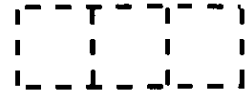


The Insolvency Act 1986

Notice of appointment of Provisional Liquidator in Winding Up by the Court**R.4.26**

For official use



To the Registrar of Companies

Company Number

08499859

Name of Company

(a) Insert full name of company

(a) HERITAGE FA LIMITED

(b) Insert full name and address

I (b) Paul Titherington, Official Receiver of 4 Abbey Orchard Street, London, SW1P 2HT

(c) Insert date

give notice that on (c) 14 January 2016, I was appointed provisional liquidator of

(a) Heritage FA Limited

by an order of the court dated (c) 14 January 2016

Dated

15/01/2016

Signed

Name in BLOCK
LETTERS

PAUL TITHERINGTON

Presenter's name, and
reference

For Official Use

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TUESDAY



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19/01/2016

#337

COMPANIES HOUSE

IN THE HIGH COURT OF JUSTICE
CHANCERY DIVISION
COMPANIES COURT

CR-2015-9337

Mr Justice Newey

14 January 2016

IN THE MATTER OF HERITAGE FA LIMITED (CN: 08499859)
AND IN THE MATTER OF THE INSOLVENCY ACT 1986



ORDER

UPON THE APPLICATION of the Secretary of State for Business Innovation & Skills, whose address for service is Bond Dickinson LLP, 4 More London Riverside, London, SE1 2AU, the Petitioner named in the Petition presented to the Court on 4 December 2015

AND UPON HEARING Counsel for the Applicant

AND UPON HEARING the Official Receiver in person.

AND UPON READING the Petition to wind up Heritage FA Limited ("the Company") and the Witness Statements of Christopher Mayhew dated 4 December 2015 with exhibit CM1, Christopher Mayhew dated 16 December 2015 with exhibit CM2, Christopher Mayhew dated 12 January 2016 with exhibit CM3, John Convery dated 4 December 2015 with exhibit JC1 and of Mark George dated 4 December 2015 with exhibit MGA-E and those other documents relied upon at the hearing

AND UPON the Court being satisfied that the EC Regulation does not apply

IT IS ORDERED that one of the Official Receivers attached to the Court be and is hereby appointed as Provisional Liquidator of the Company until a further hearing of this application to be heard on 26 January 2016 (the "Return Date") or further Order in the meantime

AND IT IS ORDERED that the functions of the Provisional Liquidator extend, amongst other things, to the following acts, that is to say:

- (1) To enter and/or remain upon the Company's premises and for the avoidance of doubt, any other premises to which the Company has a right to enter and/or remain.
- (2) To take possession of, collect in and protect all the assets property and/or things in action to which the Company is or appears to be entitled including any third party or trust monies, or any assets in the possession of or under the control of the Company in this country or abroad, such assets not to be distributed or parted with until further Order except pursuant to the functions and powers hereby conferred.
- (3) To take possession of and secure the books and records of the Company including the accounting and statutory records.
- (4) To continue, if and to the extent that he considers it appropriate and necessary, to operate the business of the Company
- (5) To investigate the affairs of the Company insofar as he considers it necessary (with a view to tracing and protecting the assets of the Company) to investigate any transactions entered into by the Company and/or any dispositions made by the Company which may have resulted in and/or involved the dissipation and/or reduction in value of all or any of the Company's assets or which in the event that a winding-up Order is made may be avoidable and/or recoverable pursuant to the provisions of the Insolvency Act 1986.
- (6) Without prejudice to the generality of the foregoing, to continue or commence such action in this country or abroad for the protection and/or for the recovery of documents assets property and/or things in action as may be required

AND IT IS FURTHER ORDERED that the provisional liquidator is to have the following powers:

- a) To be at liberty to bring or defend any action or other legal proceeding in the name and on behalf of the Company for the purposes of carrying out the functions specified in this Order;
- b) To be at liberty to retain and pay or dismiss employees at his discretion,
- c) To be at liberty to terminate, complete, compromise or perfect as advised any contracts or transactions relating to the business of the Company or involving transactions relating to assets of the Company including any clients and trust monies in the possession of or under the control of the Company,
- d) To return to the payor any monies received after the date of this Order from members of the public for goods and services which in the opinion of the Official Receiver the Company will be unable to provide;
- e) Without prejudice to the generality of the foregoing, to sell in the ordinary course of the Company's business any of the Company's trading stock by public auction or private contract with power to transfer the whole of it to any person or to sell the same in parcels,
- f) To do all acts and execute, in the name and on behalf of the Company, all deeds, receipts and other documents and for that purpose to use when necessary the Company's seals;
- g) To engage all such solicitors, other agents and specialists as may be necessary to assist him in the carrying out of his functions and the exercise of his powers under this Order;
- h) Without prejudice to the generality of the foregoing, to take control of any existing bank accounts of the Company and where appropriate freeze or retain and operate those bank accounts as the Official Receiver directs and to open and operate new accounts with liberty to pay therefrom any necessary expenses incurred on behalf of the Company in the carrying out

of his functions and the exercise of his powers under this Order, any balance exceeding immediate requirements to earn interest with such banks on deposit accounts;

- i) To redirect the Company's electronic mail accounts and continue to operate, close, redirect, or otherwise to control the Company's sites on the Internet, World Wide Web or other electronic media or systems as may be necessary,
- j) To take possession of and/or to remove all property assets and/or records including any electronic data storage and/or communication media to which the Company is or appears to be entitled and to make such forensic copies of the information stored thereon as may be necessary for the purposes of carrying out his functions,
- k) To do all such other things as may be necessary for taking into his custody or under his control all the property and things in action to which the Company is or appears to be entitled and/or for the purposes of carrying out any of his functions under this Order

AND IT IS FURTHER ORDERED that the Petitioner's and the Provisional Liquidator's costs of this Application be reserved to the Return Date.

AND IT IS FURTHER ORDERED that the application be adjourned to the Return Date at which point the court will consider whether to continue this order until the determination of the petition

AND IT IS FURTHER ORDERED that the Provisional Liquidator do have general permission to apply for such further directions or Orders as may, in his opinion, be necessary or appropriate.

AND IT IS FURTHER ORDERED that the authority of the officers of the Company to control its property affairs and management be suspended and that responsibility for the Company's property affairs and management pass to the

Provisional Liquidator with immediate effect save that the officers have liberty to apply to the Court to set aside or vary this order on 48 hours written notice and in connection therewith to apply to the Court to use the funds of the Company in respect of such Application to set aside and vary

NOTICE TO THE OFFICERS OF THE COMPANY

You are required by Section 235 of the Insolvency Act 1986 to give the Provisional Liquidator all information as he may reasonably require relating to the Company's property and affairs and to attend upon him at such times as he may reasonably require.

Service of Order

The Court has provided sealed copies of this Order to the serving party:

Bond Dickinson LLP, 4 More London Riverside, London, SE1 2AU, DX. 149166 Southwark (Reference PLM/FLW/INS/23/113)