

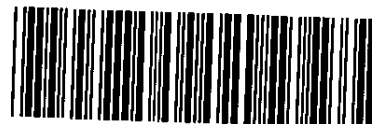
NDISC

Notice of disclaimer under section 178 of the
Insolvency Act 1986



Companies House

SATURDAY



A10 *A7E2DWCP*
08/09/2018 #170
COMPANIES HOUSE

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e

1 Company details

Company number 0 3 7 8 2 3 7 9

Company name in full CARILLION PLC

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

2 Liquidator's name

Full forename(s) DAVID

Surname CHAPMAN

3 Liquidator's address

Building name/number 4

Street ABBEY ORCHARD STREET

Post town LONDON

County/Region

Postcode S W 1 P 2 H T

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 ①

Building name/number

Street

Post town

County/Region

Postcode

Country

① Other liquidator
Use this section to tell us about
another liquidator.

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6

Notice of disclaimer

☒ Notice of disclaimer is attached

7

Sign and date

Liquidator's signature

Signature

X



X

Signature date

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Carillion Construction Limited
(in compulsory liquidation)
Carillion House
84 Salop Street
Wolverhampton WV3 0SR

www.carillionplc.com

TO:
Morse Group Limited (dissolved),
FTI Consulting LLP,
200 Aldersgate,
Aldersgate Street,
London,
EC1A 4HD
(you)

16 August 2018

Dear Sir / Madam

NOTICE OF DISCLAIMER UNDER SECTION 178 OF THE INSOLVENCY ACT 1986

Re: Carillion plc activities under contracts and agreements at the site commonly referred to as Harton College

Carillion plc (in liquidation) (company number 03782379) (the Company)
Liquidator: The Official Receiver (the Liquidator)

Special managers: Michael Jervis and David Kelly (the Special Managers)

Property Disclaimed: the applicable contracts listed in Schedule 2 between you and the Company in relation to Harton College (the Contracts)

By order of the High Court of Justice of England and Wales of 15 January 2018, the Company was placed into compulsory liquidation and the Official Receiver appointed as liquidator (in the Business and Property Courts of England and Wales, Insolvency and Companies List (ChD), case no. CR-2018-000351).

By order of the High Court of Justice of England and Wales of 15 January 2018 (as amended by Mr Registrar Jones on 13 February 2018), the Special Managers were appointed to assist the Liquidator.

The Liquidator hereby gives you notice that it disclaims all the Company's interest in the applicable Contracts, including any related Direct Agreements and collateral or other warranties entered into by the Company in relation to the Contracts including those listed in the enclosed Schedule 2.

Yours faithfully

Signed: 

Dated: 16 August 2018

The Official Receiver has been appointed liquidator of Carillion Plc (and certain subsidiaries). Special Managers have been appointed by the High Court to help the Official Receiver manage the affairs, business and property of the companies in liquidation, in accordance with the powers and duties contained in the order appointing them. Provisional liquidators have also been appointed by the Court of Session, with the powers set out in Schedule 4 to the Insolvency Act 1986. A full list of the appointments and details of the Special Managers and Provisional Liquidators can be found at www.pwc.co.uk/carillion.

The Provisional Liquidators are licensed in the United Kingdom to act as Insolvency Practitioners by the Institute of Chartered Accountants in England and Wales, and are bound by the Insolvency Code of Ethics which can be found at: <https://www.gov.uk/government/publications/insolvency-practitioner-code-of-ethics>.

The Special Managers and Provisional Liquidators act as agents of the companies to which they are appointed, without personal liability, and they are Data Controllers of personal data as defined by the Data Protection Act 1998. Personal data will be kept secure and processed only for matters relating to the appointment.



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Carillion House
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Wolverhampton WV3 0SR

www.carillionplc.com

Notice authenticated and dated by David Chapman, Official Receiver as liquidator of the Company, acting without personal liability

Official Receiver contact details:

4 Abbey Orchard Street

London

SW1P 2HT

carillion.liquidator@insolvency.gsi.gov.uk

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NOTES

The following provisions continue notwithstanding the intended disclaimer by the Company of its interests in the Contracts and related direct agreements and collateral or other warranties as further and expressly particularised in the enclosed, non-exhaustive Schedule.

The Special Managers, their firm, partners, employees, advisers, representatives or agents nor the Liquidator shall incur any personal liability whatsoever in respect of any of the obligations of the Company or any other person including in connection with the Contracts and the terms of this notice.

No liability (whether based in tort or contract or statute or otherwise) including, without limitation, any liability in connection with non-performance or breach or termination (whether by repudiation, disclaimer or otherwise), or any penalty or liability for liquidated damages, arising from actions or inactions of either the Liquidator or the Special Managers shall give rise to any liquidation expenses unless expressly accepted in writing.

Neither the Liquidator's nor the Special Managers' actions or inactions shall have the legal effect of an adoption of any of the Contracts.

Nothing in this letter is intended to limit or affect in any way the rights or powers of the Liquidator or the Special Managers with respect to their appointments or applicable law.

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PROJECT – Harton College

Schedule 1 – List of addressees to whom this Notice of Disclaimer is to be given

No	Addressee details per contract in Schedule 2
1	(1) Inspiredspaces Stag Limited, Carillion House, 84 Salop Street, Wolverhampton, WV3 0SR (2) Morse Group Limited (dissolved), FTI Consulting LLP, 200 Aldersgate, Aldersgate Street, London, EC1A 4HD (3) Morse plc, Profile West, 950 Great West Road, Brentford, Middlesex, TW8 9EE (4) Carillion Construction Limited, Carillion House, 84 Salop Street, Wolverhampton, WV3 0SR
2	Inspiredspaces Stag Limited, Carillion House, 84 Salop Street, Wolverhampton, WV3 0SR
3	Morse Group Limited (dissolved), FTI Consulting LLP, 200 Aldersgate, Aldersgate Street, London, EC1A 4HD

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Schedule 2 – List of disclaimed contracts

No	Title of contract	Parties	Date of contract
1	ICT Interface Agreement relating to Stag BSF (Harton Technology College)	(1) Inspiredspaces Stag Limited (2) Morse Group Limited (3) Morse plc (4) Carillion plc (5) Carillion Construction Limited	30 June 2009
2	Parent Company Guarantee	(1) Inspiredspaces Stag Limited (2) Carillion plc	30 June 2009
3	Deed of Guarantee	(1) Morse Group Limited (2) Carillion plc	On or around 9 June 2009


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 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	Phil Amatt
Company name	Insolvency Service
Address	4 Abbey Orchard Street
Post town	London
County/Region	
Postcode	S W 1 P 2 H T
Country	
DX	
Telephone	02076376276

 Checklist
We may return forms completed incorrectly or with information missing.
Please make sure you have remembered the following:
<input type="checkbox"/> The company name and number match the information held on the public Register.
<input type="checkbox"/> You have attached the required documents.
<input type="checkbox"/> 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