

**Return of Final Meeting in a
Voluntary Winding Up**

Pursuant to sections 94 and 106 of the
Insolvency Act 1986

To the Registrar of Companies
and the Accountant in Bankruptcy

For Official Use

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Company Number

SC379124

(a) Insert name of
company

Name of Company

(a) UK Diesel Cards Limited

(b) Insert full name(s)
and address(es)

I (b)
Lindsey Cooper
RSM Restructuring Advisory LLP
3 Hardman Street
Manchester
M3 3HF

give notice:

(c) Insert date

1. that a general meeting of the company was duly summoned for (c) 27 March 2017 pursuant to Section 94 of the Insolvency Act 1986, for the purpose of having an account (of which a copy is attached (d)) laid before it showing how the winding-up of the company has been disposed of and that no quorum was present at the meeting.

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

Signed  Date 27 March 2017

Presenter's name,
address and reference
(if any)

Victoria Paterson
RSM Restructuring Advisory LLP
First Floor, Quay 2
139 Fountainbridge
Edinburgh
EH3 9QG

781859

For official use

Liquidation Section

Post Room

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MONDAY



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SCT

27/03/2017

#48

COMPANIES HOUSE

Liquidator's Statement of Account in a Voluntary Winding Up

Statement showing how winding has been conducted and the property of the company has been disposed of.

Name of Company UK Diesel Cards Limited

From 23 February 2015 (commencement of winding up) to 27 March 2017 close of winding up)

RECEIPTS

	Amount £
Bank Interest Gross	1.00
Cash at Bank	20,398.68
CT Overpayment	977.95
Funding by UK Fuels Ltd	4,576.66
Intercompany Loan	100.00
Total Receipts	26,054.29

PAYMENTS

Fees

Distribution to Ordinary Shareholders

Specific Bond

Statutory Advertising

Amount £

(4,200.00)

(21,385.83)

(51.00)

(417.46)

Total Payments

(26,054.09)

Dividends:

Category	Date(s) Paid	Rate of Dividend	Total Paid
Contributories	23/02/2017	1 £/Share	100.00
Contributories	16/03/2017	212.8583 £/Share	21,285.83

(1) Assets, including

N/A

Shown in the statement of assets and liabilities and estimated to be of the value of £0.00 have proved unrealisable.

(2) State amount in respect of:

unclaimed dividends payable to creditors in the winding up. £0.00

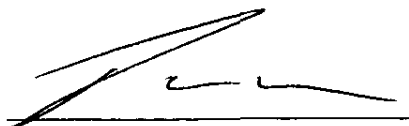
other unclaimed dividends in the winding up £0.00

moneys held by the company in respect of dividends or £0.00
other sums due before the commencement of the winding up
to any person as a member of the company.

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

Dated 27 March 2017

Signed by the Liquidator



Names and addresses of
Liquidators
(IN BLOCK LETTERS)

LINDEY COOPER
3 HARDMAN STREET
MANCHESTER
M3 3HF

Our ref: PD/781859/VP/5/SMVL1010
Your ref:

Radius Payment Solutions Limited
Eurocard Centre
Herald Park
Herald Drive
CREWE
CW1 6EG

21 February 2017

Dear Sirs

UK Diesel Cards Limited ('the Company') – in Members' Voluntary Liquidation

I am writing to provide you with the Liquidator's final report on the conduct of the liquidation and, as required by Section 94 of the Insolvency Act 1986, to convene a meeting of members to consider my report and receipts and payments account. This report has been prepared solely to comply with the statutory requirements of Section 94 of the Insolvency Act 1986. It has not been prepared for use in respect of any other purpose, or to inform any investment decision in relation to any debt or financial interest in the Company.

RSM Restructuring Advisory LLP was previously named Baker Tilly Restructuring and Recovery LLP until 26 October 2015.

Neither the Liquidator nor RSM Restructuring Advisory LLP accept any liability whatsoever arising as a result of any decision or action taken or refrained from as a result of information contained in this report.

