

## Section 94

## The Insolvency Act 1986

**Return of Final Meeting in a  
Members' Voluntary Winding Up  
Pursuant to Section 94 of the  
Insolvency Act 1986****S94**

For Official Use

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To the Registrar of Companies  
To the Accountant in Bankruptcy

Company Number

SC335070

Name of Company

Compliance First Limited

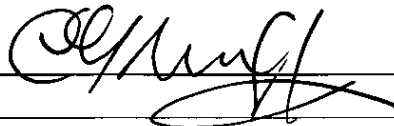
X/ We

Charles Michael Brook, The Media Centre, 7 Northumberland Street, Huddersfield, HD1 1RL

Michelle Louise Chatterton, The Media Centre, 7 Northumberland Street, Huddersfield, HD1 1RL

give notice that a general meeting of the company was duly held/summoned for 26 April 2019 pursuant to section 94 of the Insolvency Act 1986, for the purpose of having an account (of which a copy is attached) laid before it showing how the winding up of the company has been conducted, and the property of the company has been disposed of and that the same was done accordingly / no quorum was present at the meeting.

Signed




Date

01 May 2019

Poppleton & Appleby  
The Media Centre  
7 Northumberland Street  
Huddersfield  
HD1 1RL

Ref: AS049/CMB/MLC/RJO

FRIDAY	
	*A840GCC9*
	A24 03/05/2019 #144
	COMPANIES HOUSE

Liquidator's statement of account: Members' voluntary winding up

Compliance First Limited

From 28 March 2018 To 26 April 2019

S of A

ASSET REALISATIONS			
1.00	Inter Company Loan Account	<u>1.00</u>	1.00
DISTRIBUTIONS			
1.00	Ordinary Shareholders	<u>1.00</u>	(1.00)
			<u>NIL</u>

## Dividend information

Preferential debts	Nil
Unsecured debts	Nil
Returns to contributories	1.00

## Fee information

Fees fixed by members

- (1) Assets, including Nil  
shown in the statement of assets and liabilities  
and estimated to be of the value of Nil  
have proved unrealisable
- 

- (2) State amount in respect of:

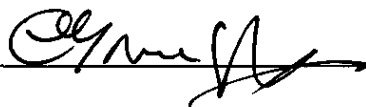
- (a) Unclaimed dividends payable to creditors in the winding up Nil
- (b) Other unclaimed dividends in the winding up Nil
- (c) moneys held by the company in respect of dividends or  
other sums due before the commencement of the winding up to any  
person as a member of the company Nil

- (3) Add here any special remarks the Liquidators think desirable:

Dated

01.05.2019.

Signed by the liquidator



Name & Address

Charles Michael Brook  
Poppleton & Appleby  
The Media Centre  
7 Northumberland Street  
Huddersfield  
HD1 1RL

**COMPLIANCE FIRST LIMITED**  
**(In Members' Voluntary Liquidation)**

**JOINT LIQUIDATORS FINAL REPORT**

**25 MARCH 2019**

**Charles Michael Brook**  
**Michelle Louise Chatterton**  
**Poppleton & Appleby**  
**The Media Centre,**  
**7 Northumberland Street,**  
**Huddersfield, HD1 1RL**

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## **1. INTRODUCTION**

Charles Michael Brook and Michelle Louise Chatterton of Poppleton & Appleby, The Media Centre, 7 Northumberland Street, Huddersfield, HD1 1RL were appointed Joint Liquidators of Compliance First Limited ("the Company") on 28 March 2018.

The Joint Liquidators are now in a position to conclude the Liquidation and obtain their release as Liquidators.

The Joint Liquidators now provide their Final Report in relation to the conduct of the Liquidation.

The purpose of this Final Report is to summarise the winding-up as a whole and details the acts and dealing of the Liquidator and it should be read in conjunction with previous correspondence to members.

Information about the way that we will use, and store personal data on insolvency appointments can be found at <https://www.pandanorthern.co.uk/your-questions-answered/documents/>. If you are unable to download this, please contact us and a hard copy will be provided to you.

Statutory Information in relation to the Company and the Liquidator is attached at Appendix 1.

