

## Section 94

Return of Final Meeting in a  
Members' Voluntary Winding UpPursuant to Section 94 of the  
Insolvency Act 1986

To the Registrar of Companies

**S.94**

Company Number

03691390

Name of Company

Elliot Brown (Consulting) Limited

I/We

Frank Wessely, 81 Station Road, Marlow, Bucks, SL7 1NS

Chris Newell, 81 Station Road, Marlow, Bucks, SL7 1NS

Note The copy account must be  
authenticated by the written  
signature(s) of the Liquidator(s)

give notice that a general meeting of the company was duly held on/~~summoned for~~ 20 February 2017 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~~

The meeting was held at 81 Station Road, Marlow, SL7 1NS

The winding up covers the period from 5 April 2016 (opening of winding up) to the final meeting (close of winding up)

The outcome of the meeting (including any resolutions passed at the meeting) was as follows

Quorum - That the Joint Liquidators' final report and his receipts and payment account be approved

That the Joint Liquidators' be granted their release from office

~~No Quorum - There was no quorum present at the meeting and the liquidators are deemed to be released from office.~~

Signed



Date 20 February 2017

Quantuma LLP  
81 Station Road  
Marlow  
Bucks  
SL7 1NS

Ref 6001140/FFW/CRN/CSJ/NLS

TUESDAY



\*A6175TV4\*  
A36 28/02/2017 #31  
COMPANIES HOUSE

**Elliot Brown (Consulting) Limited**  
**(In Liquidation)**  
**Joint Liquidators' Abstract of Receipts & Payments**  
**From 5 April 2016 To 20 February 2017**

<b>S of A £</b>		<b>£</b>	<b>£</b>
	<b>ASSET REALISATIONS</b>		
64,138 00	Director's Loan Account	<u>NIL</u>	NIL
	<b>DISTRIBUTIONS</b>		
(200.00)	Ordinary Shareholders	<u>NIL</u>	NIL
<u>63,938.00</u>			<u><u>NIL</u></u>
	<b>REPRESENTED BY</b>		
			<u><u>NIL</u></u>



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Marlow  
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SL7 1NS

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To All Members

Our Ref: FFW/CRN/NLS/6001140

Dated: 20 February 2017

Dear Sirs

**Elliot Brown (Consulting) Limited ("the Company") - in Members' Voluntary Liquidation**

I am now in a position to conclude the winding up of the affairs of the Company. I have summoned final meetings of the Company's members to be held on 20 February 2017. Notices of the meeting is enclosed with this report.

The purpose of this meeting is to present a copy of the enclosed report and for me to seek my release as Liquidator of the Company. There is no requirement for members to attend the meeting, and no information other than that provided in this report will be made available at the meeting. Members are asked to complete the enclosed proxy form and return it to my office before 12.00 noon on the business day prior to the meeting if they wish to vote at the meeting but are not attending in person.

If members have any queries regarding this report, the holding of the final meetings, or the conduct of the Liquidation in general, they should contact Nina Sellars on 01628 478100.

Yours faithfully

**Frank Wessely**  
**Joint Liquidator**

Licensed in the United Kingdom to act as an insolvency practitioner by the Institute of Chartered Accountants in England and Wales

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## **Elliot Brown (Consulting) Limited ("the Company") – in Members' Voluntary Liquidation**

### **Joint Liquidators' Final Report to Members**

Frank Wessely and Christopher Newell are the Joint Liquidators of the Company and this is their final report to the members of the Company, showing how the liquidation has been conducted. The report covers the period from April 2016 to 20 February 2017.

### **ACTION TAKEN BY THE JOINT LIQUIDATORS' SINCE APPOINTMENT TO DATE**

As detailed on the attached receipts and payments account the following asset realisations were received:

Director's Loan Account in the sum of £64,138 00.

Tax Clearance was sought from HM Revenue & Customs and received on 9 August 2016.

### **RECEIPTS AND PAYMENTS ACCOUNT**

Attached at **Appendix I** is the Joint Liquidators' Receipts and Payments Account

### **STATUTORY INFORMATION**

Statutory Information is attached at **Appendix II**.