Attached to this report are the following Appendices:

- Appendix A: Notice of final meeting of members;
- Appendix B: Receipts and payments account;
- Appendix C Liquidator's time cost analysis;
- Appendix D: Liquidator's charge out and disbursement rates;
- Appendix E: Category 2 disbursement table;
- Appendix F: A copy of RSM Restructuring Advisory LLP charging, expenses and disbursements policy statement; and
- Appendix G: Form of proxy for your use.

1 Introduction

This report should be read in conjunction with my previous report to members, a copy of which is available upon request.

The resolution to wind up the Company voluntarily was passed on 23 February 2015. Keith Anderson and Lindsey Cooper were appointed Joint Liquidators of the company with effect from that date.

Resignation of Liquidator

As a result of Keith Anderson leaving RSM Restructuring Advisory LLP, he resigned as Joint Liquidator on 24 August 2015.

2 Realisation of assets

On appointment, the only asset was a £100 intercompany loan due by UK Fuels Limited. This asset was distributed in specie to you on 23 February 2015.

A section 445 corporation tax repayment in the sum of £977.95 was received on 27 April 2015.

Funds of £20,398.68 were received from First Trust bank on 7 October 2016.

3 Other matters arising

Full and final clearance to close the liquidation was received from HM Revenue and Customs on 17 February 2017.

4 Receipts and payments

A copy of the Liquidator's receipts and payments account to date is attached at Appendix B.

VAT basis

Receipts and payments are shown inclusive of VAT as VAT is not recoverable from HM Revenue and Customs.

5 Payment of claims

No creditor claims have been received to date and none are anticipated.

Distributions to shareholders

A distribution in specie has been made to you as follows:

Date	Amount distributed	Rate (£ per share)
23/02/2015	£100.00	1.00

A cash distribution will be made to you prior to the closure of the liquidation.

6 Costs and Joint Administrators' remuneration

Authority for remuneration

On 23 February 2015, you authorised that I may draw remuneration as Liquidator and 'category 2' disbursements in relation to this assignment, the resolutions stating:

That the Joint Liquidators shall be authorised to draw their remuneration in the set amount of £3,500 plus VAT and disbursements, such amounts being based upon assumptions set out in Baker Tilly Restructuring and Recovery LLP's Letter of Advice dated 19 December 2014 and Letter of Engagement dated 19 December 2014; and

That the Joint Liquidator be authorised to draw 'Category 2' disbursements out of the assets as an expense of the liquidation, at the rates prevailing when the cost is incurred.

Summary of time costs and remuneration drawn

My time costs to date for acting as Liquidator are evaluated at £5,156.45 representing 40.6 hours. I have rendered a fee of £1,800.00 (including VAT) in relation to time spent on the liquidation to date. Payment by UK Fuels Limited is anticipated shortly.

The directors approved a pre-appointment fee in the sum of £2,000 plus VAT on 1 January 2015 and this was paid by UK Fuels Limited on 20 August 2015.

I have also incurred disbursements of £376.66 (including VAT) which have been paid by UK Fuels Limited. There will be a final disbursement of £91.80 (including VAT).

6.1 Detailed cost breakdown

Attached to this report are three Appendices relating to my costs on this assignment:

- Appendix C: Liquidator's time cost analysis;
- Appendix D: Liquidator's charge out and disbursement rates; and
- Appendix E: Category 2 Disbursement rates table
- Appendix F: A copy of RSM Restructuring Advisory LLP's charging, expenses and disbursements policy statement.

7 Final meeting

A notice convening the final meeting of members is enclosed with this report, together with a form of proxy. Please note that the meeting is purely a formality and that there is no necessity to attend, however to assist me in my duties I do require your views on the resolutions set out on the enclosed form of proxy, and I would be grateful if this could be completed, signed and returned to me at or before the meeting. You may fax this to me if you wish.

8 Dissolution of the Company

The company will be dissolved automatically (cease to exist) three months after I file details of my release and discharge with the Registrar of Companies.

