borough, London, SE1 1EP
<b>Trading address</b>	5-7 Marshalsea Road Borough, London, SE1 1EP

## Details relating to the appointment

## Liquidators

<b>Date of appointment</b>	11 November 2021
Liquidators	S D Chandler and S C Bevan of Mazars LLP, 1st Floor, Two Chamberlain Square, Birmingham, B3 3AX  IP No(s) 008822 and 009614
Liquidators' Address	Mazars LLP, 1st Floor, Two Chamberlain Square, Birmingham, B3 3AX
Liquidators' <b>Contact telephone number</b>	+44 (0)121 232 9500



Wagamama Newco Limited  
(In Liquidation)  
Joint Liquidators' Summary of Receipts & Payments  
To 10/01/2023

Dec of Sol	£	£
	ASSET REALISATIONS	
1.00	Intercompany Debtor - Wagamama Limited	1.00
		1.00
	DISTRIBUTIONS	
	Ordinary Shareholders	1.00
		(1.00)
1.00		NIL
	REPRESENTED BY	NIL