### **DISTRIBUTIONS MADE TO SHAREHOLDERS**

The following distributions were made:

Distribution to Shareholders	Value	Amount Distributed	
In Specie			
Directors Loan account			
05.04 16	£320.69 per Ordinary Share	£	64,138.00
	Total	£	64,138.00

In accordance with members' requirements above I distributed the directors loan account totalling £64,138 00 in specie between the members in proportion to their shareholdings in the Company.

I am required by Rule 4 49G of the Insolvency Rules to report to you the estimated market value of any assets distributed in specie, and the basis of valuation that I have adopted in reaching my estimate

The basis of valuation is as per the Declaration of Solvency

This information is given solely for the purposes of meeting the requirements of the Insolvency Rules

Please note that the basis of valuation that I have adopted for valuing these assets for the purpose of the Rules should not be used for the purpose of determining any liability of any individual member to taxation on the amounts distributed in the liquidation.

Taxation law provides specific guidance on the approach to be adopted for the valuation of assets for taxation purposes, and in this regard members should consult a specialist tax practitioner for further advice

All assets are realised and there will be no further distributions.

## **JOINT LIQUIDATORS' REMUNERATION, DISBURSEMENTS AND EXPENSES**

### **Basis of Remuneration and Disbursements**

#### **Pre-appointment costs**

As stated in the written resolutions dated 5 April 2016 it was resolved that the fees of Quantuma LLP for assisting the directors in convening the statutory meetings to place the Company into liquidation, and the Joint Liquidators fees will be a fixed amount of £2,750 plus disbursements and VAT, and that their Category 2 disbursements would be drawn in accordance with the tariff outlined in **Appendix III**.

These fees were paid direct to Quantuma.

#### **Remuneration Charged and Drawn in the Period**

The Joint Liquidators' time costs were charged (exc VAT) as follows.

	Incurred	Paid
For the period from 5 April 2016 to 20 February 2017	£4,694.25	£ Nil
<b>Total</b>	<b>£4,694.25</b>	<b>£ Nil</b>

A description of the routine work undertaken in the period is as follows:

#### **1. Administration and Planning**

- Statutory duties associated with the appointment including the filing of relevant notices
- Notification of the appointment to members and other interested parties
- Setting up case files
- Reviewing available information to determine appropriate strategy
- Case planning and administration.

#### **2 Members and Distributions**

- Recording and maintaining the list of members
- Reporting to members
- Distributions to members
- Dealing with member queries

#### **3. TAX & VAT**

- Requesting tax clearance from HM Revenue & Customs.
- Liaising with HM Revenue & Customs regarding tax clearance

#### **4. Cashiering**

- Maintaining liquidation bank accounts
- Bank reconciliations
- Drafting statutory returns and filing.

## **SUMMARY**

The winding up of the Company is now for all practical purposes complete and I am able to summon final meetings of the Company's members to receive my final report and seek my release as Liquidator

Members should note that if I obtain my release as Liquidator at the final meeting of members on 20 February 2017, my case files are placed in storage thereafter. If members have any queries they are asked to contact Nina Sellars on 01628 478100 before the meetings are held.

At Quantuma LLP we always strive to provide a professional and efficient service, however we recognise that it is in the nature of insolvency proceedings for disputes to arise from time to time. If you should have cause to complain about the way that we are acting, you should, in the first instance, put details of your complaint in writing to our address. This will formally invoke our complaints procedure and we will endeavour to deal with your complaint under the supervision of a senior partner unconnected with the appointment

Yours faithfully

A handwritten signature in black ink, appearing to read 'Frank Wessely', with a stylized flourish at the end.

**Frank Wessely**  
**Joint Liquidator**

Licensed in the United Kingdom to act as an Insolvency Practitioner by the Institute of Chartered Accountants in England and Wales

**Elliot Brown (Consulting) Limited  
(In Liquidation)**

**JOINT LIQUIDATORS' RECEIPTS AND PAYMENTS ACCOUNT**

	Declaration of Solvency ALL	From 05/04/2016 To 20/2/2017 ALL	From 05/04/2016 To 20/2/2017 ALL
<b>RECEIPTS</b>			
NIL		0.00	0.00
		0.00	0.00
<b>PAYMENTS</b>			
NIL		0.00	0.00
		<hr/> 0.00	<hr/> 0.00
<b>BALANCE - 20 February 2017</b>			<hr/> <b>0.00</b>



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Frank Wessely  
Joint Liquidator