If you have any queries in relation to the liquidation, or require any assistance with the enclosed papers, please do not hesitate to contact Victoria Paterson.

Yours faithfully



Paul Dounis
RSM Restructuring Advisory LLP

For Lindsey J Cooper
RSM Restructuring Advisory LLP
Liquidator

restructuring.edinburgh@rsmuk.com
Direct Line: 0131 659 8402

Ends

Lindsey Cooper is licensed to act as an Insolvency Practitioner in the UK by the Institute of Chartered Accountants in England and Wales

Insolvency Practitioners are bound by the Insolvency Code of Ethics when carrying out all professional work relating to an insolvency appointment

Appendix A

In the matter of the Insolvency Act 1986 (as amended)

And

In the matter of UK Diesel Cards Limited

Notice of final meeting

Notice is hereby given under Section 94 of the Insolvency Act 1986 (as amended) that a final meeting of the members of the above named company will be held at the offices of RSM Restructuring Advisory LLP, First Floor, Quay 2, 139 Fountainbridge, Edinburgh EH3 9QG on 27 March 2017 at 2:00pm for the purpose of receiving an account showing the manner in which the winding up has been conducted and the property of the Company disposed of, and of hearing any explanation that may be given by the Liquidator.

Proxies to be used at the meeting must be lodged at or before the meeting with RSM Restructuring Advisory LLP, First Floor, Quay 2, 139 Fountainbridge, Edinburgh EH3 9QG.

Dated: 21 February 2017



Paul Dounis
RSM Restructuring Advisory LLP

For Lindsey J Cooper
Liquidator
RSM Restructuring Advisory LLP
First Floor, Quay 2
139 Fountainbridge
Edinburgh
EH3 9QG

Statement of rights under Section 324 Companies Act 2006

A member of a company is entitled to appoint another person as his proxy to exercise all or any of his rights to attend and to speak and vote at a meeting of the Company.

A member of a company with a share capital may appoint more than one proxy in relation to a meeting, provided that each proxy is appointed to exercise the rights attached to a different share or shares held by him, or (as the case may be) to a different £10, or multiple of £10, of stock held by him.

Note: A proxy need not be a member of the Company.

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Receipts and Payments Abstract: UK Diesel Cards Limited
Appendix B

From: 23/02/2015 To: 20/02/2017

SOA Value £		23/02/2015 to 20/02/2017		Total to 20/02/2017	
		£	£	£	£
	ASSET REALISATIONS				
0.00	Bank Interest Gross	1.00		1.00	
0.00	Cash at Bank	20,398.68		20,398.68	
0.00	CT Overpayment	977.95		977.95	
0.00	Funding by UK Fuels Ltd	2,776.66		2,776.66	
100.00	Intercompany Loan	100.00		100.00	
			24,254.29		24,254.29
	COST OF REALISATIONS				
0.00	Pre-appointment Fee	(2,400.00)		(2,400.00)	
0.00	Specific Bond	(51.00)		(51.00)	
0.00	Statutory Advertising	(325.66)		(325.66)	
			(2,776.66)		(2,776.66)
	EQUITY				
(100.00)	Ordinary - In Specie Distribution	(100.00)		(100.00)	
			(100.00)		(100.00)
0.00			21,377.63		21,377.63
	REPRESENTED BY				
	Current Account			21,377.63	
					21,377.63
					21,377.63