## **2. ADMINISTRATION AND PLANNING**

The Liquidator is required to meet a considerable number of statutory and regulatory obligations. Whilst many of these tasks do not have a direct benefit in enhancing realisations for the estate, they assist in the efficient and compliant progressing of the administration of the case, which ensures that the work carried out is to high professional standards. A detailed list of these tasks may be found at Appendix 3.

## **3. RECEIPTS & PAYMENTS**

The Liquidator's Receipts and Payments Account for the period of the winding up) is attached at Appendix 2.

The only assets shown on the Declaration of Solvency was a debt due of £1.00 in relation to an inter-company debt. This has been realised by way of a distribution in specie.

There are no other assets to be realised.

## **4. CREDITORS' CLAIMS**

### **Secured Creditor**

The Company did not have any secured creditors.

### **Preferential creditors**

The Company did not have any preferential creditors.

### **Unsecured creditors**

A notice to creditors requiring them to submit claims was published in the Edinburgh Gazette on 8 April 2018

The Declaration of Solvency stated that the Company did not have any creditors, and since the Joint Liquidators appointment no claims have come to light.

## 5. DISTRIBUTIONS TO SHAREHOLDERS

The following distribution has been made to the shareholder by way of a distribution in specie:

Date of distribution	Asset value £	Asset	Total distributed £
25/3/2019	1.00	Inter company debt	1.00

## 6. THE JOINT LIQUIDATORS' REMUNERATION & EXPENSES

The member authorised the payment of a fixed fee of £3,000 plus VAT and disbursements to the Joint Liquidators for assisting the directors in placing the Company into Liquidation and with preparing the Declaration of Solvency.

In addition the member authorised the payment of a fixed fee of £2,000 plus VAT and disbursements in relation to the Joint Liquidators remuneration.

All fees have been paid in full by Simply Biz Limited.

### Joint Liquidators' Disbursements

Details of the disbursements incurred during the period and which have been paid by Simply Biz Limited are detailed on the expenses summary at Appendix 4.

A copy of 'A Guide to Liquidators' Fees' may be found at:

<https://www.r3.org.uk/index.cfm?page=1210>

A hard copy of the Guide may be obtained on request.

## 7. FURTHER INFORMATION


Members of the Company with at least 5% of the total voting rights of all the members having the right to vote at general meetings of the Company, or any member with the permission of the court, may request further details of the Joint Liquidators' remuneration and expenses, within 21 days of receipt of this report.

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 the permission of the court, may apply to court to challenge the amount and/or basis of the Joint Liquidators' fees and the amount of any proposed expenses or expenses already incurred on the grounds that they are excessive or inappropriate, within 8 weeks of receipt of this report.

## 8. NOTICE OF FINAL MEETING OF MEMBERS

Notice is hereby given pursuant to Section 94 of the Insolvency Act 1986 that a final meeting of Members of the Company will be held at the office of Poppleton & Appleby, The Media Centre, 7 Northumberland Street, Huddersfield, HD1 1RL on 26 April 2019 at 10.00am for the purposes of receiving a final account of the Liquidator's acts and dealings and of the conduct of the winding up.

If you require any further information please contact Michelle Chatterton on 01484 437432.



**Charles Michael Brook**  
**JOINT LIQUIDATOR**



## APPENDIX 1

### STATUTORY INFORMATION

<b>Court</b>	None	
<b>Company Name</b>	Compliance First Limited	
<b>Previous Name</b>	Compliance First Services Limited	
<b>Company Number</b>	SC335070	
<b>Registered Office</b>	First Floor, 2000 Academy Business Park, Gower Street, Glasgow, G51 1PR	
<b>Trading Address</b>	St John Smiths Stadium, Stadium Way, Huddersfield, HD1 6PG	
<b>Officeholders</b>	Charles Michael Brook	Michelle Louise Chatterton
<b>Office Holder Numbers</b>	9157	13730
<b>Officeholders address</b>	Poppleton & Appleby The Media Centre 7Northumberland Street Huddersfield, HD1 1RL	Poppleton & Appleby The Media Centre 7Northumberland Street Huddersfield, HD1 1RL
<b>Date of appointment</b>	28 March 2018	