## **Statutory Information**

## **Appendix II**

### **Company Information**

Company Name:	Elliot Brown (Consultancy) Limited
Previous Name:	N/A
Company Number:	03691390
Date of Incorporation:	14 January 1999
Trading Address:	55 Elmete Drive, Leeds, West Yorkshire LS8 2LA
Current Registered Office:	81 Station Road, Marlow, Bucks SL7 1NS
Principal Trading Activity:	Human Health

### **Appointment details**

Joint Liquidators' name and address:	Frank Wessely of Quantuma LLP, 81 Station Road, Marlow, Bucks, SL7 1NS  Christopher Newell of Quantuma LLP, 81 Station Road, Marlow, Bucks, SL7 1NS
Commencement of liquidation:	5 April 2016
Date of appointment	5 April 2016
Appointment made by:	Members

The Joint Liquidators act jointly and severally.



**Information relating to the Joint Liquidators' Fees and Expenses****1. Explanation of Liquidators' charging and disbursement recovery policies****1.1. Time recording**

Work undertaken on cases is recorded in 6 minute units in an electronic time recording system. Time properly incurred on cases is charged at the hourly rate of the grade of staff undertaking the work that applies at the time the work is done. The current hourly charge-out rates are:

<b>Grade of Staff</b>	<b>Rate from 15 July 2015</b>
<b>Partner</b>	£295.00 - £475.00
<b>Director</b>	£250.00 - £325.00
<b>Senior Manager</b>	£225.00 - £350.00
<b>Manager</b>	£200.00 - £250.00
<b>Assistant Manager</b>	£185.00
<b>Senior Administrator</b>	£175.00 - £215.00
<b>Administrator</b>	£150.00 - £175.00
<b>Assistant Administrator</b>	£100.00
<b>Case Accountant</b>	£125.00
<b>Junior Administrator</b>	£75.00 - £100.00
<b>Support Staff/Executive Assistant</b>	£95.00 - £100.00

**1.2. Disbursement recovery**

Disbursements are categorised as either Category 1 or Category 2.

**Category 1 disbursements:**

External supplies of incidental services specifically identifiable to the case. Where these have initially been paid by Quantuma LLP and then recharged to the estate, approval from members is not required.

Examples of category 1 disbursements include postage, case advertising, specific bond insurance, Partnership search fees, external room hire, storage, case management software system, invoiced travel and properly reimbursed expenses incurred by personnel in connection with the case (including business mileage up to HMRC approved rate for cases commenced before 1 November 2011).

**Category 2 disbursements:**

These include elements of shared or allocated costs incurred by Quantuma LLP and recharged to the estate; they are not attributed to the estate by a third party invoice and/or they may include a profit element. These disbursements are recoverable in full, subject to the basis of the disbursement charge being approved by creditors in advance.

Category 2 disbursements charged by Quantuma LLP are as follows:

Disbursement charge	Rate
Company searches (RSM Tenon Tracker)	£10 per case
File set up	£7 per file
Photocopying, scanning and faxes	10p per side of paper
Mileage	45p per mile
Room hire (internal) – London	£150 per hour
Room hire (internal) - outside London	£100 per hour
Reports to creditors and members – posted	50p per report
Reports to creditors and members - published on line	25p per report

### Time and charge out summary

The following table shows time costs from 5 April 2016 to 20 February 2017

TLC CORPORATION LIMITED – IN LIQUIDATION JOINT LIQUIDATORS' TIME COSTS FOR THE FINAL PERIOD FROM 5 APRIL 2016 TO 20 February 2017							
SIP 9 TIME SUMMARY							
Classification of work function	Hours					Total Cost £	Average hourly rate £
	Partner and Director	Manager	Other Senior Professional	Assistants And Support Staff	Total Hours		
Admin and planning	2 10	1 00	6 90	9 40	19 40	3,066 50	158 07
Cashiering				0 85	0 85	106 25	125 00
Creditors	1 42		1 20	1 00	3 62	801 50	221 41
Closing Procedures			4 80		4 80	720 00	150 00
Total Hours	3 52	1 00	12 90	11 25	28 67	4,694 25	163 75

For the liquidation period the total time costs incurred are £4,694 25 which represents 28 67 hours, spent bringing the average charge out rate to £163 73.