UK Diesel Cards Limited - In MVL

For the period 23/02/2015 to 20/02/2017

Period	Hours Spent	Partners	Directors / Associate Directors	Managers	Assistant Managers	Administrators	Assistants & Support Staff	Total Hours	Total Time Costs	Average Rates
Administration and Planning										
Appointment		0.0	0.0	0.0	0.0	0.6	0.0	0.6	£ 57.00	95.00
Case Management		1.1	0.5	0.0	0.0	15.2	2.1	18.9	£ 2,403.45	127.17
Closure		0.0	0.0	0.0	0.0	0.6	0.0	0.6	£ 96.00	160.00
Director(s)/debtor/bankrupt		0.0	0.0	0.0	0.0	0.1	0.0	0.1	£ 15.00	150.00
Pre-appointment matters		0.0	0.0	0.0	0.0	0.1	0.0	0.1	£ 9.50	95.00
Receipts and Payments		0.3	0.0	0.0	0.0	2.9	1.4	4.6	£ 583.50	126.85
Tax Matters		0.1	0.0	2.4	0.0	1.9	0.0	4.4	£ 574.50	130.57
Total		1.5	0.5	2.4	0.0	21.4	3.5	29.3	£ 3,738.95	127.61
Investigations										
Investigations/CDDA		0.1	0.0	0.0	0.0	1.0	0.0	1.1	£ 131.50	119.55
Total		0.1	0.0	0.0	0.0	1.0	0.0	1.1	£ 131.50	119.55
Realisation of Assets										
Assets - general/other		0.0	0.0	0.0	0.0	0.6	0.0	0.6	£ 75.00	125.00
Total		0.0	0.0	0.0	0.0	0.6	0.0	0.6	£ 75.00	125.00
Case Specific Matters - Shareholders										
Shareholders / Members		0.6	0.0	0.0	0.0	9.0	0.0	9.6	£ 1,211.00	126.15
Total		0.6	0.0	0.0	0.0	9.0	0.0	9.6	£ 1,211.00	126.15
Total Hours		2.2	0.5	2.4	0.0	32.0	3.5	40.6	£ 5,156.45	127.01
Total Time Cost		£ 877.95	£ 89.50	£ 334.50	£ 0.00	£ 3,854.50	£ 300.00	£ 5,156.45		
Total Hours		2.2	0.5	2.4	0.0	32.0	3.5	40.6	£ 5,156.45	127.01
Total Time Cost		£ 877.95	£ 89.50	£ 334.50	£ 0.00	£ 3,854.50	£ 300.00	£ 5,156.45		
Average Rates		399.07	179.00	139.38	0.00	111.08	85.71	127.01		

Appendix D

RSM Restructuring Advisory LLP

Liquidator's current charge out and disbursement rates

Hourly charge out rates		
	Rates at commencement £	Current rates £
Partner	350-390	440-480
Directors / Associate Directors	-	240-440
Manager	135-225	200-240
Assistant Managers	-	150-200
Administrators	70-135	95-150
Support staff	70	0-95

'Category 2' disbursement rates	
Internal room hire	Nil
Subsistence	£25 per night (from 3 rd September 2013) £23 per night (up to 2 nd September 2013)
Travel (car)	38p per mile (up to and including 31 March 2010) 40p per mile (from 1 April 2010) 42.5p per mile (from 1 April 2011)
'Tracker' searches	£10 per case

Appendix E

RSM Restructuring Advisory LLP

Liquidator's category 2 disbursement rates

Recipient, type and purpose	Paid £	Unpaid £
None		
Total	Nil	Nil

Appendix F

RSM Restructuring Advisory LLP

Charging, expenses and disbursements policy statement

Charging policy

- Partners, directors, managers, administrators, cashiers, secretarial and support staff are allocated an hourly charge out rate which is reviewed from time to time.
- Work undertaken by cashiers, secretarial and support staff will be or has been charged for separately and such work will not or has not also been charged for as part of the hourly rates charged by partners, directors, managers and administrators.
- Time spent by partners and all staff in relation to the insolvency estate is charged to the estate.
- Time is recorded in 6-minute units at the rates prevailing at the time the work is done.
- The current charge rates for RSM Restructuring Advisory LLP Edinburgh are attached.
- Time billed is subject to Value Added Tax at the applicable rate.
- It is the office holder's policy to ensure that work undertaken is carried out by the appropriate grade of staff required for each task, having regard to its complexity and the skill and experience actually required to perform it.
- RSM Restructuring Advisory LLP's charge out rates are reviewed periodically.