## **APPENDIX 2**

### **RECEIPTS AND PAYMENTS ACCOUNT FOR THE DURATION OF THE LIQUIDATION**

**Compliance First Limited**  
**(In Liquidation)**  
**Joint Liquidators' Summary of Receipts & Payments**  
**To 25/03/2019**

<b>Dec of Sol £</b>		<b>£</b>	<b>£</b>
	<b>ASSET REALISATIONS</b>		
1.00	Inter Company Loan Account	1.00	1.00
	<b>DISTRIBUTIONS</b>		
(1.00)	Ordinary Shareholders	1.00	(1.00)
			<b>NIL</b>
	<b>REPRESENTED BY</b>		
			<b>NIL</b>

Note:

  
 \_\_\_\_\_  
 Charles Michael Brook  
 Joint Liquidator

## APPENDIX 3

### DETAILED LIST OF WORK UNDERTAKEN FOR THE LIQUIDATION

General Administration	
Administrative tasks	
Statutory/advertising	Filing of documents to meet statutory requirements Advertising in accordance with statutory requirements
Compliance	Filing of documents
Company file	Periodic file reviews
Anti-bribery/anti-money laundering	Periodic reviews of the application of ethical, anti-money laundering and anti-bribery safeguards
	Maintenance of statutory and case progression task lists/diaries
	Updating checklists
	Submission of VAT and CT returns
	Obtaining HMRC clearance to close liquidation
Bank account administration	Preparing correspondence opening and closing accounts Requesting bank statements Bank account reconciliations Correspondence with bank regarding specific transfers Maintenance of the estate cash book Banking remittances and issuing cheques/BACS payments
Strategy review	Discussions regarding strategies to be pursued Meetings with team members and independent advisers to consider practical, technical and legal aspects of the case
Records and storage	Dealing with records in storage Sending job files to storage
Meeting preparation	Preparation of meeting notices, proxies/voting forms notice of meeting to all members Collate and examine proofs and proxies/votes to decide on resolutions Preparation of meeting file, including agenda, certificate of postage, attendance register, list of members, reports to members and draft minutes of meeting. Responding to queries and questions following meeting
Final account	Preparing and issuing final account to members Submission of final account to Companies House
Distribution in specie	
Distribution in specie	Distribution in specie
Distribution in specie	
Distribution in specie	Distribution in specie of inter company debtor

## APPENDIX 4

### EXPENSES SUMMARY FOR THE PERIOD

Below are details of the Joint Liquidators' expenses for the period under review and the total to date

Expenses	Expenses paid to date £	Expenses not yet paid £	Future expenses £	Total estimated expenses £
<b>Professional Fees</b>				
<b>Category 1 Expenses</b>				
Advertising	337.32	0.00	0.00	337.32
Bonding	25.00	0.00	0.00	25.00
Document Storage and Destruction	0.00	0.00	0.00	0.00
<b>Category 2 Expenses</b>				
	0.00	0.00	0.00	0.00

## **APPENDIX 5**

### **POPPLETON & APPLEBY CHARGING POLICY DOCUMENT**

## CHARGING, EXPENSES AND DISBURSEMENTS POLICY STATEMENT EFFECTIVE FROM 1<sup>ST</sup> JUNE 2017

### Introduction

Current insolvency legislation provides for the manner in which insolvency practitioners' fees and disbursements are charged in insolvency assignments. The legislation permits insolvency practitioners to seek the bases for their fees on a time cost basis, a percentage of realisation basis, on a fixed fee basis or on a mix of these bases.

The basis of fees for each individual insolvency appointment are subject to approval by a committee of creditors if appointed, failing which by creditors in a decision-making process or by the Court. Further information regarding the approval of office holders' fees in insolvency cases can be found within Statement of Insolvency Practice 9 (SIP9), please see under further information at the foot of this document for information on how to download guides to fees.

Once the basis of office holders' fees has been approved it is reported to any committee and to creditors generally within the next statutory report.

### Fixed Fee Basis

It is possible for an insolvency practitioner to seek to be paid on a fixed fee basis. Where this is the case, further information will be provided to explain why this would be considered appropriate.

### Percentage Basis

The legislation provides for fees to be charged on a percentage of the value of property with which an insolvency practitioner deals with. Different percentages can be used for different assets or types of assets. When seeking creditor approval for this basis, further information will be provided for creditors to judge the appropriateness of this basis.