### Disbursements

Disbursements incurred during the final period of this report and cumulatively from appointment 5 April 2016 to 14 December 2016, are detailed below:

Disbursements	Incurred £	Paid £
<b>Category 1</b>		
Statutory advertising	308.00	Nil
Bond premium	135 00	Nil
<b>Total</b>	<b>443.00</b>	<b>Nil</b>
<b>Category 2</b>		
Photocopying	7.00	Nil
<b>Total</b>	<b>7.00</b>	<b>Nil</b>
<b>Sub-Total</b>	<b>450.00</b>	<b>Nil</b>

## **APPENDIX IV STATEMENT OF MEMBERS RIGHTS**

**(where company goes into liquidation on a winding up resolution passed on or after 6 April 2010)**

### **Progress reports and requests for further information**

The liquidator is required to send annual and final progress reports to members. The reports must include:

- > details of the basis fixed for the remuneration of the liquidator (or if not fixed at the date of the report, the steps taken during the period of the report to fix it);
- > if the basis has been fixed, the remuneration charged during the period of the report, irrespective of whether it was actually paid during that period (except where it is fixed as a set amount, in which case it may be shown as that amount without any apportionment for the period of the report);
- > if the report is the first to be made after the basis has been fixed, the remuneration charged during the periods covered by the previous reports, together with a description of the work done during those periods, irrespective of whether payment was actually made during the period of the report;
- > a statement of the expenses incurred by the liquidator during the period of the report, irrespective of whether payment was actually made during that period;
- > a statement of the members' rights to request further information, and their right to challenge the liquidator's remuneration and expenses, as explained below.

### **Members' rights to request further information**

Within 21 days of receipt of a progress report (or 7 business days where the report has been prepared for the purposes of a meeting to receive the liquidator's resignation) a member may request the liquidator to provide further information about the remuneration and expenses set out in the report.

A request must be in writing, and may be made by member(s) 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 by any member with the permission of the court.

The liquidator must provide the requested information within 14 days, unless he considers that

- > the time and cost involved in preparing the information would be excessive, or
- > disclosure would be prejudicial to the conduct of the liquidation or might be expected to lead to violence against any person, or
- > the liquidator is subject to an obligation of confidentiality in relation to the information requested,

in which case he must give the reasons for not providing the information.

Any member may apply to the court within 21 days of the liquidator's refusal to provide the requested information, or the expiry of the 14 days time limit for the provision of the information, and the court may make such order as it thinks just.

### **Additional requirements**

The liquidator must provide certain information about the time spent on the case, free of charge, upon request by any member of the company.

The information which must be provided is –

- > the total number of hours spent on the case by the liquidator or staff assigned to the case,

- > for each grade of staff, the average hourly rate at which they are charged out;
- > the number of hours spent by each grade of staff in the relevant period

The period for which the information must be provided is the period from appointment to the end of the most recent period of six months reckoned from the date of the liquidator's appointment, or where he has vacated office, the date that he vacated office.

The information must be provided within 28 days of receipt of the request by the liquidator, and requests must be made within two years from vacation of office.

#### **What if a member is dissatisfied?**

It is the members as a body who have authority to approve the liquidator's fees

#### **General meeting**

To enable them to carry out this function they may require the liquidator to call a general meeting of the company. In order to do this members with at least ten per cent of the total voting rights of all the members having the right to vote at general meetings of the company must concur with the request, which must be made to the liquidator in writing.

#### **Application to Court**

If a member believes that the liquidator's remuneration is too high, the basis is inappropriate, or the expenses incurred by the liquidator are in all the circumstances excessive he may, provided certain conditions are met, apply to the court.

Application may be made to the court by member(s) with at least 10% of the total voting rights of all of the members having the right to vote at general meetings of the company, or by any member with the permission of the court.

Any such application must be made within 8 weeks of the applicant receiving the liquidator's progress report in which the charging of the remuneration or incurring of the expenses in question is first reported. If the court does not dismiss the application (which it may if it considers that insufficient cause is shown) the applicant must give the liquidator a copy of the application and supporting evidence at least 14 days before the hearing.

If the court considers the application well founded, it may order that the remuneration be reduced, the basis be changed, or the expenses be disallowed or repaid.

Unless the court orders otherwise, the costs of the application must be paid by the applicant and not out of the assets of the insolvent company.