Expenses and disbursements policy

- Only expenses and disbursements properly incurred in relation to an insolvency estate are re-charged to the insolvency estate.
- Expenses and disbursements which comprise external supplies of incidental services specifically identifiable to the insolvency estate require disclosure to creditors, but do not require creditors' approval prior to being drawn from the insolvency estate. These are known as 'category 1' disbursements.
- Expenses and disbursements which are not capable of precise identification and calculation (for example any which include an element of shared or allocated costs) require the approval of creditors prior to being drawn from the insolvency estate. These are known as 'category 2' disbursements.
- A resolution to consider approving category 2 disbursements at the rates prevailing at the time the cost is incurred to RSM Restructuring Advisory LLP Edinburgh will be proposed to the relevant parties responsible for approving remuneration.
- General office overheads are not re-charged to the insolvency estate as a disbursement.
- Any payments to outside parties in which the office holder or his firm or any associate has an interest will only be made with the approval of the relevant parties responsible for approving remuneration.
- Where applicable, expenses and disbursements re-charged to or incurred directly by an insolvency estate are subject to VAT at the applicable rate.

Proxy

Pursuant to Rules 7.14 and 7.15 of the Insolvency (Scotland) Rules 1986

(a) Insert name of the
Company
(b) Insert nature of
insolvency proceedings

(a) UK Diesel Cards Limited
(b)

Name of Creditor/Member _____
Address _____

_____ (hereinafter called 'the principal')

(c) Insert the name and
address of the proxy-holder
and of any alternatives. A
proxy-holder must be an
individual over 18.

Name of Proxy Holder(c) 1. _____
Address _____

whom failing 2. _____

whom failing 3. _____

*Delete as appropriate

I appoint the above person to be the principal's proxy-holder at
* all meetings in the above Insolvency proceedings relating to the above company
* the final meeting to be held on 27 March 2017 or at any adjournment of that meeting

Voting Instructions

The proxy holder is to authorised to vote or abstain from voting in the name, and on behalf, or the principal in respect of any matter*/s, including resolution*/s, arising from determination at said meeting*/s and any adjournment*/s thereof and to propose any resolution*/s in the name of the principal, either

- (i) in accordance with instructions given below or,
- (ii) if no instructions are given, in accordance with his/her own discretion.

(d)

1 The Liquidator be granted her release and discharge

FOR/AGAINST

(d) Set forth any voting
instructions for the proxy-
holder. If more room is
required attach a separate
sheet.

Signed _____ Date _____
Name in BLOCK LETTERS _____
Position of signatory in relation to the *creditor/or member or other authority for signing

Notes for the Principal and Proxy-holder

1. The chairman of the meeting who may be nominated as proxy-holder, will be the insolvency practitioner who is presently ~~*liquidator/receiver/administrator/nominee under the voluntary arrangement or a director of the Company.~~
2. All proxies must be in this form or a form substantially to the same effect with such variations as circumstances may require. (Rules 7.15(3) and 7.30).
3. To be valid the proxy must be lodged at or before the meeting at which it is to be used. (Rule 7.16(2)).
4. Where the chairman is nominated as proxy-holder he cannot decline the nomination. (Rule 7.14(4)).
5. The proxy-holder may vote for or against a resolution for the appointment of a named person to be liquidator jointly with another person, unless the proxy states otherwise. (Rule 7.16(4)).
6. The proxy-holder may propose any resolution in favour of which he could vote by virtue of this proxy. (Rule 7.16(5)).
7. The proxy-holder may vote at his discretion on any resolutions not dealt with in the proxy, unless the proxy states otherwise. (Rule 7.16(6)).
8. the proxy-holder may not vote in favour of any resolution which places him, or any associate of his, in a position to receive remuneration out of the insolvent estate unless the proxy specifically directs him so to vote. (Rule 7.19(1)).
9. Unless the proxy contains a statement to the contrary the proxy-holder has a mandate to act as representative of the principal on the creditors' or liquidation committee. (Rule 4.48).