### Time Cost Basis

Insolvency Practitioners are permitted to seek approval for their fees to be paid on a time cost basis. This is based on hours spent by office holders and their staff in dealing with matters relating to the particular insolvency or specific activities within a case where time costs are sought. When seeking resolutions for fees to be paid on a time cost basis, stakeholders will be provided with a full explanation as to why time costs are considered appropriate together with sufficient information to assist in their making an informed judgement of the office holders' requests.

Partners and staff are allocated an hourly charge out rate which is reviewed annually. The current charge out rates of this Firm are set out as follows:

Grade of Staff	Hourly Chargeout Rate
Office Holder (Partner)	£350.00
Office Holder (Non Partner)	£325.00
Senior Manager	£275.00
Manager	£225.00
Administrator	£160.00
Cashier	£165.00
Trainee/Support Staff	£ 80.00

### Staff Allocation and the Use of Sub-Contractors

The 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 team allocated to insolvency assignments will usually consist of an Office Holder, a Senior Manager and/or Manager and an Administrator or Assistant. The exact constitution of a case team will depend on the anticipated size and complexity of the assignment and the experience requirements of the assignment. The charge out rates scheduled above provides details of all grades of staff and their respective experience levels.

It is not this Firm's policy to sub-contract out any services or tasks which can be provided by this Firm.

Charles M Brook, Allan C Cadman, Michelle L Chatterton and Stephen J Wainwright are authorised by the Insolvency Practitioners Association to take insolvency appointments in the United Kingdom. Partners or employees acting as Liquidator or Administrator do so as agents of the company to which they are appointed and without personal liability.

Poppleton & Appleby is the trading style of Churchill Corporate Solutions LLP which is a limited liability partnership registered in England and Wales, registered number OC393802. Registered Office: St Crispins House, St Crispins Way, Haslingden, Lancashire BB4 4PW. A full list of members is available for inspection at 16 Oxford Court, Bishopsgate, Manchester, M2 3WQ.

### Professional Advisors

It is usual in insolvency cases that specialist professional advisors are engaged to advise on matters which are case specific. Ordinarily but not exclusively these will include solicitors, employment law consultants, asset agents and accountants. Stakeholders will be advised of such advisors which could be expected to be used within a case together with an expected fee arrangement.

Our choice will be based on our perception of their qualification, experience and ability to perform the type of work sought including the complexity and nature of the assignment upon which they are asked to assist.

### Expenses and Disbursements Policy

Where expenses are incurred in respect of the insolvent estate they will be recharged. Such expenses can be divided into two categories and are disclosed to creditors in the appropriate reports. In each case the recharge will be reimbursed on a quarterly basis.

### Category 1

- Category 1 disbursements relate to expenses where this Firm has met a specific cost in respect of the insolvent estate where payment has been made to a third party where the expenditure is directly referable to the appointment in question. These may include items such as legal notices, bond premiums, searches at Companies House, etc. In each case the recharge will be reimbursed on a quarterly basis. It is not necessary for creditors to approve Category 1 disbursements.

### Category 2

- These are expenses and disbursements incurred by this Firm which may include an element of shared or allocated costs that can be allocated to the appointment on a proper and reasonable basis. Category 2 disbursements require approval in the same manner as office holder's remuneration prior to being drawn from the individual insolvency estate.
- This Firm will seek to recover Category 2 disbursements in respect of the following:

Storage of records (per box per quarter) (when not rechargeable as a Category 1 expense)	£6.00
Partner/staff mileage (per mile)	£0.45

### VAT

VAT at the prevailing rate is applied to office holders' fees and disbursements. In Company and Individual Voluntary Arrangements, VAT may not apply following the decision in PAYMEX versus HMRC.

### FURTHER INFORMATION: Creditors Rights

SIP9 provides information for creditors in relation to the fees charged by Office Holders. These can be accessed from our website:

<http://www.pandanorthern.co.uk/your-questions-answered/documents/>

Alternatively, a copy can be provided by request to either office.

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BISHOPSGATE  
MANCHESTER M2 3WQ**

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FAX 0161 228 2335

**THE MEDIA CENTRE  
7 NORTHUMBERLAND STREET  
HUDDERSFIELD HD1 1RL**

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